entertainment network (India) limited

Corporate Office: Trade Gardens, Ground Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India. Tel: 91 22 6753 6983. Fax: 91 22 6753 6800

June 25, 2015

BSE Limited,
P. J. Towers, Dalal Street,
Mumbai – 400 001.

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra- (East), Mumbai – 400 051.

BSE Scrip Code: 532700/ Symbol: ENIL

Dear Sirs,

SUB: Code of practices and procedures for fair disclosures of UPSI pursuant to the Regulation 8 (1) and (2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

Reference is made to the captioned subject; please find enclosed herewith the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information as formulated and adopted by the Board of Directors of the Company.

Kindly place the same on your record and oblige.

In the event of any query kindly feel free to call the undersigned on 9819701671.

Thanking you,

Yours truly,
For Entertainment Network (India) Limited



Mehul Shah
SVP - Compliance &
Company Secretary
(FCS no- F5839)

Encl: as above

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Tel: +91 22 40983000/ 6662 0600. Fax: +91 22 6661 5030. E-mail: mehul.shah@timesgroup.com ***www.enil.co.in***
Corporate Identity Number: L92140MH1999PLC120516

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION (UPSI)

1. Definitions:

For the purpose of this code the following terms shall have the meanings assigned to them hereunder:

a. **'Act'** means the Securities and Exchange Board of India Act, 1992;
b. **'CIRO'** means Chief Investor Relations Officer;
c. **'Code'** means this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;
d. **'Company'/ 'ENIL'** means Entertainment Network (India) Limited;
e. **'Generally available information'** means information that is accessible to the public on a non-discriminatory basis, such as information published on the website of the stock exchanges.
f. **'Insider Trading Regulations'** means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
g. **'Unpublished Price Sensitive Information' or 'UPSI'** means any information, relating to the Company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities of the Company and shall, ordinarily include but not restricted to, information relating to the following:
    i. financial results;
    ii. dividends;
    iii. change in capital structure;
    iv. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
    v. changes in key managerial personnel; and
    vi. material events in accordance with the listing agreement.
h. Other terms not specifically defined here shall have the same meaning as assigned under the 'Code of Conduct for Prevention of Insider Trading in Securities of the Company' and 'the Insider Trading Regulations'.

2. Purpose of the Code

This Code has been formulated to ensure prompt, timely and adequate disclosure of UPSI.

3. Principles of Fair Disclosure

The Company shall ensure:

i. Prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
ii. Uniform and universal dissemination of UPSI to avoid selective disclosure.
iii. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of UPSI.
iv. Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
v. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

vi. Information shared with analysts and research personnel is not UPSI.
vii. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website of the Company to ensure official confirmation and documentation of disclosures made.
viii. Handling of all UPSI on a need-to-know basis.

4. Disclosure/ dissemination of Price Sensitive Information with special reference to Analysts, Research Personnel, Institutional Investors

All Directors and Employees of the Company should follow the guidelines given hereunder while dealing with analysts, research personnel and institutional investors:

i. **Only Public information to be provided**

The Company shall provide only public information to the analyst/ research personnel/ large investors like institutions. The CIRO shall ensure that information shared with them is not UPSI. The information given to the analyst should be made public at the earliest.

ii. **Recording of discussion and Simultaneous release of Information**

When a Company organises meetings with analysts and other investor relations conferences, the CIRO will ensure that the transcripts or records of proceedings of meetings with analysts and other investor relations conferences are posted on the official website of the Company, to ensure official confirmation and documentation of disclosures made. The Company may also consider live web casting of analyst meets.

iii. **Handling of unanticipated questions**

The Company should be careful when dealing with Analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions may be noted and a considered response given later. If the answer includes price sensitive information, then it should be made generally available before responding.

5. Medium of disclosure/dissemination

i. The Company shall ensure that disclosure to Stock Exchange(s), where ENIL Securities are listed, is made promptly.
ii. The Company may also facilitate disclosure through the use of its official website.

The provisions of this Code have to be read along with the Insider Trading Regulations and if there is any inconsistency / contradiction between the two, the provisions of the Insider Trading Regulations shall prevail.