



Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Board of Directors of StarlinePS Enterprises Limited is committed to manage the affairs of the Company in a fair, transparent and ethical manner keeping in view the needs and interest of all stakeholders. The Company upholds the basic doctrine of Corporate Governance and to put in place a framework for prohibition of insider trading in securities and to strengthen the legal framework of the Company by prohibiting and regulating such activities within the applicable law.

Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015 (“**Insider Regulations**”) prescribe all listed Companies to formulate and publish on its official websites a ‘Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive information’ (“Code of Fair Disclosure”) as per Schedule A of the Insider Trading Regulations. The Board of Directors of StarlinePS Enterprises Limited has amended the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive information’ (“Code of Fair Disclosure”) in the Board Meeting dated 2nd March, 2019.

1. Preface

1.1 SEBI vide its Circular No. LAD-NRO/GN/2014-15/21/85 dated 15.01.2015 has introduced the insider trading Regulations effective from 15.05.2015

1.2 Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015 provides for the Code of Fair Disclosure.

1.3 The Code of Fair Disclosure shall be applicable to the Promoters, KMP, Board Members and Employees of the Company.

2. Disclosure of unpublished price sensitive information.

2.1 The Company will make Prompt public disclosure of unpublished price sensitive information in relation to the Company that would impact price discovery of the securities of the Company no sooner than credible and concrete information comes into being in order to make such information generally available.

2.2 The Company will ensure uniform and universal dissemination of unpublished price sensitive information in relation to the Company in order to avoid selective disclosure.

2.3 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Company shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information in relation to the Company.

2.4 The Company will make efforts to promptly disseminate any unpublished price sensitive information in relation to the Company that gets disclosed sensitivity, inadvertently or otherwise to make such information generally available.

2.5 The Chief Investor Relations Officer shall promptly respond to any queries or request for verification of market rumours by regulatory authorities. He/she shall also be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure. He/she shall also provide appropriate assistance and fair response to the regulatory authorities including Stock Exchange(s) for verification of news reports and market rumours.

2.6 The Company will ensure that information shared with analysts and research personnel is not unpublished price sensitive information in relation to the Company.

2.7 The Company will develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the Company’s website www.starlineps.com to ensure official confirmation and documentation of disclosures made.

2.8 The Company executive will handle all unpublished price sensitive information on a need-to-



know basis i.e. unpublished price sensitive information shall be disclosed only to those where such communication is in furtherance of legitimate purpose, performance of duties or discharge of legal obligations.

2.9 The term 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 and consultants provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.

2.10 The Board of Directors shall guide the Compliance Officer to communicate any unpublished price sensitive information for legitimate purpose. The Board of Directors shall have adequate process and mode of sharing such information. Such person in receipt of unpublished price sensitive information pursuant to 'legitimate purpose' shall be considered as an "insider" for purpose of these regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.

2.11 Sharing of unpublished price sensitive information shall be considered for a legitimate purpose whenever the Board of Directors considers deems fit in compliance with the provisions.

REVIEW/AMENDMENT

The Board of Directors of the Company may amend, abrogate, modify or revise any of or all clauses of this code in accordance with the applicable provisions of the regulations, listing agreement and guidance note issued by stock exchanges.

DISCLOSURE ON PUBLIC DOMAIN:

This Code and amendment thereof will be published on the Company's website: www.starlineps.com

AMENDMENT OF THIS CODE:

Any subsequent amendment(s) thereto shall be promptly intimated to the Stock Exchange(s) where the securities of the Company are listed.