



SURYALATA SPINNING MILLS LIMITED

CIN-L18100TG1983PLC003962 - GST No : 36AADCS0823M1ZA

(An ISO 9001 : 2008 Certified Company)



March 29, 2019

SLSML/2018-19/484

The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001

Dear Sir/ Madam,

Sub: Intimation of reconstitution of Audit Committee, Nomination and Remuneration Committee and adoption of amended Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

Ref: Scrip Code: 514138

With reference to the above stated subject, we bring to your kind notice that the Board of Directors of the Company vide resolution by circulation passed the following resolution:

1. Reconstitution of Audit Committee:

The Board appointed Sri K. Lakshmikanth Reddy, Independent Director of the Company as member of the Audit Committee.

2. Reconstitution of Nomination and Remuneration Committee:

The Board appointed Sri R. Surender Reddy, Chairman and Independent Director of the Company as member of the Nomination and Remuneration Committee.

3. Adoption of amended Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information:

The Board adopted the amended the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('the Code') pursuant to the amendment in Regulation 8 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code is enclosed herewith as **Annexure – I**.

This is for your information and record.

Thanking you,

Yours faithfully,

for Suryalata Spinning Mills Limited

Vithaldas Agarwal
Managing Director
DIN: 00012774





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UNPUBLISHED PRICE SENSITIVE INFORMATION**

[As envisaged under Regulation 8 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

The Company shall adhere to the following principles in order to ensure timely and adequate disclosure of Price Sensitive Information with respect to it or its securities which is likely to affect price of the securities:

1. The Company will make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
2. The Company will make, uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary will be chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information. However, the Managing Director, Joint Managing Director and Chief Financial Officer will be responsible for approval of making any announcements to the stock exchanges and public.
4. The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company will provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company will ensure that, information, if any, shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company will make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the website of the Company to ensure official confirmation and documentation of disclosures made.
8. The Company will handle all unpublished price sensitive information on a need-to-know basis.
9. Sharing of information with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, other advisors or consultants, shall be considered as "legitimate purposes" for the purpose of sharing unpublished price sensitive information in the ordinary course of business by an insider, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the PIT regulations.





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10. A structured digital database shall be maintained containing the names of such persons or entities as the case may be with whom information is shared for legitimate purposes along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Adequate and effective system of internal controls will also be laid out to ensure the compliance of maintenance of a digital database for sharing the information for said legitimate purposes.

11. Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of SEBI PIT regulations and such persons are also required to ensure the confidentiality of unpublished price sensitive information shared with them, in compliance with SEBI PIT Regulations.

Note: The principles of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information was considered and approved by the Board of Directors of Suryalata Spinning Mills Limited by way of resolution by circulation pursuant to section 175 of the Companies Act, 2013 and the rules made thereunder on 28 March 2019 and is effective from 01 April 2019.

for Suryalata Spinning Mills Limited



Vithaldas
Vithaldas Agarwal
Managing Director
DIN: 00012774

Date: March 29, 2019

Place: Hyderabad