



ASM Technologies 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CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION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) (Amendment) Regulations, 2018)

In adherence to the principles of fair disclosure enumerated under Schedule A to the SEBI (Prohibition of Insider Trading) Regulations 2015 which stand further amended by the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 the Company will adhere to the following so as to ensure fair disclosure of events and occurrence that could impact price of its securities in the market:

1. The Company will make prompt public disclosure of unpublished price sensitive information that could have a bearing on the price discovery of the shares/securities of the Company.
2. The Company will make, uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Compliance Officer of the Company appointed under the said Regulation shall act as Chief Investor Relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.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 always endeavour to provide will provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

6. The Company will ensure that, information, if any, shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company will develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the website of the Company to ensure official confirmation and documentation of disclosures made.
8. The Company will handle all unpublished price sensitive information on a need-to-know basis.
9. Sharing of information with promoters of the company, partners ,collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, other advisors or consultants , shall be considered as “legitimate purposes” for the purpose of sharing unpublished price sensitive information in the ordinary course of business by an insider, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the PIT Regulations.
10. The Insider sharing the Unpublished Price Sensitive Information to others in furtherance of legitimate purposes, performance of duties or discharge of legal obligation and in ordinary course of business shall enter the following information on the digital database maintained by the Company pursuant to provisions of Regulation 3(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended:
 1. Name of the Person sharing the information along with employee number.
 2. Brief description of the nature of information shared.
 3. Purpose of sharing the information.
 4. Name, designation and organization of the Person to whom the information is shared.
 5. PAN or any other identifier authorized by law of the Person to whom the information is shared.
 6. Date and time of sharing the information.

11. A structured digital database shall be maintained containing the names of such persons or entities as the case may be with whom information is shared for legitimate purposes along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Adequate and effective system of internal controls will also be laid out to ensure the compliance of maintenance of a digital database for sharing the information for said legitimate purposes.
12. Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered as “insider” for the purposes of SEBI PIT Regulations and such persons are also required to ensure the confidentiality of unpublished price sensitive information shares with them, in compliance with SEBI PIT Regulations.

The amended code was approved by the Board of Director on 28th March, 2019, by a circular resolution and shall come into effect from 1st April, 2019.