

SANGHVI MOVERS LIMITED

Regd. Office : Survey No. 92, Tathawade,
Taluka - Mulshi, Pune, Maharashtra - 411 033, INDIA.
Tel. : +91-20-66744700 Fax : +91-20-66744724
E-mail : sanghvi@sanghvicranes.com
Web : www.sanghvicranes.com
CIN No. : L29150PN1989PLC054143



REF: SML/SEC/SE/15-16/37

Date: 13th August 2015

Bombay Stock Exchange

Corporate Relationship Department,
1st Floor, Rotunda Building,
B. S. Marg, Fort,
Mumbai - 400001

By e-mail/Online filing

Kind Attn.: Ms. Pooja Sanghvi - Relationship Manager
Ref: Code No. 530073

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra East,
Mumbai - 400051

By e-mail/Online filing

Dear Sir,

Sub: Disclosure as per SEBI (Prohibition of Insider Trading) Regulations, 2015

With reference to the above-mentioned subject, please find enclosed herewith the following documents, which were approved by the Board of Directors in their meeting held on 12th August 2015:

1. Code of Fair Disclosure, and
2. Code to Regulate, Monitor & Report trading by Insiders.

Kindly acknowledge and confirm the receipt of the same.

Thanks & Regards,

For Sanghvi Movers Limited

Rajesh P. Likhite
Company Secretary &
Chief Compliance Officer



Encl.: As above

CODE OF FAIR DISCLOSURE

*(Pursuant to the Securities Exchange Board of India
(Prohibition of Insider Trading) Regulations, 2015)*

SANGHVI MOVERS LIMITED

Registered Office:
Survey No. 92, Tathawade,
Taluka Mulshi,
Pune, Maharashtra – 411033,
INDIA

Adopted by the Board of Directors on 12th August 2015

CODE OF FAIR DISCLOSURE

(Pursuant to the Securities Exchange Board of India
(Prohibition of Insider Trading) Regulations, 2015)

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Adopted by the Board of Directors of Sanghvi Movers Limited on 12th August 2015

1. PREAMBLE

- 1.1** The Board of Directors of Sanghvi Movers Limited (the '**Company**') is expected to manage the affairs of the Company in a fair, transparent and ethical manner keeping in view the needs and interest of all the stakeholders.
- 1.2** The Company endeavors to preserve the confidentiality of unpublished price sensitive information and to prevent the misuse of such information.

2 LEGAL FRAMEWORK

- 2.1** The Securities and Exchange Board of India ('**SEBI**') has, vide its circular no. LAD-NRO/GN/2014-15/21/85 dated January 15, 2015 enacted the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("**the Regulations**").
- 2.2** Regulation 8 (1) under Chapter - IV of the Regulations provides for the formulation of a 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' ('**Code of Fair Disclosure**').
- 2.3** Schedule A to the Regulations enlists the principles of fair disclosure for the purpose of the Code of Fair Disclosure.
- 2.4** Any subsequent modification and / or amendments brought about by the Regulations shall automatically apply to the Code of Fair Disclosure.
- 2.5** The Code of Fair Disclosure shall be applicable to all members of the Board of Directors of the Company with effect from 12th August 2015.

3 PRINCIPLES OF FAIR DISCLOSURE FOR THE PURPOSE OF THE CODE OF FAIR DISCLOSURE

The Code of Fair Disclosure intends to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for the securities of the Company. To achieve this objective, the members of the Board of Directors of the Company shall adhere to the following principles in letter as well as in spirit:

- 3.1** There shall be 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.
- 3.2** The uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure shall be ensured.

- 3.3** Unless otherwise resolved by the Board of Directors of the Company, the Company Secretary shall act as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
- 3.4** There shall be prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise. It shall be ensured that such information is generally available.
- 3.5** Appropriate and fair response shall be provided to queries on news reports and requests for verification of market rumors by regulatory authorities.
- 3.6** The Board of Directors of the Company shall ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
- 3.7** Best practices will be followed 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.
- 3.8** Unpublished price sensitive information shall be followed on a need-to-know basis.

4 POWER OF THE BOARD OF DIRECTORS

- 4.1** The Audit Committee, subject to approval of the Board of Directors of the Company, reserves the right to amend or modify the Code of Fair Disclosure in whole or in part, at any time, without assigning any reason whatsoever.
- 4.2** The Board of Directors of the Company may establish further rules and procedures, from time to time, to give effect to the intent of the Code of Fair Disclosure and to further the objective of good corporate governance.
- 4.3** The decision of the Board of Directors of the Company with regard to any or all matters relating to the Code of Fair Disclosure shall be final and binding on all concerned.

5 DISCLOSURE

- 5.1** The Code of Fair Disclosure shall be published on the official website of the Company www.sanghvicranes.com.
- 5.2** The Code of Fair Disclosure and every amendment thereto shall be promptly intimated to the stock exchanges where the securities of the Company are listed, that is, the BSE Limited and the National Stock Exchange of India Limited.