

REVISED

No. IFCI/CS/2019-

April 03, 2019

The National Stock Exchange of India Limited

Exchange Plaza

Plot No. C/1, G Block, Bandra Kurla Complex

Bandra (East)

Mumbai – 400 051

CODE: IFCI

Dear Sir/Madam,

Re: Closure of Trading Window.

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, and as per the clarification received from the Stock Exchanges, the trading window for dealing in securities shall remain closed from April 04, 2019 till 48 hours after the declaration of financial results by the Board.

The date of Board Meeting to be held to consider and approve the financial results of the Company for the quarter and year ended March 31, 2019 will be intimated separately.

Further, as per the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, we also enclose herewith the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Handling of Price Sensitive Information for Legitimate Purposes.

Thanking You

Yours faithfully

For IFCI Limited

 **(Rupa Sarkar)**
Company Secretary

 **Anant Singh**
Manager

आई एफ सी आई लिमिटेड

पंजीकृत कार्यालय:

आईएफसीआई टावर, 61 नेहरू प्लेस, नई दिल्ली – 110 019

दूरभाष: +91-11-4173 2000, 4179 2800

फैक्स: +91-11-2623 0201, 2648 8471

वेबसाइट: www.ifcilt.com

सीआईएन: L74899DL1993GOI053677

1948 से राष्ट्र के विकास में

IFCI Limited

Regd. Office:

IFCI Tower, 61 Nehru Place, New Delhi - 110 019

Phone: +91-4173 2000, 4179 2800

Fax: +91-11-2623 0201, 2648 8471

Website: www.ifcilt.com

CIN: L74899DL1993GOI053677

In Development of the Nation since 1948



Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Handling of Price Sensitive Information for Legitimate Purposes.

I Preface:-

1. This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is framed as per Model Code prescribed under Schedule A of the SEBI (Prohibition of Insider Trading) Regulation, 2015.
2. This Code shall become applicable with effect from April 1, 2019.

II. Definitions:

1. "**Act**" means the Securities and Exchange Board of India Act, 1992;
2. "**Company**" means IFCI Limited
3. "**Compliance Officer**" shall be the Officer at-least at the rank of Deputy General Manager, Company Secretary Department for ensuring compliances under this Code.
4. "**Connected Person**" – means any person who is or has during the 6 months prior to the concerned act been associated with a Company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonable expected to allow such access. The person falling within the following categories shall be deemed to be connected person unless the contrary is established:
 - (a) An immediate relative of connected persons; or
 - (b) A holding company or associate company or subsidiary company; or
 - (c) An intermediary as specified in section 12 of the Act or an employee or director thereof; or
 - (d) An investment company, trustee company, asset management company or an employee or director thereof; or
 - (e) An official of a stock exchange or of clearing house or corporation; or
 - (f) A member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
 - (g) A member of the board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
 - (h) An official or an employee of a self-regulatory organization recognised or authorized by the Board; or
 - (i) A banker of the company; or
 - (j) A concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his immediate relative or banker of the company, has more than 10% of the holding or interest;

4. **"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis.
5. **"Legitimate Purposes"** shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.
6. **"Immediate Relative"** means a spouse of a person, and includes parent, sibling and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.
7. **"Insider"** means any person who is:
 - (a) A connected person; or
 - (b) In possession of or having access to unpublished price sensitive information
8. **"Unpublished Price Sensitive Information"** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:
 - a) Financial Results;
 - b) Dividends;
 - c) Change in capital structure;
 - d) Mergers, De-Mergers, Acquisitions, De-listings, Disposals and expansion of business and such other transactions;
 - e) Changes in key managerial personnel.

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

This Code intends to formulate a framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for the Company's securities. So as to ensure fair disclosure of events and occurrences that could impact price discovery in the market, the Board of Directors of the Company shall adhere to the following Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information envisaged in SEBI (Prohibition of Insider Trading) Regulation, 2015.

3. The Company and third party sharing Unpublished Price Sensitive Information for legitimate purposes shall execute a Contract to ensure confidentiality and Non-Disclosure of information.
4. All the insider in possession of Unpublished Price Sensitive Information shall be under obligations to share such information only on need to know basis.
5. Maintaining secured database with adequate internal controls relating to entities / such person with whom Unpublished Price Sensitive Information is shared.
