

LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED

Code of Fair Disclosure of Unpublished Price Sensitive Information, 2015.

(Adopted by the Board of Directors at its meeting held on 12th May 2015)

1. **Preface**

- 1.1 The Securities and Exchange Board of India (SEBI), vide Circular No: LAD-NRO/GN/2014-15/21/85 dated 15th January, 2015, has replaced the existing SEBI (Prohibition of Insider Trading) Regulations, 1992 with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“Regulations”), and has made it to be effective from 15th May, 2015.
- 1.2 Regulation 8(1) of the aforesaid Regulations requires the Board of Directors of every Company, whose securities are listed on a Stock Exchange, to formulate and publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A of the said Regulations, without diluting the provisions of the Regulations in any manner.
- 1.3 Regulation 9(1) of the aforesaid Regulations also require the Board of Directors of every listed company to formulate a code of conduct to regulate, monitor and report trading by its employees and other connected persons towards achieving compliance with the aforesaid Regulations, adopting the minimum standards set out in Schedule B to the Regulations, without diluting the provisions of the Regulations in any manner.
- 1.4 To achieve the said objectives and in compliance with aforesaid Regulations the Board of Directors of the Company hereby adopts this Code of Fair Disclosure of Unpublished Price Sensitive Information, 2015 (“Code”)

2. **Title and Commencement of the Code**

- 2.1 This Code shall be called the Code of Fair Disclosure of Unpublished Price Sensitive Information, 2015.
- 2.2 This Code shall come into force with effect from 15th May, 2015 and shall supersede all existing Codes/Rules/Regulations dealing with the subject matter of this Code.
- 2.3 This Code is applicable to the Company and all its present and future business units, subsidiary companies and associate companies.



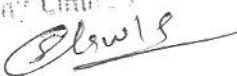
3. Principles of Fair Disclosure

- 3.1 Only following Officials (“Authorized Officials”) of the Company shall deal with the dissemination and disclosure of unpublished price sensitive information:
- a) Chairman of the Board of Directors;
 - b) Chief Executive Officer/Managing Director;
 - c) The Chief Financial Officer;
 - d) The Chief Investor Relationship Officer; if any
 - e) Company Secretary; and
 - f) Such Other Officials who have been authorized by the Board or by any of the foregoing persons in writing to speak to securities professionals and investors on behalf of the Company.
- 3.2 The Authorized Officials shall promptly make public disclosure of all unpublished price sensitive information that would impact price of securities dealt with on the Stock Exchanges no sooner than credible and concrete information comes into being, in order to make such information generally available.
- 3.3 The unpublished price sensitive information shall be disseminated universally and uniformly by the Authorized Officials to avoid selective disclosure.
- 3.4 The unpublished price sensitive information that gets disclosed selectively, inadvertently, or otherwise shall be promptly made generally available.
- 3.5 The Authorized Officials shall ensure appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- 3.6 The Authorized Officials shall ensure that information shared with Analysts and Research personnel is not unpublished price sensitive information.
- 3.7 The Company and its Authorized Officials shall follow best practices to make transcript of records of proceedings of meetings with analyst and other investor relation conferences on the official website www.landmarkproperty.in to ensure official confirmation and documentation of disclosures made therein.
- 3.8 The Company and its Authorised Officials shall handle all unpublished price sensitive information on a need-to-know basis only.

4. Board Power and disclosure of the Code

- 4.1 The decision of the Board of Directors of the Company with regard to any or all matters relating to this code shall be final and binding on all concerned. This code and every subsequent amendment thereto shall be published on the official website of the Company and shall be promptly intimated to the Stock Exchanges where the securities are listed.

For Landmark Property Development
Company Limited


Company Secretary