05th April, 2019

(1) BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

**Scrip Code: 500087**

(2) National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th floor,
Plot no. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

**Scrip Code: CIPLA EQ**

(3) SOCIETE DE LA BOURSE DE LUXEMBOURG
Societe Anonyme
35A Boulevard Joseph II,
L-1840 Luxembourg

**Sub: Intimation under SEBI (Prohibition of Insider Trading) Regulations, 2015**

Dear Sir/ Madam,

We hereby notify that pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, the Board of Directors on 4th April, 2019, has, inter alia, approved,

a. **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information; and**
b. **Code of Conduct for Prevention of Insider Trading**

A copy of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is attached.

Kindly take the above document on record. Should you require any further assistance please contact the undersigned.

Thanking you,

Yours faithfully,
For Cipla Limited

Rajendra Chopra
Company Secretary & Compliance Officer

Encl: as above

Prepared by: Jyoti Kathuria

Cipla

## Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

1. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.

2. Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.

3. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

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

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 Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.

7. 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.

8. Handling of all unpublished price sensitive information on a need-to-know basis.

9. Whistle Blower is intended to encourage and enable employees and others to raise serious concerns internally so that any wrong doing can be addressed. It is the responsibility of all board members, officers and employees to report concerns about violations of Code of Conduct for Prevention of Insider Trading or suspected violations of law or regulations that govern Cipla's operations.

## Sharing of UPSI pursuant to Legitimate Purpose

**"Legitimate Purpose"** means sharing of information in the ordinary course of business by an insider with promoters, promotor group, employees, partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants or any other intermediary or fiduciary, provided such sharing has not been carried out to evade or circumvent the prohibitions of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Explanation: For the purposes of this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, the term 'intermediary' refers to the persons specified under Section 12 of the Securities and Exchange Board of India Act, 1992 and the term 'fiduciary' refers to the professional firms such as, auditors, accountancy firms, law firms, analysts, insolvency professional entities, consultants, banks, etc. assisting or advising the company.

Cipla Limited Mumbai

- **To determine whether the information sharing is for legitimate purpose or not, the person seeking the information or sharing the information shall satisfy the following conditions to the extent applicable:**
  i. Sharing of information where such information is in furtherance of performance of duty;
  ii. Sharing of information for discharge of legal obligation (i.e. contract, agreement etc) or pursuant to earlier agreed agreement/ MoU;
  iii. Sharing of information is pursuant to business object of the Company under its MOA;
  iv. Sharing of information pursuant to any statutory obligation;
  v. Sharing of information following compliance of regulatory / judicial order;
  vi. Sharing information during due diligence for Merger & Amalgamation or IPO or any corporate restructuring;
  vii. Sharing of UPSI for any other purpose as may be prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

**Provided that such sharing should not be carried out to evade or circumvent the prohibition provided under the SEBI (Prohibition of Insider Trading) Regulations, 2015.**

- **Legitimate Purpose shall ordinarily include but not restricted to the information relating to the following:**
  i. Sharing of information with auditors for audit purpose;
  ii. Sharing of information with fiduciaries (bankers, partners, collaborators, consultants, etc) and intermediaries for completion of business transactions;
  iii. Sharing of information with lawyers/ statutory authorities to fulfil any legal obligation related to the Company;
  iv. Giving insight about the merger, amalgamation or restructuring of the Company pursuant to legal requirement, for time being in force;
  v. Responding to statutory bodies etc.

*Note: Any information shared in pursuant to the above provisions, the recipient of the information shall be considered as Insider for the purpose of this Code and is expected to maintain confidentiality of such information till such information has been released by authorised representative of the Company in public domain, violation of which shall attract severe punishment / penalty.*

