Cranes Software International Limited

Regd. Office :
2, Tavarekere, Bannerghatta Road BTM Layout,
1st Stage, 1st Phase, Bangalore - 560 029, INDIA

Ph : +91 80 41281111
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14th May, 2015

To,
The Manager
The National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Dear Sir,

Sub: (i) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and (ii) Code of Conduct to Regulate, Monitor and Report Trading by Insiders as mandated under Regulations 8 and 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015
Ref: CRANESSOFT – EQ

In compliance with Regulations 8 and 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company had formulated (i) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and (ii) Code of Conduct to Regulate, Monitor and Report Trading by Insiders.

We hereby confirm that the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is published on the Company's website www.cranessoftware.com.

Enclosed please find a copy of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information for your records.

Thanking you,

Yours faithfully,
for Cranes Software International Ltd.

Authorised Signatory

Encl: As Above.

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CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

PREAMBLE

The Securities and Exchange Board of India (SEBI) has notified SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as 'Regulations') repealing the Regulations issued earlier. These Regulations contain comprehensive Code for regulating the disclosure, monitor & report trading by insiders within the Company for directors and designated persons and their immediate relatives which needs to be followed while dealing in the shares of the Company.

In accordance with the Regulation 8(1) read with Schedule A of the Regulations stated above, the Company has put in place this "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (hereinafter referred as "Code of Practices"), which elaborates the principles and practices of the Company in dealing with fair disclosure of unpublished price sensitive information and timing etc.

1. TIMING OF DISCLOSURE:

a) The Company shall ensure to disclose 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 to the public promptly.
b) The Company, being a listed entity, shall adhere to the timelines prescribed in the relevant clauses of Listing Agreement entered into with Stock Exchanges while making disclosure of unpublished price sensitive information to the public.
c) In order to avoid selective disclosure, Company shall, while disclosing the unpublished price sensitive information, ensure that such information is uniform nature and it will be disseminated to the public at the same time.
d) In case of any information disclosed selectively, inadvertently or otherwise, the Company shall ensure prompt dissemination of the unpublished price sensitive information as soon as practically possible to make such information generally available.

2. APPOINTMENT OF CHIEF INVESTOR RELATIONS:

The Company has appointed the Compliance Officer as the Chief Investor Relations' Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

3. RESPONSE TO THE QUERIES:

Company's Compliance Officer shall ensure to provide appropriate and fair response to the queries on news reports and requests for verification of market rumours by regulatory authorities.

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4. DISCUSSION WITH ANALYSTS/INVESTORS:

a) Company shall, while conducting audio/video conference with analysts/research personnel, ensure to discuss and/or disseminate such information which are not unpublished price sensitive information.
b) As a matter of good governance and to ensure confirmation of fair and transparent sharing of information, Company will post on its website the transcripts or records of proceedings of the meetings with analysts / other investor relations conferences as stated in above.

5. OTHER MATTERS:

Company has put in place a "Code of Conduct to regulate, monitor and report trading by Insiders" inter-alia permitting the sharing of unpublished price sensitive information on a "need-to-know" basis also.

