



SVSML/RO/SEC/2015-16

16th May, 2015

To
BSE Limited,
P J Towers, Dalal Street,
Mumbai - 400 001

Dear Sir,

Sub: Outcome of Board Meeting held on 16th May, 2015
Ref: Scrip Code: 514140

With reference to the cited subject, we submit that the Board of Directors at their meeting held on Saturday, 16th May, 2015 at the registered office of the Company has inter-alia, considered and approved the Audited financial results for the quarter and year ended 31st March, 2015. A copy of the audited financial results for the quarter and year ended 31st March, 2015 is enclosed along with Auditors report for the year ended 31st March, 2015.

Further, in terms of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information has been approved and adopted by the Board of Directors of the Company. The aforesaid Code has been published on the website (www.suryavanshi.com) of the Company and also enclosed herewith.

The Board also approved and adopted the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders of the Company pursuant to Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015. Further, Company Secretary has been designated as Compliance Officer for the purpose of this Code.

We request you to take the above information on record and acknowledge the receipt of the same.

Thanking you

Yours Faithfully,

For Suryavanshi Spinning Mills Limited


R.K. Agarwal
Managing Director

Encl: as above

A Govt. Recognised Export House,

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SURYAVANSHI SPINNING MILLS LIMITED

CODE OF PRACTICES & PROCEDURES

FOR

FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

SURYAVANSHI SPINNING MILLS LIMITED

CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[Under Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

INTRODUCTION:

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interests of investors in general, has formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015 under the powers conferred on it under the SEBI Act, 1992. These regulations were notified on 15th January, 2015 and shall come into force with effect from 120th Day from the date of its notification i.e. w.e.f. from 15th May, 2015. These regulations shall be applicable to all companies whose shares are listed on Indian stock exchanges.

It is mandatory in terms of the Regulations for every listed company/entity to formulate a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. In order to comply with the mandatory requirement of the Regulations, it was necessary to formulate a specific Code of Fair Disclosure for Suryavanshi Spinning Mills Limited (hereinafter referred to as 'the Company') for use by its Promoters, Directors, Officers, Employees, and Connected Persons.

This document embodies the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information to be adopted by the Company and followed by its Directors, Officers, Employees and Connected Persons. The Code seeks to ensure timely, fair and adequate disclosure of price sensitive information to the investor community by the Company to enable them to take informed investment decisions with regard to the Company's Securities.

CODE OF FAIR DISCLOSURE

The Board of Directors of Suryavanshi Spinning Mills Limited has always thrived to conduct its business in a fair and transparent manner with a view to protect the interest of all the stakeholders in the Company. Towards achieving this objective, the Company and the members of the Board, Officers, all employees and connected persons shall adhere to the following principles of fair disclosure of unpublished price sensitive information in letter as well as in spirit:

1. The Company shall ensure prompt public disclosure 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.
2. The Company shall ensure Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary / 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.

4. The Company shall make prompt dissemination of unpublished price sensitive, information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
6. The Company will ensure that information shared with analysts and research personnel, if any, is not unpublished price sensitive information.
7. The Company shall develop and follow 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.
8. The Company shall handle all unpublished price sensitive information on a need-to-know basis.

The Chairman or Managing Director of the Company, subject to approval of the Board, is severally authorized to amend or modify this Code in whole or in part.

The Board of Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of unpublished price sensitive information.

This Code shall be published on the official web site of the Company.

This Code and every subsequent modification, alteration or amendment made thereto, shall also be intimated to the Stock Exchange where the securities of the Company are listed.

This Code has been adopted by the Board of Directors of Suryavanshi Spinning Mills Limited in its meeting held on 16th May, 2015.

Subsequent modification(s) / amendment (s) to SEBI (Prevention of Insider Trading) Regulations, 2015 shall automatically apply to this Code.