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Eris Lifesciences Ltd.

January 30, 2019

To **The Department of Corporate Services** **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	**To** **National Stock Exchange of India Limited** Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai-400051
Security Code: 540596	**Symbol: ERIS**

SUBJECT: SUBMISSION OF AMENDED CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Dear Sir/Madam,

In compliance with Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations"), the Board of Directors of the Company in their meeting held on 29th January, 2019 had amended the existing Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

In Compliance with the Regulation 8(2) of the Regulations, please find enclosed a copy of the aforesaid code for your information and records.

Thanking You,

For Eris Lifesciences Limited



Milind Talegaonkar
Company Secretary & Compliance Officer

Encl: a/a

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ERIS LIFESCIENCES LIMITED

(CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION)

INTRODUCTION

In accordance with the Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("Regulations"), Eris Lifesciences Limited ('Company') has formulated this Code of Practices And Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('Code').

The Board of Directors of the Company adopted this Code on 29th June, 2017.

PRINCIPLES OF FAIR DISCLOSURE

The Company shall endeavour to do the following:

1. Promptly disclose to the public all unpublished price sensitive information(s) (UPSI) that may impact price discovery, as soon as credible and concrete information comes into being, in order to make such information generally available.

2. Make Uniform and universal dissemination of UPSI to avoid selective disclosure.

3. Designate a senior officer to act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

4. Promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

5. Make appropriate and fair response to queries on news reports and requests for verification of market rumors by Regulatory Authorities. (The company will not respond to every market rumor. However, if requested by the Stock Exchange, the company will submit it's response to the market rumor)

6. Ensure that information shared with analysts and research personnel is not UPSI.

7. Ensure that no communication shall be made by the Company to any analyst or investor of any UPSI or a part thereof at any such meetings with analysts or investor conferences. All information communicated at such meetings will be only such information that is available in public domain or otherwise disclosed on the website of the company or in transcripts or recordings of quarterly results disclosed on the website of the company.

8. To handle all price sensitive information on a "need-to-know" basis,

Policy for determination of "Legitimate Purposes"

The sharing of UPSI shall be deemed to be for "Legitimate Purpose" if it satisfied the following criteria:

(i) The 'Legitimate Purpose' shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.

(ii) The information shall be shared with any person on 'need to know' basis.

(iii) Insiders shall share the UPSI with the external agencies only in the interest of the Company and/or in compliance with the requirements of the law.

(iv) Sharing of information may be construed as insider trading even while it is in pursuit of compliances required or business interests of the Company in appropriate circumstances. The person who has the UPSI should ideally recuse himself from assigned task of the sharing the UPSI with third parties in such doubtful cases to avoid any adverse inferences in this regard.

(v) The agreements entered into involve sharing of UPSI should have a "confidentiality clause" or else a separate Non-Disclosure Agreement shall be executed with parties to safeguard the disclosure of UPSI.

AUTHORISED PERSONS FOR DEALING WITH DISSEMINATION OF INFORMATION AND DISCLOSURE OF UPSI

The Chief Financial Officer of the Company is authorized by the Board to deal with dissemination of information and disclosure of unpublished price sensitive information.

INTERPRETATION

Any words used in this Code but not defined herein shall have the same meaning prescribed to it in the Companies Act, 2013 or rules made thereunder, SEBI Act or rules and regulations made thereunder, Accounting Standards or any other relevant legislation/law applicable to the Company.

In case of any dispute or difference upon the meaning/interpretation of any word or provision in this Code, the same shall be referred to the Audit Committee and the decision of the Audit Committee in such a case shall be final. In interpreting such term/provision, the Board of Directors may seek the help of any of the officers of the Company or an outside expert as it may deem fit.

AMENDMENT

The Company reserves the right to amend or modify this Code in whole or part, in accordance with any regulatory amendment or notification or otherwise, at any time without assigning any reason whatsoever. Any such amended Code will be accordingly updated on the website of the Company.

Amended on 29th January, 2019.