



Shriram Properties Limited

**Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive
Information**

Updated w.e.f. August 12, 2025

SHRIRAM PROPERTIES LIMITED
Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Securities and Exchange Board of India (“**SEBI**”) notified the SEBI (Prohibition of Insider Trading) Regulations, as amended (“**Regulations**”) on January 15, 2015. Pursuant to Regulation 8 of the Regulations, Shriram Properties Private Limited (“**Company**”) is required to formulate a code of practices and procedures for fair disclosure of unpublished price sensitive information (“**Disclosure Code**”). Accordingly, the board of directors of the Company (“**Board**”) has formulated this Disclosure Code.

The Company is committed to safeguarding the confidentiality of Unpublished Price Sensitive Information (UPSI) and preventing its misuse. It aims to prohibit any unauthorized sharing of such information—whether intentional or accidental—by promoters, directors, employees, insiders, or any other individuals, as such actions can impact the Company's market price and damage its reputation and confidence in investor.

This Disclosure Code is designed to ensure timely, fair, and transparent public disclosure of UPSI, in accordance with Regulation 2(n) of the SEBI (PIT) Regulations. It promotes consistent communication with stakeholders and compliance with all relevant legal requirements.

This Code of Conduct may be modified by the Board of Directors from time to time to adopt best practices and to comply with the Regulations.

Definitions:

1. “**Compliance Officer**” for the purpose of these regulations means the Company Secretary of the Company. In absence of the Company Secretary the Board may authorize such other officer of the Company to discharge the duties of Compliance Officer under the regulations.
2. “**Chief Investors Relations Officer**” means Compliance Officer of the Company.
3. “**Unpublished Price Sensitive Information**” means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:
 - a. financial results
 - b. dividends
 - c. change in capital structure.
 - d. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business, award or termination of order/contracts not in the normal course of business and such other transactions
 - e. changes in key managerial personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor; and
 - f. change in rating(s), other than ESG rating(s)
 - g. fund raising proposed to be undertaken
 - h. agreements, by whatever name called, which may impact the management or control of the company
 - i. fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad
 - j. resolution plan/ restructuring or one time settlement in relation to loans/borrowings from banks/financial institutions

- k. admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016
- l. initiation of forensic audit, by whatever name called, by the company or any other entity for detecting misstatement in financials, misappropriation/
- m. siphoning or diversion of funds and receipt of final forensic audit report
- n. action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company
- o. outcome of any litigation(s) or dispute(s) which may have an impact on the company
- p. giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the company not in the normal course of business
- q. granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals
- r. such other information, in the opinion of the Board, if disclosed is likely to materially affect the prices of the securities

Role of the Chief Investor Relations Officer

The Board shall appoint the Chief Investor Relations Officer of the Company who shall be responsible for overseeing the timely and adequate public disclosure of Unpublished Price Sensitive Information as required under this Disclosure Code and the Regulations.

The responsibilities of the Chief Investor Relations Officer shall include overseeing and co-ordinating the disclosure of price sensitive information to stock exchanges, analysts, shareholders and the media. Routine disclosures to the stock exchanges shall continue to be made by designated officers who have responsibility for making such disclosures.

In the event of disclosure/dissemination of Unpublished Price Sensitive Information by a Designated Person without the approval of the Chief Investor Relations Officer by a Designated Person, such Designated Person shall inform the Chief Investor Relations Officer about such disclosure/dissemination as soon as possible.

Responding to Market Rumours

Any query or request for verification of market rumours received from stock exchanges, the press, the media or any other source received by any employee or officer of the Company shall ordinarily be directed to the Chief Investor Relations Officer.

If deemed necessary, the Chief Investor Relations Officer shall make a public announcement for verifying or denying the rumours and thereafter make appropriate disclosures.

All requests and queries for verifications of market rumours shall be documented as far as practicable. In this regard, the Chief Investor Relations Officer shall request for all queries and requests be made in writing.

Disclosure of Actual or Suspected UPSI Leak to Stock Exchanges

Upon becoming aware of any actual or suspected leak of Unpublished Price Sensitive Information (UPSI) relating to the Company, the Chief Investor Officer (CIO) shall promptly notify the Stock Exchanges where the Company's secu

rities are listed. The disclosure shall be made in the format prescribed under Annexure A of this policy.

Reporting of Actual or Suspected UPSI Leak to SEBI

If any actual or suspected UPSI leak comes to light, the CIO shall also ensure that a detailed report—covering the nature of the leak, findings of the preliminary enquiry, and its outcomes—is promptly submitted to SEBI. This report shall be prepared in accordance with the format specified in Annexure B of this policy.

The Company will adhere to the following principles

1. The Company will make prompt public disclosure of Unpublished Price Sensitive Information to stock exchanges and upload the same on to the website of the Company in order to be accessed by the members or any stakeholder, to make the information generally available to public.
2. The Company will make, uniform and universal dissemination of Unpublished Price Sensitive Information by way of intimation to stock exchanges and other means to improve investor access to their public announcements.
3. The Company will ensure that information, if shared, with analysts and research personnel are not unpublished price sensitive information.
4. The Company will develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
5. In respect of unanticipated questions from members or any stakeholder, such questions will be taken note of and a considered response will be given later. If the answer includes Unpublished Price Sensitive Information, a public announcement should be made before responding.
6. The Company will handle all Unpublished Price Sensitive Information on a need-to-know basis.
7. This Code shall be published on the official website of the Company.
8. This Code and every subsequent modification, alteration or amendment made thereto, shall also be intimated to the stock exchange where the securities of the Company are listed.
9. This code has been adopted by the Board of Directors of the Company at their meeting held on August 12, 2022, and shall be effective from date of listing of the securities.

Annexure A

Format for Intimation of Actual or Suspected leak of UPSI to the Stock Exchanges Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

To,
Stock Exchange

Dear Sir / Madam,

Sub: Intimation of actual or suspected leak of UPSI pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows:

Name of Offender, if known.	
Name of Organization.	
Designation (Employee, Insider, Designated Person or any other)	
Nature of Information	
Whether any action initiated by the Company. If yes, narration of the same	Yes/No

Request you to kindly take the aforementioned on your records.

Thanking you,

Yours faithfully,

Annexure B

Format for Reporting Actual or Suspected leak of UPSI to the SEBI Pursuant to Regulation 9A (5) of SEBI (Prohibition of Insider Trading) Regulation, 2015

To,
Securities and Exchange Board of India

Ref: BSE Scrip Code:

Dear Sir / Madam,

Sub: Report of actual or suspected leak of UPSI pursuant to regulation 9A (5) of SEBI (Prohibition of Insider Trading) Regulation, 2015.

Pursuant to Regulation 9A (5) of SEBI (Prohibition of Insider Trading) Regulation, 2015, we are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows:

Name of Offender, if known.	
Name of Organization.	
Designation (Employee, Insider, Designated Person or any other)	
Nature of Information	
Whether any action initiated by the Company. If yes, narration of the same	Yes/No

Request you to kindly take the aforementioned on your records.

Thanking you,

Yours faithfully,