

BY HAND DELIVERY

HC/SEC/

August 3, 2015

BSE Limited,
The Corporate Relationship Dept,
1st floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Dear Sir,

Sub: **Codes under the SEBI (Prohibition of Insider Trading) Regulations, 2015**

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations") read with SEBI Circular No. CIR/ISD/01/2015 dated May 11, 2015; we hereby confirm the following:-

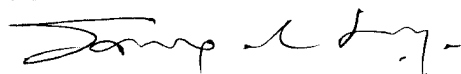
1. The Company has formulated and published on its website the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information as required under Regulation 8 (1) of the Regulations; and
2. The Company has formulated and adopted the revised Code of Conduct to regulate, monitor and report trading as required under Regulation 9 (1) of the Regulations.

A copy of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is enclosed herewith for your information and record.

Thanking you,

Yours faithfully,

For **Hindustan Construction Co. Ltd**



Sangameshwar Iyer
Company Secretary

Encl: as above.

Cc: National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (East),
Mumbai-400 051

Hindustan Construction Co Ltd

Hincon House, 11th Floor, 247Park,

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Hindustan Construction Company Limited

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)

Regulation (8) of the 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company to formulate and publish on its official website a "Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information" in adherence to the principles set out in Schedule A to the said Regulations.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, a code is hereby framed as under:-

1. The Company shall ensure prompt public disclosure of Unpublished Price Sensitive Information ("UPSI") that would impact price discovery, as soon as it has credible and concrete information, in order to make such information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 UPSI to avoid selective disclosure.
3. The Company shall ensure prompt dissemination of UPSI 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 UPSI.
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 UPSI on a need-to-know basis.

8. The Chief Financial Officer / 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 UPSI as contained herein.

This Code is subject to review from time to time.