



**ADITYA BIRLA  
CAPITAL**

PROTECTING INVESTING FINANCING ADVISING

**October 6, 2017**

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**Scrip Code: 540691**  
**Scrip ID: ABCAPITAL**

**The National Stock Exchange of  
India Limited,**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot. C/1, G-Block,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai 400 051  
**Symbol: ABCAPITAL**

Dear Sirs,

**Sub: SEBI (Prohibition of Insider Trading) Regulation, 2015- Code of Conduct**

1) With reference to the captioned subject, we wish to inform you that the Company has formulated the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. A copy of the said Code is enclosed herewith.

2) Further the Company has formulated the Code of Conduct to Regulate, Monitor and Report Trading by Insiders.

The above is for your information, records and reference please.

Thanking you,

Yours sincerely,

For **Aditya Birla Capital Limited**  
(Formerly known as Aditya Birla Financial Services Limited)

*Sailesh Kumar Daga*

**Sailesh Daga**  
Company Secretary



**Encl: a/a.**



**ADITYA BIRLA  
CAPITAL**

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**ADITYA BIRLA CAPITAL LIMITED**

Registered Office: Indian Rayon Compound, Veraval - 362266, Gujarat, India

**CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURE OF  
UNPUBLISHED PRICE SENSITIVE INFORMATION**

As approved by the Board of Directors of the Company at its Meeting held on 11<sup>th</sup> August, 2017  
This Code is formulated on the principles, as set out in Schedule A to the SEBI (Prohibition of Insider Trading) Regulations, 2015.

**Definitions:**

1. **"Compliance Officer"** means any senior officer, designated so and reporting to the Board of Directors, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the SEBI (Prohibition of Insider Trading) Regulations, 2015 and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of Unpublished Price Sensitive Information, monitoring of trades and the implementation of the codes specified in the SEBI (Prohibition of Insider Trading) Regulations, 2015, under the overall supervision of the Board of Directors of the Company.
2. **"Unpublished price sensitive information" ("UPSI")** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:
  - i. financial results;
  - ii. dividends;
  - iii. change in capital structure;
  - iv. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
  - v. change in key managerial personnel; and
  - vi. material events in accordance with the listing agreement





The Company has appointed Mr. Sailesh Daga, the Company Secretary (*Compliance Officer*) as the Chief Investor Relations officer, who shall report to the Board of Directors, for the purpose of this Code.

The Compliance Officer shall ensure the following:

1. 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. Uniform and universal dissemination of Unpublished Price Sensitive Information to avoid selective disclosure;
3. Prompt dissemination of Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available;
4. Appropriate and fair response to queries on news reports and requests for verification of market rumours by Regulatory Authorities;
5. The information shared with analysts and research personnel is not Unpublished Price Sensitive Information;
6. 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. Handling of all Unpublished Price Sensitive Information on a need-to-know basis

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