GMR Infrastructure Limited

Registered Office:
No. 25/1, Skip House
Museum Road
Bangalore 560 025
CIN L45203KA1996PLC034805
T +91 80 40534000
F +91 80 22279353
W www.gmrgroup.in

May 30, 2015

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

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

Dear Sirs,

Sub: Codes of Fair Disclosure and Conduct as per SEBI (Prohibition of Insider Trading) Regulations, 2015

We wish to inform that the Board of Directors of GMR Infrastructure Limited has approved the Codes of Fair Disclosure and Conduct as required under SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Code of Fair Disclosure is enclosed.

Please take the same on record.

Thanking you,

Yours faithfully,
For GMR Infrastructure Limited

GMR INFRASTRUCTURE LIMITED

C.P. Sounderarajan
Company Secretary & Compliance Officer

Encl: as above

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CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

The Company shall make fair disclosure of all Unpublished Price Sensitive Information and shall:

1. Make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. Make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

3. Make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

4. Ensure appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

5. Ensure that information shared with analysts and research personnel is not unpublished price sensitive information.

6. Develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on its official website to ensure official confirmation and documentation of disclosures made.

7. Ensure handling of all unpublished price sensitive information on a need-to-know basis.

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of the Company shall act as Chief Investor Relation Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

This code is subject to review by the Board from time to time.

GMR INFRASTRUCTURE LIMITED