GODFREY PHILLIPS
INDIA LIMITED

Godfrey Phillips India Limited
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Friends Colony, New Delhi-110 025
Tel: +91 11 2683 2155, 2684 0148
Fax: +91 11 2684 0775, 2683 5803
www.godfreyphillips.com

1st June, 2015,

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai -400001

National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051

Sub: CODE OF CONDUCT FOR REGULATION, MONITORING AND REPORTING OF INSIDER TRADING AND CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Sir,

This is to inform and confirm you that the Board of directors of the Company, have at its meeting held on 30th May, 2015, approved the Code of Conduct for regulation, monitoring and reporting of Insider Trading and code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information, pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading ) Regulations, 2015.

The same would also be uploaded on the Company's website.

Thanking you,

Yours faithfully,

For Godfrey Phillips India Limited

Sanjay Gupta
Company Secretary