

CODE OF PRACTICES AND PROCEDURES FOR
FAIR DISCLOSURE OF UNPUBLISHED PRICE
SENSITIVE INFORMATION

**REGULATION 8(1) OF SEBI (PROHIBITION OF
INSIDER TRADING) REGULATIONS, 2015**

REGAL ENTERTAINMENT & CONSULTANTS LIMITED

1. PURPOSE:

The purpose of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (the “Code”) is to provide procedures that would be followed by Regal Entertainment & Consultants Limited (the “Company”) for transparent, regular and timely public disclosure and dissemination of Unpublished Price Sensitive Information (UPSI).

The Company shall identify a senior officer as a Chief Investor Relations Officer who would be responsible for overseeing and co-ordinating, uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

2. RESPONSE TO QUERIES:

The Chief Investor Relations Officer shall ensure appropriate and fair response and deal with all matters pertaining to queries and market rumours received from the stock exchanges or from press or media or from any other sources and respond to the same in consultation with the director(s) of the company.

3. DISSEMINATION OF INFORMATION WITH ANALYSTS AND RESEARCH PERSONNEL:

No person, except Chief Investor Relations Officer or any other person authorized by the board shall disclose any information which is UPSI and which is relating to the company’s securities to analysts, institutional investors, research personnel etc.

The guidelines given hereunder shall be followed by the Company while dealing with the analysts, institutional investors and research personnel:

- i. The company shall provide only public information to the analysts, institutional investors, research personnel etc. Alternatively, the information given to the analysts, institutional investors, research personnel etc. shall be made public at the earliest.
- ii. The Chief Investor Relations Officer or any other senior employee(s) or any other authorized person shall attend all meetings with the analysts, broker or institutional investors etc.
- iii. To avoid misquoting or misrepresentation, the Chief Investor Relations Officer can make transcripts or arrangements for recording the discussions at the meeting.
- iv. As a good corporate practice, the company shall disclose the proceedings of the meetings with the analysts, institutional investors, research personnel etc. on the

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website of the company.

4. INFORMATION TO BE SHARED ON A NEED TO KNOW BASIS:

The directors or employees of the company shall not discuss the matters of developments regarding the company which in any way relate to the UPSI with any other persons, except that are required to be disclosed in performance of his or her duties or under applicable laws or regulations or in legal proceedings.

5. UNINTERNTIONAL DISCLOSURE:

In any event, if the company makes an unintentional disclosure of UPSI, it shall forthwith take steps to ensure that the same is disclosed to the stock exchange immediately.

Further, if the company becomes aware that there has been an inadvertent disclosure of UPSI it should contact the Chief Investor Relations Officer and / or Company Secretary, who in consultation with the director(s) of the company, shall consider the matter and take appropriate steps.