



ROYALE MANOR
Hotels and Industries Ltd.

RMHIL/0515/138

May 14, 2015

To,
The Department of Corporate Services
BSE Limited
Ground Floor, P. J. Tower,
Dalal Street,
MUMBAI - 400 001

Scrip Code: 526640

SUB: Compliance under regulation 8 and 9 of SEBI (prohibition of Insider Trading) Regulation, 2015.

Dear Sir,

We wish to inform you that we have complied with the requirement of the regulation 8 (Code of Fair Disclosure) and regulation 9 (Code of Conduct) of the SEBI (Prohibition of Insider Trading) Regulation, 2015

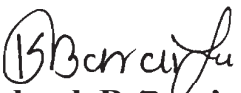
Code of Practices and Procedures for fair Disclosure of Unpublished Price Sensitive Information (UPSI) is attached.

Please find the same in order and acknowledge receipt.

Thanking you,

Yours faithfully,

For, **Royale Manor Hotels and Industries Limited**


Kalpesh B. Baraiya
(Company Secretary)

Encl : a/a



ROYALE MANOR Hotels and Industries Ltd.

Royale Manor Hotels and Industries Limited

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

(As envisaged under Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulation, 2015

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| Approver: | Board of Directors |
|-----------|--------------------|

I Preface:-

1. This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is formed under Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulation, 2015, which provides for formulation of a "**Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**" for the Board of Directors of the Company.
2. This Code shall become applicable with effect from May 15, 2015.

II Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

This Code intends to formulate a framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for the Company's securities. So as to ensure fair disclosure of events and occurrences that could impact price discovery in the market, the Board of Directors of the Company shall adhere to the following Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information envisaged in Schedule - A of SEBI (Prohibition of Insider Trading) Regulation, 2015.





ROYALE MANOR Hotels and Industries Ltd.

1. It shall be ensured that uniform and universal dissemination of unpublished price sensitive information is promptly made to avoid selective disclosures.
2. The Company Secretary is designated as Chief Investor Relations Officer to deal with dissemination and disclosure of unpublished price sensitive information.
3. It shall be ensured that prompt public disclosure of unpublished price sensitive information is made to make it generally available, once it is discovered that a credible and concrete information having the potential of effecting the price of securities of Royale Manor Hotels and Industries Limited, exists or comes into being.
4. It shall be ensured that any unpublished price sensitive information which gets disclosed selectively or inadvertently, is promptly disseminated through Stock Exchanges and made generally available.
5. The Company shall ensure that appropriate and fair responses and replies are promptly provided given to the news report and any request for verification of market rumours received from regulatory authorities.
6. It shall be ensured that no unpublished price sensitive information is shared with analysts and research personnel.
7. Best practices shall be followed to ensure the recordings/transcripts of the proceedings of meetings with analysts and other investor relation conferences are disseminated by publishing the same on the website of the Company.
8. Unpublished price sensitive information is to be handled on need-to-know basis.

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