



Ref: SECT: STOC: 11 - 15

26th March, 2015

To
The Secretary,
The Stock Exchange, Mumbai
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

To
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051

Dear Sir,

Ref: Stock Code: 519552 / HERITGFOOD

Re: Code of Practices and procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Board of Directors at their meeting held on 25-03-2015 have adopted Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in accordance with Regulation 8 (1) SEBI (Prohibition of Insider Trading) Regulations, 2015 notified by Securities and Exchange Board of India on January 15, 2015.

The above Code of Conduct shall become effective from May 14, 2015 when the SEBI Regulations come into force.

In terms of Regulations 8 (2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 a copy of the adopted Code of Conduct is hereby disseminated promptly with the Stock Exchanges where the Securities of the Company are listed.

Please take the above on record.

Thanking You,

Yours faithfully,
For Heritage Foods Limited


UMAKANTA BARIK
Company Secretary



Enclosed: As stated above



HERITAGE FOODS LIMITED
(Formerly known as M/s. Heritage Foods (India) Limited)
CIN : L15209AP1992PLC014332
AN ISO: 22000 CERTIFIED COMPANY





CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[Framed under regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015]

Principles of Fair Disclosure for purposes of code of practices and procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Heritage Foods Limited (herein after called “the Company”) shall adhere to the following item of code of practices so as to ensure timely and adequate disclosure of price sensitive information with respect to it or its securities which is likely to affect price of the securities.

1. The Company shall promptly make public disclosure of unpublished price sensitive information as soon the information or the decisions are validated by the Board to Stock Exchanges where the shares are listed and simultaneously upload such information on Company’s official website www.heritagefoods.in in order to make such information generally available to investors and members of the Company.
2. The Company shall make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary & Compliance Officer is designated as Chief Investor Relations Officer to take all required action for dissemination of information and disclosure of unpublished price sensitive information.
4. The Company shall 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 request for verification of market rumours by regulatory authorities.
6. The Company shall ensure that information if any shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company shall take reasonable steps, to make generally available, any discussion on unpublished price sensitive information at the meeting of analyst or investors relations through the official website to ensure official confirmation and indiscriminate disclosure.
8. Unpublished price sensitive information shall be handled on a “need to know” basis, i.e., unpublished price sensitive information shall be disclosed only to those within the Company who need the information to discharge their duty.

The code was duly approved by the Board in its meeting held on 25th March, 2015 and the code shall be effective from 14th May, 2015, when the SEBI regulations come into force.



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