

**KALPA-TARU®****KALPATARU POWER TRANSMISSION LIMITED**

Factory & Registered Office :
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CIN:L40100GJ1981PLC004281

Ref. No.: KPTL / 15-16 /
Date: 15th May, 2015

The Deputy General Manager BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI - 400 001. Script Code: 522287 FAX No. 022- 22722039/ 37	The Manager – Listing Department National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block 'G', Bandra-Kurla Complex Bandra (E) MUMBAI – 400 051. Script Code : KALPATPOWR FAX No. 022- 26598237/ 38
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Subject: Confirmation for Formation of required Codes under SEBI (Prohibition of Insider Trading) Regulations, 2015.

Dear Sir,

As per the requirement of SEBI (Prohibition of Insider Trading) Regulations, 2015 issued on 15th January, 2015 and subsequent circular dated 11th May, 2015, the Company is required to formulate following codes before 15th May, 2015:

1. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information under Regulation 8.
2. Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders under Regulation 9.

In this connection, we would like to confirm that the Board of Directors of the Company on 14th May, 2015 has adopted the abovementioned Codes. The same will be applicable with effect from 15th May, 2015.

The Company has already published the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information on its website and the copy of which is attached herewith for ready reference.

Kindly take the same on your records and oblige.

Yours truly,
For Kalpataru Power Transmission Limited

Rahul Shah
Company Secretary & Compliance Officer



Encl.: As above

ISO 9001 CERTIFIED COMPANY

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KALPA-TARU®

POWER TRANSMISSION LIMITED

Kalpataru Power Transmission Limited

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION (“CODE”)

(Effective from 15th May, 2015)



➤ **INTRODUCTION**

With a view to govern the conduct of insiders relating to insider trading, the Securities and Exchange Board of India (SEBI) had formulated SEBI (Prohibition of Insider Trading) Regulations, 2015 ("**Regulations**") as amended time to time under power conferred to on it under the SEBI Act, 1992.

➤ **OBJECTIVES**

In compliance with the above requirements and Regulation, the company has adopted this code based on Schedule A of the said Regulations. Kalpataru Power Transmission Limited ("**the Company**") endeavours to ensure timely and adequate disclosure of price sensitive information.

➤ **CODE**

The code of practices and procedures for fair disclosure of unpublished price sensitive information ("**Code**") for adhering each of the principles is set out below:

1. The Company shall promptly make 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 Company shall disseminate unpublished price sensitive information on uniform and universal basis to avoid selective disclosure.
3. The Compliance Officer will act as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company shall prompt disseminate unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company shall give appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company shall ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company shall place transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website.



8. All unpublished price sensitive information shall be handled on a need-to-know basis.

➤ **CLARIFICATIONS, AMENDEMENTS ETC.**

This Code has been framed in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. In case of any amendment in the Regulations, direction or clarification by SEBI, provision of this Code shall be read and implemented in context of such amended or clarified positions.

This Code may be modified, amended or substituted by the Board of Directors as may be necessary.

