



June 16, 2015

To
The Relationship Manager
DCS-CRD
Bombay Stock Exchange Limited
P J Towers
Dalal Street, Fort
Mumbai 400 001

Kind Attn. : - Mr. Vinod Koyande, Assistant Manager (Listing Compliance)

Sub.: Code of Practices and Procedures for fair disclosure of UPSI

Ref. : **a.** Our email dated May 15, 2015 intimating the code of practices and procedures for fair disclosure of UPSI and
b. Your email dated May 15, 2015 requesting the covering letter duly signed by the authorized signatory.

Dear Sir,

In compliance with the Securities and Exchange Board of India Prohibition of Insider Trading Regulations, 2015, the Board of Directors of Cummins India Limited have formulated the Code of practices and procedures for fair disclosures of Unpublished Price Sensitive Information ('UPSI') effective from May 15, 2015. Copy of the Code is annexed to this Letter for your ready reference.

The said Code, attached in our email dated May 15, 2015, is also published on the official website of the Company.

We request you to take this Letter and its annexure on your record and oblige us.

Thanking you, we are,

Yours truly,
For Cummins India Limited,

Priyanka Shetye
Exe. Manager – Legal &
Asst. Company Secretary



Encl : As above.



CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

As per the Securities and Exchange Board of India ('SEBI') Prohibition of Insider Trading Regulations, 2015, Board of Directors of Cummins India Limited (hereinafter referred to as 'the Company') are required to formulate and publish on the official website of the Company, a Code of practices and procedures for fair disclosures of Unpublished Price Sensitive Information as set out in the said regulations. Therefore, in pursuance of the said regulations, the Board of Directors of the Company have formulated the following code of practices and procedures for fair disclosures of Unpublished Price Sensitive Information to take effect from May 15, 2015.

In this Code, 'Unpublished Price Sensitive Information' shall mean –

"Any information, relating to the Company or its securities, directly or indirectly, that is not generally available, is likely to materially affect the price of securities and shall, ordinarily including but not restricted to, information relating to following-

- i. Financial results;
- ii. Dividends;
- iii. Change in capital structure;
- iv. Merges, de-merges, acquisitions, delisting, disposals and expansion of business and such other transactions;
- v. Changes in key managerial personal; and
- vi. Material events in accordance with the Listing Agreement.

The Company shall –

- Promptly disclose any confirmed Unpublished Price Sensitive Information that would impact the price of securities; by informing such Unpublished Price Sensitive Information to the Stock Exchanges and by publishing the same on official website of the Company.
- Ensure that uniform and universal dissemination of Unpublished Price Sensitive Information to avoid selective disclosures.
- Ensure that in the event of any Unpublished Price Sensitive Information is selectively or inadvertently disclosed shall be immediately made public.
- Within one (1) working day send a fair response to queries on news report and requests for verification of market rumors by regulatory authorities.



- Ensure that only published price sensitive information is shared with analysts and researchers.
- Maintain and promptly publish on the official website transcripts or records of proceedings of meetings with analysts or other investors to ensure official and uniform disclosures are made.
- Ensure that all Unpublished Price Sensitive Information is kept confidential and shall be disclosed only on 'need to know' basis.
- The Compliance Officer of the Company shall act as a 'Chief Investor Relations Officer' who shall administer the Code to ensure the policies as stated hereinabove are practiced and followed by the Company.
- This Code may be reviewed from time to time by the Stakeholders Relationship Committee of the Board of Directors of the Company.

Sd/-
Anant J. Talaulicar
Chairman and Managing Director
Cummins India Limited
DIN 00031051
May 15, 2015