

11th May, 2015

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (E)
Mumbai- 400 051

NSE Symbol : HAVELLS

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Scrip Code : 517354

- Sub: (1) Audited Standalone & Consolidated Financial Results of the Company for the fourth quarter and financial year ended 31st March, 2015 and
(2) Outcome of Board Meeting held on 11th May, 2015

Dear Sir,

With reference to the captioned subject, please find enclosed herewith, the extracts of the Standalone and Consolidated Audited Financial Results of the Company for the quarter and financial year ended 31st March, 2015 as approved by the Board of Directors in its meeting held today i.e. 11th May, 2015, at the Corporate Office of the Company at QRG Towers, 2D, Sector – 126, Expressway, Noida (U.P.) – 201 304. The Audit Report on the quarterly and year to date financial results mandated u/c 41, as submitted by the Auditors of the Company, is also enclosed with the results.

Further, an information update on the abovesaid financial results is also enclosed herewith.

The Board of Directors also recommended a Final Dividend @ Rs. 3 per equity share of Re. 1/- each for the financial year 2014-15.

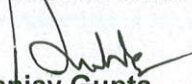
The Dividend, if approved by the shareholders in the forthcoming Annual General Meeting of the Company, shall be paid/ dispatched to the shareholders on or before 30 days of its declaration.

Further, please find enclosed herewith the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, pursuant to Reg. 8(1), Chapter – IV of the SEBI (Prohibition of Insider trading) Regulations, 2015, approved by the Board of Directors in its meeting held today.

This is for your information and record.

Thanking you.

Yours faithfully,
for Havells India Limited


Sanjay Gupta
Company Secretary

Encl: As above

HAVELLS INDIA LTD.

Corporate Office: QRG Towers, 2D, Sector 126, Expressway, Noida - 201304, India
Tel: +91-120-4771000, Fax: +91-120-4772000

E-mail: marketing@havells.com; www.havells.com

Registered Office: 1, Raj Narain Marg, Civil Lines, Delhi - 110 054 (India)

CIN:L31900DL1983PLC016304

**Code of Practices and Procedures for
Fair Disclosure of Unpublished Price Sensitive Information**

(Pursuant to Reg. 8(1), Chapter – IV of the SEBI (Prohibition of Insider trading) Regulations, 2015)

In adherence of the principles of fair disclosure enumerated under Schedule A to the SEBI (Prohibition of Insider trading) Regulations, 2015, the Board of Directors of the Company viz. Havells India Limited, would follow the following practice and procedure for fair disclosure of unpublished price sensitive information:

1. Any material event/ information that could have a bearing on the price discovery of the shares/ securities of the Company shall be promptly disclosed.
2. The Company shall always endeavour to follow utmost standards of disclosures ensuring uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Head of Investors Relations Department shall act as the as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. In the unlikely event of any unpublished price sensitive information getting disclosed selectively, inadvertently or otherwise, the same shall be made generally available.
5. The Company shall always endeavour to provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company shall ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. Best practices shall be followed 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.
8. All unpublished price sensitive information shall be handled on a need-to-know basis.

For HAVELLS INDIA LIMITED


Company Secretary