

INDO NATIONAL LTD

**ANNEXURE I  
FORMAT OF APPLICATION FOR PRE-CLEARANCE**

Date:

To,  
The Compliance Officer,  
INDO NATIONAL LTD  
Chennai

Dear Sir/Madam,

**Application for Pre-clearance for trading in securities of the  
Company**

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's **Code of Conduct for Prevention of Insider Trading**, I seek approval to purchase / sale / subscription of \_\_\_\_\_ equity shares of the Company as per details given below:

1. Name of the applicant :
- 2 Employee Number :
3. Designation :
4. Number of securities held as on date :
5. Folio No. / DP ID / Client ID No. :
6. The Proposal is for a) Purchase of securities :
- b) Subscription to securities :
- c) Sale of securities :
7. Proposed date of trading in securities :
8. Estimated number of securities proposed to be acquired/subscribed/sold :
9. Price at which the transaction is proposed :
10. Current market price (as on date of application) :
11. Whether the proposed transaction will be through stock exchange or off-market deal :
12. Folio No. / DP ID / Client ID No. where the Securities will be credited / debited :

I hereby confirm and declare that:

a. I am not in possession of or otherwise privy to any unpublished Price Sensitive Information ( as defined in the Company' s Code of Conduct for prevention of Insider Trading (the Code) up to the time of signing this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.

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

c. If approval is granted, I shall execute the trade within 7 days of the receipt of approval failing which I shall seek pre-clearance again, if necessary.

d. I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken (within 9 days from the date of pre-clearance).

e. I have made full and true disclosure in the matter.

Yours faithfully,  
(Signature of Employee)

**For the use of Compliance Officer** :  
**Date of receipt of application** :  
**Approval Date** :  
**Approval Number Compliance** :

**Officer's Signature**  
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## **ANNEXURE II**

### **FORMAT FOR DISCLOSURE OF TRANSACTIONS**

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

To,  
The Compliance Officer,  
INDO NATIONAL LTD  
Chennai

REF: Pre-clearance request dated:\_\_\_\_\_

I hereby inform that

I have not bought / sold / subscribed any securities of the Company due to the following reason:

\_\_\_\_\_

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 5 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) subject to the provisions of SEBI Regulations.

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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 transaction(s).

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

Name :

Designation :

## **Annexure III**

### **PENALTY FOR CONTRAVENTION OF CODE OF INTERNAL PROCEDURES & CONDUCT FOR PREVENTION OF INSIDER TRADING OF THE COMPANY**

The Code requires designated persons and their immediate relatives to seek prior approval for any transaction in the securities of the Company, report such transaction(s) and submit certain periodic reports and documentation. The Code also prohibits any transaction in securities during Non-Trading period. It is strongly recommended that the employees go through and strictly adhere to the Code and the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Code inter-alia requires:

1. Obtaining pre-clearance for certain transactions.
2. Reporting / declaring transactions in securities of the Company within a stipulated time period.
3. Prohibition on trading in securities during Non-Trading Period.

### **Penal provisions**

In terms of the Code, the Company will take appropriate disciplinary action against the defaulters for not complying with the Code. Please note that the following action shall be taken for any non-compliance with the code in addition to the actions that may be taken by SEBI or other authorities.

#### **1. Not obtaining pre-clearance for trading (buying/selling) in the Securities\***

First instance : Warning

Second instance : A fine of upto 5% of the gross value of the transaction

Third instance : A fine of upto 10% of the gross value of the transaction

Fourth instance : Action as may be decided by the Board or Committee of Directors

(\* this includes trading in Securities above the approved limits)

## **2. Delay in reporting / declaring transactions (buy/sell) in the Securities within the stipulated time (including a 'nil' report):**

First instance : Warning

Second instance : A fine of Rs. 1,000/- per day of default upto the first 10 days of default

Third instance : A fine of Rs. 2,000/- per day of default upto the first 10 days of default

Fourth instance : Action as may be decided by the Board of Directors

Note: The amount of fine payable for any delay under this category beyond the first 10 days of default would be decided by the Board or Committee of Directors.

## **3. Trading during non-trading period (when the trading window is closed)**

First instance : Warning

Second instance : A fine of 10% of the gross value of transaction

Third instance : A fine of 20% of the gross value of transaction

Fourth instance

: Action as may be decided by the Board or Committee of Directors

**4. Any other non-compliance with the Code:**

Appropriate action as may be decided by Board or Committee of Directors.

The fine is payable to the Company and the modalities for paying the fine would be separately communicated by the Compliance Officer to the concerned person.

In case of any doubt or dispute with regard to the interpretation or applicability or otherwise of the provisions of the Code or related provisions, the decision of the Board or Committee of Directors shall be final.

In case the Board or Committee of Directors are required to review any transaction or impose penalties on one of its own members, the concerned member would excuse himself from the Board on that matter and not participate.

The above process shall come into force with effect from 22<sup>nd</sup> May 2015.