

Date – August 24, 2018

Ref/No/HDFCAMC/SE/2018-19/08

National Stock Exchange of India Limited Exchange Plaza, Plot C/1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai – 400051	BSE Limited Sir PJ Towers, Dalal Street, Mumbai – 400001
Kind Attn: Head – Listing Department	Kind Attn: Sr. General Manager – DCS Listing Department

Dear Sirs,

Subject – Disclosure under Regulation 8(2) under SEBI (Prohibition of Insider Trading) Regulations, 2015

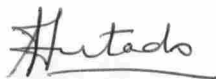
Pursuant to regulation 8(2) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, we wish to inform you that the Company has formulated Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('the Code').

The aforesaid code is enclosed for the reference of investors and is also available on website of the Company www.hdfcfund.com.

Thanking You,

Yours Faithfully,

For HDFC Asset Management Company Limited



Sylvia Furtado
Company Secretary

Encl: a/a

HDFC ASSET MANAGEMENT COMPANY LIMITED

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UNPUBLISHED PRICE SENSITIVE INFORMATION**

Approved on : April 16, 2018

1) SCOPE AND PURPOSE OF THE POLICY:

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (the "Code") is formulated in terms of Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulation 2015 to ensure timely and adequate disclosure of Unpublished Price sensitive Information by HDFC Asset Management Company Limited ("the Company").

2) APPLICABILITY:

This Code shall be applicable and binding on all the employees, officers, directors and those persons authorized to speak on behalf of the Company. This Code has been reviewed and approved by the Board of Directors of the Company. This Code shall be effective on and from the date of listing of the equity shares of the Company on stock exchange(s).

3) DEFINITION:

"Unpublished Price Sensitive Information" ("UPSI") means any information, relating to the Company or its Securities, directly or indirectly, that is not generally available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

- financial results;
- dividends;
- change in capital structure;
- mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
- changes in key managerial personnel; and
- material events in accordance with the SEBI.

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

4) DISCLOSURE OF UPSI:

The Company shall make prompt public disclosure of UPSI through Stock Exchange 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 will make, uniform and universal dissemination of UPSI to avoid selective disclosure, and all disclosures shall be made to the Stock Exchanges first before releasing it to the media/ analysts. Presentations/Transcripts/records of proceedings of the meetings with analysts and other investor relations conferences would be made available on the Company's official website for official confirmation and documentation of disclosures made.
- The Company shall ensure that the disclosure is complete in all material respects and is not misleading.

- The Company shall disseminate the said information, for the benefit of investing public, to all the Stock Exchanges where the shares of the Company are listed.
- A senior officer designated by the Company as the Chief Investor Relations Officer (“CIRO”) shall deal with dissemination of information and disclosure of UPSI. The CIRO shall ensure that the information shared with analysts and research personnel is not UPSI. The CIRO shall also be responsible for developing 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.
- Disclosures should be made in a timely manner.

5) QUERIES ON NEWS REPORTS AND MARKET RUMOURS:

- If the Company receives any query or request for verification of reports in the print/electronic media or market rumours from the Stock Exchanges, the CIRO shall seek clarifications on such items from the concerned Functional Head(s) / Head of Department(s). The CIRO would make a public announcement with respect to any matter only after a final or definitive decision has been taken in respect of the matter. When there are rumours/ news reports and the Company is queried by the regulatory authorities, the Company will provide an appropriate and fair response by accepting/denying/clarifying the same. The Company will not be required to make disclosures in cases where the proposal is still in progress, or there are impending negotiations or incomplete proposals, the disclosure of which not be appropriate and could prejudice the legitimate interests of the Company. The Company would also be excluded from disclosing any information, the disclosure of which would be a breach of any applicable law, or which is generated for the internal use of the management of the Company.
- The Company shall ensure that appropriate and fair response is provided to queries on news reports and request for verification of market rumours by stock exchanges as per the disclosure policy.
- While the Company shall endeavour to clarify on all Price Sensitive matters published in the print / electronic media, the Chairman & Managing Director may also decide not to comment on any matter which is published without the knowledge / concern of the Company.

6) HANDLING OF ALL UPSI ON A NEED-TO-KNOW BASIS:

All information shall be handled within the Company on a need-to-know basis and no UPSI shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

7) AMENDMENTS AND MODIFICATION:

This Code shall be reviewed from time to time and any amendments or modifications thereto shall be subject to the review and approval of the Board of Directors of the Company.

TO WHOMSOEVER IT MAY CONCERN

Pursuant to the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('Code') approved by the Board of Directors at their meeting held on August 21, 2018, the Chief Investor Relations Officer (CIRO) for the purposes of this Code shall be Mr. Simal Kanuga, Head - PMS Sales and New Initiative, HDFC Asset Management Company Limited. In temporary absence of the CIRO for any reason whatsoever, Mr. Piyush Surana, the Chief Financial Officer, HDFC Asset Management Company Limited shall be responsible the functions of the CIRO. The CIRO shall do all such acts, deeds and things, as are necessary or required for the disclosures and dissemination of information under the Code.

Sylvia Furtado
Company Secretary