

May 15, 2015

The Manager DCS - CRD BSE Limited Phiroze Jeejeeboy Towers Dalal Street, Fort, Mumbai- 400 001 Fax No.: 22722037/39/41/61/3121/3719 <u>BSE Scrip Code: 539056</u>	The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot no.C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Fax No.: 26598237/38 <u>NSE Scrip Symbol: ADLABS</u>
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Dear Sirs,

Sub.: Code of Fair Disclosure and Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015.

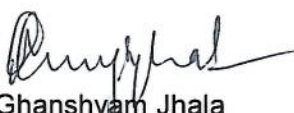
Pursuant to Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, it is hereby confirmed that the Company has formulated the "Code of practices and procedures for fair disclosure of unpublished price sensitive information" and the same has been approved by the Board of Directors of the Company by passing a resolution by circulation on May 15, 2015. The same has also been published on official website of the Company. The Code is enclosed herewith for your kind records.

It is further confirmed that pursuant to Regulation 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has also formulated "Code of Conduct for regulating, monitoring and reporting trading by Insiders" of the Company and the same is also approved by the Board of Directors of the Company by passing a resolution by circulation on May 15, 2015.

We request you to inform your members accordingly.

Thanking you,

Yours faithfully,
For Adlabs Entertainment Limited


Ghanshyam Jhala
Company Secretary
(Membership No: A22633)



Code of Fair Disclosure

Following principles shall be followed by the Company to ensure, timely and adequate disclosure of unpublished price sensitive information:

1. The Company shall ensure prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. The Company shall ensure uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary of the Company shall act as the Chief Investor Relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company will ensure that information shared with analysts and research personnel, if any, is not unpublished price sensitive information.
7. The Company shall develop 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. The Company shall handle all unpublished price sensitive information on a need-to-know basis.

The Code shall come into force with effect from May 15, 2015. This Code shall be published on the official web site of the Company.

The Code and every subsequent modification, alteration or amendment made thereto, shall also be intimated to the Stock Exchange where the securities of the Company are listed.

