

## **PART B**

### **THE WATERBASE LIMITED**

#### **CODE OF FAIR DISCLOSURE PRACTICES**

##### **1) Corporate Disclosure Policy**

The object of the Policy is to ensure that the company gives timely and adequate disclosure of UPSI by following the below mentioned norms:—

##### **2) Prompt disclosure of UPSI**

- a) Price sensitive information shall be given to stock exchanges and disseminated on a continuous and immediate basis once credible and concrete information comes into being.
- b) The Company may also consider ways of supplementing information released to stock exchanges by improving Investor access to the public announcements by disclosing the same in the website.

##### **3) Overseeing and co-ordinating disclosure**

- a) The Compliance Officer is designated as Chief Investor Relations Officer (CIRO) to oversee the corporate disclosures.
- b) The CIRO shall be responsible for ensuring that the company complies with continuous disclosure requirements under the Listing Regulations and also under this Code, overseeing and co-ordinating disclosure of UPSI to stock exchanges, analysts, shareholders and media and educating staff on disclosure policies and procedure. In any case, UPSI shall not be shared on selective basis i.e. with analysts, media etc before making the UPSI publicly available.
- c) Information disclosure/dissemination shall normally be approved in advance by the CIRO.
- d) If information is accidentally disclosed without prior approval, the person responsible may inform the CIRO immediately, even if the information is not considered price sensitive.
- e) The Company shall not share any UPSI with any analysts or other market intermediaries who do not have a Code of Conduct as per the requirements of the Regulations.

##### **4) Responding to market rumours**

- a) The CIRO is responsible for responding to any queries or requests for verification of market rumours by exchanges.

- b) The CIRO in consultation with the Board / Head of the Company is responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

5) **Timely Reporting of shareholdings/ownership and changes in ownership**

Disclosure of shareholdings/ownership by major shareholders and disclosure of changes in ownership as provided under any Regulations made under the Act and the listing agreement shall be made in a timely and adequate manner.

6) **Disclosure/dissemination of Price Sensitive Information with special reference to Analysts, Institutional Investors**

The Company should follow the guidelines given hereunder while dealing with analysts and institutional investors:

- (i) **Only Public information to be provided** – The Company shall provide only public information to the analyst/research persons/large investors like institutions. Alternatively, the information given to the analyst should be simultaneously made public, within 15 minutes of providing the 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 representatives be present at meetings with Analysts, brokers or Institutional Investors and discussion should preferably be recorded.
- (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 price sensitive information, a public announcement should be made before responding.
- (iv) **Simultaneous release of Information** - When the company organises meetings with analysts, the company shall make a press release or post relevant information on its website after every such meet. The company may also consider live webcasting of analyst meets.

7) **Medium of disclosure/dissemination**

- a) Disclosure/dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.
- b) The Company shall ensure that disclosure to stock exchanges is made promptly.
- c) The Company may also facilitate disclosure through the use of its dedicated

Internet website.

- d) The Company's website(s) may provide a means of giving investors a direct access to analyst briefing material, significant background information and questions and answers.
- e) The information filed by the Company with exchanges under continuous disclosure requirement may be made available on the company's website(s).