

Solar Energy Corporation of India Limited

CODE OF PRACTICE & PROCEDURE FOR FAIR

DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

AND

CODE OF CONDUCT FOR REGULATING, MONITORING

& REPORTING OF TRADING BY INSIDERS

CHAPTER I

PRELIMINARY

1. Introduction

Pursuant to the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time ["SEBI (PIT) Regulations, 2015"], Solar Energy Corporation of India Limited ("the Company or SECI") had formulated the "Code of Practice & Procedure for Fair Disclosure of Unpublished Price Sensitive Information" and the "Code of Conduct for Regulating, Monitoring & Reporting Trading by Insiders" ("collectively referred as Code of Conduct").

2. The Policy and Obligations

The Code of Conduct is framed pursuant to Regulation 8(1) and Regulation 9 under Chapter-IV of the SEBI (PIT) Regulations, 2015, to secure the confidentiality of Unpublished Price Sensitive Information, ensure transparency and fairness in dealing with all stakeholders in observance of all laws and regulations. Every member of the Board of Directors, Connected Person and Designated Persons (including their immediate relative) of the Company has a duty to safeguard the confidentiality of all such information obtained in the course of his or her work at the Company. No member of the Board of Directors, Connected Person or Designated Persons (including their immediate relative) may use his or her position or knowledge of the Company to gain personal benefit or to provide benefit to any third party.

3. Objective of the Code

The "Code of Practice & Procedure for Fair Disclosure of Unpublished Price Sensitive Information" has been formulated to ensure fair, timely and adequately disclosure of UPSI to all the stakeholders.

The "Code of Conduct for Regulating, Monitoring & Reporting Trading by Insiders" is to regulate, monitor and report trading by Designated Persons (including their immediate relative) towards achieving compliance with the SEBI (PIT) Regulations, 2015.

4. Applicability

The Code of Conduct shall apply to all Insiders including Designated Persons and immediate relatives of Designated Persons as mentioned in this Code of Conduct.

5. Definitions

In this Code of Conduct, unless the context otherwise requires:

- (i) "Act" means the Securities and Exchange Board of India Act, 1992 (15 of 1992);
- (ii) "Board" means the Securities and Exchange Board of India;
- (iii) "Board of Directors" means the Board of Directors of the Company;
- (iv) "Company or SECI" means Solar Energy Corporation of India Limited;
- (v) "Compliance Officer" means the Company Secretary of the Company or any senior officer designated as such and reporting to the Board of Directors, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the Regulations, and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules of preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified under the SEBI (PIT) Regulations, 2015 under the overall supervision of the Board of Directors. In the absence of the Company Secretary, any other senior officer authorized by the Chairman and Managing Director or Managing Director shall act as Compliance Officer.

[Explanation: "financially literate" means a person who has the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account and cash flows.]
- (vi) "Code of Conduct" or "Code" means this Code of Practice & Procedure for Fair Disclosure of Unpublished Price Sensitive Information and the Code of Conduct for Regulating, Monitoring & Reporting of Trading by Insiders, as modified from time to time;

(vii) "Connected Person" means-

- (a) A Director of the Company;
- (b) A Key Managerial Personnel of the Company;
- (c) An Executive of the Company;
- (d) Any person who is or has been in a contractual, fiduciary or employment relationship in the six-month period prior to date of determining whether that person of such relationship, was, directly or indirectly allowed access to UPSI or reasonably expected to be allowed access to UPSI;
- (e) Any person who is or has been in a frequent communication with an officer the Company at any time in the six-month period prior to date of determining whether that person as a result of such frequent communication, was, directly or indirectly allowed access to UPSI or reasonably expected to be allowed access to UPSI;
- (f) An employee of the Company who has access to UPSI or reasonably expected to be allowed access to UPSI;
- (g) Any person who has a professional or business relationship with the Company whether temporary or permanent and that relationship directly or indirectly allows access to UPSI or reasonably expected to be allowed access to UPSI;

[Note: In respect of officials listed under item (a) to (c) who is or has been in a contractual, fiduciary or employment relationship in the six-month period prior to date of determining whether that person of such relationship, was, directly or indirectly allowed access to UPSI or reasonably expected to be allowed access to UPSI.]

ii. Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected person unless the contrary is established:

- (a) a relative of connected person specified in clause (i); or
- (b) a holding company or associate company or subsidiary company; or
- (c) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or
- (d) an investment company, trustee company, asset management company or an employee or director thereof; or
- (e) an official of a stock exchange or of clearing house or corporation; or

- (f) a member of 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 is an employee thereof; or
 - (g) 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
 - (h) an official or an employee of a self-regulatory organization recognized or authorized by the Board; or
 - (i) a banker of the company; or
 - (j) a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his relative or banker of the company, has more than ten per cent of the holding or interest; or
 - (k) a firm or its partner or its employee in which a connected person specified in sub-clause (i) of clause (vii) is also a partner; or
 - (l) a person sharing household or residence with a connected person specified in sub-clause (i) of clause (vii)
- (viii) “Contra trade” or “Opposite Transaction” means opposite or reverse transaction(s), in the securities of SECI during the next six months following the prior transaction.
- (ix) “Chief Investor Relations Officer” means any senior officer authorized by the Chairman and Managing Director or Managing Director, SECI.
- (x) "Designated Persons" means :
- (a) All Directors and Chief Vigilance Officer
 - (b) Key Managerial Personnel(s)
 - (c) All Executives working at E1 and above level.
 - (d) Such other employees of the Company including Support Staff who have access to unpublished price sensitive information
 - (e) Such other employees of the material subsidiary companies

[Note: In respect of the categories of employees covered under clauses (d) and (e), the Chairman or Managing Director or Chairman and Managing Director, or any other senior officer as may be decided by them, shall be empowered to take the decision.

In case any of the Designated Person leaves the services of the Company due to superannuation / resignation / termination etc., he/she shall continue to be considered as Designated Person for a further period of six months subsequent to the date of his/her leaving the Company.]

- (xi) "Director" means a member of the Board of Directors of the Company.
- (xii) "Generally Available Information" means information that is accessible to the public on a non-discriminatory basis and shall not include unverified event or information reported in print or electronic media;

[Note: Information published on the website of stock exchange where securities are listed, would ordinarily be considered generally available.]
- (xiii) "Immediate Relative" means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.
- (xiv) "Insider" means any person who is:
 - a) a connected person; or
 - b) in possession of or having access to unpublished price sensitive information.
- (xv) "Insider trading" means when insider use unpublished price sensitive information to arrive at securities trading (including buying as well as selling) decisions.
- (xvi) "Key Managerial Personnel" or 'KMP', shall have the meaning as defined under the Companies Act, 2013.
- (xvii) "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 shall not been carried out to evade or circumvent the prohibitions of the Regulations.
- (xviii) "Prohibited Period" shall mean the period during which the "Trading Window" is closed.

- (xix) "Promoter/promoter group" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.
- (xx) "Regulations" means the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.
- (xxi) "Relative" shall mean the following:
 - a) spouse of the person;
 - b) parent of the person and parent of its spouse;
 - c) sibling of the person and sibling of its spouse;
 - d) child of the person and child of its spouse;
 - e) spouse of the person listed at sub-clause (c); and
 - f) spouse of the person listed at sub-clause (d)
- (xxii) "Securities" shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof.
- (xxiii) "Stock Exchange" means the recognized stock exchanges on which the securities of the company are listed.
- (xxiv) "Takeover Regulations" means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.
- (xxv) "Trading or Trade" means and includes subscribing, redeeming, switching buying, selling, dealing, or agreeing to subscribe, redeem, switch buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- (xxvi) "Trading Day" means a day on which the recognized stock exchanges are open for trading.
- (xxvii) "Trading Plan" means a plan formulated and presented to the Compliance Officer by an Insider perpetually in possession of unpublished price sensitive information seeking approval and public disclosure for trading in the securities of the Company in accordance with applicable provisions of the SEBI (PIT) Regulations, 2015.
- (xxviii) "Trading Window" means trading period for trading in the Company's Securities. All days shall be the trading periods except when Trading Window is closed.

(xxix) "Unpublished Price Sensitive Information" or "UPSI" means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following: -

- a) Financial results;
- b) Dividends including interim dividend;
- c) Change in capital structure;
- d) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business, award or termination of order/contracts not in the normal course of business and such other transactions and such other transactions;
- e) Changes in key managerial personnel, other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor.
- f) change in rating(s), other than ESG rating(s);
- g) fund raising proposed to be undertaken
- h) agreements, by whatever name called, which may impact the management or control of the company
- i) fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad
- j) resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions
- k) admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016
- l) initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report
- m) action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company
- n) outcome of any litigation(s) or dispute(s) which may have an impact on the company
- o) giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the company not in the normal course of business

- p) granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals
- q) Such other matters as may be specified under the SEBI regulations or decided by the Company from time to time.

Explanation 1 - For the purpose of sub-clause (i):

a) 'Fraud' shall have the same meaning as referred to in Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

b) 'Default' shall have the same meaning as referred to in Clause 6 of paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Explanation 2- For identification of events enumerated in this clause as unpublished price sensitive information, the guidelines for materiality referred at paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be specified by the Board from time to time and materiality as referred at paragraph B of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be applicable.

(xxx) "Valid Trading Window" means any period other than Prohibited Period.

Words and expressions used and not defined herein but defined in the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

CHAPTER II

CONFIDENTIALITY & COMMUNICATION OF UNPUBLISHED PRICE

SENSITIVE INFORMATION (UPSI)

6. COMPLIANCE OFFICER

- 6.1 The Compliance Officer shall be responsible for compliance of this Code, 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 Code of Conduct under the overall supervision of the Board of Directors or head of the organization.
- 6.2 A record of Designated Persons shall be maintained by HR Department duly updated from time to time and be provided to the Compliance officer.

7. COMMUNICATION AND PRESERVATION OF "UNPUBLISHED PRICE SENSITIVE INFORMATION (UPSI)"

- 7.1 All Designated Persons and Insider shall maintain the confidentiality of price sensitive information.
- 7.2 No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a Company or Securities listed or proposed to be listed, to any person including other Insiders except where such communication is in furtherance of Legitimate Purposes, performance of duties or discharge of legal obligations.
- 7.3 To maintain the confidentiality of UPSI shared by the Insiders in the ordinary course of business and in compliance with the SEBI (PIT) Regulations, 2015, a Policy for determination of legitimate purpose" for sharing such UPSI with outsiders.

The "Code of Practice & Procedure for Fair Disclosure of Unpublished Price Sensitive Information" is attached as **Annexure A** and the "Policy for determination of legitimate purpose" is attached as **Appendix to Annexure A**.

- 7.4 Any person in receipt of UPSI pursuant to a "legitimate purpose" shall be considered an "Insider" for purposes of SEBI (PIT) Regulations, 2015 and due notice be given to such persons to maintain confidentiality of such UPSI in compliance with the SEBI (PIT) Regulations, 2015.

- 7.5 All Insiders need to ensure that details of the persons/entities, including Name and Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available, with whom UPSI will be shared, be immediately provided to the Compliance Officer to enable maintenance of database of their record in structured digital database as required under the SEBI (PIT) Regulations, 2015.

All Insiders shall ensure that UPSI be shared through web based application provided by the Company to the Insiders, to maintain internal controls and checks such as time stamping and audit trails of the UPSI. The entry of information not emanating from SECI, in SDD, may be done by the Insider not later than 2 (Two) Calendar days from receipt of such information.

- 7.6 Structured digital database shall be preserved for a period of not less than 8 (Eight) years after completion of the relevant transactions and in the event of receipt of any information from the SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceeding.

CHAPTER III

TRADING RESTRICTIONS

8. PROHIBITION ON TRADING WHILE IN POSSESSION OF UPSI OR IN THE PROHIBITED PERIOD (CLOSURE OF TRADING WINDOW)

- 8.1 No Insider shall either on his own behalf or on behalf of any other person trade in Securities of the Company that are listed or proposed to be listed on any stock exchange when in possession of any UPSI unless such trade were according to the Trading Plan set up as per Clause 9 of Code of Conduct or otherwise permitted under the SEBI (PIT) Regulations, 2015.
- 8.2 When a person trade in Securities while in possession of UPSI, their trade would be presumed to have been motivated by the knowledge and awareness of such information in his possession.
- 8.3 In the case of Connected Person, the onus of establishing that they were not in possession of UPSI, shall be on such Connected Person and in other cases, the onus would be on the SEBI.

9. TRADING PLANS

- 9.1 An Insider shall be entitled to formulate a Trading Plan and present it to the Compliance Officer for approval and public disclosure pursuant to which trade may be carried out on his behalf in accordance with such plan.
- 9.2 Such Trading Plan shall:-
 - (i) not entail commencement of trading by or on behalf of the Insider earlier than 120 (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; In other words, a new trading plan must not cover any period that is already covered by an existing trading plan;
 - (iii) set out following parameters for each trade to be executed:
 - a) either the value of trade to be effected or the number of securities to be traded;
 - b) nature of the trade;
 - c) either specific date or time period not exceeding five consecutive trading days

d) price limit, 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:

- i. for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;
- ii. for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent lower than such closing price.

Explanation:

- a. While the parameters in sub-clauses (a), (b) and (c) shall be mandatorily mentioned for each trade, the parameter in sub-clause (d) shall be optional
- b. The price limit in sub-clause (d) shall be rounded off to the nearest numeral.
- c. Insider may make adjustments, with the approval of the compliance officer, in the number of securities and price limit in the event of corporate actions related to bonus issue and stock split occurring after the approval of trading plan and the same shall be notified on the stock exchanges on which securities are listed.

e) Not entail trading in securities for market abuse. In other words, not engage in any activity that may amount to market abuse, such as sharing unpublished price sensitive information (UPSI), dealing in securities through third parties, or manipulating market prices or volumes.

9.3 The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of the SEBI (PIT) Regulations, 2015 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.

- 9.4 The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either to 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 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.

Provided further that if the Insider has set a price limit for a trade under Trading Plan, the Insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed.

Explanation:

In case of non-implementation (full/partial) of Trading Plan due to either reasons enumerated in above Clause 9.4 of the Code of Conduct or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted

- i. 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.
 - ii. 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.
 - iii. 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.
 - iv. In case the Audit Committee does not accept the submissions made by the Insider, then the Compliance Officer shall take action as per the Code of Conduct.
- 9.5 The Compliance Officer shall approve or reject the Trading Plan within 2 (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.
- 9.6 Where the applicant is Compliance Officer, the Trading Plan shall be subject to the approval of Chairman and Managing Director or Managing Director.
- 9.7 An Insider is required to intimate the Compliance Officer regarding execution of trading plan within 2 (Two) trading days of each transaction mentioned under the trading plan.

CHAPTER IV

TRADING WINDOW, MINIMUM HOLDING PERIOD AND PRE-CLEARANCE OF TRADE

10. TRADING WINDOW

- 10.1 Designated Persons and their immediate relatives may execute trade in the Securities of SECI subject to trading restriction as enumerated herein.
- 10.2 All Designated Persons and their immediate relatives shall trade in the Securities of SECI only in a valid Trading Window; subject to pre-clearance by the Compliance Officer if the value of the trade is above the limit stipulated in Clause 12 of the Code of Conduct; and shall not enter into contra trade or opposite transaction in next 6 (six) months following such transaction, as mentioned in Clause 11 of the Code of Conduct.
- 10.3 No Designated Persons or their immediate relatives shall trade when Trading Window is closed.
- 10.4 The Trading Window shall be closed in the event of occurrence of any UPSI. Provided that the Trading Window may not be closed for UPSI not emanating from within the Company.
- 10.5 In case of consideration of financial results, the Trading Window shall remain closed from the end of every quarter till 48 hours after the declaration of financial results.
- 10.6 The Trading Window may be closed in particular for a Designated Persons or class of Designated Persons when the Compliance Officer determines that a Designated Persons or class of Designated Persons can reasonably be expected to have possession of UPSI, for such periods as determined by the Compliance Officer.
- 10.7 Designated Person or class of Designated Persons will be notified for such Prohibited Period.
- 10.8 The Trading Window shall be opened not earlier than 48 hours after the “Unpublished price Sensitive Information”, for which the Trading Window is closed, becomes generally available or is no longer classified as UPSI.

However, if the circumstances so warrant, the time for closing the window may be increased or decreased with the approval of Chairman and Managing Director or Managing Director for the reasons to be recorded in writing.

10.9 The Compliance Officer shall maintain a register in **Form “I”**, containing details of date of closure and opening of the Trading Window with purpose.

10.10 The Trading Window restrictions shall not apply in respect of –

- a) off-market inter-se transfer between Insiders who were in possession of same unpublished price sensitive information without violating provisions of the SEBI (PIT) Regulations, 2015 read with this Code and both parties had made a conscious and informed trade decision.

Provided that any off-market trade carried out as above, shall be reported by Insiders to the Company within two working days in Form “D”. The company shall notify particulars of such trade to stock exchanges on which securities are listed within 2 (Two) trading days from receipt of disclosure or becoming aware of such information.

- b) transactions carried out through block deal window mechanism between persons who were in possession of unpublished price sensitive information without violating provisions of the SEBI (PIT) Regulations, 2015 read with this Code and both parties had made a conscious and informed trade decision.
- c) transactions carried out pursuant to statutory or regulatory obligation to carry out a bona fide transaction.
- d) transaction undertaken pursuant to exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations.
- e) trades pursuant to trading plan set up in accordance with Clause 9 of the Code of Conduct.
- f) pledge of shares for a bonafide purpose such as raising of funds, subject to preclearance by the Compliance Officer and compliance with the respective Regulations made by SEBI.
- g) transactions which are undertaken in accordance with respective regulations made by SEBI such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or

tendering of shares in a buyback offer, open offer, delisting offer, Offer For Sale and Right Entitlements transactions carried out in accordance with the Regulations and the framework specified by SEBI from time to time.

- h) transactions which are undertaken through such other mechanism as may be specified by SEBI from time to time.

11. MINIMUM HOLDING PERIOD/OPPOSITE TRANSACTION

- 11.1 When the Trading window is open, Designated Persons (including their immediate relatives) may execute Trade subject to compliance with the Code of Conduct and SEBI (PIT) Regulations, 2015. Designated Persons (including their immediate relatives) who trade in Securities shall not enter into contra trade or opposite transaction during the next 6 (six) months following the prior transaction (hereinafter called "Opposite Transaction or Contra trade").
- 11.2 The Compliance Officer with the approval of Chairman and Managing Director or Managing Director, is empowered to grant relaxation from the strict application of the minimum holding period, for reasons to be recorded in writing in this regard, based on an application made by the Designated Person, provided such waiver does not violate the SEBI Regulations. The Compliance Officer shall maintain record for such waiver in "Form V".
- 11.3 In case Contra Trade or Opposite Transaction is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the applicable law.
- 11.4 Designated Persons (including their immediate relatives) shall not take positions in derivative transactions in the Securities of the Company at any time.
- 11.5 Designated Persons (including their immediate relatives) are strictly prohibited from entering into speculative transactions in the Securities of the Company.

12. PRE-CLEARANCE OF TRADES

- 12.1 During a valid Trading Window, Designated Persons (including their immediate relatives) who intend to trade in the Securities of SECI of value INR 10,00,000 or more (Ten Lakh Rupees) in a single transaction or in series of transactions within 7 (Seven) trading days, shall obtain the pre-clearance of the transactions as per the pre-trading procedure prescribed in the Code of Conduct.
- 12.2 An application for pre-clearance along with an undertaking shall be made by the Designated Persons (including their immediate relatives) in Form 'II' to the Compliance Officer.
- 12.3 Where the applicant is Compliance Officer, the pre-clearance shall be subject to the approval of Chairman & Managing Director or Managing Director.
- 12.4 The Compliance Officer shall endeavor to communicate pre-clearance approval to the Designated Persons in 2 (Two) working days from the date of receipt of the application, if it is in accordance with and in compliance with the provisions of the Code.
- 12.5 All Designated Persons (including their immediate relatives) shall execute their order in respect of Securities of the Company within 7 (seven) trading days after the approval of preclearance is given. If the order is not executed within the aforementioned specified period, the Designated Person shall obtain pre-clearance again. The Compliance Officer shall have the right to revoke the clearance granted, before the relevant transaction has been consummated, if considered necessary. en
- 12.6 Prior to approving any trades, the Compliance Officer shall be entitled to seek declarations to the effect that the applicant for pre-clearance is not in possession of any unpublished price sensitive information. The Compliance officer shall communicate the pre-clearance (approve or reject) in Form-“III”.
- 12.7 The details of such trades shall be intimated by the Designated Persons to the Compliance Officer within 2 (Two) days of transaction in Form-“IV”.
- 12.8 In case the Designated Persons (including their immediate relatives) decides not to execute the trade after securing pre-clearance, Designated Persons shall inform the Compliance Officer of such decision along with reasons thereof immediately.

- 12.9 It shall be the responsibility of Designated Persons to ensure compliance of Clauses 12.1 to 12.9 of the above in case of their immediate relatives also.
- 12.10 The Compliance Officer shall maintain record of "Pre-Clearance of Trade in Securities" in Form "VI."

CHAPTER V

REPORTING AND DISCLOSURE REQUIREMENTS

13. DISCLOSURE REQUIREMENTS

- 13.1 Promoter or member of Promoter Group, Key Managerial Personnel or a Director of the Company shall disclose his holding of Securities of the Company as on the date of appointment/ becoming Promoter or member of Promoter Group to the Compliance Officer within 7 (seven) days of such appointment, in FORM "A"
- 13.2 Designated persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the Company within 7 (seven) days from the date of their appointment and thereafter on an annual basis by 30th April and as & when the information changes in Form – "D":
- (a) immediate relatives
 - (b) persons with whom such designated person(s) shares a material financial relationship
 - (c) Phone, mobile numbers which are used by them
 - (d) The number of Securities of SECI held by designated person and their immediate relatives.

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.

The term "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 12 (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.

Note: Form A and D are to be submitted through web based application provided by the Company.

13.3 CONTINUAL DISCLOSURE

(a) Every Designated Persons and Director of Company shall disclose to the Company in FORM "B" the number of such Securities acquired or disposed of within 2 (Two) trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs 10,00,000/- (Rupees Ten Lakh) or such other value as may be specified by the SEBI.

(b) The Connected Person shall disclose the transaction to the Company in FORM "C" the number of such Securities acquired or disposed of within 2 (Two) trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs 10,00,000/- (Rupees Ten Lakh) or such other value as may be specified by the SEBI.

The Compliance Officer may at his discretion require any other Connected Person or class of Connected Person to make disclosures in accordance with FORM "C" of holdings and trading in securities of the Company in such form and at such frequency as he deems fit in order to monitor compliance with this Code and the SEBI Regulations. The disclosures to be made by any person hereunder shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.

(c) The Company shall notify the particulars of such trading to the stock exchange on which the Securities are listed within 2 (two) trading days of receipt of the disclosure in or from becoming aware of such information, if required and in the manner, as notified by the SEBI or Stock Exchanges from time to time.

Disclosure of incremental transactions during a quarter shall also be made when transactions effected after the prior disclosure cross the threshold limits of Rs. 10,00,000/- (Rupees Ten Lakh) specified above.

13.4 The disclosures to be made by any person under Clause 13 of the Code of Conduct shall include those relating to trading by such person's immediate

relatives, and by any other person for whom such person takes trading decisions.

- 13.5 The Compliance Officer shall maintain records of all the disclosures/ declarations/undertakings/ forms as mentioned in this Code, as received from time to time, for a period of 5 (Five) years.
- 13.6 The Compliance Officer shall report to the Board of Directors and to the Audit Committee on annual basis.
- 13.7 The disclosures required under this Code of Conduct may be taken through electronic mode in accordance with the system devised by the Company.

CHAPTER VI

MECHANISM FOR PREVENTION OF INSIDER TRADING

14. INTERNAL CONTROL

- 14.1 The Chairman and Managing Director or Managing Director of the Company in consultation with Compliance Officer shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in the SEBI (PIT) Regulations, 2015 to prevent Insider Trading.
- 14.2 The internal controls shall include the following:
 - a. Designated Persons be identified;
 - b. all the UPSI shall be identified, and its confidentiality shall be maintained as per the requirements of the SEBI Regulations;
 - c. adequate restrictions shall be placed on communication or procurement of UPSI as required by the SEBI Regulations;
 - d. lists of all Employees and other persons with whom UPSI is shared shall be maintained and confidentiality agreements shall be signed, or notice shall be served to all such employees and persons;
 - e. all other relevant requirements specified under the SEBI Regulations shall be complied with;
 - f. periodic process review to evaluate effectiveness of such internal controls.

- 14.3 The Board of Directors of the Company shall ensure that the Chairman and Managing Director or Managing Director ensures compliance with Code of Conduct as per this SEBI Regulation.
- 14.4 The Audit Committee of the Company shall review compliance with the provisions of the SEBI Regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- 14.5 The “Policies and Procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of Unpublished Price Sensitive Information” is attached as **Annexure-B**. Appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information shall be as per the procedure contained therein.
- 14.6 The Company has been and shall continue to create awareness of the provisions of Whistle-blower Policy to enable employees to report instances of leak of UPSI. .
- 14.7 When an inquiry has been initiated by the Company in case of leak or suspected leak of UPSI the relevant intermediaries and fiduciaries shall co-operate with the Company in connection with such inquiry conducted by the Company.

CHAPTER VII

PENALTY FOR CONTRAVENTION OF THE CODE

15. PENALTY

- 15.1 Designated Persons (including their immediate relatives) who trades in Securities or communicates any information for trading in Securities in contravention of the provisions of the Code of Conduct may be penalized and appropriate disciplinary action would be taken as per Employee (Conduct, Discipline and Appeal) Rules of the SECI which may include wage/salary freeze, suspension, recovery or any other action etc. Any amount recovered/collected under this clause shall be transferred to the Investor Protection and Education Fund of the SEBI.
- 15.2 In case a Designated Person or their Immediate Relative(s) executes a contra trade, inadvertently or otherwise, in violation of the restriction mentioned in Clause 11.1 of the Code of Conduct, the profits from such trade shall be liable to be disgorged and transferred to the Investors Education and Protection Fund of SEBI.
- 15.3 The action by the Company shall not preclude SEBI from taking any action in case of violation of the SEBI Regulations.
- 15.4 In case it is observed by the Company and/or Compliance Officer that there has been violation of the SEBI Regulations, stock exchange shall be informed by the Company.

16. GENERAL

- 16.1 The Code are available on the website of the Company.
- 16.2 The Code would be subject to revision/ amendment in accordance with the applicable laws.
- 16.3 The Company reserves its rights to alter, modify, add, delete or amend any of the provisions of the Code. Chairman and Managing Director, SECI is authorized to amend this Code, if such amendment(s) are necessitated on account of amendments/circulars etc. issued by SEBI from time to time

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Code, then such amendment(s), clarification(s), circular(s) etc.

shall prevail upon the provisions hereunder and the Code shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

ANNEXURE-A

CODE OF PRACTICE & PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Pursuant to regulation 8 (1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time ("the SEBI Regulations"), the Company shall follow the following practice and procedure for fair disclosure of Unpublished Price Sensitive Information (UPSI):

1. The Company shall make 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 disclose Unpublished Price Sensitive Information in a universal and uniform manner to avoid selective disclosure of such information.
3. The senior officer as authorized by the Chairman and Managing Director, SECI shall be designated as a Chief Investor Relations Officer.
4. Compliance Officer / Chief Investor Relations Officer and/or any other officer authorized by the CMD, SECI shall deal with dissemination of information and disclosure of Unpublished Price Sensitive Information.
5. The Company shall ensure prompt dissemination of Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise, so that such information is made generally available.
6. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
7. The Company shall ensure that information shared with analysts, institutional investors and research personnel etc is not Unpublished Price Sensitive Information.
8. The Company shall take reasonable steps, to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the website of the Company to ensure official confirmation and documentation of disclosures made.

9. The Company shall handle the Unpublished Price Sensitive Information on a “need-to-know” basis i.e. no UPSI shall be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of his legal obligations.

The policy for determination of “Legitimate Purpose” is attached as Appendix to Annexure A and forms a part of this code.

APPENDIX TO ANNEXURE A

POLICY FOR DETERMINATION OF "LEGITIMATE PURPOSES"

No Insider shall communicate, provide, or allow access to any UPSI, to any person including other Insiders except where such communication is in the furtherance of legitimate purposes, performance of duties and discharge of legal obligations.

- i. The sharing of UPSI by an Insider shall be deemed to be for "Legitimate Purpose" if it satisfies the following criteria:
 - a. Under any proceedings or pursuant to any order of Courts or Tribunals;
 - b. For investigation or inquiry or review or request by Governmental Authorities or Statutory Authorities;
 - c. In compliance with applicable laws, regulations, rules and requirements;
 - d. Arising out of any contractual obligations entered by the Company set forth in any contract, agreement, arrangement etc.;
 - e. Sharing information with Intermediaries and fiduciaries such as Auditors, Merchant Bankers, Management Consultants, Partners, Collaborators or other Advisors or Consultants;
 - f. For the purposes of legal, financial or any other professional advice to be obtained or for accounting or audit or for defense to be prepared for litigation or dispute resolutions;
- ii. The UPSI shall be captured in Structural Digital Database, maintained by the Company.
- iii. Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an "Insider" for the purpose of this code and due notice shall be given to such persons to maintain confidentiality of UPSI in accordance with SEBI Regulation. And also, Non-Disclosure Agreement/ Confidentiality Agreement shall be entered with the Company.

In case of any inconsistency/contradiction between the laws, the provisions of the SEBI Regulations shall prevail.

Annexure-B

Policy and Procedures for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information

1. INTRODUCTION

This Policy and Procedure for Inquiry in case of Leak or Suspected Leak of Unpublished Price Sensitive Information ("Policy") has been formulated by SECI in pursuance of Regulation 9A (5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

2. PURPOSE

The Policy aims to provide a framework for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information. However, any instances of leak or suspected leak of Unpublished Price Sensitive Information reported under the Whistle Blower Policy of the company shall be dealt with as per and under the Whistle Blower Policy of the Company.

3. DEFINITIONS

In this Policy, the following words and expressions, unless inconsistent with the context, shall bear the meanings assigned hereto:

"Competent Authority" means:

- (i) the managing director, in case of leak or suspected leak of UPSI involving any person other than the director(s) of the company;
- (ii) the Chairperson of the Audit Committee of the company, in case of leak or suspected leak of UPSI involving any Director of the company other than the Chairperson of the Audit Committee of the company; and
- (iii) Chairperson of the board of directors of the company, in case of leak or suspected leak of UPSI involving Chairperson of the Audit Committee of the company;

4. INQUIRY PROCEDURE

- a) The information/complaint(s) regarding leak or suspected leak of UPSI will be reviewed by the Competent Authority. If an initial review by the Competent Authority indicates that the said information/complaint has no basis or it is not a matter to be investigated under this Policy, it may be dismissed at initial stage and the decision shall be documented. All such cases shall be reported to the Audit Committee in its next meeting.

- b) The managing director of the company or the Chairperson of the Audit Committee or Chairperson of the board of directors may suo-moto initiate an inquiry under this Policy.
- c) Where initial inquiry indicates that further investigation is necessary, the Competent Authority shall make further investigation in such matter and may, where necessary, provide an update to the board of directors in this regard. The Competent Authority may appoint one or more person(s)/entity(ies) (including external consultant(s)) to investigate or assist in the investigation of any instance of leak or suspected leak of UPSI and such person(s)/entity(ies) shall submit his/her/their report to the Competent Authority. During the course of investigation, the Competent Authority or the person(s)/entity(ies) appointed by the Competent Authority, as the case may be, may collect documents, evidences and record statements of the person(s) concerned.
- d) The investigation shall be a neutral fact-finding process. The Competent Authority shall endeavor to complete the investigation within 45 days of the receipt of the information/complaint of leak or suspected leak of UPSI or such instance coming to the knowledge of Competent Authority, as the case may be. Where the Competent Authority requires additional time to complete the inquiry, it may, where necessary, provide an interim update to the board of directors.

5. DOCUMENTATION AND REPORTING

The Competent Authority will make a detailed written record of investigation of each instance of leak or suspected leak of UPSI. The record will include:

- a) Facts of the matter
- b) Findings of the investigation.
- c) Disciplinary/other action(s) to be taken against any person.
- d) Any corrective actions required to be taken.

The details of inquiries made in these cases and results of such inquiries shall be informed to the Audit Committee and board of directors of the company.

Further, the company shall inform Securities and Exchange Board of India promptly of such leaks, inquiries and results of such inquiries.

6. AMENDMENT

The board of directors of the company reserves the right to amend or modify this Policy in whole or in part, as it may deem appropriate.

SOLAR ENERGY CORPORATION OF INDIA LIMITED

FORM-I

REGISTER OF PERIODS OF CLOSURE OF TRADING WINDOW

[illegible]

SOLAR ENERGY CORPORATION OF INDIA LIMITED

FORM-II

**APPLICATION FOR SEEKING APPROVAL FOR PRE-
CLEARANCE OF TRADES IN SECURITIES**

To,

The Compliance Officer,
Solar Energy Corporation of India Limited

Dear Sir/Madam,

Sub: Application for seeking approval for Pre-clearance in Securities of the Company Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended and the Code of Practice & Procedure for Fair Disclosure of Unpublished Price Sensitive Information ("Company's Code of Conduct for Prevention of Insider Trading") and the Company's Code of Conduct for Regulating, Monitoring & Reporting Trading by Insiders"

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading, I myself and / or immediate relatives as mentioned below seek approval for purchase/sale/subscription of the Securities (give description) as per the details given below:

Name, Designation & Emp. No.:

Unit:

Date of Joining/ becoming the Designated Person:

Existing Shareholding Details	
Name of the Director / Employee and /or Immediate Relative	
Relation with the Director/ Employee	
Folio No / DP ID/Client ID	
Name of the Depository Participant (DP) and DP ID	
Number & Name of Securities held in DEMAT / Physical	
Face Value per security	
Consideration Paid	

Details of Proposed Transaction	
Nature of transaction for which approval is sought (Purchase /Sale/ Subscription)	
Date of dealing in Securities	
Number of Securities	
Price at which the transaction is proposed	
Current market price (as on date of application)	
Whether the proposed transaction will be through Stock exchange or off-market deal	

UNDERTAKING

In this connection I solemnly confirm and declare:

- a. that I do not have access and/or have not received any "Unpublished Price Sensitive Information" up to the time of signing the undertaking;
- b. that I have read the Company's Code of Conduct and am not in possession of any Unpublished Price Sensitive Information consciously or otherwise;
- c. that in case I have access to or receive "Unpublished Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction, I shall inform the Compliance Officer of any change in my position and that I shall refrain from Dealing in Securities till the time such information becomes public;
- d. that I have not contravened the Company's Code of Conduct as notified by the Company from time to time.
- e. that I shall hold the Securities for a minimum period of 6 (six) months from the date of purchase/ that I have complied with the requirement of the minimum holding period of 6 (six) months with respect to the Securities sold. (applicable only in respect of sale transaction).
- f. that I undertake to submit the necessary report within two trading days of execution of the transaction/a 'Nil' report, if the transaction is not undertaken.
- g. that I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary action, wage freeze, suspension etc. under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time.

- h. that I hereby undertake not to transact in Securities in the sanctioned period in case trading window is declared closed subsequently.
- i. that I hereby made a full and true disclosure in the matter.

Pre-clearance may kindly be accorded in terms of provisions of the “Code of Conduct” of Solar Energy Corporation of India Limited. I declare that the Securities to be sold, as proposed above, have been held by me for a minimum of 6 (Six) Months.

I further declare that the Securities to be purchased, as proposed above, will be held by me for a minimum period of 6 (Six) Months from the date of purchase.

Signature:

Name & Designation:.....

Employee No.....

Unit:

Date

Place

FOR OFFICE USE

Serial number of the application received:

Date & time of receipt of the Application:

Date & time of communication of the pre-clearance or otherwise:

Reasons for not giving pre-clearance:

Signature of the Compliance Officer/ Authorised Officer

SOLAR ENERGY CORPORATION OF INDIA LIMITED

FORM III

LETTER OF INTIMATION OF PRE-CLEARANCE

Name

Employee No

Designation.....

Dear Sir/Madam,

With reference to your application dated..... seeking approval for undertaking transactions in Securities detailed therein please be informed that you are hereby authorized /not authorized to undertake the transaction(s) as detailed in your said application.

Kindly note that in terms of “the Code” of Solar Energy Corporation of India Limited, the abovementioned transaction is to be completed within i.e. within seven trading days of the pre-clearance.

This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application.

This approval letter is valid till (i.e. for seven trading days). If you do not execute the approved transaction /deal on or before this date you would have to seek fresh predealing approval before executing any transaction/deal in the Securities. Further, you are required to file the details of the executed transactions in the attached format (Form V) within two trading days from the date of transaction/deal. In case the transaction is not undertaken, a "Nil" report shall be given.

Kindly also note that in terms of “the Code” of Solar Energy Corporation of India Limited, the Securities to be bought shall be held for a minimum period of 6 (Six) months from the date of the purchase.
(applicable only in respect of purchase transaction).

The above sanction automatically stands withdrawn if subsequently the trading window is declared closed involving the period of sanction therein.

For & on behalf of
Solar Energy Corporation of India Limited

Compliance Officer

SOLAR ENERGY CORPORATION OF INDIA LIMITED

FORM IV

FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS

(To be submitted within 2 (two) trading days of transaction/dealing in Securities of the Company)

Date:

To,

The Compliance Officer,
Solar Energy Corporation of India Limited,

SUBJECT:- DETAILS OF PRE-APPROVED TRANSACTION

Ref: Your Approval letter No. dated

Dear Sir/Madam,

With reference to above it is to inform that I

- have not bought/sold/subscribed any Securities
- have bought/sold/subscribed to the (no.) of Securities (give description) as mentioned below on (insert date) on my behalf / on behalf of immediate relative

Name of holder or Name of Immediate Relative, if transaction is in the name of immediate relative	First or Joint Holder **	No. of Securities dealt with	Bought / Sold Subscribed	DP ID/CLIENT ID (electronic form) or Folio no for physical where the Securities will be debited or credited	PAN	Price (Rs)**

** "F" first holder "J" joint holder

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 5 (Five) years and produce to the Compliance Officer/SEBI any or all of the following documents:

1. Broker's contract note.
2. Proof of payment to/from brokers.
3. Extract of bank passbook/statement (to be submitted in case of demat transactions).
4. Copy of Delivery instruction slip (applicable in case of sale transaction).
5. Any other document in connection with the transaction.

I declare that the above information is correct and that no provisions of the "Code of Conduct for Prevention of Insider Trading" of Solar Energy Corporation of India Limited and/or applicable laws/regulations have been contravened for effecting the above said transaction(s).

I agree to hold the above Securities for a minimum period of 6 (Six) months. In case there is any urgent need to sell these Securities within the said period, I shall approach the Company (Compliance Officer) seeking necessary approval (applicable in case of purchase /subscription).

Yours truly,

Signature: _____

Name: _____

Emp No: _____

SOLAR ENERGY CORPORATION OF INDIA LIMITED

FORM-V

REGISTER OF WAIVER OF RESTRICTION FOR DISPOSAL OF SECURITIES
WITHIN 6 (SIX) MONTHS OF ACQUISITION

Sl. No.	NAME	DESIGNATION, EMPLOYEE NO., PAN	UNIT	NAME & PAN OF THE IMMEDIATE RELATIVES, IF THE SECURITIES HELD IN THE NAME OF IMMEDIATE RELATIVES	NUMBER OF SECURITIES
1	2	3	4	5	6

CONSIDERATION VALUE	REASONS FOR WAIVER	DATE OF WAIVERS	REMARKS
7	8	9	10

SOLAR ENERGY CORPORATION OF INDIA LIMITED

FORM-VI

REGISTER OF PRE-CLEARANCE FOR TRADE IN SECURITIES

SI. No	NAME	DESIGNATI ON & EMPLOYEE NO.	UNIT	DATE & TIME OF RECEIPT OF PRE- CLEARANCE APPLICATION	NATURE OF TRANSACTION (PURCHASE OR SALE OR SUBSCRIPTION OF THE SECURITIES)	ESTIMATED NUMBER OF SECURITIES INDICATED IN THE APPLICATION
1	2	3	4	5	6	7

ESTIMATED CONSIDERATION VALUE INDICATED IN THE APPLICATION	NAME OF THE IMMEDIATE RELATIVES IF THE TRANSACTION IS IN THE NAME OF THE IMMEDIATE RELATIVES	DATE OF COMMUNICATION OF THE PRECLEARANCE BY THE COMPLIANCE OFFICER	REASONS FOR NON PRE CLEARANCE, IF NOT CLEARED	NUMBER OF SECURITIES ACTUALLY TRADED, BY IMMEDIATE RELATIVES	REMARKS
8	9	10	11	12	13

FORM A

[SEBI Regulation 7 (1) (b) read with Regulation 6 (2) – Disclosure on becoming a Key Managerial Personnel/Director/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 immediate relatives of such persons and by other such persons as mentioned in Regulation 6 (2)

Name, PAN, CIN/ DIN & Address with contact Nos.	Category of Person (Promoters/ KMP/ Director/ Immediate relatives 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, Rights entitlements, etc.)	No.	
1	2	2	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, Promoter Group, Key Managerial Personnel, Director 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		Contract Specifications	Number of units	

	(contracts * lot size)	Notional value in Rupees		(contracts * lot size)	Notional value in Rupees

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 (2) read with Regulation 6(2) – Continual
Disclosure]

Name of the Company

ISIN of the Company

Details of change in holding of Securities of Designated Persons 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 & addresses with contact Nos.	Category of Person (Promoter/ member of the promoter group/ designated person/ Directors / immediate relative to/ other	Securities held prior to acquisition/ disposal		Securities acquired/ Disposed				Securities held postacquisition/disposal		Date of allotment advice/ acquisition of shares / disposal of share, specify		Date of Intimation to Company	Mode of Acquisition / disposal (on market/ public/ rights preferential offer/ off market/ Inter-se transfer, ESOs, etc.)	Exchange on which trade was executed
		Types of Securities (For e.g – Shares, Warrants, Convertible Debentures, Rights entitle	No. and % of share holding	Type of Securities (For e.g. Shares, Warrants, Convertible Debentures, Rights entitle etc.)	No	Value Other s- Please specify	Transaction Type (Purchase/ Sale/ Pledge/ Revocation/ Invocation/ entitlements etc.)	Type of Securities (For e.g. Shares, Warrants, Convertible Debentures,	No. and % of share holding	From	To			

		rs etc.)	ments etc.)								Righ ts						
1	2	3	4	5	6	7	8	9	10	11	12	13	14				14

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 of the Company by Employee or Director

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 in Rupee terms	Number of units (contracts * lot size)	Notional Value in Rupee terms	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 C (Indicative format)

SEBI (Prohibition of Insider Trading) Regulation, 2015

Regulation 7(3) – Transactions by Other Connected Person 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	Connected 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 share, specify		Date of Intimation to Company	Mode of Acquisition/disposal (on market/public / rights preferential offer/off market/ Inter-se transfer, ESOs, etc.)	Exchange on which trade was executed
		Types of Securities (For e.g – Shares, Warrants, Convertible Debentures, Rights entitle	No. and % of shares held	Type of Securities (For e.g. Shares, Warrants, Convertible Debentures,	No	Value	Transaction Type (Purchase/Sale/Pledge/Revocation / Others -	Type of Securities (For e.g. Shares, Warrants, Convertible	No. and % of share holding	From	To			

		ments etc.)		Rights entitl emen ts etc.)			pleas e speci fy)	Debe nture s, Rights entitl emen ts etc.)						
1	2	3	4	5	6	7	8	9	10	1 1	1 2	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.

Value of transaction excludes taxes/brokerage/any other charges.

Details of trading in derivatives on the Securities of the Company by other Connected Person as identified by the Company

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Types of Contact	Contra ct 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:

Place

FORM – D

Annual Disclosure by Designated Persons with regard to their immediate relatives and persons with whom they share a “material financial relationship”

Name of the Designated Person/Immediate Relative	Opening balance of securities of the Company held at the beginning of the FY	Purchase/Sale Made during the Financial Year	Closing balance of securities of the Company held at the end of the FY

Name of Director/Designated Employee	Permanent Account Number	No of Securities held	Name of the educational institution	Name of past employers

Details of the Immediate Relatives and persons with whom Material Financial Relationship is shared:

Particulars	Name	PAN/any other ID Proof Number	Phone Number	Mobile Number

Definition as per the Regulation:

1. Immediate Relative means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person or consults such person in taking decisions relating to trading in Securities.
2. The term —Material Financial Relationship means 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.

Undertaking

I _____ hereby Confirm that:

a. I shall preserve the confidentiality and prevent the unauthorized disclosure of unpublished price sensitive information b. I shall adhere to compliance of SEBI Regulations; and

c. In case of any change in above mentioned information, I shall notify the change to the Compliance Officer

Signature: _____

Name: _____