



V.S.T. TILLERS TRACTORS LIMITED

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) Regulation (8) of SEBI (Prohibition of Insider Trading) Regulations, 2015 requires a listed company to formulate and publish on its official website a "Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information" in adherence to the principles set out in Schedule A to the said Regulations.

The objective of this Disclosure Code is to ensure timely and adequate public disclosure of Unpublished Price Sensitive Information.

Accordingly, a code is hereby framed by Board of Directors of the Company as under:-

Definition

"Company" means V.S.T. Tillers Tractors Ltd.

"Regulation" means SEBI (Prohibition of Insider Trading) Regulations, 2015.

"unpublished price sensitive information" means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon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: –

- (i) financial results;
- (ii) dividends;
- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
- (v) changes in key managerial personnel; and
- (vi) material events in accordance with the listing agreement.

Code of Conduct

#Mr. K.U. Subbaiah, Chief Executive Officer shall act as the Chief Investor Relations Officer (CIRO) for the purpose of dealing with dissemination of information and disclosure of UPSI.

Any disclosure / dissemination of Unpublished Price Sensitive Information (unless mandated by the Regulations or the Code of Conduct) on behalf of the Company shall be first approved by the Chief Investor Relations Officer.

Change of CIRO approved at the Board Meeting held on 29/07/2016. Previously Mr. R. Thiyagarajan was CIRO

The Chief Investor Relations Officer (CIRO) shall ensure:

1. Prompt public disclosure of UPSI that would impact price discovery, as soon as it has credible and concrete information, in order to make such information 'generally available', i.e. to make the information accessible to the public on a non-discriminatory basis.
2. Uniform and universal dissemination of UPSI to avoid selective disclosure.
3. Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information 'generally available'.
4. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
5. Information shared with analysts and research personnel is not UPSI.
6. 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.
7. Handling of all UPSI on a need-to-know basis.

This Code is subject to review from time to time.