

# **PTC INDUSTRIES LIMITED**

Malviya Nagar, Aishbagh, Lucknow – 226 004

## **INSIDER TRADING POLICY & CODE OF INTERNAL PROCEDURES & CONDUCT**

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## I INTRODUCTION

We are pleased to present the code of conduct for prohibition of Insider Trading together with other relevant information and documents (“the Code”). You are aware that by virtue of your position in the organization / professional or business relationship with the Company, it is believed that you have access to **UNPUBLISHED PRICE SENSITIVE INFORMATION** in relation to the Company.

To ensure that your dealings in the Company’s securities while in possession of UNPUBLISHED PRICE SENSITIVE INFORMATION does not result into unfair gains to any one vis-à-vis the ordinary investor, Securities and Exchange Board of India (“SEBI”) had introduced Regulations in the year 1992 viz. Securities and Exchange Board of India (Insider Trading) Regulations, 1992. The said regulations amended from time to time to bring in additional restrictions and to increase its effectiveness, are now called Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (hereinafter defined as “the Regulations”). The Regulations, inter alia, advise the Company on how to disseminate PRICE SENSITIVE INFORMATION in the public domain as fast as possible. The Regulations guide the insiders on how to ensure that UNPUBLISHED PRICE SENSITIVE INFORMATION is not taken advantage of. The Regulations also give additional powers to SEBI for taking action against violations of the Regulations.

The following pages give you all the relevant details to enable you to take care of PRICE SENSITIVE INFORMATION in the best interest of the ordinary investor, the Company and of course, you.

Wish you happy and trouble free trading.

With Regards,

Compliance Officer

## **II POLICY**

The Company shall Endeavour to disseminate Price Sensitive Information (“PSI”) in public domain in shortest possible time. Till such time, PSI remains unpublished the same shall be kept confidential by restricting its accessibility on a “need to know” basis. For the benefit of the employees and other connected persons, the Company shall implement code of Internal Procedures and Conduct and other relevant codes as per the Regulations for prohibition of Insider Trading.

### III DEFINITIONS

In this code, unless the context otherwise requires means:

The Company		PTC Industries Limited
Compliance Officer		An employee appointed by the Company to comply with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
Connected Person		<ul style="list-style-type: none"> <li>i. A Director, means any person who is appointed on the Board of the Company.</li> <li>ii. An officer of the Company viz. director, manager, secretary or auditor of the Company.</li> <li>iii. An employee of the Company who may reasonably be expected to have an access to PSI in relation to the Company</li> <li>iv. Any person who holds a position involving a professional or business relationship with the Company and who may reasonably be expected to have an access to PSI in relation to the Company.</li> </ul>
Dealing in Securities		An act of subscribing, buying, selling or agreeing to subscribe, buy, sell or deal in any Securities by any person either as principal or agent.
Dependent Family Members		Dependent parents, dependent spouse and dependent children of the Director/Officer/ Designated Employee as the case maybe.
Designated Employee shall include		<ul style="list-style-type: none"> <li>a All employees in the grade of Senior Manager and above</li> <li>b Secretarial Officers</li> <li>c Personal assistants of whole time directors</li> <li>d Any other employee added to this list from time to time.</li> </ul>
Insider		Any person, whether employee or not who is or was connected person or is deemed to be connected person and who is reasonably expected to have access to Unpublished Price Sensitive Information in respect of securities of the company, or who has received or has had access to such Unpublished Price Sensitive Information. (Explanation: for the purpose of this definition “Connected Person” shall include any person who was connected six months prior to an act of Insider Trading.)
Insider Trading		Dealing in Securities by Insider
Officer of the Company shall include		Any person as defined in Section 2(30) of the Companies Act, 1956, such as inter alia director, manager, secretary and auditor of the Company.
Price Sensitive Information (PSI)		Any information which relates directly or indirectly to the Company and which if published is likely to materially affect the price of Securities;

		<p>Following inter alia shall be deemed to be PSI :</p> <ul style="list-style-type: none"> <li>i) periodical financial results of the Company;</li> <li>ii) intended declaration of dividends (both interim and final);</li> <li>iii) issue of Securities or buy-back of Securities and any consideration thereof by the Board of Directors of the Company.</li> <li>iv) any major expansion plans or execution of new projects and any consideration thereof by Board of Directors of the Company.</li> <li>v) amalgamation, mergers or takeovers and any consideration thereof by Board of Directors of the Company.</li> <li>vi) disposal of the whole or substantial part of the undertaking and any consideration thereof by Board of Directors of the Company.</li> <li>vii) announcement of any significant changes in policies, plans or operations of the Company such as establishment of new undertaking, commencement of new business, etc.</li> </ul>
The Regulations		Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
Relative		<ul style="list-style-type: none"> <li>i) Member of HUF</li> <li>ii) Husband and wife</li> <li>iii) Father</li> <li>iv) Mother (including step-mother)</li> <li>v) Son (including step-son)</li> <li>vi) Son's wife</li> <li>vii) Daughter (including step-daughter)</li> <li>viii) Father's father</li> <li>ix) Father's mother</li> <li>x) Mother's mother</li> <li>xi) Mother's father</li> <li>xii) Son's son</li> <li>xiii) Son's Son's wife</li> <li>xiv) Son's daughter</li> <li>xv) Son's daughter's husband</li> <li>xvi) Daughter's husband</li> <li>xvii) Daughter's son</li> <li>xviii) Daughter's Son's wife</li> <li>xix) Daughter's daughter</li> <li>xx) Daughter's Daughter's husband</li> <li>xxi) Brother (including step –brother)</li> <li>xxii) Brother's wife</li> <li>xxiii) Sister (including step-sister)</li> <li>xxiv) Sister's husband.</li> </ul>

Securities shall include		shares, scrips, stocks, bonds, debentures, debenture stock or other marketable securities issued by the Company from time to time.
Trading window		Trading period for trading in Securities.
Unpublished Price Sensitive/ UPSI		Unpublished means information which is not information published by the Company or its agents and is not specific in nature.

#### **IV PROHIBITION ON DEALING, COMMUNICATING OR COUNSELLING OF PRICE SENSITIVE INFORMATION**

1. Dealing in Securities by Insider on its own behalf or on behalf of any other person when in possession of any Price Sensitive Information is strictly prohibited.
2. Insider shall not communicate, counsel or provide, directly or indirectly, any UPSI to any person.
3. This is not applicable for any communication made by Insider in the ordinary course of business or under any law.
4. The Company shall not deal in the securities of another company or associate of that other company while in possession of any UPSI.

## **V Code of Internal Procedures and Conduct Compliance Officer**

1. The Chairman & Managing Director of PTC Industries Limited shall appoint Compliance Officer who shall report to him for the purpose of compliance with the Regulations. Presently Mr. C S Sundaramurthy, General Manager (Finance) is nominated as Compliance Officer.
2. Compliance Officer shall be responsible for setting both policies, procedures, monitoring adherence to the rules for prevention of Insider Trading, pre-clearing of Designated Employees' and their Dependent Family Members' trades, monitoring of trades and implementation of the Code under overall supervision of the Board of Directors of the Company.
3. Compliance Officer shall maintain record of Designated Employees and changes thereof.

### **Preservation of "Price Sensitive Information"**

4. Directors/ Officers/ Designated Employees shall maintain the confidentiality of all PSI. They shall not pass on such information to any person directly or indirectly by way of making a recommendation for the purchase or sale of Securities.
5. Directors/ Officers/ Designated Employees shall disclose PSI only to those within the Company who need the information to discharge their duty.
6. Confidential information in physical form shall be kept under lock and key and that in electronic media shall be kept on computer and servers which require log-in password.

### **Prevention of misuse of Price Sensitive Information**

7. Directors/Officers and Designated Employees of the Company shall be subject to trading restrictions as enumerated below :
  - 7.1 Directors/Officers/Designated Employees while they are not in possession of UPSI may trade in Securities through "trading window" and after pre-clearance of transactions.
  - 7.2 Directors/Officers/Designated Employees shall not trade in Securities when trading window is closed.
    - 7.2.1 In the case of Employee Stock Grants ("ESOPs"), the exercise of grant /option may be allowed in the period when the trading window is closed. However, sale of Securities allotted on exercise of ESOPs and shares allotted under pre IPO Quota shall not be allowed when trading window is closed.
    - 7.2.2 In the case of rights issue/Subscription in the public issue all Directors/Officers/Designated Employees may subscribe their rights entitlement even when trading window is closed, however, subscribing to rights renounced in their favour shall not be allowed when trading window is closed.
  - 7.3 Trading window shall remain closed during the period of happening of certain events such as announcement of financial results, declaration of dividends, any other important event, due to any decision taken by the Company or by the Board of Directors of the Company which may have effect on the share price. The list of such events and the closing period for the window is as detailed below:



Sr. No.	Event	For	Window to Remain Close	
			From	To
1.	DECLARATION OF FINANCIAL RESULTS	1 <sup>ST</sup> QTR	Two weeks prior to the Board Meeting considering the Financial Results	24 hours after the results are submitted to stock exchange
		2 <sup>ND</sup> QTR	Do	Do
		3 <sup>RD</sup> QTR	Do	Do
		4 <sup>TH</sup> QTR	Do	Do
2.	DECLARATION OF DIVIDENDS (interim and final)		Date of notice of board meeting to directors or stock exchange whichever is earlier	24 hours after the notice is given to stock exchange
3.	ISSUE OF SECURITIES BY WAY OF PUBLIC ISSUE RIGHTS ISSUE BONUS ISSUE		Do	Do
4.	MAJOR EXPANSION PLANS OR EXECUTION OF NEW PROJECT		Do	Do
5.	AMALGAMATION, MERGERS, TAKE OVERS AND BUY-BACK		Do	Do
6.	DISPOSAL OF WHOLE OR SUBSTANTIALLY WHOLE OF UNDERTAKING		Do	Do
7.	CHANGES IN POLICIES, PLANS, OPERATIONS		Do	Do

7.4 Trading Window shall be opened 24 hours after the information referred to in 7.3 is made public.

## 8. Pre-clearance of Trades

- 10.1 All Directors/Officers/Designated Employees may trade in Securities without pre-clearance where the trade is not exceeding amount of 2000 or Rs. 10,00,000 in value whichever is lower during “trading window”.
- 10.2 All Directors/Officers/Designated Employees shall obtain prior approval of the Compliance Officer in the prescribed form for every trade exceeding threshold limit as specified in 8.1 above.
- 10.3 The application for trade shall be accompanied by an undertaking in the prescribed form.
- 10.4 The trade order shall be completed within a period of one week of the approval, if trade is not completed within one week, all directors/officers/ Designated Employees shall seek fresh approval for the trade.
- 10.5 All Directors/officers/Designated Employees shall not be allowed to dispose off the investment for a minimum period of 30 days. The holding period of 30 days shall also be applicable for purchase of Securities in primary market and the period shall start after the Securities are actually allotted.
- 10.6 Compliance Officer after recording reason in writing may waive the holding period in the event of personal emergency. The events of personal emergency are:

8.6.1 Medical emergencies to the directors/ Officers/ Designated Employees or his/her Dependent Family Members.

8.6.2 Death of any Family Member of the Director/ Officer/Designated Employee. Compliance Officer shall maintain a record of instances where the requirement of holding the Securities during the holding period is waived for personal emergency reasons.

10.7 Compliance Officer shall maintain a record of applications made by Directors/ Officers/ Designated Employees seeking pre-clearance for dealing in Securities.

9. All Directors/Officers/Designated Employees are responsible to maintain the confidentiality of UPSI. They shall :

9.1 keep the information which is in their possession or which they have generated (if the information is in physical form) under lock and key or (when in electronic media) accessible through password only.

9.2 not pass on the information to any one who is not connected with it.

9.3 pass on the information only to those within the Company who need the information to discharge their official duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

9.4 not pass on such information to any person directly or indirectly by way of making recommendation for the purchase or sale of securities.

## 10. Initial disclosure

10.1 Any person who holds more than 5% shares or voting rights in the Company shall disclose to the Company [ **Form A and Annexure 1**]the number of shares or voting rights held by such person on becoming such holder within 4 working days.

10.2 All Directors/Officers/Designated Employees shall submit a statement of holding of Securities [**Form B**] by himself and by his/her Dependent Family Members to the Compliance Officer within 4 days of becoming such Director/Officer/Designated Employee.

## 11. Continual disclosure

11.1 Any person who holds more than 5% shares or voting rights in the Company shall disclose to the Company [**Form C**] the number of shares or voting rights held and change in shareholding or voting rights, even if such change results in shareholding falling below 5%, if there has been change in such holding from the last disclosure made under 10.1 above and such change exceeds 2% of total shareholding or voting rights in the company.

11.2 Directors/ Officers/Designated Employees, shall disclose to the Company, [**Form D**]the total number of shares or voting rights held and change in shareholding or voting rights, if there has been a change in such holding from the last disclosure made under 10.2 above and the change exceeds Rupees 5,00,000 in value or 25000 shares or 1% of total shareholding or voting rights, whichever is lower.

11.3 The disclosure mentioned in 11.1 and 11.2 above shall be made within 4 working days of :

11.3.1 the receipt of intimation of allotment of shares, or

11.3.2 the acquisition or sale of shares or voting rights, as the case maybe.

- 11.4 Quarterly statement of the purchases and sale of Securities made during the quarter shall be submitted to the Compliance Officer in the 1<sup>st</sup> week of the 1<sup>st</sup> month of the following quarter.
- 11.5 Annual statement of all holdings in Securities shall be submitted in the 1<sup>st</sup> week of the 1<sup>st</sup> month of the next financial year.
- 11.6 Compliance Officer shall maintain a register of all Directors/Officers/Designated Employees' shareholding for a minimum period of three years.
- 11.7 Compliance Officer shall submit a monthly report to the Managing Director/CFO on the details of the all Directors/Officers/Designated Employees' transactions alongwith all relevant documents evidencing compliance with the Regulations.

## **12. Violations, Contraventions and Penalties**

- 12.1 Directors/Officers/Designated Employees who violate the Code shall be subject to disciplinary action by the Company which may include wage freeze, suspension, ineligibility for further participation in ESOPs, etc. In the event of any contravention of the Code by any Director/Officer/Designated Employee, the Compliance Officer shall inform the same to SEBI.
- 12.2 The Company's action will not preclude SEBI from taking action under relevant regulations for Insiders and other persons who are guilty of contraventions or violations including those relating to disclosures which are punishable, depending on the nature of contravention, which are as follows:
  - 12.2.1 Any Insider, who deals in securities in contravention of the relevant provisions of prohibition of dealing, communicating or counseling is guilty of Insider Trading.
  - 12.2.2 SEBI is empowered to make enquiries and undertake investigations against breach of regulations under following circumstances:
    - a. under suspicion that any person has violated regulations.
    - b. upon its own knowledge or information or on complaints received from investors, intermediaries (share broker, Registrar & Transfer agent etc.) or any other person.
- 12.3 SEBI may, without prejudice to its right to initiate criminal prosecution, issue following directions :
  - 12.3.1 direct the insider not to deal in securities in any particular manner;
  - 12.3.2 prohibit such insider from disposing of any of the securities acquired in violation of these regulations or to return them to the seller or compensate the seller at prevailing market price or the price at the time of transaction whichever is higher;
  - 12.3.3 declare the transaction in securities null and void;
  - 12.3.4 direct such Insider to transfer the proceeds equivalent to cost price / market price of securities whichever is higher to the investor protection fund or recognised stock exchange.
- 12.4 SEBI is empowered to launch Criminal Prosecution against the insider for the contravention by the insider. The contravention is punishable as follows:
  - 12.4.1 Any contravention or attempt to contravene or abatement of contravention of the provisions of the provisions of the Act, Rules, Regulations shall be punishable with imprisonment for a term which may extend to one year or with fine or with both.
  - 12.4.2 If any person fails to pay the penalty imposed by the adjudicating officer or fails to comply with any of his directions or orders, he shall be punishable with imprisonment for a term which shall not be less than one

month but which may extend to three years or with fine which shall not be less than two thousand rupees but which may extend to ten thousand rupees or with both.

## **VI CODE OF CORPORATE DISCLOSURE PRACTICES FOR PREVENTION OF INSIDER TRADING**

### **1. Corporate Disclosure Policy**

1.1 To ensure timely and adequate disclosure of Price Sensitive Information, the following norms shall be followed by the Company:

### **2 Prompt disclosure of PSI**

2.1 Price Sensitive Information shall be given by the Company to stock exchanges and disseminated on a continuous and immediate basis.

2.2 The Company may also consider ways of supplementing information released to stock exchanges by improving investor access to their public announcements.

### **3 Overseeing and co-ordinating disclosure**

3.1 The Company shall designate a person as a Compliance Officer to oversee corporate disclosure. Presently Mr. CS Sundaramurthy is designated as a Compliance officer.

3.2 Compliance Officer shall be responsible for ensuring that the Company complies with continuous disclosure requirements, overseeing and coordinating disclosure of Price Sensitive Information to stock exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedure.

3.3 Information disclosure/dissemination may normally be approved in advance by the official designated for the purpose by the Compliance Officer with due authority to do so.

3.4 If information is accidentally disclosed without prior approval, the person responsible may inform the designated officer immediately, even if the information is not considered price sensitive.

### **4 Responding to market rumours**

4.1 The Company shall have clearly laid down procedures for responding to any queries or requests for verification of market rumours by exchanges.

4.2 The official duly designated for corporate disclosure shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

### **5 Timely Reporting of shareholdings/ ownership and changes in ownership :**

5.1 Disclosure of shareholdings/ownership by major shareholders and disclosure of changes in ownership as provided under any Regulations made under the Act and the listing agreement shall be made in a timely and adequate manner.

### **6 Disclosure/dissemination of Price Sensitive Information with special reference to Analysts, Institutional Investors**

The Company should follow the guidelines given hereunder while dealing with analysis and institutional investors :-

### **6.1 Only Public information to be provided**

The Company shall provide only public information to the analyst/ research persons/ large investors like institutions. Alternatively, the information given to the analyst should be simultaneously made public at the earliest.

### **6.2 Recording of discussion**

In order to avoid misquoting or misrepresentation, it is desirable that at least two company representatives be present at meetings with Analysts, brokers or Institutional Investors and discussion should preferably be recorded.

### **6.3 Handling of unanticipated questions**

The Company should be careful when dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.

### **6.4 Simultaneous release of Information**

When the Company organises meetings with analysts, the Company shall make a press release or post relevant information on its website after every such meet. The Company may also consider live webcasting of analyst meets.

## **7 Medium of disclosure / dissemination**

7.1 Disclosure / dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.

7.2 The Company shall ensure that disclosure to stock exchanges is made promptly.

7.3 The information filed by the Company with exchanges under continuous disclosure requirement may be made available on the company website.

## **8 Dissemination by stock exchanges**

8.1 The disclosures made to stock exchanges may be disseminated by the exchanges to investors in a quick and efficient manner through the stock exchange network as well as through stock exchange websites.

8.2 Information furnished by the companies under continuous disclosure requirements, is required to be published on the web site of the exchange instantly. Stock exchanges are required to make immediate arrangement for display of the information furnished by the companies instantly on the stock exchange web site.

## **DISCLAIMER**

The Company has drafted the “Code of Conduct for Prohibition of Insider Trading” in terms of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. The Company has provided additional information and formats for the better understanding of the said code by Connected Persons and Designated Employees. However, the Company is not responsible if the Connected Person contravenes the provisions of :

- i. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 1992.
- ii. Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Markets) Regulations, 1995.
- iii. Other laws relevant to trading of securities.

## INITIAL DISCLOSURE

(Tick mark (✓) as applicable)

1.  • I am not holding any securities of the Company.
2.  • I am holding securities of the Company as detailed below.
3.  • None of my relative(s) is/are holding any securities of the Company.
4.  • My relative(s) is/are holding securities of the Company as detailed below.

Sr. No.	Name	No of Securities				
		Physical Form	Folio No.	Demat Form	Client Id No.	DPID No.
1.	Self					
2.	Wife/Husband					
3.	Father					
4.	Mother					
5.	Son					
6.	Son's wife					
7.	Daughter					
8.	Father's father					
9.	Father's mother					
10.	Mother's mother					
11.	Mother's father					
12.	Son's son					
13.	Son's son's wife					
14.	Son's daughter					
15.	Son's daughter's husband					
16.	Daughter's husband					
17.	Daughter's son					
18.	Daughter's Son's wife					
19.	Daughter's daughter					
20.	Daughter's daughter husband					
21.	Brother					
22.	Brother's Son					
23.	Sister					
24.	Sister's Husband					



In further whenever I/my dependent family member will decide to purchase the securities of the Company, I/my dependent family member will do so as per the procedure laid down by the Company. In future, whenever I/my dependent family member will decide to purchase additional securities of the Company or sell the securities of the Company, I/my dependent family member will do so as per the procedure laid down by the Company.

This disclosure is made in terms of Regulation 13 of SEBI (PIT) Regulations, 1992.

Signature :

Date :

Name :

Emp. No. :

**Application for pre-clearance of trade**  
(Regulation 12(1) of SEBI (PIT) Regulations, 1992)  
(when dealing in securities beyond the threshold limit)

Compliance Officer  
PTC Industries Limited

Dear Sir,

Sub: Pre-clearance of trade

Ref: DP's name : \_\_\_\_\_

DP ID : \_\_\_\_\_

CLIENT ID : \_\_\_\_\_

Name of insider : \_\_\_\_\_

Address : \_\_\_\_\_

Your approval is solicited for purchase/sale of \_\_\_\_\_ securities of the Company in physical / demat form. I state on solemn affirmation :

1. that I am Director/employee/Designated Employee of the Company \_\_\_\_\_ who may reasonably be expected to have an access to unpublished price sensitive information in relation to the Company;
2. that I intend to purchase/sale \_\_\_\_\_ (state No. of securities) securities of the Company in physical/demat form immediately on receipt of clearance for trade;
3. that I am aware of the code of conduct for Prohibition of Insider Trading (PIT) and that the provisions are applicable to me.
4. that at this point of time trading window is open and I am permitted to trade in securities;
5. that I do not have access to the unpublished price sensitive information and also have not received unpublished price sensitive information till today;
6. that in case I have access to the price sensitive information or receives it after signing this undertaking, I shall inform the change and refrain from dealing in securities till the information becomes public;
7. that I have not contravened the code of conduct for prevention of insider trading as notified by the Company;
8. that whatever is stated above is true and correct to the best of knowledge and nothing has been concealed.

Yours truly Name

Signature  
Designation

(You are requested to use the above format for pre-clearance of trade of your dependents i.e. dependent parents, dependent spouse, dependent children)

**PRE-CLEARANCE OF TRADE**

To,

Name of employee etc.

Dear sir/madam,

This has reference to your application dated \_\_\_\_\_ for approval to purchase/sale of securities. Your application is considered and based on the undertaking given by you, the proposed trade is approved.

This approval is valid for one week, or till your access to unpublished price sensitive information, whichever is earlier.

Thanking you

Yours faithfully,  
For PTC Industries Limited

Compliance Officer

## UNDERTAKING

With reference to the inter office memo received from Compliance Officer in connection with Prohibition of Insider Trading, I hereby undertake that while I have access to the price sensitive information (PSI) and/or while the PSI remains unpublished:

- i. I shall not deal in Company's securities on my own behalf or on behalf of any other person;
- ii. I shall not communicate counsel or procure directly or indirectly any unpublished price sensitive information to any person who while in possession of such unpublished price sensitive information shall not deal in Company's securities.
- iii. I am aware that whatever is contained in (ii) above shall not be applicable to any communication required in the ordinary course of business or under any law.
- iv. I shall keep the confidential information which is in my possession secured. Computer files containing the PSI shall have security of log in or password.

Signature :

Date :

Name :

Emp. No. :

## Completion of Trade

To

The Compliance Officer  
PTC Industries Limited  
Malviya Nagar, Aishbagh,  
Lucknow

Date : \_\_\_\_\_

Dear Sir,

Folio No. \_\_\_\_\_ / D.P.ID. No. \_\_\_\_\_ Client I.D. No. \_\_\_\_\_

**Sub: Preclearance of trade dated \_\_\_\_\_**

This is to inform you that the trade for purchase/sale of Company's shares cleared by you vide No. \_\_\_\_\_ dated \_\_\_\_\_ has been completed. \_\_\_\_\_ is my D.P. My D.P.I. D. No. is \_\_\_\_\_, my client I.D. No. is \_\_\_\_\_ / my folio No. is \_\_\_\_\_ (state if the shares are purchased for the first time.)

I will hold the shares purchased for a period of 30 days from the date of completion of deal.

Thanking you,

Yours truly

Signature  
Name  
Designation

**Application for waiver of minimum holding period**

To

The Compliance Officer  
PTC Industries Limited  
Malviya Nagar, Aishbagh,  
Lucknow

Date : \_\_\_\_\_

Dear Sir,

Folio No. \_\_\_\_\_ / D.P.ID. No. \_\_\_\_\_ Client I.D. No. \_\_\_\_\_

**Sub: Waiver of minimum holding period**

I/my dependent family member (state name & relation) had purchased Company's shares vide preclearance dated \_\_\_\_\_, on \_\_\_\_\_ (date of completion of deal).

On account of (state reason for selling) I wish to sell these shares within the minimum holding period.

Your approval is solicited.

Thanking you,

Yours truly

Signature  
Name  
Designation

To  
The Compliance Officer  
PTC Industries Limited  
Malviya Nagar, Aishbagh,  
Lucknow

**Statement of shareholding for self and deponent family members for quarter ended at \_\_\_\_\_**

Folio No. \_\_\_\_\_ / D.P.ID. No. \_\_\_\_\_ Client I.D. No. \_\_\_\_\_

<b>Name Designation</b>	<b>Dept./Relationship</b>	<b>No. of shares held at the beginning of quarter</b>	<b>Shares purchased during the quarter</b>	<b>Shares sold during the quarter</b>	<b>Total shares held on first day of next quarter</b>

I declare that the dealings in shares were carried out while trading window was open and in terms of the permission from Compliance Officer. The shares sold were held for minimum period of 30 days.

Yours truly,

Signature  
Name  
Designation

To

The Compliance Officer  
PTC Industries Limited  
Malviya Nagar, Aishbagh,  
Lucknow

Date : \_\_\_\_\_

**Annual Statement of shareholding for self and deponent family members for the year ended at**

Folio No. \_\_\_\_\_ / D.P.ID. No. \_\_\_\_\_ Client I.D. No. \_\_\_\_\_

<b>Name Designation</b>	<b>Dept./Relationship</b>	<b>No. of shares held at the beginning of year</b>	<b>Shares purchased during the year</b>	<b>Shares sold during the year</b>	<b>Total shares held on first day of next year</b>

Yours truly,

Signature  
Name  
Designation



**FORM A**

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,  
1992

(Regulation 13 (1) and (6))

**Regulation 13(1) – Details of acquisition of 5% or more shares in a listed company**

Name & address of shareholder with telephone number	Share holding prior to acquisition	No. and percentage of shares /voting rights acquired	Date of receipt of allotment /advice. Date of acquisition(specify)	Date of intimation to Company	Mode of acquisition (market purchase/public / rights/preferential offer etc.)	Share holding subsequent to acquisition	Trading member through whom the trade was executed with SEBI Registration No.of the TM	Exchange on which the trade was executed	Buy quantity	Buy value

**FORM B**

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,  
1992

(Regulation 13 (2) and (6))

**Regulation 13 (2) – Details of shares held by Director or officer of a Listed company**

Name & Address of Director/Officer	Date of assuming office of Director / Officer	No. & % of shares/voting rights held at the time of becoming Director / Officer	Date of intimation to company	Mode of acquisition (market purchase / public / rights / preferential offer etc.)	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value

**FORM C**

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,  
1992

(Regulation 13 (3) and (6))

**Regulation 13(3) – Details of change in shareholding in respect of persons holding more than 5% shares in a listed company**

Name & address of shareholders	Share holding prior to acquisition/sale	No. & % of shares/voting rights acquired/sold	Receipt of allotment advice/acquisition of shares/sale of shares – specify	Date of intimation to company	Mode of acquisition (market purchase/public/rights/preferential offer etc.)	No. & % of shares/voting rights post-acquisition/sale	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Exchange on which the trade was executed	Buyer	Buyer	Seller	Seller

**FORM D**

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,  
1992

(Regulation 13 (4) and (6))

**Regulation 13(4) – Details of change in shareholding of Director or Officer of a  
Listed Company**

Name & Address of Director/Officer	No. & % of shares/voting rights held by the Director/Officer	Date of receipt of allotment advice/acquisition / sale of shares/voting rights	Date of intimation to company	Mode of acquisition (market purchase/public/rights/preferential officer etc.)	No. & % of shares/post acquisition/voting rights sale	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Exchange on which the trade was executed	Buy quantity	Sell quantity	Sell value

## List of Designated Employees

<b>S. No</b>	<b>Name</b>		<b>Department</b>
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