

# **TCPL Packaging Limited**

**CIN:- L22210MH1987PLC044505**

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## **CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**

**TCPL PACKAGING LIMITED**  
**CODE OF CONDUCT**  
**TO**  
**REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**  
(Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015)

On January 15, 2015, the Securities and Exchange Board of India (SEBI) has notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("2015 Regulations") to be effective from May 15, 2015.

Regulation 9(1) of the aforesaid Regulations casts a duty upon the Board of Directors of every listed company to formulate a code of conduct to regulate, monitor and report trading by its employees and other connected persons towards achieving compliance with these regulations, adopting the minimum standards set out in the Schedule B to the Regulations. Audit Committee and Board of Directors of the Company may amend this policy from time to time in line with such amendments to Listing Regulations.

**Compliance Officer**

Mr. Harish Anchan, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board of directors of the company;

Further, the Compliance officer shall also provide Reports to the Chairman of the Audit Committee of the Board of Directors, on an annual basis.

**Who is an Insider?**

Under the 2015 Regulations, an Insider means

- A Connected Person
- Any Person who is in possession of or is having access to Unpublished Price Sensitive Information

The definition of Connected Person is given under Regulation 2(d) SEBI (Prohibition of Insider Trading) Regulations, 2015, pursuant to which a person is a connected person, if he has a connection with the Company that is expected to put him in possession of Unpublished Price Sensitive Information.

**Applicability**

The Code applies to the following categories of persons including their 'immediate relatives'

- Promoters
- Directors
- KMPs (Key Managerial Persons as defined under the Companies Act, 2013)
- Designated Persons/ Employees

**Designated Persons/ Employees**

- The employees as identified by the Management / Compliance Officer based on their functional role.

- The Accounts, Finance, Legal and Secretarial Personnel's of the Company as at Registered Office as well as the Finance/Commercial Heads of all the Units/ Branches as identified by the Compliance Officer.
- Any other person as may be determined by the Compliance officer, based on their functional role in the organization, for the purpose of monitoring adherence to the Code for preservation of UPSI

### **Immediate Relative**

Immediate relative *means* spouse of a person and *includes* parent, sibling and child of such person/ or the spouse, if any of them is either dependent financially on such person or consults such person in taking decisions relating to trading in securities.

*In addition to the above stated categories, all the connected persons in possession of or having access to Unpublished Price Sensitive Information shall also be covered under the Code and accordingly the Company may ask such persons or class of connected persons to make disclosures of their holdings and trading in securities of the Company.*

### **Unpublished Price Sensitive Information (UPSI)**

Any information, relating to the Company or its securities, that is not generally available would be *Unpublished Price Sensitive Information* if it is likely to materially affect the price of the securities upon coming into public domain.

Ordinarily, the types of matters that would give rise to Unpublished Price Sensitive Information are:

- Financial Results
- Dividends
- Change in Capital Structure
- Mergers, De-mergers, acquisitions, delistings, disposals and material expansion of business and such other transactions
- Changes in Key Managerial Personnel
- Material Events in accordance with the listing agreement

The above is only an illustrative list and there might be other instances in relation to which certain unpublished information, upon becoming public, might materially affect the price of securities of the Company.

### **Preservation of Unpublished Price Sensitive Information**

- All information shall be handled within the organization on a need-to-know basis.
- No Connected person or anyone who is in possession of or has access to unpublished price sensitive information relating to the Company shall communicate it to any other person except in furtherance of legitimate purposes, performance of his duties or discharge of his legal obligations.
- The Designated Employees and Connected persons shall maintain the confidentiality of all Unpublished Price Sensitive Information and shall not disclose or communicate or counsel or procure directly or indirectly the Unpublished Price Sensitive Information to any person (except in furtherance of legitimate purposes, performance of his duties or discharge of his legal obligations) until the same is made available to the general public.

### **Restriction on Trading while in Possession of UPSI**

The Promoters, member of the promoter group, Directors, KMPs, Designated Employees and Connected persons, when in possession of UPSI shall not trade in securities of the Company either on their own behalf or on behalf of any other person.

However, trades pursuant to a "Trading Plan" set up in accordance with Regulation 5 of the 2015 Regulations may be permitted subject to the approval of Trading Plan by the Compliance Officer and public disclosure of it on the Stock Exchanges.

### **Notional Trading Window - Trading Period and Trading Limit**

The Promoters, member of the promoter group, Directors, KMPs, Designated Persons and their immediate relatives shall not trade in securities when the (notional) trading window is closed. The trading window shall be closed when the Compliance Officer determines that these persons can reasonably be expected to have possession of UPSI. The Trading Window closure shall be made applicable from the end of every quarter. Trading window shall open 48 hours after the UPSI is made generally available.

When the Trading Window is open, there is no restriction for trading of securities if the value of securities traded, whether in 1 transaction or a series of transactions, in a financial year, aggregates to a traded value upto Rs. 10,00,000/- in value or 2,500 in no. of shares, whichever is lower.

Beyond these stipulated thresholds, trading by these persons shall be subject to pre-clearance by Compliance Officer, if the value of proposed trades is above the aforesaid thresholds.

However, no person shall be entitled to apply for pre-clearance of any proposed trade if such person is in possession of UPSI even if trading window is open.

### **Procedure for pre-clearance**

1. An Application may be made to the Compliance Officer or in case the applicant is Compliance Officer himself, to the Chairman in the prescribed format (refer **Annexure 1**).
2. **An Undertaking** (refer **Annexure 2**) shall be executed by these Person(s) stating that:
  - he/ she does not have access to or received UPSI upto the time of signing the undertaking
  - that in case he/ she has access to or receives UPSI after signing the undertaking but before execution of transaction, he/ she shall inform the Compliance Officer forthwith and refrain from trading in securities till the PSI becomes generally available
  - he/ she has not contravened the provisions of the Code on Prohibition of Insider Trading.
  - he/ she has made full disclosure in the matter
3. The applicant may execute the order within one week i.e. 7 days of the permission, else fresh clearance will be required.

### **Restriction on Contra-Trade for 6 months**

In all cases, these Persons who are permitted to trade in securities of the Company, shall not execute a contra-trade i.e. he/ she shall not enter into an opposite transaction within 6 months following a prior transaction.

Should a contra-trade be executed inadvertently or otherwise, in violation of the aforesaid restriction, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the IEPF administered by it.

In case of ESPS, allotment of shares by the Company, to the Eligible Employee upon Exercise of Shares granted, may be allowed during the period when the Trading Window is closed. Sale of shares allotted on exercise of Shares granted under ESPS shall not however be allowed when the Trading Window is closed. The Compliance Officer of the Company shall disclose the information regarding the closure and open of Trading Window to the concerns from time to time.

## **DISCLOSURES**

### **INITIAL DISCLOSURES OF SHAREHOLDING TO THE COMPANY**

- 1) Every Promoter, member of the promoter group, KMP and Director of the Company, shall, disclose his/ her holding of securities of the Company as on the date of these Regulations take effect i.e. as on 15th May, 2015, to the Company. (refer **Annexure 3**)

Timeline for disclosure – 30 days

- 2) Upon becoming a Promoter, member of the promoter group or appointment as a KMP or Director of the Company or upon becoming a promoter or member of the promoter group, such person, shall, disclose his/ her holding of securities of the Company as on the date of becoming a promoter or appointment as a KMP or Director, to the Company. (refer **Annexure 4**)

Timeline for disclosure – 7 days

### **CONTINUAL DISCLOSURES OF TRADING IN SHARES TO THE COMPANY**

- 1) Every Promoter, member of the promoter group, designated person and Director of the Company, shall, disclose the no. of securities acquired or disposed, if the value of securities traded, whether in 1 transaction or a series of transactions, over any calendar quarter, aggregates to a traded value exceeding Rs. 10 lakhs. (refer **Annexure 5**)

Timeline for disclosure – 2 trading days

- 2) Disclosure of incremental transactions further to the above, shall be made as and when the transaction is effected. (refer **Annexure 5**)

Timeline for disclosure – 2 trading days

## **NOTIFICATION OF CONTINUAL DISCLOSURES BY THE COMPANY TO STOCK EXCHANGES**

The Company shall notify the Stock Exchanges on receipt of continual disclosure (as above) or becoming aware of such information.

Timeline for disclosure – 2 trading days

## **ANNUAL DISCLOSURE OF SHAREHOLDING**

Every Promoter, member of the promoter group, Director, KMP and Designated Employee of the Company, shall, disclose his/ her holding of securities of the Company as on date of every financial year ending 31st March, to the Company. (refer **Annexure 6**)

Timeline for disclosure – 30 days

*For the purpose of all the above prescribed disclosures, whether initial, continual or annual, the disclosures of trading in securities shall also include trading in derivatives of securities and the traded value of the derivatives shall be taken into account accordingly.*

## **PENALTY FOR CONTRAVENTION**

Every person, to whom the Code is applicable, 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).

Any person who violates the Code, shall, in addition to any other penal action that may be taken against him under any law, also be subject to disciplinary action, including wage freeze, suspension etc. Any amount collected under this clause shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI

## **CODE OF FAIR DISCLOSURE**

A code of practices and procedures for fair disclosure of unpublished price sensitive information for adhering each of the principles is set out below:

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 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 rumors 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.
9. If violation of any of the provisions of Insider Trading regulation is observed by the Company, it shall promptly inform Stock Exchanges, in such form and in such manner as may be specified by SEBI in this behalf from time to time.
10. Designated persons are required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the company on an annual basis and as and when the information changes of their respective immediate relatives, persons with whom they [designated person(s)] shares a material financial relationship, Phone, mobile and cell numbers which are used by them and 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

Amendments (with effect from 01.04.2019)

Pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations 2018

**NEW POLICY FOR DETERMINATION OF "LEGITIMATE PURPOSES FOR SHARING UPSI"**

The Board of Directors of the Company shall formulate, approve and implement a policy for determination of "legitimate purposes for sharing UPSI" as a part of "Codes of Fair Disclosure and Conduct" which shall be in sync with SEBI (Prohibition of Insider Trading) (Amendment) Regulation, 2018."

**NEW POLICY OF "PROCEDURE FOR ENQUIRY IN CASE OF LEAK OF UPSI"**

The Managing Director of the Company shall formulate written policies and procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, which shall be approved by Board of Directors of the company and accordingly initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.

**IDENTIFICATION OF UPSI AND MAINTAINING ITS CONFIDENTIALITY**

All the unpublished price sensitive information shall be identified and its confidentiality shall be maintained as per the requirements of this Code and PIT regulations;

**DIGITAL DATABASE OF PERSONS WITH WHOM UPSI IS SHARED**

The Board of Directors shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available.

Such databases shall be maintained with adequate internal controls and such as time stamping and audit trails to ensure non-tampering of the database.

**PROCESS FOR HOW AND WHEN PEOPLE ARE BROUGHT 'INSIDE' ON SENSITIVE TRANSACTIONS.**

The Compliance Officer in consultation with Managing Director of the Company shall decide on how and when any person(s) should be brought 'inside' on any proposed or ongoing sensitive transaction(s).

A person(s) shall be brought inside on any proposed or ongoing sensitive transaction(s) of the Company who may be an existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants etc. for legitimate purpose which shall include the following;

- (i) in the ordinary course of business.
- (ii) in furtherance of performance of duty(ies);
- (iii) for discharge of legal obligation(s).
- (iv) for any other genuine or reasonable purpose as may be determined by the Compliance Officer of the Company.
- (v) for any other purpose as may be prescribed under the Securities Regulations or Company Law or any other law for the time being in force, in this behalf, as may be amended from time to time.

**INTIMATION OF DUTIES AND RESPONSIBILITIES AND THE LIABILITY TO THE PERSON(S) WHO HAS/HAVE BEEN BROUGHT INSIDE' ON SENSITIVE TRANSACTION(S).**

Any person(s) who has/have been brought inside on any proposed and/or ongoing sensitive transaction(s) and in receipt of unpublished price sensitive information shall be considered an "insider" for purposes of this Code and due notice shall be given to such persons

- (i) To make aware such person that the information shared is or would be confidential.
- (ii) To instruct such person to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.
- (iii) To make aware to such person the duties and responsibilities attached to the receipt of such information and the liability attached to misuse or unwarranted use of such information.

**INTERNAL CONTROL SYSTEM**

The Managing Director/ Chief Executive Officer of the Company shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in these code and PIT regulations to prevent insider trading.

**REVIEW OF COMPLIANCES OF PIT CODE AND VERIFICATION OF INTERNAL CONTROL SYSTEM**

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

\*Amendments to Insider Trading -Code of Conduct is adopted by the Board in its Meeting held on 11<sup>th</sup> February 2019.



**ANNEXURE 1****APPLICATION FOR PRE-CLEARANCE OF TRADES**

To  
The Compliance Officer  
TCPL Packaging Limited

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct to Regulate, Monitor and Report Trading by Insiders, I seek approval for purchase/ sale/ subscription of the securities of the Company as detailed below:

| Name | Designation | No. of shares held (with Folio/ DP ID/ Client ID) | Nature of transaction for which approval is sought | No. of shares to be dealt |
|------|-------------|---|--|---------------------------|
|      |             |   |  |                           |

I hereby enclose the form of undertaking signed by me.

Signature  
Date

***Footnotes:***

- 1) No application for pre-clearance can be made during closure of trading window; neither any pre-cleared transaction can be carried out during closure of trading window.
- 2) Pre-clearance required whenever Director(s)/ KMP/ Promoter or Person who is part of Promoter Group/ Designated Employee(s) intend dealing in its securities of the of value Rs. 5,00,000 in value or 2,500 shares.
- 3) Pre-cleared order must necessarily be executed within 7 days of approval.
- 4) A statement of holdings to be furnished in **Annexure 5** after dealing in pre-cleared transaction.

**ANNEXURE 2**

**UNDERTAKING TO BE EXECUTED AT THE TIME OF APPLYING FOR PRE-CLEARANCE**

To  
The Compliance Officer  
TCPL Packaging Limited

I, .....s/o ....., r/o ..... , hereby declare that I am a Promoter / Director / KMP / Designated Employee (state designation) of TCPL Packaging Limited.

I further declare that I am not in possession of or otherwise privy to any unpublished price sensitive information upto the time of signing this undertaking.

In case I have access to or I receive any price sensitive information after signing this undertaking but before execution of the transaction, I shall inform the Compliance Officer of the change in my position and I would completely refrain from trading in the securities of the Company till the time such price sensitive information becomes public / generally available.

I declare that I have not contravened the Company's Code of Conduct to Regulate, Monitor and Report Trading by Insiders. I declare that I have made full disclosure in the matter.

Signature  
Date

**ANNEXURE 3****FORM A****Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015  
[Regulation 7 (1) (a) read with Regulation 6 (2)]**

Name of the company: TCPL Packaging Limited

ISIN of the company: INE822C01015

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

| Name, PAN No., CIN/DIN & address with contact nos. | Category of Person (Promoters / KMP/ Directors/ immediate relatives/ others etc) | Securities held as on the date of regulation coming into force             |    | % of Share holding | 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 |                               |
|--|--|--|----|--------------------|---|-------------------------------|---|-------------------------------|
|  |  | Type of security (For eg. - Shares, Warrants, Convertible Debentures Etc.) | No |                    | Number of units (contracts * lot size)  | Notional value in Rupee terms | Number of units (contracts * lot size)  | Notional value in Rupee terms |
| 1  | 2  | 3  | 4  | 5                  | 6   |                               | 7   |                               |
|  |  |  |    |                    |   |                               |   |                               |

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

Signature:

Designation:

Date:

Place:

**ANNEXURE 4****FORM B**

SEBI (Prohibition of Insider Trading) Regulations, 2015  
 [Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a Key Managerial Personnel  
 /Director/Promoter/Member of the promoter group

Name of the company: TCPL Packaging Limited  
 ISIN of the company: INE822C01015

**Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).**

| Name, PAN No., CIN/DIN & Address with contact nos. | Category of Person KMP / Director or Promoter or member of the promoter group / Immediate relative to/others, etc.) | Date of appointment of Director / KMP OR Date of becoming Promoter / member of Promoter group | Securities held at the time of appointment of KMP /Director or up on becoming Promoter or member of the promoter group |     | % of Share holding |
|--|---|---|--|-----|--------------------|
|  |   |   | Type of security (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlements 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 on the securities of the company held on appointment of KMP or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).**

| Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter /member of the promoter group |  |                               | Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/ member of the promoter group |  |                               |
|---|--|-------------------------------|---|--|-------------------------------|
| 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:

# ANNEXURE 5

## FORM C

### Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) Continual Disclosure ]

Name of the company: TCPL Packaging Limited  
ISIN of the company: INE822C01015

**Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).**

| Name, PAN, CIN/ DIN, & address with Contact nos. | Category of Person (Promoter/ member of the promoter group /designated Person / 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 / disposal 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.) | Exchange on which the trade was executed |
|--|--|--|----------------------------|---|-----|-------|--|---|----------------------------|--|----|-------------------------------|--|--|
|  |  | Type of Securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement etc.) | No. and % of share holding | Type of securities (For eg. – Share, Warrants, Convertible Debentures, Rights Entitlement etc.) | No. | Value | Transaction Type (Purchase/sale Pledge / Revocation/Invocation/ Others-please specify) | Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.) | No. and % of share holding | From   | To |                               |  |  |
| 1  | 2  | 3  | 4                          | 5   | 6   | 7     | 8  | 9   | 10                         | 11   | 12 | 13                            | 14   | 15                                       |

Note- (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.  
(ii) Value of transaction excludes taxes/brokerage/any other charges

**Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons 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) |  |
| 16   | 17                      | 18             | 19                                   | 20             | 21                                   | 22                                       |

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.  
Name & Signature:  
Designation:  
Date:  
Place:

**ANNEXURE 6****ANNUAL DISCLOSURE****STATEMENT OF HOLDINGS OF SECURITIES / DERIVATIVES OF PROMOTER, DIRECTOR, KMP AND DESIGNATED EMPLOYEE AND HIS/ HER IMMEDIATE RELATIVES**

To  
The Compliance Officer  
TCPL Packaging Limited

**I. Statement of Holdings of Promoters, KMPs and Directors**

| <b>Name</b> | <b>Designation</b> | <b>Department</b> | <b>No. of shares/ derivatives held as on 1st April, 20....</b> | <b>No. of shares bought / (sold) during the financial year</b> | <b>Date of purchase / (sale) during the financial year</b> | <b>No. of shares/ derivatives held as on 31st March, 20....</b> | <b>Folio No./ DP ID/ Client ID</b> |
|-------------|--------------------|-------------------|--|--|--|---|------------------------------------|
|             |                    |                   |  |  |  |   |                                    |

**II. Statement of Holdings of Immediate Relatives of Promoters, KMPs and Directors**

| <b>Name</b> | <b>Relationship</b> | <b>No. of shares/ derivatives held as on 1st April, 20....</b> | <b>No. of shares bought / (sold) during the financial year</b> | <b>Date of purchase / (sale) during the financial year</b> | <b>No. of shares/ derivatives held as on 31st March, 20....</b> | <b>Folio No./ DP ID/ Client ID</b> |
|-------------|---------------------|--|--|--|---|------------------------------------|
|             |                     |  |  |  |   |                                    |

Signature:  
Designation:  
Date:  
Place:

## ANNEXURE 7

### FORM D (Indicative format)

#### Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 Regulation 7(3) \* – Transactions by Other connected persons as identified by the company

(\*According to Regulation 7(3), the Company, at its discretion, may require any other connected person or class of connected persons to make disclosures of holdings 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 these Regulations.)

##### 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/ disposal 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.) | Exchange on which the trade was executed |
|--|-------------------------|---|----------------------------|---|-----|-------|---|---|----------------------------|--|----|-------------------------------|--|--|
|  |                         | Type of Securities (For eg. – Shares, Warrant, Convertible Debentures, Rights entitlement etc.) | No. and % of share holding | Type of securities (For eg. – Share, Warrants, Convertible Debentures, Rights Entitlement etc.) | No. | Value | Transaction Type (Purchase / sale / Pledge / Revocation / Invocation/ Others- please specify) | Type of securities (For eg. – Shares, Warrant, Convertible Debentures, Rights entitlement etc.) | No. and % of share holding | From   | To |                               |  |  |
| 1  | 2                       | 3   | 4                          | 5   | 6   | 7     | 8   | 9   | 10                         | 11   | 12 | 13                            | 14   | 15                                       |

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

(ii) Value of transaction excludes taxes/brokerage/any other charges

##### Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons 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) |  |
| 16   | 17                      | 18             | 19                                   | 20             | 21                                   | 22                                       |

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

Name & Signature:

Designation:

Date:

Place: