March 30, 2019

BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
022 - 2272 3121, 2037, 2041,
3719, 2039, 2272 2061
corp.relations@bseindia.com
Security Code No.: 539597

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra(E),
Mumbai-400051
022 -2659 8237, 8238, 8347, 8348
cmlist@nse.co.in
Security Code No. : JSLHISAR

Sub.: Amendment to the Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Dear Sirs,

Please find enclosed herewith the amended Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code") in accordance with the provisions of the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018. The Code will be applicable w.e.f. April 1, 2019.

The Code is also being uploaded on the website of the Company – www.jshlstainless.com.

You are requested to take the above information on record.

Thanking you.

Yours Faithfully,
For **Jindal Stainless (Hisar) Limited**

(Bhartendu Harit)
Company Secretary

Jindal Stainless (Hisar) Limited

JINDAL STAINLESS (HISAR) LIMITED
CIN: L27205HR2013PLC049963
Registered Office: O.P. Jindal Marg, Hisar, Haryana
Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi – 110066
T: +91 11 41462000, 61462000 E-mail: investorcare.jshl@jindalstainless.com
Website: www.jshlstainless.com

Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information

[*as approved by the Board of Directors on November 02, 2015 and further amended on January 30, 2019]*

1. PREAMBLE:

Regulation 8 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as may be amended from time to time ("Regulations") stipulates as under:-

(1) The board of directors of every company, whose securities are listed on a stock exchange, shall formulate and publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A to these regulations, without diluting the provisions of these regulations in any manner.

(2) Every such code of practices and procedures for fair disclosure of unpublished price sensitive information and every amendment thereto shall be promptly intimated to the stock exchanges where the securities are listed.

2. DEFINITIONS:

(i) The Company shall mean " Jindal Stainless (Hisar) Limited".

(ii) For the purposes of this Code, the term "Legitimate Purposes" shall mean sharing of Unpublished Price Sensitive lnformation:

(a) in the ordinary course of business by an lnsider with anyone including but not limited to collaborators, banks, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, registrar and transfer agents, insolvency professionals or other advisors or consultants;

(b) for purposes of furtherance of business of the Company in accordance with the provisions of law;

(c) for the purposes of compliance with provisions of laws including rules, regulations and guidelines and provisions of statutes which are applicable to the Company and judgments, orders and directions of any court or tribunal or any other authority whose judgments, orders and directions are applicable to or binding upon the Company;

(d) for the purposes of compliance with standards, policies, practices, codes lawfully followed by the Company;

(e) for the purposes of performance of agreements and contracts which have been entered by the Company and

(f) in the course of actions taken in accordance with resolutions, decisions, recommendations and directions of the Company, its Board of Directors, Committees of the Board of Directors, Chairman, Managing Director and other Key Managerial Personnel and such other persons to whom the Company, its Board of Directors, Committees of the Board of Directors, Chairman, Managing Director or other Key Managerial Personnel may have delegated their powers to, either in an explicit or implicit manner provided that it shall be the responsibility of the delegate to prove that such power has been delegated if the power is delegated in an implicit manner.

Provided that such sharing has not been carried to evade or circumvent the prohibitions of the Regulations.

(iii) The words, expressions and terms used in this Code but not defined herein shall have the same meaning as stipulated under Regulation 2 of the Regulations.

3. CODE:

(i) Prompt public disclosure of unpublished price sensitive information:

The Company shall ensure prompt public disclosure of Unpublished Price Sensitive Information (UPSI) that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.

(ii) Universal dissemination of unpublished price sensitive information

The Company shall ensure uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure. The price sensitive information shall be disseminated universally and uniformly to the stock exchanges where the securities of the Company are listed and shall be posted on the Company's website at www.jshlstainless.com.

(iii) Designation of a senior officer as a Chief Investor Relations Officer

The Company Secretary shall be designated as the Chief Investor Relations Officer (CIRO) to deal with dissemination of information and disclosure of unpublished price sensitive information. In the absence of Company Secretary any other Director authorized by the Chairman and Managing Director shall act as the CIRO and will discharge the responsibilities cast upon the CIRO.

The CIRO shall ensure timely and requisite disclosure of unpublished price sensitive information. S/He shall also be responsible for ensuring that the Company complies with the disclosure requirements of these Regulations on a continuous basis.

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

The Company shall strive to assure that the unpublished price sensitive information does not get disclosed selectively, inadvertently or otherwise. In case any such information gets disclosed selectively, inadvertently or otherwise, the same along with any clarification / information, if any, shall be promptly disseminated to the stock exchanges and published on the Company's website.

(v) Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

The Chief Investor Relations Officer (CIRO) shall make sure that prompt, appropriate and fair responses are submitted in response to queries on news reports and requests for verification of market rumours by regulatory / statutory authorities. The Directors and employees shall promptly direct any queries on news reports or requests for verification of market rumours received from the regulatory authorities or from any other source to the CIRO in order to enable the CIRO to submit responses to the aforesaid queries or requests.

The CIRO shall also be responsible for deciding whether any public announcement is required to be released for issuing clarification, verification or denial on the market rumours, before or after submission of appropriate disclosures as aforesaid.

(vi) Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.

All the Directors and employees of the Company shall ensure that they do not share any unpublished price sensitive information with analysts and research personnel. In case, such information is shared inadvertently, the concerned Director or employee shall immediately inform the CIRO and the CIRO shall take immediate steps to publically disseminate such information.

The CIRO shall be invited to all the meetings or conferences with analysts and research personnel organized by the Company. The CIRO shall exercise extreme care and caution while dealing with analysts' questions that raise concerns outside the intended scope of discussion. Unanticipated questions should be taken note of and an expedient response shall be furnished later.

(vii) Developing 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.

In order to have an account of the proceedings of meetings with analysts and other investor relations conferences, necessary arrangements shall be made for making transcripts or records of the proceedings and the same shall be disseminated on Company's website to ensure official confirmation and documentation of disclosures made.

(viii) Handling of all unpublished price sensitive information on a need-to-know basis.

All unpublished price sensitive information shall be handled on a need-to-

know basis i.e., such information shall be disclosed only to those who need to know the same for discharge of their official duties or legal obligations.

(ix) Policy for determination of "Legitimate Purpose".

(a) No Insider shall communicate, provide or allow access to any Unpublished Price Sensitive Information except for legitimate purpose. In case of any doubt, any person may approach the Compliance Officer of the Company to determine whether sharing of UPSI with a person would constitute a Legitimate Purpose and the manner of sharing.

(b) Any person in receipt of UPSI pursuant to a Legitimate Purpose shall also be considered an "Insider" for purposes of this Code and irrespective of non-receipt of any notice, will maintain confidentiality of such UPSI.

(x) Structured Digital Database

The Board of Directors of the Company shall ensure that a structured digital database is maintained containing the names of such persons or entities with whom UPSI is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

(xi) Steps to be taken for Enquiry in case of leak of Unpublished Price Sensitive Information.

Any Directors and employees of the Company, upon becoming aware of an actual or suspected leak of UPSI, shall immediately inform the Compliance Officer who in turn shall immediately inform the Chairman. If it is established that actual leakage of UPSI has taken place, the Compliance Officer shall

promptly inform the same to the Stock exchanges in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman shall then constitute an Inquiry committee which shall initiate appropriate action. The Committee will have all such powers as may be considered necessary for investigating the leakge of information and taking necessary action. The Committee shall submit its report to the Chairman in the prescribed time.

4. DISCLOSURE:

This Code of Practices and Procedures shall be disclosed on the Company's website and shall be promptly intimated to the stock exchanges where the securities of the Company are listed.

****