

Code of Conduct for Prevention of Insider Trading

1. This Code of Conduct will be known as "ARIHANT FOUNDATIONS & HOUSING LIMITED Code of Conduct for prohibition of Insider Trading" hereinafter referred to as this Code.

2. This Code of Conduct has been made pursuant to Regulation 12 of the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended, hereinafter referred to as the "Regulations".

3. Applicability

This Code of Conduct will be applicable to Directors/Officers/Designated Employees of ARIHANT FOUNDATIONS & HOUSING LIMITED and their Dependent Family Members as defined herein.

4. The definitions as framed in Regulation 2 of Chapter 1 of the Regulations shall apply and form part of this Code.

a) "Act" means the Securities and Exchange Board of India Act, 1992.

b) "Body Corporate" means a body corporate as defined under Section 2 of the Companies Act.

c) "Board of Directors" means the Board of Directors of the Company.

d) "Committee" means the Committee, if any, constituted by the Company for the implementation of these Regulations.

e) "Companies Act" means The Companies Act, 2013.

f) "Company" or "the Company" means ARIHANT FOUNDATIONS & HOUSING LIMITED.

g) "Compliance Officer" means the Company Secretary for the time being of the Company or the Officer appointed by the Board of Directors of the Company for the purpose of this Code and the Regulations.

h) "Dealing in securities" means an act of subscribing, buying, selling or agreeing to subscribe, buy, sell or deal in any securities by any person either as principal or agent.

i) "Dependent Family Members" shall include dependent spouse and dependent children.

j) "Designated Employees" shall mean all employees comprising the top three tiers of the Company's management, all employees in the Finance and Secretarial Departments and such other employees who may be so designated, from time to time, by the Company for the purposes of this Code and who may be able to have access to any 'price sensitive information' as defined in this Code or the Regulations. Top three tiers of the Company's management shall mean and include Board of Directors, Segment/Functional Directors and employees directly reporting to them.

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k) "Insider" means any person who,

- i. is or was connected with the Company or is deemed to have been connected with the Company and who is reasonably expected to have access to unpublished price sensitive information in respect of securities of the Company, or
- ii. has received or has had access to such unpublished price sensitive information.

l) "Officer of the Company" means any person as defined in Clause (59) of Section 2 of the Companies Act, including the Auditors of the Company

In terms of Section 2 Clause (59) "officer" includes any director, manager or key managerial personnel or any person in accordance with whose directions or instructions the Board of Directors or any one or more of the directors is or are accustomed to act.

m) "Price Sensitive Information" means any information, which relates, directly or indirectly, to the Company and which, if published, is likely to materially affect the price of securities of the Company.

Explanation -

The following shall be deemed to be price sensitive information: -

- Periodical financial results of the Company;
- Intended declaration of dividends (Interim and / or Final);
- Issue of Securities or Buy-back of Securities;
- Any major expansion plans or execution of new projects;
- Amalgamation, merger or takeover;
- Disposal of the whole or substantially the whole of the undertaking;
- Any significant changes in policies, plans or operations of the Company having material impact on the financials of the Company.

n) "Regulations" means the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended

o) "Securities" means Equity (Ordinary) Shares and all other securities of the Company issued and/or to be issued from time to time and listed /to be listed on the Stock Exchange(s) including derivatives.

p) "Stock Exchange" means a stock exchange which is recognised by the Central Government or SEBI under Section 4 of Securities Contracts (Regulation) Act, 1956.

q) "Threshold Limit" means the minimum number of securities as decided by the Board of Directors of the Company from time to time. Until otherwise resolved by the Board, 5000 equity shares for Members of the Board and 2500 equity shares for Officers and other Designated Employees shall be the Threshold Limit.

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