

GRAND CONTINENT HOTELS LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE- SENSITIVE INFORMATION

This document forms the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (“Code”) adopted by Grand Continent Hotels Limited. This Code is consistent with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“SEBI PIT Regulations”).

The Principles of Fair Disclosure adopted are as follows:

1. To promptly make public disclosure of unpublished price sensitive information that would impact price discovery. Such disclosures are made no sooner than credible and concrete information comes into being in order to make such information generally available.
2. To make disclosures of unpublished price sensitive information, as and when made, in a universal and uniform manner through forums like widely circulated media and / or through stock exchanges where its equity shares are listed. Selective disclosure of unpublished price sensitive information is to be avoided.
3. Grand Continent Hotels Limited- Company Secretary serves as its Chief Investor Relations Officer(s) to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. To promptly disseminate unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise if at all, to make such information generally available.
5. To provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
6. To ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. To publish proceedings of meetings with analysts and of other investor relations conferences on its official website <https://grandcontinenthotels.com/> to ensure official confirmation and documentation of disclosures made therein.
8. To handle all unpublished price sensitive information on a need-to-know basis only.

POLICY ON SHARING OF UNPUBLISHED PRICE SENSITIVE INFORMATION FOR LEGITIMATE PURPOSES

- a) **“Legitimate Purpose”** shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers,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 of the SEBI PIT Regulations.
- b) No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to the Company or its securities, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- c) Any person in receipt of unpublished price sensitive information pursuant to a **“legitimate purpose”** shall be considered an “insider” for purposes of the SEBI PIT Regulations and such persons are also required to maintain confidentiality of such unpublished price sensitive information in compliance with the SEBI PIT Regulations.

MISCELLANEOUS

- a) Words and expressions used herein and not defined in this Code shall have the meanings respectively assigned to them in the SEBI PIT Regulations, Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, or the Companies Act, 2013 and rules and regulations made there under.
 - b) This Code is subject to review by the Board of Directors of the Company as and when deemed necessary.
 - c) This Code and any subsequent amendment(s) thereto, shall be intimated to the stock exchange where the securities of the Company are listed.
 - d) This Code shall be hosted on the website of the Company.
 - e) The Company has also adopted (i) ‘Code of Conduct for Prevention of Insider Trading and (ii) ‘Policies and Procedures for Inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information’ as per the SEBI PIT Regulations which are available at <https://grandcontinenthotels.com/> under the ‘Investors Section’.
 - f) Any subsequent amendment / modification to the SEBI Regulations and or other applicable laws in this regard shall automatically apply to this Policy.
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