Marksans Pharma Ltd.

9TH June, 2015

BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoi Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C-1, G Block,
Bandra-Kurla Complex
Bandra –(E)
Mumbai 400 051

BSE Scrip Code: 524404

NSE Symbol: MARKSANS

Dear Sirs,

Sub: Disclosure under SEBI (Prohibition of Insider Trading) Regulations, 2015.

Please be informed that pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted "Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information" as enclosed herewith. The same has been published on the company's website(www.marksanspharma.com).

Further, be informed that pursuant to Regulation 9(1) of the said SEBI Regulations, the company has formulated and adopted "Code of Conduct to Regulate, Monitor and Report Trading in Securities of Marksans Pharma Limited.

Kindly take note of the above.

Thanking You,

Yours faithfully,
For **MARKSANS PHARMA LIMITED**

Harshavardhan Panigrahi
Company Secretary & Manager - Legal

Enclosed as above.

Marksans Pharma Ltd.

Code of Practices and Procedures
For
Fair Disclosure of Unpublished Price Sensitive Information

1. PRELIMINARY

The Board of Directors of Marksans Pharma Limited ("the Company") has formulated the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (hereinafter called as "Code of Fair Disclosure").

2. OBJECTIVE

This Code of Fair Disclosure envisages fair disclosure of events and occurrences that could impact price discovery in the market for the Company's securities and adhering to principles of fair disclosures such as equality of access to information, publication of policies such as those on dividend, inorganic growth pursuits, calls and meetings with analysts, publication of transcripts of such calls and meetings, etc.

3. OVERSEEING AND CO-ORDINATING DISCLOSURE

Company Secretary shall be responsible for prompt public disclosure of unpublished price sensitive information i.e. to Stock Exchanges that would impact price discovery, so as to ensure uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

In the event of inadvertent selective disclosure of unpublished price sensitive information, prompt action will be taken to ensure such information is generally available.

Unpublished Price Sensitive Information shall be handled on a "need to know" basis i.e. will be disclosed only who need the information to discharge their duty.

4. RESPONDING TO MARKET RUMOURS

Company Secretary of the Company shall in consultation with the Managing Director and Chief Financial Officer of the Company, promptly deal with any query or request for verification of market rumours received from stock exchanges / regulatory bodies.

5. DISCLOSURE / DISSEMINATION OF PRICE SENSITIVE INFORMATION WITH SPECIAL REFERENCE TO ANALYSTS, INSTITUTIONAL INVESTORS

The Chief Financial Officer only shall disclose any information (which will not be unpublished price sensitive information) relating to the Company's Securities to Institutional Investors & Analysts.

All the officials of the Company should follow the guidelines given hereunder while dealing with analysts and institutional investors:-

(i) Sharing of non-public information

The Chief Financial Officer shall provide only public information to the analysts/research persons/large investors like institutions. In case, non-public information (which will not be unpublished price sensitive information) is

proposed to be provided, the same shall be provided only after disclosure to the stock exchanges and dissemination in the company's website.

(ii) Recording of discussion

Chief Financial Officer shall ensure official confirmation and documentation of disclosures made by making transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website.

Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information as set out in Schedule A of SEBI (Prohibition of Insider Trading) Regulations, 2015 as annexed hereto as Annexure – 1 forms part of this Code of Fair Disclosure.

Marksans Pharma Ltd.

Annexure-1

SCHEDULE- A

Principles of Fair Disclosure for purposes of 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.