



THE YASH BIRLA GROUP

May 15, 2015

To, The Dy. Gen. Manager, Corporate Relationship Dept., BSE Limited PJ Tower, Dalal Street, Mumbai-400001 Fax:022-22722037-39 Equity Scrip Code: 531845	To, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra(E) Mumbai-400051 Equity Scrip Name:ZENITHBIR
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Dear Sir,

We would like to inform you the Board of Directors of the Company on May 5, 2015 has formulated and adopted the following Codes applicable with effect from May, 15 2015 under SEBI (Prohibition of Insider Trading) Regulations, 2015:

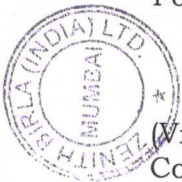
1. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information under Regulation 8(1)
2. Code of Conduct to Regulate, Monitor and Reporting of Trading by Insiders under Regulation 9(1)

The copy of Code of Practices and Procedures for Fair Disclosure of Unpublished Price sensitive Information, is enclosed for your information and record.

Kindly acknowledge the documents.

Thanking you,

Yours truly,
For ZENITH BIRLA (INDIA) LIMITED



Vimal Prakash Dubey

(Vimal Prakash Dubey)
Company Secretary & Compliance Officer

ENCL: As Above

ZENITH BIRLA (INDIA) LTD.



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UNPUBLISHED PRICE SENSITIVE INFORMATION

[Under Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

[Adopted by Board of Directors of the Company on May 5, 2015 and effective from May 15, 2015]

The Board of Directors of Zenith Birla(India) Limited have always thrived to conduct its business in a fair and transparent manner with a view to protect the interest of all the stakeholders in the Company. The Company shall adhere to the following principles of fair disclosures of unpublished price sensitive information with respect to it or its securities which is likely to affect price of the securities:

1. The Company shall ensure prompt public disclosures of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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 The Company shall ensure uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.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 Company Secretary/Compliance Officer of the Company shall act as the Chief Investor Relations officer to deal with dissemination of information and disclosures of unpublished price sensitive information.
4. The Company shall make 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 rumors' 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 follow 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.



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

The Board of Directors of the Company is authorized to amend or modify this Code in whole or in part.

The Board of Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of unpublished price sensitive information.

This Code shall be published on the official website of the Company in due course of time.

This Code and every subsequent modification, alteration or amendment made thereto, shall also be intimated to the Stock Exchange where the securities of the Company are listed.

Subsequent modification(s)/amendments to SEBI (Prevention of Insider Trading) Regulations, 2015 shall automatically apply to this Code.



For Zenith Birla (India) Limited

Chand D G

Company Secretary

ZENITH BIRLA (INDIA) LTD.

Regd. Off.- Dalamal House, 1st Floor, J.B. Marg, Nariman Point, Mumbai - 400 021. Tel.: + 91 - 22 - 6616 8400, Fax : + 91 - 22 - 2204 7835

Email : zenith@zenithsteelpipes.com, www.yashbirlagroup.com

Works: Tarapur - Maharashtra, (India) CIN: L29220MH1960PLCO11773