

ANMOL INDUSTRIES LIMITED



As approved by the Board of Directors on 10th September 2026

CODE OF PRACTICES AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION (“UPSI”) AND CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING UNDER SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015 (Version 1)

ANMOL INDUSTRIES LIMITED

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1. Scope and Purpose:

This Code of Conduct for Prevention of Insider Trading (**“Code”**) has been framed by Anmol Industries Limited (**“Company”**) pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended.

The Company endeavors to preserve the confidentiality of Un-published Sensitive information (UPSI) and to prevent misuse of such information. The Company is committed to transparency and fairness in dealing with all the stakeholders and in ensuring adherence to all laws and regulations.

To achieve these objectives, the Company hereby notifies Anmol Industries Limited Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information (**“UPSI”**) and Code of Conduct to Regulate, Monitor and Report Trading Under SEBI (Prohibition of Insider Trading) Regulations, 2015, hereinafter referred to as the **“Code of PIT”**.

This Code of Conduct has been made pursuant to Regulation 8 and Regulation 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, and may be modified by the Board of Directors of the Company from time to time.

2. Principles adopted:

- Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
- Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
- Designation of a senior officer as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
- Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

- Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
- Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences available on the official website to ensure official confirmation and documentation of disclosures made.
- Handling of all unpublished price sensitive information on a need-to-know basis.

3. Definitions

For the purpose of this Code of Conduct—

a) “Committee”

Means the **Audit Committee** constituted by the Company which, inter alia, will also look after the implementation of these Regulations.

b) “Chief Investor Relations Officer”

Means the senior officer possessing the requisite qualifications as mentioned in the Regulations and appointed by the Board of Directors of the Company to deal with dissemination of information and disclosure of UPSI in a fair manner from time to time.

c) “Connected Person” means—

- Any person who is or has during the six months prior to the concerned act been associated with the Company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a Director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
- Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established—
- An immediate relative of connected persons specified in clause (i); or
- A holding company or associate company or subsidiary company; or
- An intermediary, viz., stock-broker, sub-broker, share transfer agent, banker to an issue, trustee of trust deed, registrar to an issue, merchant banker, underwriter, portfolio manager, investment adviser

Formatted: None

and such other intermediary who may be associated with the securities market as specified in Section 12 of the the Securities and Exchange Board of India Act, 1992, or an employee or Director thereof; or

- vi. An investment company, trustee company, asset management company or an employee or Director thereof; or
- vii. An official of a stock exchange or of a clearing house or corporation.
- viii. A member of the Board of Trustees of a mutual fund or a member of the Board of Directors of the Asset Management Company of a mutual fund, or an employee thereof; or
- ix. A member of the Board of Directors or an employee of a public financial institution as defined in Section 2(72) of the Companies Act, 2013; or
- x. An official or an employee of a self-regulatory organization recognized or authorized by the Board; or
- xi. A banker of the Company; or
- xii. A concern, firm, trust, Hindu Undivided Family, company or association of persons wherein a Director of the Company or his immediate relative or banker of the Company has more than **ten per cent** of the holding or interest.

d) “Dealing in Securities”

Means an act of subscribing, buying, selling or agreeing to subscribe, buy, sell or deal in any securities by any person either as principal or agent.

e) “Designated Employees”

Means all members of the Board of Directors and one level below the Board, i.e., all the designated Key Managerial Personnel and/or such other employees who may be so designated from time to time by the Company for the purpose of this Code of Conduct and who may be able to have access to any **Price Sensitive Information** as defined in the Code of Conduct.

f) “Designated Person”

Means a Director, Officer, Designated Employee of the Company and professional firms such as auditors, accountancy firms, law firms, analysts, consultants, etc., assisting or advising the Company and such other person or persons who may be so designated by the Company from time to time for the purpose of this Code of Conduct.

g) “Insider” means:

- i. Designated Persons including Designated Employees.
- ii. Any person who is or was connected with the Company or is deemed to have been connected with the Company.
- iii. Any person who is in receipt of unpublished price sensitive information in the course of a **“legitimate purpose.”**

h) “Legitimate Purpose”

“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 these Regulations.

i) “Material Financial Relationship”

“Material Financial Relationship” shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding twelve months, equivalent to at least **25% of such payer's annual income**, but shall exclude relationships in which the payment is based on **arm's length transactions**.

j) “Material Subsidiary”

“Material Subsidiary” shall mean a subsidiary as identified pursuant to the Policy for determining Material Subsidiaries as adopted by the Company.

k) “Price Sensitive Information”

Means any information which relates directly or indirectly to a Company and which, if published, is likely to materially affect the price of securities of the Company.

Explanation:

The following shall be deemed to be Price Sensitive Information:

- i. Periodical financial results of the Company.
- ii. Intended declaration of dividends (both interim and final).
- iii. Issue of securities or buy-back of securities.
- iv. Change in capital structure.

- v. Amalgamation, acquisition, mergers, demergers, delisting, disposals and expansion of business, takeovers and buy-back.
- vi. Disposal of the whole or substantial part of the undertaking.
- vii. Any changes in policies, plans or operations of the Company. Change in Key Managerial Personnel.

l) “Immediate Relatives”

Means a person as defined in **Section 2(77) of the Companies Act, 2013.**

m) “Trading Window”

Means a trading period for trading in the Company's securities as specified by the Company from time to time.

n) “Unpublished”

Means information which is not published by the Company or its agents and is not specific in nature.

Explanation:

Speculative reports in print or electronic media shall not be considered as published information.

All other words and expressions used but not defined in this Policy, but defined in the Securities and Exchange Board of India Act, 1992, the Companies Act, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and/or the rules and regulations made thereunder shall have the same meaning as respectively assigned to them in such acts or rules or regulations or any statutory modification or re-enactment thereto, as the case may be. In any circumstance where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy.

4. Publication of the Code

This Code, upon its adoption by the Board of Directors of the Company, shall be uploaded on the Company's website and any updates hereto shall be promptly reflected on the Company's website.

5. Preservation of “Price Sensitive Information”

All information shall be handled within the Company on a **need-to-know basis** and no **Unpublished Price**

Sensitive Information (UPSI) shall be communicated to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of legal obligations.

Need-to-Know Basis means that UPSI should be disclosed only to those within the Company who require the information to discharge their duties and whose possession of such information will not give rise to a conflict of interest or the appearance of misuse of the information.

6. Chinese Wall

To prevent the misuse of confidential information, the Company shall adopt a “**Chinese Wall**” policy which separates those areas of the Company that routinely have access to confidential information, viz., **Legal, Finance, Strategy and Secretarial Departments**, regarded as the “**inside areas**”, from those areas which deal with sales, marketing, investment advice or other departments providing support services, considered “**public areas.**”

- a. Employees in the inside areas shall not communicate any UPSI to anyone in the public area.
- b. In exceptional circumstances, employees from the public area may be brought “**over the wall**” and given confidential information on the basis of **need-to-know** criteria after obtaining the approval of the relevant Head of Department.

7. Compliance Officer / Chief Investor Relations Officer (CIRO)

The **Company Secretary** shall be the **Compliance Officer / Chief Investor Relations Officer (CIRO)** for the purposes of this Code of Conduct.

8. Role and responsibilities of the Compliance Officer

- a. The Compliance Officer shall ensure compliance with and effective implementation of the Regulations, as well as this Code, across the Company;
- b. The Compliance Officer shall assist all the Designated Persons in addressing any clarifications regarding the Regulations and this Code.
- c. The Compliance Officer shall report to the Board or head(s) of the organisation and in particular, shall provide reports to the Chairman of the Audit Committee or to the Chairman of the Board at such frequency

as may be stipulated by the Board or head(s) of the organisation but not less than once in a year, including information in relation to the Trading Plan submitted; pre clearances given to the Designated Person; continual disclosure submitted by the Designated Persons.

- d. The Compliance Officer shall, on an annual basis confirm to the Audit Committee that the internal controls in relation to the mechanism for prevention of Insider Trading as required under the law are adequate and operating effectively.
- e. The Compliance Officer shall maintain record of the disclosures made by the designated persons for a minimum period of 8 years.

9. Applicability of the Code

This Code of Conduct shall be applicable to **Directors, Key Managerial Personnel (KMPs), Officers, Designated Employees, Auditors, Registrars & Share Transfer Agents, Merchant Bankers, Solicitors & Advocates, Consultants**, and their **relatives**, as defined herein.

10. Communication of Price Sensitive Information

No **Designated Person** shall pass on any **Price Sensitive Information** to any person, directly or indirectly, by way of making a recommendation for the purchase or sale of securities of the Company.

11. Communication of Unpublished Price Sensitive Information

No **Designated Person** shall communicate any **Unpublished Price Sensitive Information (UPSI)** to any person except those within the Company who require such information to discharge their duties and whose possession of such information will not give rise to a conflict of interest or the appearance of misuse of the information.

12. Restrictions on Insiders

No **Insider** shall communicate or counsel any **Unpublished Price Sensitive Information** to any person and shall not deal in the securities of the Company while in possession of such information, except where such communication is required in the ordinary course of business, profession, employment or under any law.

13. Disclosure of Shareholding and Trading

All **Designated Persons** shall disclose their interest or holding in the shares of the Company to the **Compliance Officer** in the following manner:

- a) Persons holding **more than 5%** shares or voting rights in the Company shall disclose, in **Form A**, the number of shares or voting rights **within 2 working days** of becoming such holder.
- b) A **Director or Officer** of the Company shall disclose, in **Form B**, the number of shares or voting rights **within 7 working days** of becoming a Director or Officer of the Company. If there are no transactions in a particular month, then a **“NIL” statement is not required** to be submitted.
- c) Persons holding **more than 5%** shares or voting rights shall disclose, in **Form C**, the number of shares or voting rights held and any change in shareholding or voting rights from the last disclosure made under clause (a), where such change **exceeds 2%** of the total shareholding or voting rights of the Company.
- d) A **Director or Officer** shall disclose to the **Company and the Stock Exchanges (BSE & NSE)**, in **Form D**, the total number of shares or voting rights held and any change in shareholding or voting rights from the last disclosure made under clause (b), where such change **exceeds ₹5.00 lakh in value or 25,000 shares or 1% of the total shareholding or voting rights, whichever is lower**. In case of any changes in such information, the Designated Person shall inform the Company of such change promptly following information as per Annexure IV:
 - Immediate Relatives
 - Persons with whom such Designated Person(s) shares a Material Financial Relationship
 - Phone numbers including mobile numbers which are used by the above persons

In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one-time basis.

‘**Material Financial Relationship**’ shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift from a Designated Person during the immediately preceding twelve months, equivalent to at least 25% of the annual income of such Designated Person but shall exclude relationships in which the payment is based on arm’s length transactions.

- e) The Company shall, **within 2 days of receipt**, disclose to all the stock exchanges on which the Company is listed, the information received under sub-clauses **(a), (b), (c) and (d)** above.

Explanation:

The disclosures required under sub-clauses **(c)** and **(d)** shall be made **within 2 working days** of the receipt of intimation of allotment of shares or the acquisition/sale of shares or voting rights.

f) Disclosures by other connected persons

The Company may at its discretion require any Connected Person or class of Connected Person to make disclosures of holding and trading in Securities of the Company in such form and at such frequency as may be determined by the Company in order to monitor compliance with this Code.

14. Preservation of Confidential Information

All Designated Persons shall ensure that files containing confidential information relating to Price Sensitive Information are kept fully secure.

Computer files containing such information shall be protected through adequate security measures, including login credentials, passwords, and other appropriate safeguards.

15. Threshold for Applicability

This Code of Conduct shall apply to any transaction in the securities of the Company exceeding:

- 25,000 equity shares, or
 - ₹5.00 lakh in value, or
 - 1% of the total holding of the Company,
- whichever is lower.

16. Reporting by the Compliance Officer

The Compliance Officer shall report trading by the Designated Persons to the Board of Directors and, in particular, shall provide reports to the Chairman of the Audit Committee/Board of Directors at such frequency as may be stipulated by the Board of Directors, but not less than once in a year.

17. Trading Plan

- a. Insiders shall have the option to formulate their Trading Plan and present the same to the Compliance Officer for approval. The Compliance Officer shall approve or reject the trading plan within two trading days of receipt of the trading plan and notify the approved plan to the stock exchanges on which the securities are listed, on the day of approval.
- b. Such trading plan shall:
 - i. Not entail commencement of trading on behalf of the Insider earlier than one hundred and twenty calendar days from the public disclosure of the plan;
 - ii. Not entail overlap of any period for which another trading plan is already in existence;
 - iii. set out following parameters for each trade to be executed:
 - (i) either the value of trade to be effected or the number of securities to be traded;
 - (ii) nature of the trade;
 - (iii) either specific date or time period not exceeding five consecutive trading days;
 - (iv) price limit (shall be rounded off to the nearest numeral), that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
 - for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and up to twenty per cent higher than such closing price;
 - for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and up to twenty per cent lower than such closing price.
- iv. Not entail trading in securities of the Company for market abuse.
- c. Provided that the implementation of the Trading Plan shall not be commenced if any Unpublished Price Sensitive Information in possession of the Insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation.
- d. The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of this Code or “**Regulations**” and shall be entitled to seek such express

undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.

- Provided that pre-clearance of trade shall not be required for a trade executed as per an approved trading plan.
- Provided further that trading window norms shall not be applicable for trades carried out in accordance with an approved trading plan.

e. The trading plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law. Provided further that if the Insider has set a price limit for a trade, the Insider shall execute the trade only if the execution price of the security is within such limit. If the price of the security is outside the price limit set by the Insider, the trade shall not be executed.

f. Non-implementation of the trading plan:

In case of non-implementation in full or partial of trading plan due to permanent incapacity or bankruptcy or operation of law or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:

- The Insider shall intimate non-implementation (full/partial) of trading plan to the Compliance Officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any;
- Upon receipt of information from the Insider, the Compliance Officer, shall place such information along with his recommendation to accept or reject the submissions of the Insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not;
- The decision of the Audit Committee shall be notified by the Compliance Officer on the same day to the stock exchanges on which the securities are listed;
- In case the Audit Committee does not accept the submissions made by the Insider, then the Compliance Officer shall take action as per this Code.

18. Other Restrictions

The Designated Person shall hold their investments in securities for a minimum period of six months

irrespective of mode of acquisition in order to be considered as being held for investment purposes. The Designated Person permitted to trade shall not be permitted to execute a contra trade within a period of six months from the date of said trade. In case the sale of securities is necessitated by personal emergency, the Compliance Officer may waive the holding period after recording in writing his or her reasons in this regard. An application for waiver of holding period shall be made to the Compliance Officer.

19. Trading Window

The **Designated Persons** and their **Immediate Relatives** shall be subject to the following trading restrictions:

i. Closure of Trading Window

The Trading Window shall be closed **at least three (3) days prior** to the occurrence of the following events and shall reopen **48 hours after the publication** of the Price Sensitive Information:

- a) Declaration of dividends (interim and final).
- b) Issue of securities by way of public issue, rights issue, bonus issue, etc.
- c) Any major expansion plan or execution of a new project.
- d) Amalgamation, mergers, takeovers and buy-back.
- e) Disposal of the whole or substantially the whole of the undertaking.
- f) Any changes in the policies, plans or operations of the Company.

ii. Closure of Trading Window for Financial Results

The Trading Window shall be closed **from the subsequent date of closure of each quarter** on the happening of the following events and shall reopen **48 hours after the publication** of the Price Sensitive Information:

- a) Declaration of **Financial Results** (Quarterly, Half-Yearly and Annual).
- b) Any such event as may be notified by the concerned authorities.

Trading Window may also be closed during such additional period as may be considered appropriate by the Company from time to time.

(B) Restriction on Trading

No **Designated Person** shall undertake any dealing in the securities of the Company during the period when the **Trading Window is closed**.

(C) Pre-clearance of Trades

- i. All **Designated Persons** intending to deal in the securities of the Company exceeding the threshold limit of:

- **25,000 equity shares**, or
- **₹5.00 lakh in value**, or
- **1% of the total holding of the Company**,

whichever is lower, shall make an application to the **Compliance Officer** in the prescribed form for **pre-clearance** of the proposed transaction.

An **undertaking** shall also be executed in favour of the Company by the Designated Person incorporating, inter alia, the following declarations:

- a) That the Designated Person **does not have access to, or has not received, any Price Sensitive Information** up to the time of signing the undertaking.
- b) That if the Designated Person **obtains access to or receives Price Sensitive Information after signing the undertaking but before execution of the transaction**, he/she shall immediately inform the Compliance Officer and shall refrain from dealing in the securities of the Company until such information becomes generally available to the public.
- c) That he/she has **not contravened** the provisions of this Code of Conduct.
- d) That he has made a full and true disclosure in the matter.

(iii) Only after receiving the **pre-clearance approval**, the transaction shall be carried out.

(iv) The execution of the order in respect of the securities of the Company shall be completed **within seven (7) trading days** from the date of approval/pre-clearance, failing which **fresh pre-clearance** shall be required before executing the trade.

(v) The investment in securities shall be held for a **minimum period of 180 days** from the date of purchase/actual allotment.

Provided that this requirement shall **not apply to trades pursuant to the exercise of stock options**.

In case of a **personal emergency**, the **180-day holding period** may be waived by the **Compliance Officer**, after recording the reasons in writing.

20. Internal Control

1.1.1. The Compliance Officer, Chief Financial Officer or Chief Executive Officer of the Company shall put in place an adequate and effective system of internal controls to ensure compliance with the requirements given in SEBI PIT Regulations to prevent Insider Trading. Further, the Board shall ensure that the requirements are met by such persons under the SEBI PIT Regulations.

1.1.2. The internal controls shall include the following:

- All employees who have access to Unpublished Price Sensitive Information are identified as Designated Persons;
- all the Unpublished Price Sensitive Information shall be identified, and its confidentiality shall be maintained as per the requirements of this Code;
- adequate restrictions shall be placed on communication or procurement of Unpublished Price Sensitive Information as required by this Code;
- lists of all Employees and other persons with whom Unpublished Price Sensitive Information is shared shall be maintained and confidentiality agreements/notices shall be signed or notice shall be served to all such Employees and persons;
- periodic process review to evaluate effectiveness of such internal controls.
- all other relevant requirements specified under the SEBI PIT Regulations shall be complied with;

1.1.3. The Audit Committee of the Company shall review compliance with these provisions of the Code at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.

1.1.4. The Company shall formulate written policies and procedures for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information, which shall be approved by the Board and accordingly initiate appropriate inquiries on becoming aware of such information and inform the Board promptly of such leaks, inquiries and results of such inquiries;

1.1.5. If an inquiry has been initiated by the company in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, the relevant intermediaries and fiduciaries shall co-operate with the company in connection with such inquiry conducted by the company.

21. Protection against retaliation and victimisation

The Company shall not discharge, terminate, the Company in case of leak or suspected leak of Unpublished Price Sensitive Information, the relevant intermediaries and fiduciaries shall co-operate with the Company in connection with such inquiry conducted by the Company. Employees who reports any alleged violation of Insider trading laws in accordance with the Informant Mechanism introduced vide SEBI (Prohibition of Insider Trading) (Third Amendment) Regulations, 2019 dated September 17, 2019, will be protected against any discharge, termination, demotion, demotion, suspension, threats, harassment, directly or indirectly or discrimination, irrespective of whether the information is considered or rejected by SEBI or he or she is eligible for a Reward under the SEBI PIT Regulations, by reason of: (a) filing a Voluntary Information Disclosure Form under the SEBI PIT Regulations; (b) testifying in, or otherwise assisting or aiding SEBI in any investigation, inquiry, audit, examination or proceeding instituted or about to be instituted for an alleged violation of the Insider trading laws, or in any manner aiding the enforcement action taken by the Board; (c) breaching any confidentiality agreement or provisions of any terms and conditions of employment or engagement solely to prevent any employee from cooperating with SEBI in any manner.

1.1.1. For the purpose of this Clause, “Employee” shall mean any individual who during employment may become privy to information relating to violation of Insider trading laws and files a Voluntary Information Disclosure Form under the SEBI PIT Regulations and is a director, partner, regular or contractual employee, but does not include an advocate.

1.1.2. It is further clarified that the Company does not require any Employee to establish that: (a) SEBI has taken up any enforcement action in furtherance of information provided by such person; or (b) the information provided fulfils the criteria of being considered as an ‘original information’ under the SEBI PIT Regulations. The Employee will not be required to notify the Company of such filing, or seek its prior permission or consent or guidance of any person engaged by the Company, as the case may be, before or after such filing.

22. Protection of Employees against Retaliation and Victimization

- i. Any suspected violation of leak of Unpublished Price Sensitive Information or violation of this Code can be reported under whistle-blower mechanism.

- ii. Retaliation for reporting suspected violation is strictly prohibited under this Code.
- iii. Employees who reports any alleged violation of Insider trading laws in accordance with the Informant Mechanism introduced vide SEBI (Prohibition of Insider Trading) (Third Amendment) Regulations, 2019 dated September 17, 2019, will be protected against any discharge, termination, demotion, suspension, threats, harassment, directly or indirectly or discrimination.

23. Reporting of Violations

The **Board of Directors** shall be promptly informed whenever it is observed that there has been any violation of the Regulations under which this Code has been formulated.

24. Annual Disclosure by Designated Persons

Every **Designated Person** shall disclose the following information to the Company **annually** and **whenever there is any change** in such information:

- a) Names and **Permanent Account Number (PAN)** or any other identifier authorized by law of their **Immediate Relatives**.
- b) Names and PAN (or any other authorized identifier) of persons with whom the Designated Person shares a **Material Financial Relationship**.
- c) Their **phone numbers, mobile numbers and cell numbers** used by them.

In addition, the following information shall be disclosed **on a one-time basis**:

- Names of educational institutions from which the Designated Persons have graduated.
- Names of their past employers.

25. Penalties and Disciplinary Action

- 25.1. Every Insider shall be individually responsible for complying with the provisions of this Code (including to the extent the provisions hereof are applicable to his/her Immediate Relatives).

- 25.2. Designated Person and their immediate relatives who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalised and appropriate action may be taken by the Company.
- 25.3. Designated Person and who violates the Code shall also be subject to disciplinary action by the Company, as deemed appropriate, including wage freeze, suspension, recovery, in-eligibility for future participation in employee stock option plans or such other action(s) as may be imposed by the Audit Committee/Board.
- 25.4. Any violation of SEBI PIT Regulations including this Code, shall be promptly reported by the Company to Stock exchange(s) where the concerned securities are traded in such form and manner as may be specified by the SEBI from time to time.
- 25.5. The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI PIT Regulations, which includes profits from such trade shall be liable for a transfer to the credit to the Investor Protection and Education Fund administered by SEBI.
- 25.6. In making its decision, the relevant authority may consider the following indicative key factors when determining the action/measure to be taken against Designated Persons for a breach of this Code/Insider Trading Regulations:
- the nature of breach;
 - the information, if any, provided by the Designated Person in relation to the breach, including the rationale for the trade;
 - the functional role of the relevant Designated Person in the Company;
 - the relevant Designated Person's ability to access to UPSI at the relevant time, trades size, profits made, or losses avoided, etc;
 - the lack of response/ co-operation, if any, on the part of the relevant Designated Person;
 - past association with listed entities to assess awareness of regulatory requirements;
 - prior non-compliances, if any; and
 - restrictions, circumstances surrounding the Company at the time, and any extenuating or other relevant circumstances.
- 25.7. Based on a consideration of the above, the Company may indicatively impose any of the following measures or a combination thereof:
- issuance of a warning letter;
 - imposition of a monetary penalty (*either a fixed sum or as a percentage of the trade size/ profits made/ losses averted, etc.*);

- wage freeze;
- suspension;
- recovery and / or claw back;
- withholding of promotions;
- restrictions on future participation in employee stock option plans;
- disgorgement of profit in case of contra trade;
- restriction from trading in securities of the Company for a specified period;
- termination of employment.

25.8. The classification of Designated Persons for the purposes of imposition of penalties/ disciplinary measures as above, is as under:

- Class A Designated Persons: consisting of all the Directors (including MD), CEO, Senior Management Personnel, Key Managerial Personnel including Chief Financial Officer and Company Secretary and/or Compliance Officer
- Class B Designated Persons: consisting of employees from the Grade of Associate Vice President and above.

25.9. Class C Designated Persons: consisting of Designated Persons other than those covered in Class A and Class B more specifically employees in IT Infosec, Business Finance, Finance & Accounts, Legal Secretarial, Executive Assistants and other employees having access to dashboards/ attending WBR, MBR etc. Any amount collected under this shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

26. Monthly Reporting by Compliance Officer

The **Compliance Officer** shall place before the **Managing Director / Joint Managing Director**, on a **monthly basis**, all the details of dealings in the securities of the Company by the **Designated Persons**.

27. Action by SEBI

In addition to the action that may be taken by the Company, any person violating the **SEBI (Prohibition of Insider Trading) Regulations, 2015** shall also be liable to action by **SEBI** under the provisions of the **SEBI Act**.

In case of any violation, the **Company shall inform SEBI accordingly.**

28. Amendment of the Code

This Code may be **modified, amended or replaced**, as and when necessary, by the **Board of Directors** on the recommendation of the **Audit Committee** or any other Committee constituted by the Board for this purpose.

FORM A

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (a) read with Regulation 6 (2) – Initial disclosure to the company]

Name of the company: _____

ISIN of the company: _____

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relative to/others etc)	Securities held as on the date of regulation coming into force		% of Shareholding
		Type of security (For e.g. - Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5

***Note:** "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.*

Details of Open Interest (OI) in derivatives of the company held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Open Interest of the Future contracts held as on the date of regulation coming into force			Open Interest of the Option Contracts held as on the date of regulation coming into force		
Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
6	7	8	9	10	11

***Note:** In case of Options, notional value shall be calculated based on premium plus strike price of options*

Name & Signature:

Designation:

Date:

Place:

FORM B

SEBI (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a director/KMP/Promoter]

Name of the company: _____

ISIN of the company: _____

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relative to/others etc.)	Date of appointment of Director /KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter/appointment of Director/KMP		% of Shareholding
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5	6

Note: “Securities” shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of Open Interest (OI) in derivatives of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name & Signature: _____

Designation: _____

Date: _____

Place: _____

FORM C

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]

Name of the company: _____

ISIN of the company: _____

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & addresses with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relative to/others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market/public/ rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

Note: “Securities” shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature:

Designation:

Date:

Place:

FORM D

SEBI (Prohibition of Insider Trading) Regulations, 2015

Regulation 7(3) – Transactions by Other connected persons as identified by the company

Details of trading in securities by other connected persons as identified by the company

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the company	Connection with company	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/acquisition of shares/sale of shares specify		Date of intimation to company	Mode of acquisition/disposal (on market/public/rights/ Preferential offer / off market/Inter-se transfer, ESOPs etc.)
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale/Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

Note: “Securities” shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of trading in derivatives by other connected persons as identified by the company

Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options.

Name:

Signature:

Place: