

## MARATHON NEXTGEN REALTY LIMITED

### CODE OF CORPORATE DISCLOSURE PRACTICES FOR PREVENTION OF INSIDER TRADING

#### 1. CORPORATE DISCLOSURE POLICY:

To ensure timely and adequate disclosure of price sensitive information, the following norms shall be followed by listed companies:-

#### 2. PROMPT DISCLOSURE OF PRICE SENSITIVE INFORMATION:

- 2.1 Price sensitive information shall be given by listed companies to stock exchanges and disseminated on a continuous and immediate basis.
- 2.2 Listed companies may also consider ways of supplementing information released to stock exchanges by improving investor access to their public announcements.

#### 3. OVERSEEING AND CO-ORDINATING DISCLOSURE:

- 3.1 Listed companies shall designate a senior official (such as compliance officer) to oversee corporate disclosure.
- 3.2 This official shall be responsible for ensuring that the company complies with continuous disclosure requirements, overseeing and co-ordinating disclosure of price sensitive information to stock exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedure.
- 3.3 Information disclosure / dissemination may normally be approved in advance by the official designated for the purpose.
- 3.4 If information is accidentally disclosed without prior approval, the person responsible may inform the designated officer immediately, even if the information is not considered price sensitive.

#### 4. RESPONDING TO MARKET RUMOURS:

- 4.1 Listed companies shall have clearly laid down procedures for responding to any queries or requests for verification of market rumours by exchanges.
- 4.2 The official designated for corporate disclosure shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

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### 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:

Listed companies should follow the guidelines given hereunder while dealing with analysts and institutional investors:-

#### (i) **Only Public information to be provided:**

Listed companies 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 at the earliest.

#### (ii) **Recording of discussion:**

In order to avoid misquoting or misrepresentation, it is desirable that at least two company representative be present at meetings with Analysts, brokers or Institutional Investors and discussion should preferably be recorded.

#### (iii) **Handling of unanticipated questions:**

A listed 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 a 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:

(i) Disclosure/ dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.

(ii) Corporates shall ensure that disclosure to stock exchanges is made promptly.

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- (iii) Corporates may also facilitate disclosure through the use of their dedicated Internet website.
- (iv) Company websites may provide a means of giving investors a direct access to analyst briefing material, significant background information and questions and answers.
- (v) The information filed by corporates with exchanges under continuous disclosure requirement may be made available on the company website."

### **8. DISSEMINATION BY STOCK EXCHANGES:**

- i. The disclosures made to stock exchanges may be disseminated by the exchanges to investors in a quick and efficient manner through the stock exchange network as well as through stock exchange websites.
- ii. Information furnished by the companies under continuous disclosure requirements, should be published on the web site of the exchange instantly.
- iii. Stock exchanges should make immediate arrangement for display of the information furnished by the companies instantly on the stock exchange web site.