STEEL STRIPS GROUP

STEEL STRIPS WHEELS LTD.
CIN: L27107PB1985PLC006159
Head Office : **ISO /TS16949 Certified**
SCO 49-50, Sector-26,
Madhya Marg, Chandigarh -160 019 (INDIA)
Tel : +91-172-2793112, 2790979, 2792385
Fax : +91-172-2794834, 2790887
Website : www.sswlindia.com

Ref. SSWL/
Dated 01.08.2015

Bombay Stock Exchange Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

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

Sub: Outcome of the Board Meeting of the Company.

Sir,

This is to inform you that the Board of Directors in their meeting held today i.e on 01.08.2015 have approved the followings:

(i) the un-audited Financial Results for the quarter ended June 30, 2015. (Copy of Financial Results along with Limited review is attached herewith).

(ii) to raise funds upto an amount of Rs. 100.00 Crore through issue of equity shares by way of Qualified Institutions placement ("QIP") to qualified Institution Buyer.

Further in terms of Regulation 8 (1) and 9 (1) of the SEBI (Prohibition of Insider trading) Regulations, 2015, the Board of Directors of the company has formulated and adopted the "Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information" and a "code of conduct to regulate, monitor and report by its employees and other connected person".

The "Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information", has also been uploaded on the Company's website i.e www.sswlindia.com. Further in compliance with the Regulation 8(2) of the Regulations, a copy of the Code of Practices and Procedure for fair disclosure of Unpublished Price Sensitive Information" is also enclosed.

Kindly take it on records please.

Thanking you,

Yours faithfully,

For Steel Strips Wheels Limited

(Shaman Jindal)
DGM-Cum-Company Secretary
Encl:a/a

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

OF

STEEL STRIPS WHEELS LIMITED

EFFECTIVE FROM 15TH MAY 2015.

1. Preamble

Steel Strips Wheels Limited (the "Company" or "SSWL") has always stood for a fair and equitable flow of economic benefit to its shareholders. In its communication with investors, it has always endeavourer to provide a healthy level of disclosure, with responsibility and caution in discussion about the future, transparency and equal dissemination of information to all its investors and analysts, current or prospective. The Company welcomes enhanced sensitivity to equality in shareholder communication and has formalized its principles into a Code of Fair Disclosure (as defined below.)

2. Purpose

The Securities and Exchange Board of India has formulated the SEBI Insider Regulations (as defined below) to prescribe a legal framework for prohibition of insider trading. In terms of the provisions of SEBI Insider Regulations, every listed Company is required to formulate a Code of Fair Disclosure. Accordingly, the Company has formulated this Code of Fair Disclosure to ensure timely and adequate disclosure of Unpublished Price Sensitive Information.

3. Effectiveness

This Code of Fair Disclosure has been approved by the Board of Directors of the Company and shall be effective from 15th May, 2015.

4. Definitions

Capitalized terms used but not defined herein shall have the same meaning as assigned thereto in the SEBI Insider Regulations, the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder or any other applicable laws or regulations, as the case may be.

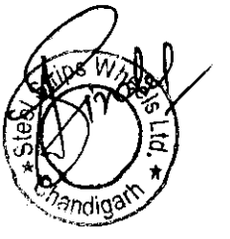
"Act" means the Securities Exchange Board of India Act, 1992 (15 of 1992).

"Board" means Board of Directors of the Company.

"CFO" means Chief Financial Officer as defined in Section 2(19) of the Companies Act, 2013.

"Company Secretary" means the Company Secretary of the Company appointed in terms of the resolution passed by the Board of the Company in compliance of the provisions of the Companies Act, 2013.

"CIO" means Chief Investor Relations Officer of the Company.



"Code of Fair Disclosure" means this code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information formulated by the Company and as amended from time to time.

"Company or "SSWL" means Steel Strips Wheels Limited.

"Compliance Officer" means Company Secretary of the Company or any other senior officer, designated so from time to time and reporting to the Board, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the SEBI Insider Regulations, and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of Unpublished Price Sensitive Information, monitoring of trades and the implementation of the codes specified in SEBI Insider Regulations under the overall supervision of the Board of the Company.

"Director"means a member of the Board of Directors of the Company.

"Investor" means analyst, research personnel, securities market professional, individual, institutional investor or potential investor.

"Managing Director" means managing director as defined in Section 2 (54) of the Companies Act, 2013.

"Officer" means officer as defined in Section 2(59) of the Companies Act, 2013.

"SEBI Insider Regulations" shall mean the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.

'SEBI" means the Securities and Exchange Board of India.

"Securities" shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of1956) or any modification thereof except units of a mutual fund.

"Unpublished Price Sensitive Information" means any information, relating to the Company or its Securities, directly or indirectly, that is not generally available which upon becoming generally available is likely to materially affect the price of the Securities and shall, ordinarily include but not restricted to, information relating to the following:

(i) Financial results;
(ii) Dividends;
(iii) Change in capital structure;
(iv) Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
(v) Changes in key managerial personnel; and
(vi) Material events in accordance with the listing agreement.



5. Prompt Public disclosure of Unpublished Price Sensitive Information

SSWL will comply with all periodic reporting and disclosure requirements contained in the Companies Act, 2013, listing agreement executed with the stock exchanges, SEBI Insider Regulations and other applicable laws, SSWL shall make prompt 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. SSWL shall disseminate the Unpublished Price Sensitive Information uniformly and universally without any selective disclosure.

6. Chief Investor Relations Officer

The CIO will deal with the dissemination and disclosure of Unpublished Price Sensitive Information. In addition to CIO, the following persons ("Authorised Spokespersons") are also authorized to communicate with the Investors/media in co-ordination with the CIO:

- Chairman
- Managing Director ;
- Deputy Managing Director
- CFO; and
- Company Secretary

The Company Secretary in coordination with the CIO shall disseminate/ disclose the information to the stock exchanges where the Securities of the Company are listed.

7. Prompt disclosure of information that get disclose inadvertently or selectively

SSWL shall also promptly disseminate the Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available by informing to the Stock Exchanges where the Securities of the Company are listed. If any Unpublished Price Sensitive Information is inadvertently disclosed without the consultation of the CIO, the CIO and the Company Secretary should be informed about the same as soon as possible and they may take such action to ensure that such information is generally available.

8. Appropriate and fair response to queries on news reports

The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities. The CIO may also decide whether a public announcement is necessary for verifying or denying rumors and in case it is necessary, the Company should make a public announcement for either verifying or denying the rumors.

9. Information shared with analyst and research personnel

SSWL shall ensure that the information shared with analyst and research personnel is not Unpublished Price Sensitive Information.



10. Unpublished Price Sensitive Information on need to know basis.

Unpublished Price Sensitive Information shall be handled on a need to know basis, i.e unpublished price Sensitive information should be disclosed only to those within the Company who need the information to discharge their duty and shall not be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of legal obligations.

11. Modification and Amendments

SSWL reserves all right to modify and/or amend this Code of Fair Disclosure at any time. This Code of Fair Disclosure and subsequent amendment(s) thereto, shall be promptly intimated to the stock exchange where the Securities of the Company are listed.

12. Miscellaneous

12.1 Quarterly Earnings Release Conference Calls

After issuance of each quarterly earnings release, SSWL may hold a quarterly conference call. SSWL will furnish the quarterly earning press release to the stock exchanges where its Securities are listed before the commencement of quarterly conference call, SSWL will also make available the transcript or records of the conference call at its website.

12.2 Other requirements

The Company shall ensure the compliance of other application provisions of SEBI Insider Regulations in this regard.

This Code of Fair Disclosure and any amendment thereof shall also be published on the official website of SSWL.

