

## **POLICY FOR INQUIRY IN CASE OF LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION OR SUSPECTED LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

### **1. PREFACE:**

As per Regulation 9A (5) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2018, Every listed company shall formulate written policies and procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, which shall be approved by board of directors of the company and accordingly initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.

Accordingly, the board of directors of Sahana System Limited (the “Company”) has adopted this policy and procedure for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information (“Policy”) pursuant to approval given in the Board Meeting held on May 9, 2022.

### **2. OBJECTIVE:**

Following are the primary objective for making procedure/policy for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information:

1. To avoid the spreading of unpublished price sensitive information (“UPSI”);
2. To spread awareness in company that spreading of UPSI is punishable except legitimate purpose;
3. To prevent the leakage and punish the culprit;
4. To protect the interest of investors/shareholders of the Company.

### **3. DEFINITIONS:**

- i. “Board of Directors” or “Board” means the board of directors of the Company as constituted/re-constituted, from time to time;
- ii. “Company” means Sahana System Limited.

### **4. SCOPE OF INQUIRY:**

Scope of such inquiry includes and not limited to determination of the possible role of following persons in relation to the aforesaid leakage of UPSI:

1. Persons / members of committees involved in generation of the original data for the purpose of determination of key figures pertaining to financial figures.
2. Persons involved in the standalone figures for the financial results.
3. Persons involved in the preparation of board notes and presentations.

4. Persons involved in dissemination of information relating to financial results in the public domain.
5. Any other persons who had access to UPSI

**5. PROCEDURE TO CONDUCT INQUIRY:**

1. Board of Directors of the company is responsible to follow the following procedure in case of leakage or suspected leakage of UPSI:
2. If at any time from any person, it is found that there is leakage or suspected leakage of UPSI of the Company, Board shall meet promptly within 48 hours of the occurrence of such leakage of UPSI.
3. Board shall direct compliance officer of the company or any other person who is authorised by the board, to find out the culprit.
4. Once it is found that who is culprit, Board demand report from compliance officer of the company or any other person who is authorised by the board within 2 months, about the quantum of trading done in company's script by such culprit or any other person to whom UPSI is passed by such culprit.
5. After reviewing the report, if it is found that there is a leakage of UPSI, Board will inform the stock exchanges/SEBI promptly.
6. Board impose such penalty/fine on culprit or any other person to whom UPSI is passed, as it deems fit. However, such penalty shall be equivalent or more than the gain/profit booked by such culprit or any other person to whom UPSI is passed.
7. Inquiry procedure shall be completed within 3 months form the date when it is found that there is leakage or suspected leakage of UPSI.

**6. AMENDMENTS TO THE POLICY:**

The Board shall have the power, subject to applicable laws, to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy.

The Company Secretary being the Compliance Officer is also authorized to make amendment in this policy, where there is changing requirements as prescribed under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2018, the Securities and Exchange Board of India Act, 1992 and rules/regulations/ guidelines made there under or any other law.

The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy and further the objective of good corporate governance.

**7. EFFECTIVE DATE:**

The policy shall be effective from May 9, 2022.