



SHYAMA COMPUTRONICS AND SERVICES LIMITED

(Formerly known as Shyama Infosys Limited)

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Effective- May 29, 2024

[As approved by Board of Directors on May 29, 2024]

Shyama Computronics and Services Limited

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Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

1. INTRODUCTION

This code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (“Code”) has been formulated by Shyama Computronics and Services Limited (Formerly knowns as Shyama Infosys Limited) in pursuance of Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulation, 2015 as amended from time to time and is based on the Principles mentioned therein.

2. OBJECTIVE

This Code aims to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price of the Company’s securities. The Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

3. DEFINITIONS

‘**Company**’ means Shyama Computronics and Services Limited

‘**Chief Investor Relations Officer (CIRO)**’ means the Company Secretary of the Company.

‘**Un-Published Price Sensitive Information (UPSII)**’ means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:

- Financial results;
- Dividends;
- Change in capital structure;
- Mergers, demergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
- Changes in key managerial personnel;

Words and terms used in this Code and not defined herein shall derive the meaning as per SEBI (Prohibition of Insider Trading) Regulation, 2015, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 or the Companies Act, 2013 including rules and regulations made thereunder.

4. PRACTICES & PROCEDURES

The Company shall adhere to the following principles so as to ensure fair disclosure of events, occurrence and unpublished price sensitive information that could impact price of its securities in the

market.

- i. The Company shall promptly disclose UPSI to the stock exchanges where the shares of the Company are listed as soon as credible and concrete information comes into being in order to make such information generally available. Upon the information being sent to the stock exchanges, the information shall be deemed to be generally available and shall no longer be treated as UPSI. The Company may consider others ways of supplementing information released to stock exchanges to improve Investor access to such public announcements.
- ii. The Company shall endeavour to make uniform and universal dissemination of UPSI to avoid selective disclosures.
- iii. The Chief Investor Relations Officer (CIRO) shall be responsible for overseeing, monitoring & coordinating for dissemination of UPSI.

In the temporary absence of CIRO for any reason whatsoever, the Managing Director shall be responsible for dissemination and disclosure of UPSI.

- iv. In the event of disclosure of UPSI selectively, inadvertently or otherwise, the Company shall promptly disseminate such information to the stock exchanges to make it generally available.
- v. The Company shall fairly and appropriately respond to queries on news reports and requests for verification of market rumors by regulatory authorities, if any.
- vi. The Company shall ensure that information shared with analysts and research personnel are not UPSI.
- vii. The Company shall develop best practices to make transcripts/ recordings of proceedings of meetings with analysts and other investors relations conferences and shall upload the same on the website of the Company for making the same generally available.
- viii. UPSI shall be handled on a “need to know” basis in the Company. UPSI can be shared by an Insider in furtherance of legitimate purposes as per its “Policy for Determination of Legitimate Purposes” (Annexure A), provided it is not shared to evade or circumvent the prohibition under this Regulation.

5. AMENDMENT TO THE CODE

The Board of Directors reserves its right to amend or modify the Code in whole or in part, at any time without assigning any reason whatsoever.
