

VELAN HOTELS LIMITED

Regd Off : 41, Kangeyam Road, Tirupur 641 604 – Tamil Nadu

CODE OF PRACTICES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(SEBI (Prohibition of Insider Trading) Regulations, 2015)

Objective

This Code of Fair Practices for Disclosure of Unpublished Price Sensitive Information (Code) is formulated in compliance of Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (the Regulations) for fair disclosure of practices and procedures that the Board of Directors of the Company will adhere to while handling and disclosure of Unpublished Price Sensitive Information (UPSI).

Adherence to the Code

The Board of Directors of the Company undertakes to adhere to the Code and shall always make a fair disclosure of corporate events, occurrences, transactions which could give rise to UPSI which in turn can impact price discovery in the market for the securities of the Company.

Policy framework for fair disclosure of UPSI

1. The Board shall make prompt public disclosure and make publically available of UPSI capable of impacting the price discovery of the securities of the Company, no sooner credible and concrete information comes into being.
2. The Board shall avoid selective disclosure of UPSI and shall endeavour to make uniform and universal dissemination of UPSI.
3. The Board shall take immediate steps to ensure prompt dissemination of UPSI wherever it gets disclosed selectively or inadvertently or results in being not made available generally available to public.
4. The Board shall ensure that appropriate and fair response to queries on news reports provided by the company is made available with immediate dispatch to ensure fair and reasonable disclosure and also for verification of market rumours by regulatory authorities.
5. The Board shall ensure that no UPSI is shared with analysts and research personnel.
6. The Board shall ensure that all transcripts or recordings of meetings with analysts and other investor relations conferences are made available on the official website of the company to ensure official confirmation.

Chief of Investor Relations and Compliance Officer

The Board has designated the Company Secretary of the Company as the Chief of Investor Relations and Compliance Officer responsible for uniform and universal public dissemination of UPSI. The Compliance Officer is empowered to regulate the access to and sharing of UPSI, trading of securities by Insiders and Designated Persons.

UPSI on need to know basis

The Board shall ensure that the Company Secretary has systems in place for handling all UPSI on need to know basis.

Approved vide resolution adopted by the Directors in its meeting held on 31st March, 2015

**For & on behalf of the Board of Directors of
VELAN HOTELS LIMITED**

**Sd/-
E.V.MUTHUKUMARA RAMALINGAM
MANAGING DIRECTOR**