HB STOCKHOLDINGS LTD.

Regd. Office : Plot No .31, Echelon Institutional Area, Sector - 32, Gurgaon -122001 (Haryana)
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HBSH/ 2015-16

5th June, 2015

Speed Post/Fax/~~Listing Centre~~

The Listing Department
National Stock Exchange of India Ltd
'Exchange Plaza', C-1, Block G,
Bandra-Kurla Complex,
Bandra (East)
Mumbai-400 051

Company Code: HBSTOCK

Sub: - Code of practices and procedures for fair disclosure of unpublished price sensitive information

Dear Sir,

This is to inform you that in terms of Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a code of practices and procedures for fair disclosure of unpublished price sensitive information which has been duly approved by the Board of Directors in their meeting held on 21st May, 2015.

A copy of the said code is enclosed herewith for your information and record. The same has also been placed on the Company's website.

Thanking you,

Yours truly,
For HB Stockholdings Limited

Anil Kumar Mittal
(Company Secretary &
Compliance Officer)

HB STOCKHOLDINGS LIMITED

CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOLSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

1. PREAMBLE

The Board of Directors (the "Board") of HB Stockholdings Limited (the "Company" or "HBSH") in their meeting held on 21st May, 2015 has adopted the following Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('the Code of Fair Disclosure)' effective from 15th May, 2015.

2. PURPOSE

In terms of Regulation 8(1) of the newly introduced SEBI (Prohibition of Insider Trading) Regulations, 2015 ('the Regulations'), it is mandatory for every listed company to formulate and publish on its website a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in adherence to the principles set out in Schedule A of the said Regulations.

This document embodies the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information to be followed by Company's Directors, Officers, Employees and Connected Persons. The Code seeks to ensure timely, fair and adequate disclosure of price sensitive information to the investor community by the Company to enable them to take informed investment decisions with regard to the Company's Securities.

3. CODE OF FAIR DISCLOSURE

(i) The Company will ensure prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being, in order to make such information generally available.

(ii) The Company will ensure Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.

(iii) The Company Secretary / Compliance Officer of the Company will act as the Chief Investor Relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

(iv) The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

(v) The Company will provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.

(vi) The Company will ensure that information shared with analysts and research personnel, if any, is not unpublished price sensitive information.

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(vii) The Company will develop and follow 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.

(viii) The Company will handle all unpublished price sensitive information on a need-to-know basis.

4. AMENDMENT

The Board of Directors of the Company will review and may amend this Code of Fair Disclosure from time to time.

