



IST Limited

Corporate Office:
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Code of Practices and Procedures for fair Disclosure of Unpublished Price Sensitive Information

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

IST Limited (hereinafter called “the Company”) is committed to the transparency and fairness in dealing with the stakeholders. The Board of Directors of the Company is expected to manage the affairs of the Company in a fair, transparent and ethical manner keeping in view the needs and interest of all the stakeholders.

1. Preface:

- 1.1 The Company earlier formulated a Code of Conduct for Prevention of Insider Trading and Code for Corporate Disclosure Practices (“Previous Code”) pursuant to SEBI (Prohibition of Insider Trading) Regulations, 1992.
- 1.2 The Previous Code was initially applicable to “Designated Persons” only.
- 1.3 On 15th January, 2015, Securities and Exchange Board of India (SEBI) introduced new SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter called “the Regulations”) and accordingly code was changed, the same was effective from May 15, 2015.
- 1.4 The Regulations has been amended / modified by SEBI from time to time.
- 1.5 Regulation 8(1) of the Regulations provides for the formulation of a “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (hereinafter referred to as “Code”) and publish the same on its official website.

2. Scope:

- 2.1 The Company endeavours to preserve the confidentiality of unpublished price sensitive information (UPSI) and prevent its misuse, in any manner. To achieve these objectives, and in compliance with the Regulations, the Company has adopted this code.
- 2.2 The code mandate timely and adequate disclosure of UPSI, which may impact the price of its securities and to maintain uniformity, transparency and fairness in dealing with all its stakeholders.
- 2.3 The code also mandates timely and accurate disclosure based on applicable legal and regulatory requirements.
- 2.4 This code shall be applicable on Board of Directors, Promoter and Member of the Promoter Group, Key Managerial Personnel, Connected Person, Designated Persons, Insider and such other person of the Company as may be provided by the SEBI from to time.
- 2.5 Words and expression used but not defined in this code shall have the same meaning assigned to them in SEBI (Prohibition of Insider Trading) Regulations, 2015 or Securities and Exchange Board of India Act, 1992, the Securities Contract (Regulation) Regulation Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and the rules and regulations made thereunder, as the case may be.
- 2.6 Any subsequent modification and/or amendments brought about by SEBI in the aforesaid Regulations shall automatically apply to this code.
- 2.7 The Board of Directors of the Company will be responsible for implementation of this “Code”. It reserves the right to modify this code in the whole or in part, at any time within the framework of the aforementioned regulations, as may be amended from time to time.



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3. Principles of Fair Disclosure:

- 3.1 In order to make the Unpublished Price Sensitive Information (UPSI) generally available and accessible to the Public at large, the Company shall ensure prompt public disclosure of UPSI, that may impact price discovery, as soon as it becomes credible and concrete information.
- 3.2 The Company shall ensure a uniform and universal dissemination of UPSI to avoid selective disclosure.
- 3.3 The Company shall promptly disseminate the UPSI that inadvertently or otherwise gets disclosed selectively and shall immediately make such information generally available.
- 3.4 The Company shall ensure an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- 3.5 The Company shall ensure that information shared with analysts and research personnel is not UPSI.
- 3.6 The Company shall 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.
- 3.7 The Company shall ensure the handling of all UPSI on a need-to-know basis.
- 3.8 The Compliance Officer of the Company shall act as the Chief Investor Relations Officer (CIRO) for the purpose of dealing with dissemination of information and disclosure of UPSI as contained herein.
- 3.9 The Company shall ensure that UPSI is accessed / available except where such communication is in furtherance of any legitimate purpose, performance of duties or discharge of any legal obligation etc. The legitimate purpose is defined in Regulation 3(2A) of the Regulations.
- 3.10 Any person in receipt of UPSI pursuant to the legitimate purpose shall be considered an insider for the purpose of these Regulations and due notice shall be given to such person(s) to maintain confidentiality of such UPSI in compliance with the Regulations.
- 3.11 The employees of the Company shall not respond under any circumstances to the enquiries from any outsider unless authorised to do so by the Chief Investor Relation Officer (CIRO) or the Chief Financial Officer (CFO) of the Company.
- 3.12 The Fair Disclosure Code is subject to review by the Board of Directors as and when deemed necessary.

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NOTE:

(A) The Code was amended by the Board at its meeting held on 14th March, 2023 and was enforced with immediate effect.

(B) Any subsequent modification and/or amendments brought about by SEBI in the aforesaid Regulations shall automatically apply to this code.