Unitech Limited
CIN:L74899DL1971PLC009720

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15th June, 2015

The Manager
(Listing Department)
National Stock Exchange of India Limited [NSE]
'Exchange Plaza', C/1, Block G,
Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

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 : Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Dear Sirs,

Attached please find herewith a copy of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information adopted by the company pursuant to SEBI (Prohibition of Insider Trading) Regulation, 2015.

This is for your information, record and compliance under applicable Clauses of the Listing Agreement/SEBI Regulation.

Thanking you,

Yours truly
For **Unitech Limited**

Deepak Jain
Company Secretary

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UNITECH LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[Effective from 15th May 2015]

[Approved by the Board of Directors in its meeting held on 29th May, 2015]

Certified True Copy
For UNITECH LIMITED
DEEPAK JAIN
Company Secretary

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BACKGROUND :

"Insider Trading' in general means an act of dealing in the securities of a Company based on some unpublished price sensitive information to which a person may be privy to. The Securities and Exchange Board of India (SEBI), has issued the SEBI (Prohibition of Insider Trading) Regulation, 1992 by which Insider Trading has been prohibited in India.

In compliance with the above requirements, Unitech Limited had circulated Insider Trading Policy in July 2002. With a view to simplify the understanding and implementation of the Policy, the Company has replaced the said Policy with revised Insider Trading Policy w. e. f. 1st January, 2009. Now SEBI has introduced a new Regulation called "SEBI (Prohibition of Insider Trading) Regulation, 2015".

INTRODUCTION :

The Securities and Exchange Board of India (SEBI), vide notification No. LAD-NRO/GN/2014-15/21/85 dated 15th January 2015 has devised the SEBI (Prohibition of Insider Trading) Regulations, 2015 to put in place a framework for fair disclosure of unpublished price sensitive information and to strengthen the legal framework thereof and to protect the interest of investors in general.

These regulations have come into force with effect from 15th May 2015 and are applicable to all companies listed on any Stock Exchange in India.

The Regulations require all listed Companies to set up an appropriate mechanism and to frame and enforce a policy of internal procedures and conduct so as to curb insider trading.

In order to comply with the requirements of the Regulations, it was necessary to formulate a specific Code for Fair Disclosure for Unitech Limited (hereinafter referred to as "the Company") which shall be applied to Promoters, Directors, Officers, Employees and connected persons. This document embodies the Code of Practices and procedures for Fair Disclosure of Unpublished Price Sensitive Information to be adopted by the Company and be followed by its Directors, Officers,

PRINCIPLES OF FAIR DISCLOSURE:

The principles of Fair Disclosure adopted by Unitech Limited are as follows:

1. To promptly make 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. To ensure uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.

3. The Company Secretary of the Company shall act as Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

4. To promptly disseminate unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

5. To provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

6. To ensure that information shared with analysts and research personnel is not unpublished price sensitive information.

7. To develop best practices to make transcript 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. To handle all unpublished price sensitive information on a need-to-know basis.

DISCLOSURE OF THE CODE:

This Code shall be published on the official website of the Company and the every amendment thereto shall be promptly intimated to the Stock Exchange(s) where the securities of the Company are listed.