

# BENTLEY COMMERCIAL ENTERPRISES LTD.

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## Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)

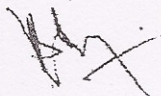
Regulation 8 of the newly introduced SEBI (Prohibition of Insider Trading) Regulations, 2015 requires a listed Company to formulate and publish on its official website a "Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information" which shall adhere to each of the principles as set out in Schedule A to the said Regulations.

Accordingly, in supersession of previous Code adopted by the Board on 25<sup>th</sup> May, 2011, a Code is hereby framed as under:

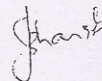
1. The Company shall ensure prompt public disclosure of unpublished price sensitive information (UPSI) that would impact price discovery, as soon as it has credible and concrete information, in order to make such information generally available i.e. to make the information accessible to the public on a non-discriminatory basis.
2. The Company shall ensure uniform and universal dissemination of UPSI to avoid selective disclosure.
3. The Compliance Officer of the Company shall act as the Chief Investor Relations Officer (CIRO) to deal with dissemination of information and disclosure of UPSI.
4. The Company shall ensure prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information 'generally available'.
5. The Company shall ensure an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company shall ensure that information shared with analysts and research personnel is not UPSI.
7. The Company shall develop 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, if any.
8. The Company shall ensure that the UPSI are handled on need-to-know basis.

This Code is subject to review from time to time.

For Bentley Commercial Enterprises Limited.



**B. M. Bhansali**  
Director  
(DIN: 00102930)



**Jayesh B. Bhansali**  
Director  
(DIN: 01062853)

Place: Mumbai  
Date: 29<sup>th</sup> May, 2015