

## **Alldigi Tech Limited**

Code of practices and procedures and legitimate purposes for fair disclosure of unpublished price sensitive information

*(Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015)*

### **Purpose**

The Board of Directors of every company, whose securities are listed on a stock exchange, shall formulate and publish on its official website, a Code of practices and procedures and legitimate purposes for fair disclosure (“the policy”) of unpublished price sensitive information (“UPSI”) that it would follow in order to adhere to each of the principles as stated in Schedule A of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“the Regulations”).

### **Preamble**

The Board of Directors of the Company formulated and adopted the policy for the Company in compliance with Chapter IV read with Schedule A of the Regulations. The policy will be intimated to the Stock Exchanges and is also published on the official website of the Company [www.alldigitech.com](http://www.alldigitech.com)

The Equity Shares of the Company are listed on National Stock Exchange of India Ltd. (NSE) and BSE Ltd. (BSE), collectively referred to as the Stock Exchanges.

### **Code of Fair Disclosure of the Company**

- 1) The Company shall promptly disclose to the public all of unpublished price sensitive information (UPSI) that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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) The Company shall follow uniform and universal dissemination of UPSI to avoid selective disclosure.
- 3) The Board of Directors designated the Company Secretary / Compliance officer as the Chief Investor Relations Officer of the Company to deal with dissemination of information and disclosure of UPSI.
- 4) In the event of any UPSI getting disclosed selectively either inadvertently or otherwise, the Company shall ensure prompt dissemination of UPSI as generally available, by publishing the same on Company’s website [www.alldigitech.com](http://www.alldigitech.com).

- 5) The Company shall ensure appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- 6) The Company shall ensure that information shared with analysts and research personnel is not UPSI.
- 7) The Company shall develop best practices to make transcripts or record of proceedings of meetings with analyst and conference call with investors/analysts are promptly published on the official website of the Company to ensure official confirmation and documentation of disclosures made.
- 8) The Company shall handle all UPSI on a need-to-know basis.
- 9) Any amendment of the Policy, upon approval of the Board of the Company shall be intimated to the Stock Exchanges and shall also be updated in the company's official website.

### **Legitimate Purpose**

“Legitimate Purpose” shall mean the sharing of UPSI in the ordinary course of business or on a need-to-know basis. The Company may share the UPSI if required in the interest of the Company.

Legitimate Purpose shall, inter-alia, include sharing of UPSI on need-to-know basis by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors or other advisors or consultants as may be required and deemed fit by the Company from time to time provided that such sharing has not been carried out to evade or circumvent the prohibitions of SEBI (PIT) Regulations.

Any person in receipt of UPSI pursuant to a “legitimate purpose” shall be considered an “insider” for the purposes of SEBI (PIT) Regulations and due notice shall be given to such persons to maintain confidentiality of such UPSI in the compliance with the Regulations.

### **Process for sharing UPSI**

The Insider shall conduct the following steps while sharing the UPSI:

- a. Satisfy that the information is UPSI and the sharing is for legitimate purposes.
- b. Identify the person with whom the information is to be shared.
- c. Notify the person that UPSI is being shared and ensure confidentiality of the information by such person.
- d. Mode of sharing of UPSI can be through email or any other electronic mode.

- e. Maintain names of the person along with PAN (or any other identifier where PAN is not available) with whom the information is shared. The database shall be maintained with adequate internal controls and checks to ensure non-tampering of the database. The database shall be kept confidential.

### **Policy Review**

The Policy shall be reviewed in accordance with any regulatory requirements from time to time. In case of inconsistency of this Policy with any legal provisions, the provisions of law shall override this Policy.

### **Commencement**

This Policy shall be effective from April 1, 2019.

Words and expressions used and not defined in this Policy but defined in relevant laws and rules, regulations made thereunder shall have the meanings respectively assigned to them in those laws, rules and regulations.