WELSPUN INDIA
HOME TEXTILES

WIL/SEC/2019 April 05, 2019

Bombay Stock Exchange Limited Department of Corporate Services, SP. J. Towers, Dalal Street, Mumbai – 400 001 (Scrip Code-514162)	**National Stock Exchange of India Limited** Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 (Symbol : WELSPUNIND)

Dear Sirs/ Madam,

Sub: Intimation under Regulation 8(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015

This is to inform you that the Board of Directors of the Company on March 29, 2019, has revised and adopted the code of practices and procedures for fair disclosure of unpublished price sensitive information ("Code") in compliance with SEBI (Prohibiton of Insider Trading) Regulations, 2015 (as amended), with effect from April 01, 2019.

The amended Code is enclosed herewith. The said code is also available on the website of the Company on http://www.welspunindia.com/policy/Code%20of%20Practices%20&%20Procedure%20for%20Fair%20Disclosure%2026.03.2019.pdf

Please take the same on record.

Thanking you.

Yours faithfully,
For Welspun India Limited

Welspun India Ltd.

Shashikant Thorat
Company Secretary
ICSI Membership No. : FCS-6505
Ecnl: As above

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Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

(Pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)
(Revised by the Board on March 29, 2019)

Welspun India Limited (the "**Company**") shall adhere to the following Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("**Code**") to ensure fair disclosure of unpublished price sensitive information ("**UPSI**"), as more particularly defined in the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended ("**Regulations**").

Terms used in this Code (as hereinafter defined) shall unless specifically defined in the Code, shall have the same meaning ascribed to it, in the Regulations.

The Compliance Officer shall always work under the superintendence, directions and guidance of Compliance Committee comprising of Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company.

The Compliance Officer shall ensure that the Company and the relevant persons to whom the Regulations apply, shall adhere to the Code:

1. The Company shall make prompt public disclosure of UPSI that could impact price discovery of the securities of the Company, whether listed or unlisted, no sooner than credible and concrete information comes into being in order to make such information "generally available" in terms of the Regulations, i.e to make it available to the public on a non-discriminatory basis.

2. The Company shall make uniform and universal dissemination of UPSI to avoid selective disclosure.

3. The Compliance Officer shall be responsible for ensuring that the Company complies with continuous disclosure requirements, overseeing and coordinating disclosure of price sensitive information to stock exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedure.

4. The Company shall make prompt dissemination of UPSI 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 rumors by regulatory authorities.

6. The Company shall ensure that information, if any, shared with analysts and research personnel is not UPSI.

7. The Company shall develop 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 UPSI strictly on a need-to-know basis.

9. It is hereby clarified that the dissemination of UPSI shall solely be for (i) "legitimate purposes"; (ii) in the performance of duties; or (iii) the discharge of legal obligations.

10. For the purposes of (9) above, "legitimate purposes" shall include sharing UPSI with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants in the ordinary course of business by an insider, provided that such sharing has not been carried out to evade or circumvent the prohibitions under the Regulations.

11. Any person in receipt of UPSI pursuant to a "legitimate purpose" shall be considered an "insider" and shall be bound to maintain confidentiality of UPSI in compliance with the Regulations.

12. Further, the Company shall at all times, be required to maintain a structured digital database, containing the names of such persons or entities as the case may be with whom information is shared under the Regulations, along with the permanent account number ("PAN") or any other identifier authorized by law where PAN is not available, and documents pertaining to proof of address. 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. The databases shall be maintained with utmost confidentiality and the access to

such database shall be restricted only for the purposes of implementing fair practices under the Code.

13. The Compliance Officer shall ensure that this Code is made available on its official website.

This Code has been adopted by the Board of Directors pursuant to a circular resolution no. 2/2018-19.