



**OnMobile- Policy for procedure of inquiry in case of leak of Unpublished Price Sensitive Information**

Version: 1.0

**ONMOBILE- POLICY FOR PROCEDURE OF INQUIRY IN CASE OF  
LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

Regulation 9A of the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 requires every listed company to formulate a written policy and procedures for inquiry in case of leak of unpublished price sensitive information and initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.

This policy is formulated to specify the procedure of inquiry in case of leak of Unpublished Price Sensitive Information ('the policy').

This Policy shall be applicable with effect from April 1, 2019

For the purpose of this Policy:

**“Unpublished Price Sensitive Information”** means any information, relating to a Company or its securities, directly or indirectly, that is not generally available which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:

- (i) financial results;
- (ii) dividends;
- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions; and
- (v) changes in key managerial personnel..

**“Leak of UPSI”** shall mean communication of UPSI by any Insider or Designated Persons or any other known or unknown person by any means or mode to any person, association, body, firm, agency, society, entity whether registered or otherwise before its official publication or announcement or formal circulation in public domain and which shall also include any purported attempt thereof without following the due process prescribed in this behalf in the Code of Practices Fair Disclosure of the Company and /or under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or SEBI (Prohibition of Insider Trading) Regulations, 2015 and any amendment, re-amendment or re-enactment thereto.

**“SEBI”** shall mean Securities and Exchange Board of India.

Process of inquiry in case of leak of UPSI or suspected leak of UPSI

- 1) Inquiry under this policy shall commence based on a written complaint received from any employee, department of the Company, Registrar and Share Transfer Agent, designated person, Depository, Stock Exchange, Regional Director or any official thereof, Registrar of Companies or any official thereof, regulatory / statutory authority or any other department of Central or State Government.

- 2) On becoming aware of actual or suspected leak of Unpublished Price Sensitive Information of the Company, the same shall be promptly reported to the stock exchanges where the Company is listed and to SEBI under this policy.
- 3) An Enquiry Committee consisting of minimum 3 (three) Members comprising of Managing Director, Chief Financial Officer and Company Secretary and any other officer of the Company as may be mutually decided by Managing Director and Chief Financial Officer of the Company shall conduct a preliminary enquiry to ascertain the truth contained in the information or complaint pertaining to actual or suspected leak of UPSI, if any;
- 4) The object of Preliminary enquiry is to find the facts based on the information or complaint pertaining to actual or suspected leak of UPSI. The Enquiry committee shall collect necessary available material in support of the allegations or authorise any person(s) as it may deem fit, to collect necessary support material or evidences and thereafter decide whether there is justification to embark any disciplinary action.
- 5) The Person(s) appointed/authorized to enquire the matter of actual or suspected leak of UPSI submit his/her report to the Enquiry Committee within 10 days from the date of his appointment on this behalf.
- 6) The Disciplinary action(s) shall include, wage freeze, suspension, recovery, claw back, termination etc., as may be decided by the Members of the Committee.
- 7) The Enquiry Committee shall submit its report to the Chairman of the Audit Committee, along with the details of Disciplinary action taken by it.

The Company shall have the power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision and also replace this Policy entirely with a new Policy.

*Note: words not defined herein shall have the same meaning as given in OnMobile- Code of Conduct to regulate, monitor and report trading by designated persons and SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.*