

Date: 15th May, 2015

To

The Manager
Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

The Manager, Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No: C/1,
G Block, Bandra - Kurla Complex,
Bandra (E), Mumbai – 51

FAX NO. : 022 2272 2037/39/41/61
Scrip Code : 532755

FAX NO. : 022 26598237/38
NSE Symbol : TECHM

Dear Sir(s)

Sub.: Code of practices and procedures for fair disclosure of unpublished price sensitive information.

Please find enclosed the copy of code for Fair Disclosure of Unpublished Price Sensitive Information under the SEBI (PIT) Regulations, 2015 as approved by the Board of Directors of the Company is attached for your records.

Please acknowledge receipt of the same.

Thanking you

For Tech Mahindra Limited


G. Jayaraman
Company Secretary

Encl.: As above.



CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION.

1.0 Corporate Disclosure Policy

1.1 To ensure timely and adequate disclosure of Unpublished Price sensitive Information.

1.2 To ensure that all Unpublished Price sensitive Information is handled on a need-to-know basis.

2.0 Prompt public disclosure of unpublished price sensitive information

2.1 Price sensitive information shall be given by the Company to Stock Exchanges and disseminated in terms of the disclosure policy approved by the Board to have uniform and universal dissemination of Unpublished Price Sensitive Information no sooner than credible and concrete information comes into being in order to make such information generally available

2.2 The Company may also consider ways of supplementing information released to Stock Exchanges by improving investor access to their public announcements.

3.0 Overseeing and co-ordinating disclosure

3.1 The Company shall designate a senior officer as Chief Investor Relations Officer (CIRO).

3.2 The CIRO shall ensure that the presentations and discussions with analysts and investors is promptly disseminated to stock exchanges through Chief Compliance Officer and ported on the Company's website for the benefit of other shareholders and to avoid selective disclosure.

3.3 The CIRO shall ensure that the information shared with analysts and research personnel is not Unpublished Price sensitive Information.

3.4 As and when the Company organises meetings with analysts, the CIRO shall ensure that 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.

3.5 The CIRO shall also be responsible for developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

4.0 Responding to market rumours

4.1 The Company shall ensure to provide appropriate and fair response to queries on news reports and request for verification of market rumours by stock exchanges as per the disclosure policy.

4.2 The Disclosure Committee of executives shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.



5.0 Medium of disclosure/dissemination

5.1 Disclosure/dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.

5.2 The Company shall ensure that disclosure to stock exchanges is made promptly.

5.3 The Company may also facilitate disclosure through the use of their dedicated internet website.

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

5.5 The information filed by the Company with exchanges under continuous disclosure requirement may be made available on the Company website.

THIS POLICY IS ONLY INTERNAL CODE OF CONDUCT AND ONE OF THE MEASURES TO AVOID INSIDER TRADING. IT WILL BE THE RESPONSIBILITY OF EACH EMPLOYEE TO ENSURE COMPLIANCE OF SEBI GUIDELINES AND OTHER RELATED STATUTES FULLY.

