ICFL/LS/0062/2018-19

28 May 2018

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

Symbol: INDOSTAR

Sub.: Submission of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Dear Sir/Madam,

In terms of Regulation 8(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, ("the **SEBI (PIT) Regulations**"), we hereby submit the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("the **Code**") adopted by the Board of Directors of IndoStar Capital Finance Limited in terms of Regulations 8(1) of SEBI (PIT) Regulations 2015, at their meeting held on 15 May 2015.

Further, as required under Regulation 8(1) of the SEBI (PIT) Regulations 2015, the Code is also published on the website of the Company at www.indostarcapital.com.

Request you to take same on record.

Thanking you,

Yours faithfully,
For **IndoStar Capital Finance Limited**

Jitendra Bhati
Sr. VP – Compliance & Secretarial
Membership No. F8379

Encl.: as above

INDOSTAR
CAPITAL FINANCE

CODE OF PRACTICIES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[Pursuant to Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015]

INDOSTAR
CAPITAL FINANCE

CODE OF PRACTICIES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

In compliance with the requirements of Regulation 8 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated this Code in adherence to the principles set out in Schedule A to the said Regulations.

Following principles shall be followed by the Company to ensure fair, timely and adequate disclosure of Unpublished Price Sensitive Information:

1. The Company shall ensure prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being, in order to make such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.

2. The Company shall ensure uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

3. The Compliance Officer of the Company shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

4. The Company shall ensure prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise, to make such information generally available.

5. The Company shall 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. The Company shall develop and implement 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.

8. The Company shall handle all unpublished price sensitive information on a need-to-know basis.

The Board of Directors may stipulate further guideline(s), procedure(s), code(s) in order to ensure fair disclosure of unpublished price sensitive information.

This Code shall be published on the official website of the Company.

This Code is subject to review from time to time. This Code and every amendment thereto shall be intimated to the stock exchange(s) where the securities of the Company are listed.

This Code shall come into effect from 15 May 2015.

IndoStar Capital Finance Limited