



## KIRLOSKAR FERROUS INDUSTRIES LIMITED

A Kirloskar Group Company

Enriching Lives

Ref No. 2057/15

20 May 2015

The Department of Corporate Services  
BSE Limited  
First Floor, P J Towers,  
Dalal Street, Fort,  
Mumbai 400001

Kind Attention : Mr. Shyam Bhagirath / Mr. Amol Hosalkar

Dear Sir,

Subject : Code of Fair Disclosure under the Securities and Exchange Board of India  
(Prohibition of insider Trading) Regulations, 2015

Reference : Scrip Code 500245

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('the regulations') effective from 15 May 2015 and the SEBI Circular dated 11 May 2015, the Board of Directors has adopted following Codes effective from 15 May 2015 :

1. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and
2. Code of Conduct for regulating, monitoring and reporting of trading by insiders.

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 website of the Company.

This is for your information and record please.

Thanking You,

Yours faithfully,  
For Kirloskar Ferrous Industries Limited

C-S Panicker  
Senior Vice President (Finance) and  
Company Secretary



Encl : a/a





**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF  
UNPUBLISHED PRICE SENSITIVE INFORMATION OF  
KIRLOSKAR FERROUS INDUSTRIES LIMITED**

[Pursuant to Sub-Regulation (1) of Regulation 8 of Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015]

This 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' ('the Code') of Kirloskar Ferrous Industries Limited (the 'Company') shall be effective from 15 May 2015.

Preface :

1. The Securities Exchange Board of India (SEBI) on 15 January 2015 has introduced SEBI (Prohibition of Insider Trading) Regulations, 2015 to be effective from 15 May 2015.
2. Regulation 8 of Chapter IV of SEBI (Prohibition of Insider Trading) Regulations, 2015 requires the Board of Directors of a Company to adopt a 'Code of practices and procedures for fair disclosure of unpublished price sensitive information'.
3. The Company endeavors to preserve the confidentiality of unpublished price sensitive information and to prevent the misuse of such information.
4. To achieve these objectives, the Company adopts the Code in line with the SEBI Regulations.
5. Any subsequent modification and/or amendments brought about by SEBI in the aforesaid regulations shall automatically apply to the Code.

Principles of Fair Disclosures for purposes of Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information are as under :

1. There shall be prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure, shall be ensured.
3. The Company Secretary of the Company shall act as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company shall ensure prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise if at all, to make such information generally available.
5. The Company shall ensure that appropriate and fair response shall be provided to queries on news reports and requests for verification of market rumors by regulatory authorities.
6. The Company shall ensure that information shared with analyst and research personnel is not unpublished price sensitive information.

7. The Company shall develop best practices to make transcripts or records of proceedings of meetings with analyst and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. The Company shall ensure the handling of all Unpublished Price Sensitive Information on a need to know basis.

Amendment :

The Board of Directors reserves its right to amend or modify the Code in whole or in part, at any time when it deems appropriate.

Kirloskar Ferrous Industries Limited



Atul C. Kirloskar  
Chairman



Date: 12 May 2015  
Place : Pune