



SEIL ENERGY INDIA LIMITED

(Formerly, Sembcorp Energy India Limited)

Regd. Off: Building 7A, Level 5, DLF Cybercity, Gurugram-122002 | www.seilenergy.com

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION AND POLICY FOR DETERMINATION OF “LEGITIMATE PURPOSES”

1. INTRODUCTION

SEIL Energy India Limited (the Company) follows the highest standards of transparency and fair disclosure, and ensures that all material updates / information are shared with the stakeholders - including investors, market analysts, media and other third parties - in a timely, orderly, consistent and credible manner.

As per practice, all material updates, including unpublished price sensitive information (UPSI), which are intended to be made public or require public disclosure under any law, are submitted to the stock exchanges, uploaded on the company's web-site, and if deemed necessary, informed to media by way of press release / media statement.

This code has been framed in pursuance to the Regulation 3(2A) and Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

This code shall come into force from the date approval by the Board of Directors.

2. APPLICABILITY

This Code shall apply in relation to fair disclosure by the Company of Unpublished Price Sensitive Information (UPSI) in respect of the Non-Convertible Securities of the Company listed on Stock Exchange(s).

3. PRINCIPLES OF FAIR DISCLOSURE

The company will adhere to the following principles so as to ensure fair disclosure of events, occurrence and Unpublished Price Sensitive Information that could impact price of its securities in the market:

1. The Company will make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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 The Company will make uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
3. The Compliance Officer of the Company shall act as Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.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 The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.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 will provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.



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6. The Company will ensure that information, if shared, with analysts and research personnel are 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 official website 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.

4. **LEGITIMATE PURPOSES**

For the purpose of this Code, the expression '*legitimate purpose*' shall include (but not limited to) the sharing of unpublished price sensitive information by an insider in following manner:

- a) in ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants ("Relevant Persons"), provided that such sharing of UPSI has not been carried out to evade or circumvent the provisions of the PIT Regulations.
- b) during the course of performance of official duties.
- c) pursuant to a legal or regulatory obligation owed to a third party; and
- d) in compliance with the provisions of PIT Regulations or any other law for the time being in force applicable on sharing of information by an insider to any third person.

In addition to above, the Compliance Officer shall, on case to case basis, allow the sharing of information after considering the following:

- a) reasons for sharing of such information;
- b) person sharing the information does not have any 'illegitimate' purpose behind sharing of such information; and
- c) on such terms and conditions as the Compliance Officer deems fit.

Every Designated Person sharing the information for '*legitimate purposes*' in pursuance of the provisions of this Code shall also observe the provisions of the Insider Trade Code with respect to the sharing of such information for '*legitimate purposes*'. Any person in receipt of unpublished price sensitive information pursuant to a '*legitimate purpose*' shall be considered an '*insider*' and a confidentiality/non-disclosure agreement must be executed with such persons, to maintain confidentiality of such UPSI in compliance with the Regulations.

5. **DISCLOSURE**

The Code will be published on the website of the Company. Further, this Code and any subsequent amendment or modification made thereto shall be promptly intimated to the stock exchange where the securities of the Company are listed.