

**WALCHANDNAGAR INDUSTRIES LIMITED**Website: [www.walchand.com](http://www.walchand.com) Email: [wil@walchand.com](mailto:wil@walchand.com)

Ref. No. : WI:SEC:2015

Date : May 14, 2015

National Stock Exchange of India Ltd  
Corporate Action Department  
Exchange Plaza, 5<sup>th</sup> floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051  
Fax :26598237/38, 66418126/25/24

BSE Ltd.,  
Corporate Relations Department  
1st floor, New Trading Ring,  
Rotunda Bldg P.J. Tower,  
Mumbai 400 001  
Fax:: 22723121/2039/2037

Re.: **Confirmation as required under SEBI (Prohibition of Insider Trading) Regulations, 2015**

Pursuant to regulation 8 and 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015, we hereby confirm that the Board at its meeting held on April 30, 2015, adopted a 'Code of Practices and Procedures for Fair disclosure of Unpublished Price Sensitive Information' and 'Code of Conduct' to regulate, monitor and report trading by its Employees and other connected persons. Copy of Code of Practices and Procedures for Fair disclosure of Unpublished Price Sensitive Information is enclosed for your kind information. Both the Codes have been published in our website ([www.walchand.com](http://www.walchand.com)).

Please take the same on your record.

Thanking you,

Yours faithfully,

For Walchandnagar Industries Ltd.

G. S. Agrawal  
Vice President (Legal & Taxation) & Company Secretary

Encl.: As Above



**WALCHANDNAGAR INDUSTRIES LIMITED**

Website: www.walchand.com Email: wil@walchand.com

### **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

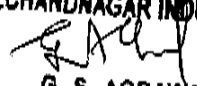
Few people take advantage of Unpublished Price Sensitive Information ("UPSI") before it is disclosed to the others, is a grave compromise on fairness and equity.

Since, absolute prohibition of share trading by the insiders is not tenable; insider trading is restricted and monitored through a series of measures in different jurisdictions. So as to ensure fair disclosure of UPSI that could impact price discovery in the market, the Board of Directors of the Company shall adhere to the following Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information envisaged in Schedule 'A' of SEBI (Prohibition of Insider Trading) Regulation, 2015 :

1. It shall be ensured that prompt public disclosure of unpublished price sensitive information is made to make it generally available, once it is discovered that credible and concrete information having the potential of effecting the price of securities of the Company exist or comes into being.
2. It shall be ensured that uniform and universal dissemination of unpublished price sensitive information is promptly made to avoid selective disclosures.
3. The Company Secretary is designated as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. It shall be ensured that any unpublished price sensitive information, which gets disclosed selectively, inadvertently or otherwise, is promptly disseminated to make such information generally available.
5. The Company shall ensure that appropriate and fair response and replies are promptly provided to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. It shall be ensured that no unpublished price sensitive information is shared with analysts and research personnel.
7. The Company shall develop and follow best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences, if any, on the official website to ensure official confirmation and documentation of disclosures made.
8. It shall be ensured that all the unpublished price sensitive information is handled on a need-to-know basis.

**CERTIFIED TRUE COPY**

For **WALCHANDNAGAR INDUSTRIES LTD.**,

  
**G. S. AGRAWAL**  
 V.P. (Legal & Taxation) & Company Secretary