MEHAI TECHNOLOGY LIMITED

(Formerly Known As Mehai Technology Private Limited)

CODE OF PRACTICES AND PROCEDURES OF FAIR DISCLOSURES

1. PURPOSE:

The Regulations envisages every listed Company to formulate a code of practices and procedures for Fair Disclosure of Unpublished price Sensitive Information ("code").

In compliance of the above-said regulations, the Board of Directors of Mehai Technology Limited has framed this Code.

2. OBJECTIVE OF CODE:

The Company endeavours to preserve the confidentiality of Unpublished Price Sensitive Information (UPSI) and to report the instances of leak of unpublished price sensitive information.

The Code ensures timely and adequate disclosure of UPSI which could impact the prices of its securities and maintains the uniformity, transparency and fairness in dealing with all its stakeholders.

3. DEFINITIONS:

a. **'Chief Investors Relations Officer' ("CIRO")** means the Compliance Officer & Company Secretary of the Company.

b. **"Company"** means Mehai Technology Limited (hereinafter referred to as "the Company").

c. **"Compliance Officer"** for the purpose of these regulations means the Company Secretary of the Company.

d. **"Unpublished Price Sensitive information" (USPI)** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall ordinarily including but not restricted to, information relating to financial results, dividends, change in capital structure, mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and

such other transactions, changes in Key managerial personnel; and materials events in accordance with the listing agreements.

e. **"Legitimate Purpose"** Shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professional or other advisors or consultants, which sharing carried out to evade or circumvent the prohibitions of these regulations.

f. **"Insider"** Means any person who is:
   - A connected person;
   - In possession of or having access to unpublished price sensitive information

<u>Communication or Procurement of UPSI</u>

- Notice shall be given to all such persons to maintain confidentiality of such UPSI;
- UPSI may be communicated, where the board of directors is of opinion that sharing of such information is in the best interest of the company, in connection with a transaction that would entail an obligation to make an open officer under the takeover regulation;
- The board of directors and parties execute agreement to contract confidentiality shall not trade in securities of the company when in possession of UPSI;
- Board of directors shall ensure structured digital data base is maintained with time stamping along with Permanent Account number or any other identification of authorized by law where PAN is not available;
- Company can share unpublished price sensitive information with Partners, collaborators, lenders, Customers, Suppliers, Merchant Bankers, Legal Advisors, Auditors, Insolvency Professionals or other advisors or consultants where such communication is in furtherance of Legitimate Purpose(s).

  Following factors must be satisfied while determining what constitutes a legitimate purpose.

  i. Must be shared in the ordinary course of business or for Corporate purpose;
  ii. Required to be done in furtherance of fiduciary duties or in fulfilment of any statutory obligations; and
  iii. Information shared is in the interest of the Company

  Any Person in receipt of unpublished price sensitive information pursuant to a "Legitimate Purpose" shall be considered as an "insider" for purposes of SEBI (PIT) Regulations and such persons are also required to ensure the confidentiality of unpublished price sensitive information shared with them, in compliance with the SEBI (PIT) Regulations.

4. NORMS FOR DISCLOSURE OF UPSI

a. Prompt Public Disclosure

UPSI shall be shared by the company with stock exchanges promptly and shall also be uploaded on the Company's official website, in compliance of regulatory requirements.

b. Overseeing and Coordinating Disclosure(s)

The CIRO shall oversee corporate disclosures and deal with dissemination of information and disclosure of UPSI. The CIRO shall be responsible for ensuring that the Company complies with continuous disclosure requirements and for overseeing and coordinating disclosure of UPSI to stock exchanges, on the website of the company and to the media.

If any information is accidentally disclosed without prior approval of CIRO the person responsible may inform the CIRO immediately. In such event of inadvertent disclosure of UPSI, the CIRO shall take prompt action to ensure such information is generally available. In addition to the CIRO, the following persons are also authorized to communicate with the Investors/media:

i. Chairman
ii. Managing Director
iii. Executive Director(s)
iv. CEO &
v. CFO

c. Manner of dealing with analyst and research personnel

i. **Only Public information to be provided** – A company shall provide only public information to the analyst/research persons/large investors like institutions.

ii. **Recording of discussion** - In order to avoid misquoting or misrepresentation, it is desirable that at least two company's representatives be present at meetings with analysts, brokers or institutional investors. The Company shall adopt best practices to make transcripts or records of proceedings of such meetings available on the website of the Company to ensure official confirmation and documentation of disclosures made.

iii. **Handling of unanticipated questions** – The Company should be careful when dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response given later. If

the answer includes UPSI, a public disclosure, if considered appropriate, should be made before responding.

5. Amendments to the Code

The Board of Directors may review or amend this code, in whole or in part, from time to time, as per the requirements of the Companies Act, 2013 or SEBI (Prohibition of Insider Trading) Regulations, 2015 or any other enactments/rules as may be applicable.