CG Power and Industrial Solutions Limited
(Formerly Crompton Greaves Limited)
Registered Office:
CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India
T: +91 22 2423 7777 F: +91 22 2423 7733 W: www.cgglobal.com
Corporate Identity Number: L99999MH1937PLC002641

Smart solutions.
Strong relationships.

Our Ref: COSEC/135/2019

March 11, 2019

BY PORTAL

The Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001
Scrip Code : 500093

The Assistant Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051

Scrip Id : CGPOWER

Dear Sir/Madam,

Sub : Disclosure under SEBI (Prohibition of Insider Trading) Regulations, 2015

We wish to inform you that the Board of Directors of the Company at their meeting held on March 8, 2019, has amended 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' (Code) to align it with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

The amended Code is enclosed herewith and shall be effective from April 1, 2019.

We would appreciate if you could take the same on record and acknowledge receipt thereof.

Yours faithfully,
For **CG Power and Industrial Solutions Limited**

Shikha Kapadia
Company Secretary and Compliance Officer

Encl: As Above

CG Power And Industrial Solutions Limited * Mumbai - 400 030. *

AVANTHA
GROUP COMPANY

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CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION ('the Code')

Background

The SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") mandates every listed company to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for its securities.

CG Policy on the same is as follows:

1. CG will ensure that any event which has a bearing on the share price of the Company shall be disseminated promptly upon the conclusion of the event first by communicating the same to the stock exchanges in accordance with the listing agreement and thereafter uploading the same on the Company's website.

2. To ensure that the information is disseminated in a uniform manner, CG will ensure that information is transmitted to all the stock exchanges on which the shares of CG are listed, at the same time.

3. In case the Unpublished Price Sensitive Information gets disseminated selectively, inadvertently or otherwise, the Company shall immediately disclose the same to the Stock Exchanges and upload it on the Company's website.

4. CEO and Managing Director or in his absence, any Key Managerial Personnel shall decide upon the disclosure of Unpublished Price Sensitive Information as well as the appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

5. The Compliance Officer of the Company is designated as the Chief Investor Relations Officer to deal with dissemination of information indicated above.

6. All presentation to media/analyst shall be posted on the website of the Company.

7. The Company will ensure that all interactions with institutional shareholders, fund managers, analysts and research personnel are based on generally available information that is available to the public on a non-discriminative basis.

8. The Company shall strive to ensure that all Unpublished Price Sensitive Information is handled on a need-to-know basis and communicated or accessible only in furtherance of Legitimate Purpose. Such sharing of Unpublished Price Sensitive Information shall be done with a notice of maintaining confidentiality in compliance with the PIT Regulations.

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Such sharing shall be considered to be for Legitimate Purpose if:

a) It is shared is in the ordinary course of business or for furtherance of Company's business and shared by an Insider with existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants;
b) It is shared pursuant to discharge of legal or regulatory obligation;
c) It is shared by a person to fulfil his/her duties or responsibilities;
d) It is shared for the purpose of certain projects being undertaken by the Company for evaluating possible acquisition, divestment, restructuring, mergers and amalgamations;
e) It should not be carried out to evade or circumvent the prohibitions as provided in PIT Regulations;
f) It shall not lead to market abuse.

Words and expressions used but not defined herein, shall have the respective meanings assigned to them in the Code on Insider Trading of the Company or PIT Regulations or Companies Act, 2013 or other applicable SEBI Regulations.

This Code has been adopted by the Board of Directors at its meeting held on May 28, 2015 with immediate effect. Thereafter the Board of Directors at its Meeting held on March 08, 2019 approved modifications in this Code pursuant to amendments in the PIT Regulations. The amended Code is effective from April 01, 2019.