



# LUHARUKA MEDIA & INFRA LIMITED

A-301, Hetal Arch, Opp. Natraj Market, S.V.Road, Malad (West), Mumbai - 400064.

Tel. No.: 022 - 6894 8500 / 08 / 09 FAX : 022-2889 2527

E-mail : info@luharukamediainfra.com ; URL : www.luharukamediainfra.com

CIN NO : L65100MH1987PLC044094

RefNo: LMIL/SEC/2023-24/11

**Date: May 05, 2023**

To,  
The Manager,  
Department of Corporate Services,  
**BSE Limited,**  
Phirozee Jeejeeboy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001  
**Scrip Code: 512048**

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting held on Friday, May 05, 2023**

Pursuant to the Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby inform you that the Board of Directors of the Company at its Meeting held today i.e. May 05, 2023 have *inter alia*, considered and approved the following matters:

1. Audited Financial Statements including Balance Sheet as at March 31, 2023, the Statement of Profit & Loss and the Cash Flow Statements and notes thereon for the Financial Year ended March 31, 2023, together with the Auditor's Report thereon and Audited Financial Results for the quarter and financial year ended March 31, 2023 and affirms their satisfaction over the financial statements and results of the Company.

A copy of the said results together with the Auditors' Report for quarter and financial year ended March 31, 2023, are enclosed herewith along with a declaration from Managing Director and Chief Financial Officer of the Company, regarding the unmodified opinion as **Annexure I**.

2. Amendment to the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" of the Company pursuant to Regulation 8(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015, and the same is enclosed herewith for your record as **Annexure II**.

Please note that in terms of the Company's Code of Conduct for Prohibition of Insider Trading and pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, the trading window for trading in securities of the Company will open on Sunday, May 07, 2023.

Kindly note that the meeting of the Board of Directors commenced at 06:45 P.M. and concluded at 07:30 P.M.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

**For Luharuka Media & Infra Limited**

**Ankur Agrawal**  
**Managing Director**  
**DIN: 06408167**

Encl: as above



# RSRV & ASSOCIATES

## CHARTERED ACCOUNTANTS

301/302/303, Apollo Arcade, R K Singh Marg, Near Sona Udyog, Off. Old Nagardas Road,  
Andheri (E), Mumbai - 400069. Tel No.:- 02268027900 Email ID:-sharmaca34@yahoo.com

### INDEPENDENT AUDITOR'S REPORT

**TO THE BOARD OF DIRECTORS OF LUHARUKA MEDIA & INFRA LIMITED (FORMERLY KNOWN AS SPLASH MEDIA & INFRA LIMITED)**

**Report on the audit of the Financial Results**

#### Opinion

We have audited the accompanying quarterly and annual Financial Results of **Luharuka Media & Infra Limited (Formerly Known as Splash Media & Infra Limited)** ("the Company") for the quarter ended 31<sup>st</sup> March, 2023 and the year to date results for the period from 01<sup>st</sup> April, 2022 to 31<sup>st</sup> March, 2023, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Obligations").

In our opinion and to the best of our information and according to the explanations given to us these financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act 2013 ("the Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the for the quarter ended 31<sup>st</sup> March, 2023 as well as the year to date results for the period from 01<sup>st</sup> April, 2022 to 31<sup>st</sup> March, 2023.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.





## **Management's Responsibilities for the Financial Results**

These quarterly as well as year to date financial results have been prepared on the basis of the annual financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Financial Results**

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose for expressing our opinion on effectiveness of company's internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our



auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.


We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Other Matter

1. The Financial Results include the results for the quarters ended March 31, being the balancing figures between audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the respective financial years which were subject to limited review by us.
2. The annual financial results dealt with by this report has been prepared for the express purpose of filing with stock exchanges .These results are based on and should be read with the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2023 on which we issued an unmodified audit opinion vide our audit report dated 05<sup>th</sup> May, 2023.

For R S R V & ASSOCIATES  
CHARTERED ACCOUNTANTS  
(FRN. 115691W)

  
Ajay Sundaria  
Partner  
(M. No.181133)  
UDIN: 23181133BGYKUZ2051



Place: Mumbai  
Dated: 05<sup>th</sup> May, 2023



LUHARUKA MEDIA & INFRA LTD.

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND FOR THE YEAR ENDED 31ST MARCH, 2023						
(Rs. in Lakhs)						
No.	Particulars	Quarter Ended			Year Ended	
		31.03.2023 (Audited)	31.12.2022 (Unaudited)	31.03.2022 (Audited)	31.03.2023 (Audited)	31.03.2022 (Audited)
1	<b>Revenue From Operations</b>					
	<b>Income from Operations</b>					
	Interest Income	37.61	38.54	47.07	178.20	135.04
	Dividend Income	0.00	0.00	0.00	0.00	0.00
	Fees and commission Income	1.35	0.00	0.93	2.35	2.93
	Profit/(loss)from Sale of Equity Instruments held for trading	0.00	0.00	0.00	0.00	3.86
	Income from Financial Advisory & Consultancy	0.00	2.55	0.00	6.60	1.10
	Reversal of Provision	4.21	1.33	15.00	5.85	5.00
	<b>Revenue from Operations</b>	<b>43.17</b>	<b>42.42</b>	<b>62.99</b>	<b>193.00</b>	<b>167.92</b>
2	Other Income	0.05	0.00	0.00	0.45	0.00
3	<b>Total Revenue from Operations (1+2)</b>	<b>43.22</b>	<b>42.42</b>	<b>62.99</b>	<b>193.45</b>	<b>167.92</b>
4	<b>Expenses</b>					
	Finance Costs	0.90	4.88	13.32	38.14	17.41
	Employee Benefit Expenses	6.49	5.62	6.22	23.43	20.70
	Depreciation and Amortization Expense	0.00	0.00	0.00	0.00	0.00
	Other Expenses	20.62	5.86	32.42	41.62	52.84
	<b>Total Expenses</b>	<b>28.01</b>	<b>16.36</b>	<b>51.96</b>	<b>103.19</b>	<b>90.95</b>
5	<b>Profit / (Loss) before Exceptional Items and tax (3-4)</b>	<b>15.21</b>	<b>26.06</b>	<b>11.03</b>	<b>90.26</b>	<b>76.97</b>
6	Exceptional Items	0.00	0.00	0.00	0.00	0.00
7	<b>Profit/(Loss) before Tax (5-6)</b>	<b>15.21</b>	<b>26.06</b>	<b>11.03</b>	<b>90.26</b>	<b>76.97</b>
8	<b>Tax Expenses</b>					
	(a) Current Tax	4.63	6.55	3.19	23.50	20.11
	(b) Deferred Tax	0.00	0.00	0.00	0.00	0.00
	(c) Tax of Earlier year	0.00	-0.05	-0.46	-0.05	-0.46
9	<b>Profit/(Loss) after Tax (7-8)</b>	<b>10.58</b>	<b>19.56</b>	<b>8.30</b>	<b>66.81</b>	<b>57.32</b>
10	<b>Other Comprehensive Income</b>					
	Items that will not be reclassified to profit or loss					
	(i) Gain/(Loss) on sale of Investments	0.00	0.00	0.00	0.00	0.00
	(ii) Fair value changes of Equity Instruments/MF through other comprehensive income	0.00	0.00	0.00	0.00	0.00
11	<b>Total Comprehensive Income for the period (9+10)</b>	<b>10.58</b>	<b>19.56</b>	<b>8.30</b>	<b>66.81</b>	<b>57.32</b>
12	Paid-up Equity Share Capital (Face Value Re.1/- Each)	937.20	937.20	937.20	937.20	937.20
13	Reserves excluding revaluation reserves	-	-	-	545.98	479.17
14	Earnings per Share (Basic and diluted)*	0.01*	0.02*	0.01*	0.07	0.06
	* Not Annualised	0.01	0.02	0.01	0.07	0.06



## STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH, 2023

(Rs. In Lakhs)

Sr No.	Particulars	As at 31.03.2023 (Audited)	As at 31.03.2022 (Audited)
<b>I</b>	<b>ASSETS</b>		
(1)	<b>Financial Assets</b>		
(a)	Cash and cash equivalents	138.52	211.59
(b)	Receivables		
	i) Trade Receivables	1.77	-
	ii) Other Receivables	-	-
(c)	Loans	820.22	1,321.72
(d)	Investments	-	-
(e)	Other Financial assets (to be specified)	6.31	5.10
(2)	<b>Non-Financial Assets</b>		
(a)	Deferred tax assets (net)	-	-
(b)	Property, plant and equipment	-	-
(c)	Other non-financial assets	537.12	537.12
	<b>TOTAL ASSETS</b>	<b>1,503.94</b>	<b>2,075.52</b>
<b>II</b>	<b>LIABILITIES AND EQUITY</b>		
	<b>Liabilities</b>		
(1)	<b>Financial Liabilities</b>		
(a)	Payables		
	(i) Trade payables		
	-total outstanding dues of micro enterprises and small enterprises; and	-	-
	-total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	(ii) Other payables		
	-total outstanding dues of micro enterprises and small enterprises; and	-	-
	-total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(b)	Borrowings	-	636.30
(c)	Other financial liabilities	9.30	10.77
(2)	<b>Non-Financial Liabilities</b>		
(a)	Current tax liabilities (Net)	8.18	2.94
(b)	Provisions	3.28	9.13
(3)	<b>EQUITY</b>		
(a)	Equity Share capital	937.20	937.20
(b)	Other Equity	545.98	479.17
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1,503.94</b>	<b>2,075.52</b>



**STATEMENT OF AUDITED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023**

(Rs. In Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before Tax for the year	90.26	76.97
<b>Adjustments for :</b>		
Interest Paid	38.14	17.41
Interest received	(178.20)	(135.04)
Depreciation	-	0.24
Fair value changes of equity instruments through OCI	-	-
Provision for Advances	(5.85)	5.10
	(145.91)	(112.29)
<b>Operating Profit before Working Capital change</b>	(55.65)	(35.32)
<b>Adjustments for :</b>		
<u>Adjustments for (increase) / decrease in operating assets:</u>		
Trade receivables	(1.77)	-
Short-term loans and advances	507.35	(614.08)
Other current assets	(1.21)	1.46
Other non-current assets	-	-
	504.37	(612.62)
<u>Adjustments for increase / (decrease) in operating liabilities:</u>		
Trade payables	-	-
Other current liabilities	(1.48)	3.08
Short-term provisions	(5.85)	(9.90)
Long-term provisions	-	-
	(7.33)	(6.83)
<b>Cash Generated From Operations</b>	<b>441.39</b>	<b>(654.77)</b>
Income Tax paid	18.22	17.60
<b>NET CASH FROM OPERATING ACTIVITIES Total (A)</b>	<b>423.18</b>	<b>(672.36)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Investments (Purchased)/Sold	-	-
Fixed Assets (Purchased)/Sold	-	-
<b>NET CASH USED IN INVESTING ACTIVITIES Total (B)</b>	<b>-</b>	<b>-</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of Equity Capital	-	-
Dividend Paid	-	-
Loan taken / (Repaid) in Secured Loan	(636.30)	505.86
Interest received	178.20	135.04
Interest paid	(38.14)	(17.41)
<b>NET CASH FROM FINANCING ACTIVITIES Total (C)</b>	<b>(496.24)</b>	<b>623.49</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C)</b>	<b>(73.07)</b>	<b>(48.88)</b>
Cash and Cash Equivalents -- Opening Balance	211.59	260.46
Cash and Cash Equivalents -- Closing Balance	138.52	211.59



Notes:

- 1 The above audited financial results are reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 5th May, 2023
- 2 The financial results for the quarters ended 31st March 2023 and 31st March 2022 respectively represent the difference between the audited figures in respect of the full financial year and published figures upto the third quarter of the respective financial year.
- 3 The above financial results are extracted from the Audited Financial Statements of the Company, which are prepared in accordance with the Indian Accounting Standards ('Ind As') as prescribed under section 133 of the companies Act, 2013 read with relevant rules issued thereunder.
- 4 The Company is operating in a single segment.
- 5 The figures have been re-grouped / re-arranged / re-classified / re-worked wherever necessary to make them comparable.

For Lularuka Media & Infra Limited



Ankur Agrawal  
Managing Director  
DIN : 06408167



Place : Mumbai  
Date : 05th May, 2023





# LUHARUKA MEDIA & INFRA LIMITED

A-301, Hetal Arch, Opp. Natraj Market, S.V.Road, Malad (West), Mumbai - 400064.

Tel. No.: 022 - 6894 8500 / 08 / 09 FAX : 022-2889 2527

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CIN NO : L65100MH1987PLC044094

Ref No: LMIL/SEC/2023-24/12

Date: May 05, 2023

To,  
The Manager,  
Department of Corporate Services,  
**BSE Limited,**  
Phirozee Jeejeeboy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001  
**Scrip Code: 512048**

Dear Sir/Madam,

**Sub: Declaration pursuant to Regulation 33(3)(d) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended**

Pursuant to Regulation 33(3)(d) of Listing Regulations as amended, we hereby confirm that the Statutory Auditors of the Company, M/s. RSRV & Associates, have issued an Auditor Report with unmodified opinion on Statement of Audited Financial Results of the Company for the quarter and financial year ended on March 31, 2023.

You are requested to take the above information on record.

Thanking you,  
Yours faithfully,  
**For Luharuka Media & Infra Limited**

**Ankur Agrawal**  
Managing Director  
DIN: 06408167



**Pravin Gupta**  
Chief Financial Officer





**LUHARUKA MEDIA & INFRA LIMITED**

**CIN: L65100MH1987PLC044094**

**Registered Address:** A-301, Hetal Arch, S. V. Road, Malad (West),  
Mumbai, Maharashtra, 400064

**CODE OF PRACTICES AND PROCEDURES FOR FAIR  
DISCLOSURES OF UNPUBLISHED PRICE SENSITIVE  
INFORMATION**

**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURES  
OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

**Introduction**

The Securities and Exchange Board of India ("SEBI") notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") on January 15, 2015 and made them effective from May 15, 2015. The PIT Regulations mandates every Listed Company to formulate a Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information ("Code"). In compliance of the above-said regulations, the Board of Directors ("the Board") of Luharuka Media & Infra Limited has formulated the Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information ("Code") to comply with the requirements of Regulation 8(1) of the PIT Regulations, as amended from time to time.

**Objective**

The Code of Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the Company's securities and to maintain the uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to applicable laws and regulations. Further, the Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

**Definitions**

- a) 'Company' means Luharuka Media & Infra Limited (hereinafter referred as "the Company");
- b) 'Compliance Officer' for the purpose of these regulations means the Company Secretary of the Company. In absence of the Company Secretary, the Board of Directors may authorise any other officer of the Company to discharge the duties of Compliance Officer under the regulations;
- c) 'Unpublished price sensitive information' shall have the meaning ascribed to it under Regulation 2(1) (n) of the PIT Regulations;
- d) 'PIT Regulations' means Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended.

**Principles of Fair Disclosure for purposes of the Code**

The Company will adhere to the following so as to ensure fair disclosure of events and occurrence that could impact price of its securities in the market:

- 1. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.**

Unpublished price sensitive information shall be given by Company to stock exchange(s) promptly and also the said information shall be uploaded to the Company's official website ([www.luharukamediainfra.com](http://www.luharukamediainfra.com)) in order to be accessed by the Investors and members of the Company i.e. to make the information generally available.



**2. Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.**

The disclosure of unpublished price sensitive information shall be on a continuous, immediate, uniform basis and will be universally disseminated. The Company may consider others ways of supplementing information released to stock exchanges by improving Investor access to their public announcements.

**3. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.**

- i. The Chief Financial Officer of the Company or such other senior official nominated as such by the Company from time to time shall be the Chief Investor Relations Officer (“CIRO”) for the purpose of this Code. The CIRO shall be responsible for dissemination of information and disclosure of unpublished price sensitive information and also responding to the queries on news reports and requests for verification of market rumours by regulatory authorities.
- ii. In the temporary absence of the CIRO for any reason whatsoever, the Board of Directors of the Company shall nominate any other official of the Company to be responsible for dissemination of information and disclosure of unpublished price sensitive information.

The Chief Investor Relations Officer shall be responsible for ensuring that the Company complies with continuous disclosure requirements and for overseeing and coordinating disclosure of unpublished price sensitive information to stock exchange(s), on the website of the Company and to media.

If information is accidentally disclosed without prior approval of Chief Investor Relations Officer, the person responsible may inform the Chief Investor Relations Officer immediately, even if the information is not considered unpublished price sensitive. In such event of inadvertent, selective disclosure of unpublished price sensitive information, the Chief Investor Relations Officer shall take prompt action to ensure that such information is generally available.

In addition to the Chief Investor Relations Officer, Executive Director is also authorized to communicate with the investors/media.

**4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.**

- Disclosure/dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.
- Company shall ensure that disclosure to stock exchange(s) is made promptly.
- The website of the Company may provide a means of giving investors a direct access to analyst briefing material, significant background information and questions and answers.

**5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.**

The Chief Investor Relations Officer shall promptly respond to any queries or requests for verification of market rumours by regulatory authorities.

The Chief Investor Relations Officer in consultation with the Board of Director(s) shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure. He/she shall also provide appropriate assistance and fair

response to the regulatory authorities including the stock exchange(s) for verification of news reports and market rumours.

**6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.**

Disclosure/dissemination of Price Sensitive Information while dealing with analysts, media persons and institutional investors, the following guidelines shall be followed:

- a. Only public information to be provided;
- b. 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;
- c. Simultaneous release of information after every such meet.

**7. Developing 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.**

In order to avoid misquoting or misrepresentation, the Company shall adopt best practices to make transcripts or records of proceedings of such meetings available on the website of the Company, if any to ensure official confirmation and documentation of disclosures made.

**8. Handling of all unpublished price sensitive information on a need-to-know basis.**

Unpublished price sensitive information shall be handled on a "need to know" basis i.e. it shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

**Policy for determination of “Legitimate Purposes”**

The term “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 or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the PIT Regulations, or of any other applicable laws that may be in force for the time being.

Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for the purposes of the PIT Regulations and the Company shall give due notice to such person to maintain confidentiality of such unpublished price sensitive information in compliance with the PIT Regulations.

**Structured Digital Database**

A structured digital database shall be maintained containing the nature of Unpublished price sensitive information and the names of such persons or entities with whom information is shared for any legitimate purpose or who has shared such information along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained on the servers managed by the Company with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database. This digital database should be preserved for a period of not less than eight years after completion of the relevant transactions.

**Policy Review and Amendments**

The Board of Directors may review or amend this code, in whole or in part, from time to time, as per the requirements of the Companies Act, 2013 or SEBI (Prohibition of Insider Trading) Regulations, 2015 or any other enactments/rules as may be applicable.

**Disclosure**

The Board of Directors may review or amend this code, in whole or in part, from time to time, as per the requirements of the Companies Act, 2013 or SEBI (Prohibition of Insider Trading) Regulations, 2015 or any other enactments/rules as may be applicable. The Code and any subsequent amendment(s) thereto, shall be promptly intimated to the Stock Exchange(s) where the Company's securities are listed and shall be published on the Company's website at [www.luharukamediainfra.com](http://www.luharukamediainfra.com).