

# BAJAJ

**Bajaj Holdings & Investment Limited**  
(formerly Bajaj Auto Limited)

CIN: L35911PN1945PLC004656

Regd. Office : Bajaj Auto Limited Complex,  
Mumbai Pune Road, Akurdi, Pune 411035.  
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Website: www.bhil.in

15 May 2015

Corporate Relations Department.  
**BSE Limited**  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Tower  
Dalal Street, Mumbai 400 001  
Email: corp.relations@bseindia.com

Corporate Relations Department.  
**National Stock Exchange of India Ltd**  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.C-1, G Block  
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Bandra (East), MUMBAI 400 051  
Email: cmlist@nse.co.in

**BSE Code: 500490**

**NSE Code: BAJAJHLDNG**

**Sub: Code of Fair Disclosure under Securities and Exchange Board of India  
(Prohibition of Insider Trading) Regulations, 2015**

Dear Sir,

SEBI has recently introduced the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('Regulations') to come into effect from 15 May 2015.

The Board at its meeting held on 25 March 2015 adopted the following Codes to be effective from 15 May 2015 –

- a) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information; and
- b) Code of Conduct to Regulate, Monitor and Report Trading by its employees and other connected persons.

As required under the said Regulations, a copy of the Code of Fair Disclosure is being forwarded to you for your record. The same has been placed on the Company's website.

This is for your information please.

Thanking You,

Yours Faithfully,  
For **Bajaj Holdings & Investment Limited**,

  
**Vallari Gupte**  
Company Secretary

Encl. As above



## **BAJAJ HOLDINGS & INVESTMENT LIMITED**

### **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPS)**

Regulation (8) of the newly introduced SEBI (Prohibition of Insider Trading) Regulations, 2015 requires a listed company to formulate and publish on its official website a "Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information" in adherence to the principles set out in Schedule A to the said Regulations.

Accordingly, in supersession of the previous Code dated 20 March 2009, a code is hereby framed as under:-

1. The company shall ensure prompt public disclosure of UPS that would impact price discovery, as soon as it has credible and concrete information, 'in order to make such information 'generally available', i.e. to make the information accessible to the public on a non-discriminatory basis.
2. The company shall ensure a uniform and universal dissemination of UPS to avoid selective disclosure.
3. The company shall ensure prompt dissemination of UPS that gets disclosed selectively, inadvertently or otherwise to make such information 'generally available'.
4. The company shall ensure an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
5. The company shall ensure that information shared with analysts and research personnel is not UPS.
6. The company shall develop 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.
7. The company shall ensure the handling of all UPS on a need-to-know basis.
8. The Compliance Officer of the Company shall act as the Chief Investor Relations Officer (CIRO) for the purpose of dealing with dissemination of information and disclosure of UPS as contained herein.

This Code is subject to review from time to time.

**CHAIRMAN  
RAHUL BAJAJ**

Pune  
25 March 2015