SUUMAYA LIFESTYLE LIMITED

(FORMERLY KNOW AS RICHWAY INTERANTIONAL TRADE LTD)
CIN: L70102MH2011PLC220879

March 29, 2019

To,
The Manager,
Listing Department
NSE Limited
Exchange Plaza Block
Bandra Kurla Complex,
Bandra East, Mumbai- 400051

ISIN: INE591Q01016

Sub: Intimation under Regulation 8(2) of Securities and Exchange Board of India ("SEBI") (Prohibition of Insider Trading) Regulations, 2015 - Amended Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Dear Sirs,

We enclose herewith revised "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (the revised Code) pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended vide SEBI (Prohibition of Insider Trading) Amendment Regulations, 2018. The revised Code will be effective from April 1, 2019. The revised Code has been approved by the Board of Directors on March 29, 2019.

You are requested to take the same on record.

Thanking you,

for **Suumaya Lifestyle Limited**

SUUMAYA LIFESTYLE LIMITED MUMBAI

Ushik Mahesh Gala
Chief Executive Officer

Date: March 29, 2019
Place: Mumbai

Encl: A/a

Regd. Office.: 5/F, D Wing,
Malad Industrial Estate,
Kanchpada, Ramchandra Lane Extension,
Malad (W),
Mumbai - 400 064 (India)

Factory: C7 - 138/139, Bhumi World,
Pimples Village, Mumbai-Nashik Highway,
Before Kalyan Bhiwandi Naka,
Opp. Tata Amantra, Pimplas,
Thane - 421302 (India)

Tel No. 022 4971 2096
suumayalifestyle@gmail.com
www.suumayalifestyle.com

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

SUUMAYA LIFESTYLE LIMITED MUMBAI

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1. **Introduction**:

1.1 The Securities and Exchange Board of India ("SEBI") notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") on January 15, 2015, which is effective from May 15, 2015. The said Regulations have been amended vide SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 effective from April 1, 2019.

1.2 Pursuant to Regulation 8 of the Regulations, **SUUMAYA LIFESTYLE LIMITED** ("**Suumaya**") is required to formulate a code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Fair Disclosure Code").

1.3 Accordingly the Board of Directors of Suumaya has formulated the Fair Disclosure Code.

2. **Scope**:

2.1 Suumaya endeavours to preserve the confidentiality of unpublished price sensitive information ("UPSI") and to prevent its misuse. To achieve these objectives, and in compliance with the aforesaid Regulations, Suumaya has adopted this Fair Disclosure Code.

2.2 This Code ensures timely and adequate disclosure of UPSI which would impact the price of its securities and to maintain uniformity, transparency and fairness in dealing with all its stakeholders.

2.3 Suumaya is committed to timely and accurate disclosure based on applicable legal and regulatory requirements.

3. **Terms and Definition**:

Words and expressions used but not defined in this Code shall have the same meaning assigned to them in the SEBI (Prohibition of Insider Trading) Regulations, 2015 or the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and the rules and regulations made thereunder, as the case may be or in any amendment thereto.

4. **Principles of Fair Disclosure**:

To adhere to the principles as mentioned in Schedule A to the Regulations, Suumaya shall ensure the following:

4.1 Promptly disclose publicly any UPSI that would impact price discovery no sooner than credible and concrete information comes into being so that such information is generally available.

4.2 (a) Uniformly and universally disseminate in a timely manner UPSI to avoid selective disclosure by communicating the same to the stock exchange(s) and disclosing the same on its website;
(b) Disclose press releases issued by it from time to time which are considered to be important for the general public besides putting the same on Company's website;
(c) Put on Company's website quarterly and annual financial results and all investor presentations pertaining to such financial results for reference of the general public.

4.3 Employees of the Company shall not respond under any circumstances to enquiries from the Stock Exchanges, the media or others unless authorised to do so by the Chief Investor Relations Officer (CIRO) of the Company.

4.4 Promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

4.5 Provide appropriate and fair response to queries on news reports and requests for verification of market rumours by Regulatory Authorities such as Stock Exchanges, etc.

(Note: The Company shall not comment on every market rumour. If Stock Exchange requests, the Company shall submit its response to the market rumour).

4.6 Ensure that information shared with analysts and research personnel is not UPSI.

4.7 The Company communicates with its Institutional shareholders through meetings with analysts and discussions between fund managers and management. The Company also participates at investor conferences from time to time. All interactions with institutional shareholders, fund managers and analysts are based on generally available information that is accessible to the public on a non-discriminative basis.

Details relating to quarterly performance and financial results are disseminated to the shareholders through the press releases and uploaded on the Company's website.

4.8 Handle all price sensitive information on a need-to-know basis by creating suitable safeguards to avoid UPSI becoming available to any person who is not required to have access to such information. UPSI, may however be disclosed, to persons who need such information for furtherance of legitimate purposes.

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For determining legitimate purposes, the below mentioned policy shall be adhered to:

a) UPSI can be shared only on a need-to-know basis and for legitimate purposes and not to evade or circumvent the prohibitions of the Regulations.
b) UPSI can be shared in the ordinary course of business only if the same is necessary to be shared in order to complete any task / activity / deal including any other assignment for furtherance of the business interests of the company.
c) Subject to conditions prescribed in (a) and (b) above, UPSI can be shared with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants etc. in respect of proposed assignment or in order to avail professional services from them or other business purposes, as the case may be. UPSI can also be shared in case same is mandatory for performance of duties or discharge of legal obligations.

Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an "insider" for purposes of the Regulations.

4.9 The Board of Directors of Suumaya has appointed the CEO of the Company as CIRO of the Company to deal with dissemination of information and disclosure of UPSI. The CIRO may be contacted bye-mail at: cs@suumayalifestyle.com.

5. The Fair Disclosure Code is subject to review by the Board of Directors as and when deemed necessary.

However, any Subsequent amendment / modification in the SEBI (Prohibition of Insider Trading) Regulations, 2015 or the Companies Act, 2013 or any other governing Act/Rules/Regulations or re-enactment impacting the provisions of this Code shall automatically apply to the Code and the relevant provision(s) of this Code shall get modified and/or amended to that extent, even if not incorporated in this Code.

SUUMAYA LIFESTYLE LIMITED MUMBAI