DCM SHRIRAM

BSE Limited Phiroze JeeJeeBhoy Towers, Dalal Street, Mumbai – 400 001	National Stock Exchange of India Ltd., "Exchange Plaza", 5th Floor, Plot No. C-1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai: 400 051
SCRIP CODE: 523367	**SCRIP CODE: DCMSHRIRAM**

Sub: Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information under SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Sir(s),

This is with reference to the provisions of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, please find enclosed a copy of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information of the Company amended pursuant to SEBI(Prohibition of Insider Trading)(Amendment) Regulations, 2018.

The said Code is also available on the website of the Company (www.dcmshriram.com).

Kindly acknowledge the receipt.

Yours faithfully,
For DCM Shriram Limited

(Sameet Gambhir)
Company Secretary

Dated : 30.01.2019

DCM SHRIRAM LIMITED : NEW DELHI

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(Pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)

The Company shall adhere to the following principles :

A. Prompt disclosure of Unpublished Price Sensitive Information

- The term "Unpublished Price Sensitive Information" (UPSI) means any information, as defined in SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto, 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) changes in key managerial personnel

- The Company shall make prompt public disclosures of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.

- 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.

- The Company shall handle all UPSI on a need-to-know basis.

B. Responding to market rumours:

- The Company shall appropriately and fairly respond to queries on news reports and requests for verification of market rumours by regulatory authorities.

C. Medium of disclosure/dissemination:

- The Company has designated Mr.Vinay Bhutra, as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of UPSI, to the extent desired. His contact details are as follows :

  E.mail ID : vinaybhutra@dcmshriram.com

  Contact No. : 011-42100320

- The Company shall promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

- The Company shall uniformly and universally disseminate UPSI to avoid selective disclosure.

- The Company shall ensure that information shared with analysts and research personnel is not UPSI.

D. Inquiries From Third Parties

- Inquiries from third parties, such as industry analysts or members of the media, about the Company shall be directed to the chief investor relations officer or such other appropriate person designated by the Company from time to time.

- During the period notified by the Compliance Officer when Trading is prohibited on account of UPSI not having become public, responding to inquiries from such third parties shall be avoided.

E. <u>Determination of Legitimate Purposes</u>

- The term "Legitimate Purpose" shall include sharing of Unpublished Price Sensitive Information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto.

- The Company has designated Mr. Sanyog Jain, Vice President (Accounts & Finance) and Mr. Sameet Gambhir, Company Secretary and Compliance Officer to determine legitimate purpose for communication of any UPSI to any person for in furtherance of performance of duties or discharge of legal obligations.

- Any person in receipt of UPSI pursuant to a "Legitimate Purpose" shall be considered an "insider" for purposes of SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto and such person shall maintain confidentiality of such UPSI in compliance with legal obligations.

F. <u>Amendments</u>

Any statutory amendment in SEBI (Prohibition of Insider Trading) Regulations, 2015/ other applicable Regulations, if any, shall be deemed to be included in the Code and the participants shall be governed by it. Pursuant to such amendment, the Compliance Officer may carry out the necessary changes to this Code, as may be required.
