

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Background:

The SEBI (Prohibition of Insider Trading) Regulations, 2015 mandates every listed company to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for its securities.

In this regard, Whispering Heights Real Estate Private Limited (“WHREPL”) has laid down the following code:

- The Compliance Officer of the Company is responsible for dissemination of information and disclosure of Unpublished Price Sensitive Information.
- The Compliance Officer is also responsible for ensuring compliance under this code, overseeing and coordinating disclosure of unpublished price sensitive information to stock exchanges, shareholders, analysts and media and for educating Company’s staff on disclosure policies and procedure.
- All the unpublished price sensitive information is to be handled on “need to know basis”, i.e., Unpublished Price Sensitive Information should be disclosed only to those within WHREPL who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information. All the non-public information directly received by any employee should immediately be reported to the Compliance Officer.

Prompt disclosure of unpublished price sensitive information:

- WHREPL will ensure that any event which has a bearing on the price of the listed securities of the Company shall be disseminated promptly upon the conclusion of the event, by communicating the same to the stock exchanges in accordance with the applicable law.
- To ensure that the information is disseminated in a uniform manner, the Company will transmit the information to all the stock exchanges at the same time.

Disclosure with reference to Analysts/ Media:

- All unpublished price sensitive information shall be first communicated to the stock exchanges before the same is shared with analyst & research personnel.
- Transcript of the meetings/conference calls with analysts shall be furnished to the stock exchanges and then posted on Company’s website.

Responding to Market Rumors:

- The Compliance Officer and any other spokesperson shall give an appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities. They shall also be responsible for deciding whether a public announcement is necessary for verifying or denying rumors and making disclosures