



**CODE OF PRACTICES AND PROCEDURES**

**FOR**

**FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

**OF**

**DION GLOBAL SOLUTIONS LIMITED**

**APPROVED BY THE BOARD ON MAY 11, 2015**

**(EFFECTIVE FROM MAY 15, 2015)**

This Code will be known as **“Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (“Code”)** made pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (**“Regulations”**).

The Board of Directors of Dion Global Solutions Limited (**“the Company”**) have always thrived to conduct its business in a fair and transparent manner with a view to protect the interest of all the stakeholders in the Company. Towards achieving this objective, the Company shall adhere to the following principles of fair disclosure of unpublished price sensitive information in letter as well as in spirit with respect to it or its securities which is likely to affect price of the securities.

1. The Company shall promptly make public disclosure of unpublished price sensitive information as soon the information or the decisions are validated by the Board to Stock Exchanges where the securities of the Company are listed and simultaneously upload such information on Company’s official website [www.dionglobal.com](http://www.dionglobal.com) in order to make such information generally available to investors and members of the Company.
2. The Company shall make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary of the Company is designated as Chief Investor Relations Officer to take all required action for dissemination and disclosure of unpublished price sensitive information.
4. The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company shall provide appropriate and fair response to queries on news reports and request for verification of market rumours by regulatory authorities.
6. The Company shall ensure that information, if any, shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company shall take reasonable steps, to make generally available, any discussion on un-published price sensitive information at the meeting of analyst or investors relations through the official website to ensure official confirmation and documentation of disclosures made.
8. Unpublished price sensitive information shall be handled on a “need to know” basis, i.e., unpublished price sensitive information shall be disclosed only to those within the Company who need the information to discharge their duty.

### **Powers of the Board of Directors**

The Board of Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of unpublished price sensitive information.

The Board reserves the right to amend or modify this Code in whole or in part, at any time without assigning any reason whatsoever but within the framework of the aforementioned regulations.

The decision of the Board of Directors of the Company with regard to any or all matters relating to this Code shall be final and binding on all concerned.

### **Disclosure of the Code in Public Domain**

This Code shall be published on the official website of the Company.

This Code and every subsequent modification, alteration or amendment made thereto, shall be promptly intimated to the Stock Exchange where the securities of the Company are listed.