

Datamatics Global Services Limited

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CIN : L72200MH1987PLC045205
www.datamatics.com



April 01, 2019

To,

Corporate Communication Department
BSE Limited
Phiroze Jeejeeboy Towers
Dalal Street, Mumbai - 400 001
BSE Scrip Code: 532528

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East) Mumbai 400 051.
NSE Code: DATAMATICS

Sub: Code of Fair Disclosure and Conduct under SEBI (PIT) Regulations, 2015.

Dear Sir/Madam,

The Board of Directors of the Company has approved an amendment to the Code of Fair Disclosure and Conduct under Regulation 8 read with Regulation 3(2A) of SEBI (Prevention of Insider Trading) Regulations, 2015. This amendment will become effective from April 1, 2019. The amended Code is enclosed herewith.

The above-mentioned Code is a part of the Company's Insider Trading Policy which is available on the Company's Website at www.datamatics.com.

Request you to take the same on record.

Thanking you,

Yours faithfully,

For Datamatics Global Services Limited

Divya Kumart

EVP, Chief Legal Officer and Company Secretary



CODE OF FAIR DISCLOSURE AND CONDUCT

The Company shall follow the following Code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information ('UPSI') in order to adhere to each of the principles set out in Schedule A to SEBI (Prevention of Insider Trading) Regulations, 2015 without diluting the provisions of those Regulations.

1. Prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. Uniform and universal dissemination of UPSI to avoid selective disclosure.
3. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of UPSI.
4. Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. Ensuring that information shared with analysts and research personnel is not UPSI.
7. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the website to ensure official confirmation and documentation of disclosures made.
8. Handling of all UPSI on a need-to-know basis.
9. Sharing of UPSI for legitimate purpose:

No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed, except in furtherance of legitimate purpose(s), which shall include the following:

- (i) Sharing of UPSI in the ordinary course of business by any Insider, Designated Person, or by any Authorized person with existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants.

(ii) Sharing of UPSI where such communication is in furtherance of performance of duty (ies);

(iii) Sharing of UPSI for discharge of legal obligation(s).

(iv) Sharing of UPSI for any other purpose as may be prescribed under the Securities Regulations or Company Law or any other law for the time being in force, in this behalf, as may be amended from time to time.

Provided that such sharing should not be carried out to evade or circumvent the prohibitions of the SEBI (Prevention of Insider Trading) Regulations, 2015.
