

UNIVERSAL ARTS LIMITED

CIN: L22300MH1995PLC091082

GANPATI BHAVAN 1ST FLR, M G ROAD GOREGAON WEST MUMBAI - 400062

*Tel: 28748995/28749001 *Email - universalartslimited@hotmail.com *Web: www.universal-arts.in

Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information

Background and Purpose

The Securities and Exchange Board of India (SEBI) has promulgated the SEBI (Prohibition of Insider Trading) Regulations, 2015 to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for its securities.

In order to comply with the above the Company has adopted this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information as set out in Schedule A to the SEBI (Prohibition of Insider Trading) Regulations, 2015 on 27th May, 2015 (as amended at the Company's Board Meeting held on 8th November, 2015) and the said amended Code is applicable from 1st January, 2016.

Definitions

- 1) "Compliance Officer" means any Senior Officer, designated so and reporting to the Board of Directors, who is financially literate and is capable of appreciating requirements for legal and regulatory compliances under SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 2) "Unpublished Price Sensitive Information" (UPS) means any information relating to the Company or its securities, directly or indirectly, that is not generally available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) Merger, Demerger, acquisition, delisting, disposal and expansion of business and such other transaction and
 - v) Change in Key Managerial Personnel

The Board of Directors has appointed Harshita Chaubal Company Secretary, as the Compliance Officer, who shall report to the Board of Directors, for the purpose of this code.

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The Compliance Officer shall ensure the following: -

- 1) Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
- 2) Make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
- 3) Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- 4) Make appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.