



GANESH FILMS INDIA LIMITED

## GANESH FILMS INDIA LIMITED

503, 5th FLOOR, PLOT – 461D, A WING

PARSHVANATH, GARDENS, BHAUDAJI ROAD, KINGS CIRCLE, MATUNGA, MUMBAI-400019

Email Id – info@ganeshfilms.com | CIN: U74994MH2018PLC307613 | Tel No: +91 810 444 9343

Ref. No.: GFIL/2018-19/COM/BSE/24

Date: 30/03/2019

To,  
**The BSE Limited**  
Listing Department  
P.J. Towers, Dalal Street, Fort,  
Mumbai-400 001  
Scrip Code: 541703

**Subject: Intimation under SEBI (Prohibition of Insider Trading) Regulations, 2015.**

Dear Sir(s),

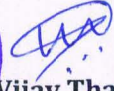
We enclose herewith "Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" as required under SEBI (Prohibition of Insider Trading) Regulations, 2015 for your record.

The revised code of conduct shall be effective from April 01, 2019 and the same is also uploaded on the website of the Company [www.ganeshfilms.com](http://www.ganeshfilms.com)

Kindly take the above information in your record.

Thanking You,

Yours faithfully,  
**FOR GANESH FILMS INDIA LIMITED**

  
**Vijay Thakkar**  
Company Secretary  
A48722





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## **CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

### **1) Preamble:-**

It has been our constant endeavor to uniformly share relevant, sufficient and reliable information with all the stakeholders, about the Company. However, in order to promote and protect Company's and stakeholders interest, it sometimes becomes important to share information about the Company, which includes Unpublished Price Sensitive Information ('UPSI'), ahead of it being generally made available, with parties with whom the Company may wish to engage in order to enhance shareholders' value, without sharing the same with the stakeholders at large.

### **2) Objective:-**

This Code lays down the practices and procedures Hindalco Industries Limited (the 'Company') would follow in relation to dissemination of UPSI in accordance with the principles as laid down under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('SEBI (PIT) Regulations') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended from time to time.

### **3) Company's policy on determination of legitimate purpose:-**

The term "Legitimate Purpose" shall include sharing or communication of UPSI in the ordinary course of business by an Insider with the partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants (hereinafter referred to as "Third Parties"). However, such sharing of UPSI should not be carried out to evade or circumvent the prohibitions of the PIT Regulations.

The person with whom the UPSI pertaining to the Company or its securities is shared shall be considered as 'Insider' under the SEBI (PIT) Regulations and shall also be required to abide by the Company's internal Code of Conduct prohibiting insider trading, which means they can trade in the securities of the Company only in accordance with Regulations 3 and 4 of the SEBI (PIT) Regulations and the Company's Code of Conduct. In addition to the above, -the said Insider would also be bound by the terms of the Confidentiality and Non-Disclosure Agreement executed with the Company.

In the event the Board of Directors (Board') is of informed opinion that the information with respect to the aforesaid transactions is credible and concrete to be generally made available, it will make a public disclosure of the same through the stock exchange mechanism, where the securities of the Company are listed, followed by a disclosure on its website.



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## **4) Legal Obligations:-**

Other than the cases as stated above, in furtherance of its legal obligations, the Company may be required to share UPSI with the Regulatory Authorities and/or Persons, in the events such as:

- a. While the Company is evaluating various corporate actions, it may have to seek informal opinion/views from the Regulators, seek such approvals or regulatory exemptions, as may necessary to consummate the corporate action;
- b. Arising out of legal obligations to report to the various authorities under applicable laws or otherwise;
- c. Arising out of legal obligations to undertake compliance of the provisions of various law such as Companies Act, 2013, Accounting Standard, Competition Act, 2002 etc.;
- d. In order to protect the vital interest of the Company during litigation.

The Company while submitting the aforesaid information to the Regulators, although will claim confidentiality over the UPSI shared, however, it would not have visibility nor control over any further dissemination of information by such Regulators.

## **5) Dissemination of UPSI and Chief Investor Relation Officer:-**

The Compliance Officer of the Company shall be the Chief Investor Relations Officer to deal with dissemination of information and disclosure of UPSI.

The Company is committed to prompt and fair disclosure of UPSI to all the stakeholders, however in the event there is an accidental or inadvertent disclosure of UPSI by the officers of the Company, the Compliance Officer shall forthwith generally make available the said information.

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