



**Trading Window Closure Period for designated persons**  
 [In terms of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Financial Year 2019-20	Trading Window Closure Period *
Q1 ending 30/06/19	From 30/06/19 to 48 hours (2 days) after disclosure of financial results
Q2 ending 30/09/19	From 30/09/19 to 48 hours (2 days) after disclosure of financial results
Q3 ending 31/12/19	From 31/12/19 to 48 hours (2 days) after disclosure of financial results
Q4 ending 31/03/20	From 31/03/20 to 48 hours (2 days) after disclosure of financial results

\*As per Schedule B [Regulation 9(1)] minimum standards for Code of Conduct to regulate, monitor and report trading by designated persons in terms of SEBI (PIT) (Amendment) Regulations, 2018 effective from 01/04/19.

When the Insider formulates a Trading Plan, he shall not entail trading period for the period between twentieth trading day prior to the last day of any financial period for which results are required to be announced by the issuer of the securities and the second trading day after the disclosure of such financial results (In terms of Regulation 5(2)(ii) of the said regulations). [Eg. For Q1 ending 30/06/19, trading plan shall not be formulated between 11/06/19 to 2 days after disclosure of the financial results].

**Notes:**

(1) All the insiders are restrained from trading in the Equity Shares of the Company during the Trading Window Closure Period mentioned above, unless they have submitted a trading plan to the Company & the Stock Exchange for the entire Financial Year in terms of Regulation 5 of the SEBI (PIT) Regulations, 2015 as amended from time to time.

(2) Definitions:

- **"insider"** means any person who is:
  - (A) a connected person; OR
  - (B) in possession of or having access to unpublished price sensitive information;
  - (C) any person who is in receipt of unpublished price sensitive information for legitimate purpose.

- **"Connected person"** means-

- (i) any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the company or holds any position including a professional or business relationship between himself and the company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.

- (ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established, -

- (a) an immediate relative of connected persons 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 recognised 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 immediate relative or banker of the company, has more than ten per cent. of the holding or interest;
- (k) Advisers or Consultants or Retainers or Professionals or any other Agency who in the opinion of the Company may have access to unpublished price sensitive information.

• **“Designated Person”** would include the following categories of employees, for the purpose of this Code:

- i. Directors of the Company;
- ii. Chief Executive officer/Chief Financial officer/Company Secretary & other KMPs
- iii. Permanent invitees/invitees to the board meeting and committee meetings
- iv. Members of executive committee of the Company not being directors
- v. Employees in the cadre of Chief Manager and above;
- vi. Personal assistant/secretary to all the above persons;
- vii. All other employees of the Company and its material subsidiaries and associate companies irrespective of their cadre working in accounts, finance, information technology, treasury, taxation departments, secretarial, legal and compliance departments, internal audit department, business /investor's relations and corporate communications department, and chief executive officer / managing director's office and chairman's office.
- viii. Persons employed on contract basis and performing similar roles or having similar responsibilities as persons mentioned in (iii), (iv), (v) and (viii) above;
- ix. And such other persons as may be notified by the Compliance Officer as per direction of the Board.

• **“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;

• **“Unpublished price sensitive information”** 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: –

- (i) financial results;
  - (ii) dividends;
  - (iii) change in capital structure;
  - (iv) mergers, de-mergers, acquisitions, delisting's, disposals and expansion of business and such other transactions;
  - (v) changes in key managerial personnel; and
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