

HEADS UP VENTURES LIMITED

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

SEBI has under SEBI (Prohibition of Insider Trading) Regulations, 2015 (the “Regulations”) has notified newly introduced Regulation (8) that requires a listed company to formulate and publish on its official website a “Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information” in adherence to the principles set out in Schedule A to the said Regulations.

Accordingly, a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (the “Code”) for Heads UP Ventures Limited (the “Company”) is hereby framed as under:-

1. The Company will ensure a prompt public disclosure of Unpublished Price Sensitive Information (UPSI) that would impact price discovery, as soon as it has credible and concrete information, in order to make such information ‘generally available’, i.e. to make the information accessible to the public on a non-discriminatory basis.
2. The Company shall ensure a uniform and universal dissemination of UPSI to avoid selective disclosure. The Company shall also ensure prompt dissemination of UPSI that gets inadvertently disclosed selectively, to make such information ‘generally available’.
3. The Company shall ensure an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
4. The Company shall ensure that information shared with analysts and research personnel is not UPSI. The Company shall take extreme care and caution when dealing with analysts' questions that raise issues outside the intended scope of discussion.
5. The Company shall develop 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. The Company may also consider other modes of public disclosure of Unpublished Price Sensitive Information so as to improve investor access to the same.
6. The Company shall ensure the handling of all UPSI on a need-to-know basis.
7. The Compliance Officer of the Company shall act as the Chief Investor Relations Officer (CIRO) for the purpose of dealing with dissemination of information and disclosure of UPSI as contained herein.
8. The definition and usage of the term ‘Legitimate Purpose’ shall be adhered as per the Company’s Code of Conduct for Prevention of Insider Trading.

This Code is subject to review from time to time.