

***Policy for determination of “Legitimate Purpose” for sharing
Unpublished Price Sensitive Information (UPSI)***

1. Preamble and Objective:

The “Policy for Determination of Legitimate Purpose (“the Policy”) prepared in compliance with the provisions of regulation 3(2A) of Securities Exchange Board of India (Prohibition of Insider Trading) (Amendments) Regulations, 2018 (“the Regulations”) and adopted by the Board of Directors (“the Board”) of Glenmark Life Sciences Limited (“the Company”) in order to establish a mechanism for sharing of Unpublished Price Sensitive Information (“UPSI”) in the ordinary course of business by an insider of the Company.

2. Scope:

The Policy shall form part of Code of Conduct for Fair Disclosure of UPSI of the Company Prohibition of Insider Trading Code and shall be applicable to all Insiders. It will be the responsibility of Insiders of the Company to ensure compliance of SEBI regulations and guidelines and other related statutes fully.

3. Legitimate Purpose:

The legitimate purpose for sharing the UPSI by insider in the ordinary course of business shall include but not be limited to the following:

- Sharing of UPSI in business situations like acquisitions, mergers, divestments, rights issue or any other transaction(s)/ corporate action(s) where an insider (s) needs to share information with the promoters /controlling shareholders for the transaction(s) to be successful;
- Sharing of UPSI with partners, collaborators, merchant bankers, legal advisors, lenders, customers, suppliers, auditors, insolvency professionals or other advisors or consultants;
- Possible investment/disinvestment in a new venture/existing undertaking;
- Any event or information as prescribed under Part A of Schedule III under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time;
- Any other purpose as the Board may determine depending upon the transaction(s).

Provided that such sharing of UPSI has not been carried out to evade or circumvent the prohibitions laid down under the Regulations.

4. Process of sharing UPSI:

The insider shall conduct the following steps while sharing UPSI:

- Satisfy that information is UPSI and that sharing of UPSI is for legitimate purposes;
- Identify the persons with whom such information is to be shared;
- Notify the recipient that the information that is being shared is UPSI and to maintain confidentiality of such UPSI;
- Mode of sharing UPSI shall be either by an email (addressed directly to the insider without copying) or via hard copy or any by other electronic mode or device or provide access to the information, data, server with due acknowledgement thereof from the recipient.
- Maintain the names of the persons along with PAN (or any other identifier where PAN is not available) with whom UPSI is shared. The database shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database. This database shall be kept confidential.

This Policy was approved by the Board of Directors at its Meeting held on March 10, 2021