

## **ADC INDIA COMMUNICATIONS LIMITED**

### **CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

[Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015]

The Board of Directors of the Company have at their meeting held on May 11, 2015 approved the principles of fair disclosure of Unpublished Price Sensitive Information to be adopted by the Company to adhere to the principles set out in Schedule A to SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations"). Subsequent to amendments to the Regulations on December 31, 2018 (effective from April 01, 2019) this Code has been amended by the Board of Directors of the Company at their meeting held on February 11, 2019 to state as follows:

1. To make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. To make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary who is also the Compliance Officer of the Company shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. To make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. To provide an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. To ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. To publish 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.
8. To handle all unpublished price sensitive information on a need-to-know basis.
9. Dissemination of unpublished price sensitive information shall be solely be for (i) legitimate purposes, (ii) in the performance of duties or (iii) the discharge of legal obligations. Legitimate purposes shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions under the Regulations.

10. Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" and due notice shall be given to such person to maintain the confidentiality of unpublished price sensitive information in compliance with the Regulations.
11. The Company shall maintain a digital database containing the details of the person or entity with whom unpublished price sensitive information is shared.
12. The code will be posted on the Company's official website.

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