

**SICAL LOGISTICS LIMITED**

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**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

(Pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)

The Company has the following obligations under the Insider Trading Regulations:

**A. Prompt disclosure of Unpublished Price Sensitive Information**

The Company shall make prompt public disclosures of Unpublished Price Sensitive Information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.

The Company shall handle all Unpublished Price Sensitive Information on a need-to-know basis.

**B. Responding to market rumours:**

The Company shall appropriately and fairly respond to queries on news reports and requests for verification of market rumours by regulatory authorities.

The official designated for corporate disclosure shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

**C. Medium of disclosure/dissemination:**

The Company has designated the Whole-time Director / Managing Director as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

The Company shall promptly disseminate Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

The Company shall uniformly and universally disseminate Unpublished Price Sensitive Information to avoid selective disclosure.

The Company shall ensure that information shared with analysts and research personnel is not Unpublished Price Sensitive Information.

#### **D. Prevention of misuse of the Unpublished Price Sensitive Information**

In order to inter alia comply with the above the following procedures have been established, and will be maintained and enforced, by the Company to prevent insider trading. Every Designated Person and all employees of the Company are required to follow these procedures.

#### **Identifying Unpublished Price Sensitive Information**

Prior to directly or indirectly Trading in any security of the Company, every Designated Person, in particular, director and all employees are required to determine whether they are in possession of any Unpublished Price Sensitive Information relating to such security. In making such assessment, the explanations of "Unpublished Price Sensitive Information" should be of assistance and the Company's Compliance Officer should be consulted in the event of any uncertainty. If after consulting the Compliance Officer, it is determined that such director or employee is in possession of Unpublished Price Sensitive Information, there shall be no Trading in such security.

#### **Information Relating to the Company**

##### **a. Access to Information**

Access to Unpublished Price Sensitive Information about the Company, including information with respect to its business, earnings or prospects, should be limited to directors and employees of the Company on a need-to-know basis. In addition, such information should not be communicated to anyone outside the Company under any circumstances or to anyone within the Company other than on need to know basis.

In communicating Unpublished Price Sensitive Information to Employees of the Company, all directors and employees must take care to emphasize the need for confidential treatment of such information and adherence to the Company's policies with regard to confidential information.

##### **b. Enquiries From Third Parties**

i. Enquiries from third parties, such as industry analysts or members of the media, about the Company should be directed to the Chief Executive Officer or Chief Financial Officer or any other appropriate person designated by them.

ii. The Company shall provide only public information to the analyst/research persons/ members of the media / large investors like institutions. Alternatively, the information given to the analysts etc. will be simultaneously made public at the earliest.

iii. During the period notified by the Compliance Officer when Trading is prohibited on account of Unpublished Price Sensitive Information not having become public, responding to enquiries from such third parties should be avoided.

#### **Limitation on Access to the Company Information**

The following procedures are designed to maintain confidentiality with respect to the Company's business operations and activities.

All directors and employees should take all steps and precautions necessary to restrict access to, and secure Unpublished Price Sensitive Information by, among other things:

Maintaining the confidentiality of Company related transactions;

Conducting their business and social activities so as not to risk inadvertent disclosure of confidential information;

Restricting access to documents and files containing Unpublished Price Sensitive Information to individuals on a need-to-know basis;

Properly disposing of all confidential documents and other papers, after there is no longer any business or other legally required need;

Restricted access to areas likely to contain confidential documents or Unpublished Price Sensitive Information; and

b. Personnel involved with Unpublished Price Sensitive Information, to the extent feasible, should conduct their business and activities in areas separate from other Company activities.