BAJAJ FINANCE LIMITED

SEC/2015/365 22 May 2015

National Stock Exchange of India Ltd.
Exchange Plaza, C- 1. Block G,
Bandra – Kurla Complex, Bandra (East)
MUMBAI – 400 051

Sub: Code of Fair Disclosure under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Dear Sirs,

This is to inform you that the Board of Directors, at its meeting held on 23 March 2015, has adopted the following Codes to be effective from 15 May 2015 –

c) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information; and

d) Code of Conduct to Regulate, Monitor and Report Trading by its employees and other connected persons.

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 Company's website.

This is for your information please.

Thanking you,

Yours faithfully,

For Bajaj Finance Limited

BAJAJ FINANCE LTD.

Anant Damle
Company Secretary

Encl.: as above

BAJAJ FINANCE LIMITED

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)

(Approved by the Board of Directors at its meeting held on 23 March 2015)

Regulation (8) of the newly introduced 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company to formulate and publish on its official website a "Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information" in adherence to the principles set out in Schedule A to the said Regulations.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, in supersession of the previous Code dated 15 October 2013, a code is hereby framed as under:-

1. The company shall ensure prompt public disclosure of 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 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.

Pune
23 March 2015



RAHUL BAJAJ
CHAIRMAN