

SEJAL GLASS LIMITED

INSIDER TRADING - CODE OF CONDUCT

This Policy is only an internal code of conduct and one of the measures to avoid Insider Trading. It will be the responsibility of each person covered under the SEBI Insider Trading Regulation to ensure compliance of the SEBI Act, Guidelines and other related statutes.

INSTRUCTIONS FOR DESIGNATED PERSONS

Do not engage in insider trading:

- Trading in the Company's Securities when you have inside information or sharing it with others is illegal and can result in severe penalties.
- Never indulge in forward dealings in securities of the Company. Both these are prohibited activities.
- Never buy or sell any the Company's Securities, if you have inside information.
- Never spread false information to manipulate the share price of the Company.
- Trading indirectly when in possession of inside information of the Company and/or its Securities, for example through family members or others, or providing 'tips' is also prohibited.
- Note: In case has/have any doubt(s), check with Secretarial & Compliance Department.

1. DEFINITIONS

1.1 **“Act”** means the Securities and Exchange Board of India Act, 1992.

1.2 **“Audit Committee”** means the Audit Committee of the Company

1.3 **“Board”** means the Securities and Exchange Board of India.

1.4 **“Code” or “Code of Conduct”** shall mean the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders and code of fair disclosure of unpublished price sensitive information of **SEJAL GLASS LIMITED** as amended from time to time.

1.4 **“Company”** means **SEJAL GLASS LIMITED**.

1.5 **"Compliance Officer"** means any senior officer, designated so and reporting to the board of directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these Regulations under the overall supervision of the board of directors of the listed company or the head of the organization, as the case may be;

Explanation - For the purpose of this regulation, “financially literate” shall mean a person who has the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account, and statement of cash flows.

1.6 **“Connected Person”** means;

(i) any person who is or has during the six months prior to the concerned act been associated with the Company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to UPSI 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 the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

NOTE: It is intended that a connected person is one who has a connection with the company that is expected to put him in possession of unpublished price sensitive information. Immediate relatives and other categories of persons specified above are also presumed to be connected persons but such a presumption is a deeming legal fiction and is rebuttable. This definition is also intended to bring into its ambit persons who may not seemingly occupy any position in a company but are in regular touch with the company and its officers and are involved in the know of the company's operations. It is intended to bring within its ambit those who would have access to or could access unpublished price sensitive information about any company or class of companies by virtue of any connection that would put them in possession of unpublished price sensitive information.

1.7 “**Dealing in Securities**” means an act of subscribing to, buying, selling or agreeing to subscribe to, buy, sell or deal in the securities of the Company either as principal or agent.

1.8 “**Designated Persons**” shall include:

- i. Promoters and the Promoters Group of the Company
- ii. Members of the Board of Directors of the Company;
- iii. CEOs of the business verticals;
- iv. CEO, Company Secretary, CFO;
- v. Auditors of the Company;
- vi. All employees of the Accounts, Finance, Legal & Secretarial Department of the Company;
- vii. CFOs & CEOs and CSs of the Holding Company, Subsidiary Company and Associate Company and Joint Venture;
- viii. Head of Internal Audit Department, Legal Department;
- ix. Secretaries/Executive Assistants reporting to the Chairman or the Managing Director/Whole Time Director;
- x. All Departmental Heads of the Company (For eg. Finance Head, Purchase Head, Sales Head etc.);

- xi. Any person as may be decided by the Compliance officer from time to time;
- xii. Employees of other Departments/Divisions on a case-to-case basis, who could be reasonably expected to have access to unpublished price sensitive information(s) relating to the Company, to be decided by the Chairman/Managing Director/Whole-Time Director/ Compliance Officer/Chief Financial Officer, on a case-to-case basis;

1.9 **"Director"** means a member of the Board of Directors of the Company.

1.10 **"Employee"** means every employee of the Company including the Directors in the employment of the Company.

1.11 **"Generally available information"** means information that is accessible to the public on a non-discriminatory basis.

1.12 **"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.

1.13 **"Insider"** means any person who is,

(i) a connected person; or

(ii) in possession of or having access to UPSI .

1.14 **"Key Managerial Person"** means a person as defined in Section 2(51) of the Companies Act, 2013 including any amendment or modification thereof.

1.15 **"Promoter"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof.

1.16 **"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 or any modification thereof.

1.17 **"Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 or any modification thereof except units of a mutual fund.

1.18 **"Takeover Regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.

1.19 "**Trading**" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.

1.20 "**Trading Day**" means a day on which the recognized stock exchanges are open for trading.

1.21 "**Unpublished Price Sensitive Information**" or "**UPSI**" means any information, relating to the 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, delistings, disposals and expansion of business and such other transactions;
- (v) changes in key managerial personnel; and

1.22 "**Investor Protection and Education Fund**" means the Investor Protection and Education Fund created by the Securities and Exchange Board of India (SEBI) under section 11 of the Act.

1.23 "**Regulations**" shall mean the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.

1.24 "**Informant**" means an individual(s), who voluntarily submits to the Board a Voluntary Information Disclosure Form relating to an alleged violation of insider trading laws that has occurred, is occurring or has a reasonable belief that it is about to occur, in a manner provided under these Regulations, regardless of whether such individual(s) satisfies the requirements, procedures and conditions to qualify for a reward. Words and expressions used and not defined in this Code but defined in 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.

2. ROLE OF COMPLIANCE OFFICER

2.1 The Compliance Officer shall report on insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee, or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors.

2.2 The Compliance Officer shall assist all Employees in addressing any clarifications regarding the Regulations and the Company's Code of Conduct.

3. COMMUNICATION AND PRESERVATION OF UPSI

3.1 All information shall be handled within the Company strictly on a need-to-know basis, and no UPSI shall be communicated to any person except in furtherance of the legitimate purposes, the performance of duties or discharge of legal obligations. UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:

- an obligation to make an open offer under the Takeover Regulations where the Board of Directors of the Company is of informed opinion that sharing of such information is in the best interests of the Company; or
- not attracting the obligation to make an open offer under the Takeover Regulations but where the Board of Directors of the Company is of informed opinion that sharing of such information is in the best interests of the Company and the information that constitute UPSI is disseminated to be made generally available at least 2 (two) trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine to be adequate and fair to cover all relevant and material facts.

However, the Company shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties, and such parties shall keep information so received confidential, except for the limited purpose and shall not otherwise trade in securities of the Company when in possession of UPSI.

The structured digital database shall be maintained containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under this Regulations along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure nontampering of the database.

The structured digital database shall be preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

The gap between the clearance of accounts by the Audit Committee and the Board Meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.

3.2 Need to Know:

- (i) “need to know” basis means that UPSI should be disclosed only to those within the Company who need the information to discharge their duty, perform any legal obligation and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- (ii) All non-public information directly received by any employee should immediately be reported to the head of the department.

3.3 Limited access to confidential information files containing confidential information shall be kept secure. Computer files must have adequate security of login and password, etc.

4. PREVENTION OF MISUSE OF UPSI.

The Designated Persons shall be governed by an internal code of conduct governing dealing in securities.

4.1 Trading Plan

An Insider shall be entitled to formulate a trading plan for dealing in securities of the Company and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan.

4.2 Trading Plan shall

- (i) not entail commencement of trading on behalf of the Insider earlier than 6 (six) months from the public disclosure of the plan;
- (ii) not entail trading for the period between the 20th (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;
- (iii) entail trading for a period of not less than 12 (twelve) months;
- (iv) not entail overlap of any period for which another trading plan is already in existence;
- (v) set out either the value of trades to be effected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be effected; and
- (vi) not entail trading in securities for market abuse.

4.3 The Compliance Officer shall consider the Trading Plan made as above and shall approve it forthwith. However, he shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Regulations. Provided that pre-clearance of trades shall not be required for a trade executed as per an approved Trading Plan. Provided further that the Trading Window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

4.4 The Trading Plan once approved shall be irrevocable, and the Insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the Trading Plan. However, the implementation of the Trading Plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any UPSI and the said information has not become generally available at the time of the commencement of implementation. The commencement of the Plan shall be deferred until such UPSI becomes generally available information.

4.5 Upon approval of the Trading Plan, the Compliance Officer shall notify the Plan to the stock exchange(s) on which the securities are listed.

5. INFORMATION TO BE PROVIDED BY THE DESIGNATED PERSONS

The Designated Persons shall be required to disclose name(s) and the Permanent Account Number or any other identifier authorized by the law of the following persons to the Company on an annual basis, and as and when the information changes:

- (a) Immediate relative(s);
- (b) Persons with whom such Designated Person(s) shares a material financial relationship; and
- (c) Phone, mobile and cell numbers which are used by them. In addition, the names of educational institution(s) from which the 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 the designated person during the immediately preceding twelve months, equivalent to at least 25% (Twenty five per cent) of the annual income of such designated person but shall exclude relationships in which the payment is based on arm’s length transactions.

6. TRADING WINDOW AND WINDOW CLOSURE

- 6.1 (i) The trading period, i.e. the trading period of the stock exchanges, called ‘trading window’, is available for trading in the Company’s securities.
- (ii) The trading window shall be, inter alia, closed from the 1st day of beginning of the financial quarter up to the expiry of 48 hours from the publication of financial results and other UPSI.
- (iii) When the trading window is closed, the Designated Persons shall not trade in the Company’s securities in such period.
- (iv) All Designated Persons shall conduct all their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company’s securities during the periods when the trading window is closed, as referred to in Point No. (ii) above or during any other period as may be specified by the Company from time to time.
- (v) In the case of Employee Stock Options Plans, an exercise of the option is not permitted during the period when the trading window is closed. The provisions of this Code will apply to the exercise of options and trading in the shares allotted out of the vested stock options.

6.2 The Compliance Officer shall intimate the closure of trading window to all the Designated Persons of the Company when he determines that a designated person or class of designated persons can reasonably be expected to have possession of UPSI. Such closure shall be imposed in relation to such securities to which such UPSI relates.

6.3 The Compliance Officer after taking into account various factors including UPSI in question becoming generally available and being capable of assimilation by the market shall decide the timing for reopening of the trading window, however, in any event, it shall not be earlier than 48 (Forty eight) hours after the information becomes generally available.

6.4 The Trading window period shall be made applicable from the end of every quarter till 48 (Forty eight) hours after the declaration of financial results.

7. CHINESE WALL

To prevent the misuse of UPSI, the Company has adopted a “Chinese Wall” policy which separates those departments which routinely have access to UPSI, considered “inside areas” from those departments which deal with sale/marketing or other departments providing services, considered “public areas”. As per the said policy:

- The Employees in the inside areas are not allowed to communicate any UPSI to anyone in the public areas.
- The Employees in the inside area may be physically separated from the Employees in public area.
- The demarcation of various departments as inside area shall be decided by the Board in consultation with Compliance Officer.
- Only in exceptional circumstances, Employees from the public areas are brought “over the wall” and given UPSI for the furtherance of legitimate purposes and on the basis of “need to know” criteria, after providing prior written intimation to the Compliance Officer.

8. PRE-CLEARANCE OF TRADES

All Designated Persons, who intend to deal in the securities of the Company when the Trading Window is opened and if the value of the proposed trades, 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 lakhs only) (market value), should pre-clear the transaction. However, no Designated Person shall be entitled to apply for pre-clearance of any proposed trade if such Designated Person is in possession of UPSI even if the trading window is not closed and hence he shall not be allowed to trade. The pre-dealing procedure shall be as under:

- (i) An application may be made in the prescribed Form (**Annexure 1**) to the Compliance officer indicating the estimated number of securities that the Designated Person intends to deal in, the details as to the depository with which he has a security account, the details as to the securities in such depository mode and such other details as may be required by any rule made by the Company in this behalf.

(ii) An undertaking (**Annexure 2**) shall be executed in favour of the Company by such Designated Person incorporating, inter alia, the following clauses, as may be applicable:

- (a) That the Designated Person does not have any access or has not received UPSI up to the time of signing the undertaking.
- (b) That in case the Designated Person has access to or receives UPSI after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his position and that he/she would completely refrain from dealing in the securities of the Company till the time such information becomes public.
- (c) That he/she has not contravened this Code.
- (d) That he/she has made a full and true disclosure in the matter.

(iii) The Compliance Officer shall either clear the requested trade or decline to clear the requested trade within 3 (Three) working days from the receipt of the application (duly completed in all respects) in the prescribed form. (**Annexure 3**).

In case the Compliance Officer declines to clear the requested deal, he shall assign reasons in writing for doing so. If the designated person doesn't receive any response from the Compliance Officer within the aforesaid period of 3 (Three) working days, the requested deal can be deemed to have been cleared by the Compliance Officer.

(iv) All Designated Persons shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given. The Designated Persons shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form. In case the transaction is not undertaken, a report to that effect shall be filed. (**Annexure 4**).

(v) If the order is not executed within 7 (seven) trading days after the approval is given, the Designated Person must pre-clear the transaction again.

(vi) All Designated Persons who buy or sell any number of shares of the Company shall not enter into an opposite transaction, i.e. sell or buy any number of shares during the next 6 (six) months following the prior transaction. All Designated Persons shall also not take positions in derivative transactions in the shares of the Company at any time. In case of any contra trade be 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 Act. Provided that the above is not applicable for trade(s) pursuant to the exercise of stock option(s). In case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 (Thirty) days. The holding period would commence when the securities are actually allotted.

(vii) The Compliance Officer may waive off the holding period in case of sale of securities in personal emergency after recording reasons for the same. However, no such sale will be [permitted](#) when the Trading window is closed.

9. OTHER RESTRICTIONS

9.1 The disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.

9.2 The disclosures of trading in securities shall also include trading in derivatives of securities, and the traded value of the derivatives shall be taken into account for purposes of this Code. Provided that the trading in derivatives of securities is permitted by any law for the time being in force.

9.3 The disclosures made under this Code shall be maintained for a period of 5 (Five) years.

10. REPORTING REQUIREMENTS

INITIAL DISCLOSURE

10.1 Every person on appointment as a key managerial personnel or a director of the Company or upon becoming a promoter or member of the promoter group shall disclose his holding of securities of the Company as on the date of appointment or becoming a promoter, to the Company within 7 (Seven) days of such appointment or becoming a promoter. **(Annexure 5)**

CONTINUAL DISCLOSURES.

10.2 Every Promoter, member of the promoter group, designated person and Director of the Company shall disclose to the Company in **Annexure 6**, the number of such securities acquired or disposed of within 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 lakhs only). The disclosure shall be made within 2 working days of:

- (a) the receipt of intimation of allotment of shares, or
- (b) the acquisition or sale of shares or voting rights, as the case may be.

10.3 The Compliance Officer may after considering the facts, circumstances and appropriateness, require the connected person or class of connected persons to whom the Company has to provide UPSI in the course of its business, to furnish the details of holdings and trading in securities of the Company.

11. DISCLOSURE BY THE COMPANY TO THE STOCK EXCHANGE(S)

11.1 Within 2 (Two) trading days of the receipt of intimation under Clause 10.2, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

11.2 The abovementioned disclosures shall be made in such form and such manner as may be specified by SEBI from time to time

11.3 The Compliance Officer shall maintain records of all the declarations in the appropriate form given under the Regulations for a minimum period of 5 (Five) years.

12. DISSEMINATION OF UPSI

11.1 No information shall be passed by Designated Persons by way of making a recommendation for the purchase or sale of securities of the Company.

11.2 Disclosure/ dissemination of UPSI with special reference to analysts, media persons and institutional investors:

The following guidelines shall be followed while dealing with analysts and institutional investors:

- Only public information to be provided.
- At least 2 (Two) Company representatives must be present at meetings with analysts, media persons and institutional investors.
- Unanticipated questions may be taken on notice and a considered response given later. If the answer includes UPSI, a public announcement should be made before responding.
- Simultaneous release of information after every such meet.

13. PROCEDURE AND PENALTY

13.1 Every Designated Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her dependents).

13.2 The Designated Persons shall also observe the duties and responsibilities attached to the receipt of Inside information, failing which they shall be liable for misuse or unwarranted use of such information.

13.3 An inquiry in case of a leak or suspected leak of UPSI shall be carried out in accordance with the procedure specified in the Whistle Blower Policy of the Company

13.4 Any Designated Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalised, and appropriate action may be taken by the Company.

13.5 Designated Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, recovery, clawback, ineligibility for future participation in employee stock option plans, etc.

13.6 Any amount collected under clause 13.5 above, shall be remitted to SEBI for credit to Investor Protection and Education Fund administered by SEBI under the Act. The action by the Company shall not preclude SEBI from taking any action in case of violation of the Regulations.

14. CODE OF FAIR DISCLOSURE

A code of practices and procedures for fair disclosure of UPSI for adhering each of the principles is set out below:

14.1 Prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available. It has to be ensured that before dissemination of such information, necessary details/ copy of the press release should be furnished to the Compliance Officer who needs to inform to the Stock Exchange(s) about the same. Necessary confirmation should be obtained from the Compliance Officer about such disclosure to the Stock Exchange(s) before the same is made public.

14.2 Uniform and universal dissemination of UPSI to avoid selective disclosure.

14.3 Designation of a senior officer as a chief investor relations officer to deal with the dissemination of information and disclosure of UPSI.

14.4 Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

- 14.5 Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- 14.6 Ensuring that information shared with analysts and research personnel is not UPSI.
- 14.7 Developing the best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website of the Company to ensure official confirmation and documentation of disclosures made.
- 14.8 Handling of all UPSI on a need-to-know basis.
- 14.9 Determination of Legitimate Purpose

The term “legitimate purpose” shall include sharing of UPSI in the ordinary course of business by the Insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations. Any person in receipt of UPSI pursuant to the legitimate purpose shall be considered an insider for purposes of the Regulations and due notice shall be given to such persons to maintain the confidentiality of such UPSI in compliance with the Regulations.

15. PROTECTION OF EMPLOYEES AGAINST RETALIATION AND VICTIMISATION

Retaliation for reporting suspected violations is strictly prohibited under the Code of Conduct. Employee who reports any alleged violations of insider trading laws in accordance with the Informant Mechanism introduced by SEBI Amendment Regulations, effective December 26, 2019, will be protected against any discharge, termination, demotion, suspension, threats, harassment, directly or indirectly or discrimination.

16. AMENDMENT

The Board of the Company shall review and may, on the recommendation of the Audit Committee, amend this Policy from time to time. Any or all provisions of this Policy would be subject to revision/amendment in accordance with the Act and SEBI Regulations. 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 Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail over the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.

ANNEXURE 1

SPECIMEN OF APPLICATION FOR PRE-DEALING APPROVAL

From:

Name:

Address:

*Designation:

*Employee ID.:

*(applicable to employees only)

The Compliance Officer
Sejal Glass Limited
Mumbai

Date:

Dear Sir,

Sub: Application for preclearance of trades

*I/My immediate relative, _____ (name of relative), intend to deal in equity shares of the Company and hereby seek approval for pre-clearance of the trade.

The particulars of intended trade are as under:

Sr. No.	Details of the Proposed Trade	Information provided by Declarant	
1.	Number of shares proposed to be traded		
2.	Demat Account Details	DP ID. :	

		Client ID.:	
3.	Nature of Trade	* Buy / Sale	
4.	The Depository for this trade	* NSDL / CSDL	
5.	The trade is proposed to be carried out by	Myself / My immediate relatives	
6.	My / My immediate relatives' current holding		
7.	Proposed date of dealing in securities		

* Mention requested details

I enclose herewith an undertaking, duly signed by me for the above purpose.

I / My immediate relatives are aware that I / We have to execute the trade in respect of securities of the company within one week after the approval of pre-clearance is given. If the order is not executed within the aforesaid period after the approval is given, I/We would have to pre-clear the transaction again.

Thanking you,

Name- _____

Designation-_____

ANNEXURE 2

FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE-CLEARANCE UNDERTAKING

To,
Sejal Glass Limited,
Mumbai

I, _____, _____ of the Company residing at _____, am desirous of dealing in _____ * shares of the Company as mentioned in my application dated _____ for pre-clearance of the transaction.

I further declare that I am not in possession of or otherwise privy to any UPSI (as defined in the Company's Code of Conduct for prevention of Insider Trading (the Code) up to the time of signing this Undertaking.

In the event that I have access to or received any information that could be construed as "Price Sensitive Information" as defined in the Code, after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from dealing in the securities of the Company until such information becomes public.

I declare that I have not contravened the provisions of the Code as notified by the Company from time to time.

I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken. If approval is granted, I shall execute the deal within 7 days of the receipt of approval failing which I shall seek pre-clearance.

I declare that I have made full and true disclosure in the matter.

Date :

Signature :

* Indicate number of shares

ANNEXURE 3

FORMAT FOR PRE- CLEARANCE ORDER

To,

Name : _____

Designation : _____

Place : _____

This is to inform you that your request for dealing in _____ (nos.) shares of the Company as mentioned in your application dated _____ is approved. Please note that the said transaction must be completed on or before _____ (date) that is within 7 days from today.

In case you do not execute the approved transaction/deal on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction/deal in the securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Yours faithfully,

For Sejal Glass Limited

Compliance Officer

Date : _____

Encl : Format for submission of details of the transaction

ANNEXURE 4

FORMAT FOR DISCLOSURE OF TRANSACTIONS

(To be submitted within 2 days of transaction / dealing in securities of the Company)

To,
The Compliance Officer,
Sejal Glass Limited,
Mumbai

I hereby inform that I

- have not bought / sold/ subscribed any securities of the Company
- have bought/sold/subscribed to _____ securities as mentioned below on ____ (date)

Name of holder	No. Of securities dealt with	Bought/sold/subscribed	DP ID/Client ID / Folio No	Price (Rs.)

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 years and produce to the Compliance officer / SEBI any 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).

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

I declare that the above information is correct and that no provisions of the Company's Code and/or applicable laws/regulations have been contravened for effecting the above said transactions(s).

Date: Signature: _____

ANNEXURE 5

FORMAT TO BE GIVEN ON APPOINTMENT OF KEY MANAGERIAL PERSONNEL (“KMP”) OR DIRECTOR OR UPON BECOMING A PROMOTER OF A LISTED COMPANY AND OTHER SUCH PERSONS AS MENTIONED IN REGULATION 6(2)

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a Director/ KMP/ Promoter]

Name of the Company : Sejal Glass Limited

ISIN of the Company : INE_____

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

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

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

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

Open Interest of the Future Contracts held as on the date of coming into force			Open Interest of the Option contracts held as on the date of regulation coming into force		
Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

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

Name & Signature:

Designation:

Date:

Place:

ANNEXURE 6

**FORMAT TO BE GIVEN ON CHANGE IN HOLDING OF SECURITIES OF PROMOTER, EMPLOYEE OR DIRECTOR OF A LISTED COMPANY AND
OTHER SUCH PERSONS AS MENTIONED IN REGULATION 6(2)**

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

Name of the Company : Sejal Glass Limited

ISIN of the Company : INE_____

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

Name, PAN No., CIN/DIN & addresses with contact nos.	Category of Person (Promoters/KMP/Directors/immediate.	Securities held prior to acquisition / disposal		Securities acquired / disposed				Securities held post acquisition/disposal		Date of allotment advice / acquisition of shares / sale of share specify		Date of intimation to company	Mode of acquisition / disposal (on market/ public/ rights/ preferential offer/off market Inter-se transfer, ESOPs etc.)
				Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	No	Value (in Rs)	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)						
		Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	No. and % of share holding				Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To			

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		Exchange on which the trade was executed	
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)		
15	16	17		18	19	20	21

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

Name & Signature:
Designation:
Date :
Place :