



## *R Systems International Limited Corporate Disclosure Policy*

As a step towards the implementation of the better corporate governance practices, to ensure timely and adequate disclosure of price sensitive information & pursuant to the SEBI (Prohibition of Insider Trading) regulations, 1992 the Board of Directors of R Systems International Limited has laid down the following norms, which are to be followed by its directors, management & corporate communicators.

1. Accurate & timely disclosure of all the price sensitive information
  - All price sensitive information shall be promptly submitted to the National Stock Exchange of India Limited & Bombay Stock Exchange Limited hereinafter referred to as the stock exchanges either by facsimile, email, e-filing or any other electronic mode & is to be simultaneously couriered for their records.
  - Immediately after submission of the information to the stock exchanges the same is to be hosted on the companies website for widely dissemination of such information on a continuous and immediate basis.
2. All corporate communications are to be approved in advance by both any one of the Executive Director & Company Secretary / Compliance officer.
3. Any accidental disclosure without the prior approval of the Executive Director & Company Secretary / Compliance officer should be immediately reported to them, even if the information is not considered as price sensitive.
4. The Executive Directors & the Compliance officer are responsible for ensuring that the company complies with continuous disclosure requirements, overseeing and coordinating disclosure of price sensitive information to stock exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedure.
5. Any false information or market rumours are to be immediately brought to the notice of the Company Secretary / Compliance officer, who is responsible to issue necessary disclosures / statements to the stock exchanges in the best interest of the investors & may if, they feel necessary, issue a public announcement for verifying or denying rumours.
6. The Executive Director & Company Secretary / Compliance officer are authorised & made responsible to make necessary disclosure as provided under any Regulations notified by the Securities & Exchange Board of India, any other statutory authority and/or under any clause of the Listing Agreement in a timely and adequate manner.

7. Following practices shall be followed whiling making disclosure / dissemination of Price Sensitive Information to Analysts, Brokers, Institutional Investors etc.

(i) Only Public information is to be provided

Only Public information is to be provided to the analyst/ research persons/ large investors like institutions. Alternatively, the information given to them should be simultaneously made public at the earliest.

(ii) Recording of discussion

In order to avoid misquoting or misrepresentation, it is desirable that at least two-company representative should be present at meetings with Analysts, Brokers or Institutional Investors and discussion should preferably be recorded.

(iii) Handling of unanticipated questions

The corporate communicator should be careful when dealing with analyst's questions that raise issues outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.

(iv) Simultaneous release of Information

When a company organizes meetings with analysts, the company shall make a press release or post-relevant information on its website after every such meet. The company may also consider live web casting of analyst meets.

8. Channel / Medium of disclosure and dissemination of informations

(i) Disclosure/ dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination such as prompt & immediate disclosure to the stock exchanges, hosting of the information on companies website etc.

(ii) Company websites may provide a means of giving investors a direct access to analyst briefing material, significant background information and questions and answers.

(iii) The information filed by corporate with exchanges under continuous disclosure requirement should be made available on the company website.

Whatever be the medium it must be ensure that the information must be made available to the stock exchanges accurately, promptly and only under the specific approval of the Company Secretary / Compliance officer & thereafter it is to be made available on the Companies website & is to be disseminated to the Analysts, Brokers, Institutional Investors etc.