

GI ENGINEERING SOLUTIONS LIMITED

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CIN No.: L40109MH2006PLC163731

Website: www.giesl.com ; Email ID: investors@giesl.com

May 30, 2015

BSE Limited Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001 Ph : 22721233, Fax : 22723121/3719 Scrip Code: 533048	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 Ph : 26598235, Fax : 26598237/38 Symbol: GISOLUTION
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Dear Sir,

Sub: Confirmation of formulation of Codes under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

In terms of Regulations 8 and 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015 ("the Regulations") and SEBI Circular dated May 11, 2015, the Board of Directors of the Company, at their meeting held on May 30, 2015, has approved and adopted the 'Code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information (UPSII)' and 'Code of Conduct to Regulate, Monitor and Report Trading by Insiders'.

In Compliance with the Regulation 8(2) of the Regulations 'Code of practices and procedures for fair disclosure of UPSII' is enclosed herewith for your records.

You are requested to take the above on records.

Thanking you,

For **GI ENGINEERING SOLUTIONS LIMITED**

SAJID MALIK
MANAGING DIRECTOR
(DIN: 00400366)



CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("*Code*") is adopted by GI Engineering Solutions Limited ("*the Company*"). This Code is in compliance with Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("*Regulations*") read with Schedule A of the Regulations.

- The Company shall make fair and prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being, in order to make such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.
- The Company shall make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
- The Board shall appoint Company Secretary or senior officer to function as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
- The Company shall make fair and prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- The Company shall ensure appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities on a timely basis.
- The Company shall ensure that the information shared with analysts and research personnel is not unpublished price sensitive information.
- 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 its official website to ensure official confirmation and documentation of disclosures made.
- The Company shall ensure handling of all unpublished price sensitive information on a need-to-know basis.
- The Code is subject to review by the Board from time to time.
- The Board of Directors of the Company may amend, modify or revise any or all clauses of this Code from time to time.

