



REAL TOUCH FINANCE LIMITED

Code of practices and procedures for
fair disclosure of unpublished price
sensitive information

1. Preamble

Real Touch Finance Limited ("RTFL" or the "Company") has established the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price-Sensitive Information." The primary objective of this code is to guarantee the prompt and comprehensive disclosure of unpublished price-sensitive information that could significantly influence the company's securities' prices. This initiative aims to uphold consistency, transparency, and fairness in interactions with all stakeholders while ensuring compliance with relevant laws and regulations.

Additionally, the Company is committed to safeguarding the confidentiality of unpublished price-sensitive information and preventing any unauthorized use of such information.

This Code has been formulated in accordance with the provisions specified in sub-regulation (1) of Regulation 8 and the principles outlined in Schedule A of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, along with any subsequent amendments thereto.

2. Effective Date

This policy shall be effective from the date of approval from the Board, unless stated otherwise.

3. Definition

- a) 'Compliance Officer' for the purpose of these regulations means the Company Secretary of the Company. In absence of the Company Secretary the Board of Directors may authorize such other senior officer of the Company to discharge the duties of Compliance Officer under the regulations.
- b) 'Chief Investors Relations Officer' means Compliance Officer of the Company.
- c) "Unpublished price sensitive information" means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon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 the following:
 - i. financial results
 - ii. dividends
 - iii. change in capital structure
 - iv. mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions
 - v. changes in key managerial personnel

4. Principles of fair disclosure:

- a) Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.

- b) Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
- c) Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
- d) Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- e) Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- f) Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
- g) Developing 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.
- h) Handling of all unpublished price sensitive information on a need-to-know basis.

5. Chief Investor Relation officer (CIRO)

- a) The Company designates Compliance Officer as the Chief Investor Relation Officer who shall deal with dissemination and shall be responsible for disclosure of UPSI and ensuring compliance with the practices, procedures and principles laid down under this Code.
- b) The Compliance Officer shall report to the Board of Directors and shall in consultation with the Board, set forth policies, procedures and principles and make amendments thereto, for ensuring preservation of UPSI and dissemination thereof.

6. Prompt disclosure of unpublished price sensitive information:

- a) RTFL will ensure that any event which has a bearing on the share price of the Company shall be disseminated promptly upon the conclusion of the event, by communicating the same to the stock exchanges in accordance with the PIT regulations.
- b) To ensure that the information is disseminated in a uniform manner, RTFL will transmit the information to all the stock exchanges where the securities of the Company are listed, at the same time and shall also publish the same on the website of the Company.

7. Responding to Market Rumors:

The CIRO shall ensure that appropriate and fair responses are provided to queries on news reports and requests for verification of market rumours by regulatory authorities. In case a query/request has been received from any stock exchange, a copy of such reply shall be sent to other stock exchange(s) also where securities of the Company are listed, if any.



8. Disclosure:

This code shall be posted on the official website of the Company <https://realtouchfinance.com>. Further, this code and any subsequent amendment thereto, shall be promptly intimated to the Stock Exchange where the securities of the Company are listed.
