



JD ORGOCHEM LIMITED

**CODE OF CONDUCT FOR REGULATING AND REPORTING
TRADING BY INSIDERS AND FOR FAIR DISCLOSURE, 2015**

1. INTRODUCTION

The Company has a Code of Conduct to Regulate, Monitor and Report Trading by Insiders, as adopted by the Board of Directors w.e.f. 15th May, 2015.

SEBI has vide its notification dated 31st December, 2018 amended the SEBI (Prohibition of Insider Trading) Regulations, 2015 effective from 01st April, 2019. As required under the said Regulations, a revised Code of Conduct for Regulating and Reporting Trading by Insiders and for Fair Disclosure, 2015 (hereinafter referred to as the "Code") has been framed for adoption by the Board of Directors of the Company. The said Code shall supersede the earlier Code and shall be effective from 01st April, 2019.

2. DEFINITIONS

- a) "**SEBI Act**" or "**Act**" means the Securities and Exchange Board of India Act, 1992;
- b) "**Regulations**" mean the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
- c) "**The Company**" means JD Orgochem Limited
- d) "**Promoter**" shall have the meaning assigned to it under the SEBI (ICDR) Regulations, 2018 or any modification thereto.
- e) "**Promoter group**" shall have the meaning assigned to it under the SEBI (ICDR) Regulations, 2018 or any modification thereto.
- f) "**Code**" means this JD Orgochem Limited Code of Conduct for regulating & reporting trading by insiders and for fair disclosure, as modified from time to time;
- g) "**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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board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 an organization, as the case may be;
- h) "**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.

- i) **“Designated Person”** means the Board of Directors or such other analogous authority shall in consultation with the compliance officer specify the designated persons to be covered by the code of conduct on the basis of their role and function in the organisation and the access that such role and function would provide to unpublished price sensitive information in addition to seniority and professional designation and shall include:-
- a. All promoters and member(s) of the promoter group of the Company;
 - b. Director(s) of the Company;
 - c. Employee(s) in the category of Key Managerial Personnel;
 - d. Managing Director and Employee(s) two levels below, if any, and its material subsidiaries irrespective of their functional role in the company or ability to have access to unpublished price sensitive information;
 - e. Employees functioning as Personal Assistants/ Confidential Secretaries to the persons in category a to d above;
 - f. Any support staff of Company such as IT staff or secretarial staff who have access to unpublished price sensitive information.
 - g. Employees of material subsidiaries of Company designated on the basis of their functional role or access to unpublished price sensitive information in the organization by their board of directors;
- j) **“Generally Available Information”** means information that is accessible to the public on a non-discriminatory basis.
- k) **“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;
- l) **“Insider”** means any person who is:
- a. a connected person; or
 - b. in possession of or having access to unpublished price sensitive information;

Further, any person in receipt of unpublished price sensitive information pursuant to a Legitimate Purpose shall be considered as “Insider” for the purpose of these regulations.

- m) **“Legitimate purpose”** shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with promoters, partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, consultants or other advisors or consultants or partners, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.
- n) **“Key Managerial Personnel”** means
- a. the Chief Executive Officer or the Managing Director or the Manager;
 - b. the Company Secretary;
 - c. the Whole Time Director;
 - d. the Chief Financial Officer;
 - e. such other officer as may be prescribed under the Companies Act, 2013.
- o) **“Securities”** includes:
- a. shares, bonds, debentures or other marketable securities of a like nature;
 - b. any kind of derivatives in the Securities of the Company; and
 - c. such other instruments recognized as securities under the Securities Contracts (Regulation) Act, 1956 and issued by the Company from time-to-time;
- p) **“Trading”** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- q) **“Trading Day”** means a day on which the recognized stock exchanges are open for trading where securities of the Company are listed;
- r) **“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;

- c. change in capital structure;
- d. mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
- e. changes in key managerial personnel.

3. DUTIES OF COMPLIANCE OFFICER

The Compliance Officer shall report to the Board of Directors and in particular, shall provide quarterly reports to the Chairman of the Audit Committee in relation to the mandates of the Regulations and the Code. In the event of the office of the Company Secretary falling vacant till such time a successor is appointed, the Chairman or Managing Director shall, in the interim period act as the Compliance Officer. In the performance of his/her duties, the Compliance Officer shall have access to all information and documents relating to the securities of the Company.

4. PRESERVATION OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- a. All information shall be handled within the Company on a need to know basis. No insider shall communicate, provide or allow access to any unpublished price sensitive information relating to the Company or securities to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- b. No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to the Company or securities, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- c. Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that would:
 - (i) entail an obligation to make an open offer under the takeover regulations where the Board of Directors is of informed opinion that the sharing of such information is in the best interest of the Company; or
 - (ii) not attract the obligation to make an open offer under the takeover regulations but where the Board is of informed opinion that sharing of such information is in the best interest of the Company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board may determine to be adequate and fair to cover all relevant and material facts.

For the abovementioned purpose, the Board of Directors 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 abovementioned purpose, and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

- d. The Board of Directors shall ensure that a structured digital database is maintained containing the names of such persons or entities, as the case may be, with whom UPSI is shared under this regulation along with the Permanent Account Number (PAN) or any other identifier authorized by law, where PAN is not available. Such database shall be maintained with adequate internal controls and checks, such as time stamping, audit trails, etc. to ensure non-tampering of the database.

5. TRADING WHEN IN POSSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- a. No Designated Person(s) and Insiders shall trade in securities when in possession of unpublished price sensitive information and where a person has traded in securities has been in possession of unpublished price sensitive information, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.
- b. Trades may be permitted in certain cases as under, subject to compliance with the Regulations –
 - (i) off-market inter-se transfer between insiders in possession of the same Unpublished Price Sensitive Information and both parties had made a conscious and informed trade decision;
 - (ii) transaction carried out through the block deal window mechanism between persons who were in possession of the Unpublished Price Sensitive Information and both parties had made a conscious and informed trade decision;
 - (iii) transaction carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction;

- (iv) transaction undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations.

6. TRADING PLAN

- a. 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 trades may be carried out on his behalf in accordance with such plan. The Compliance Officer shall only approve a Trading Plan in accordance with the applicable provisions of the regulations.
- b. Such trading plan shall-
 - (i) not entail commencement of trading on behalf of the insider earlier than six months from public disclosure of the plan.
 - (ii) not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced and the second trading day after the disclosure of such financial results.
 - (iii) entail trading for a period of not less than 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.
 - (vi) not entail trading in securities for market abuse.
- c. The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of these regulations and shall be entitled to seek 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 trades shall not be required for a trade executed as per an approved trading plan.

Provided further that trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

- d. 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.

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 and in such event the compliance officer shall confirm that the commencement ought to be deferred until such unpublished price sensitive information becomes generally available information.

- e. Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

7. TRADING WINDOW

Other than the period(s) for which the Trading Window is closed as prescribed hereunder, the same shall remain open for Trading in the securities of the Company.

- a. The period prior to declaration of price sensitive information is considered sensitive for transaction in the Company's securities. The designated persons along with their immediate relatives shall not deal in the securities of the Company during the closure of trading window. Intimation of closure of trading window shall be given by the Compliance Officer when he/she determines that the designated persons can reasonably be expected to have possession of unpublished price sensitive information.
- b. The trading window shall be, inter alia, closed at the time of-
 - (i) Declaration of financial results (quarterly, half-yearly or annual) standalone and consolidated of the Company;
 - (ii) Intended Declaration of dividends (both interim/final);

- (iii) Issue of securities by way of public/bonus/ rights etc or buy-back of securities and changes in capital structure;
 - (iv) Any major acquisition/expansion plans or execution of new projects;
 - (v) Amalgamation, mergers, demergers, takeovers, delistings, disposal, expansion of business and such other transactions;
 - (vi) Change in Key Managerial Personnel;
 - (vii) Disposal of whole or substantially the whole of the undertaking and
 - (viii) Material events in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- c. The Trading Window can be closed from end of each quarter until 48 hours after the declaration of financial result of such quarter by the Board.
 - d. The Compliance Officer after taking into account various factors including the Unpublished Price Sensitive Information in question becoming Generally Available Information and being capable of assimilation by the market, shall decide the timing for re-opening of the Trading Window, which however shall not in any event be earlier than 48 hours after the information becoming Generally Available Information.
 - e. However if the circumstances so warrant, the time for closing the Trading Window may be increased or decreased by the Compliance officer with the approval of the Managing Director.

8. PRE CLEARANCE OF TRADES

- a. Any designated person (including their immediate relative) who intend to trade/deal in the securities of the Company when the Trading is open and if the value of the proposed trades in a calendar quarter (singly or cumulatively and along with any trades already executed during the calendar quarter) exceeds ` 10,00,000 (Rupees Ten Lakhs Only) shall require pre-clearance for the transactions from the Compliance Officer as per the procedure mentioned hereunder.
- b. An application for pre-clearance of trade shall be made in **Form-I** to the Compliance Officer along with an undertaking in favour of the Company that the designated persons is not in possession of any unpublished price sensitive information, has not contravened the Code and has made complete and true disclosure in the matter.
- c. In case a designated persons receives price sensitive information after signing of the undertaking but before the execution of the trade, he shall inform the compliance officer of the change in his position and he shall restrain from dealing in the securities till such information becomes public.
- d. The Compliance Officer shall approve or reject the pre clearance application within 2 days from the date of acknowledgment. There shall be no obligation to give reasons for rejection of any application.
- e. The designated persons shall execute their trades within 7 trading days of pre clearance, failing which fresh pre-clearance would be needed for the trades to be executed. However such approval shall automatically deemed to be withdrawn if such period is superseded by closure of trading Window.

9. HONDLING PERIOD OF SECURITIES

- a. All Designated Persons who are permitted to Trade shall not enter into a contra Trade during the next 6 months following the prior Trade.
- b. In case the contra trade is necessitated by emergency, the Compliance Officer may waive the holding period after recording in writing reasons in this regard provided such waiver does not amount to violation of the SEBI Regulations or this Code. Similarly in the case of emergency of Trade by a Compliance Officer, the Compliance Officer may obtain the waiver from the Managing Director or in his absence, the Chairman of the Board, provided that such waiver does not violate this Code or the SEBI Regulations.
- c. In case a contra Trade 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 Act.

Provided that (a), (b) and (c) above shall not be applicable for Trades pursuant to exercise of stock options.

10. DISCLOSURES

a. General Provisions

- (i) The disclosure to be made by any person under this clause shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.
- (ii) 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 the purpose of this clause.
- (iii) The Compliance officer shall maintain records of all disclosures /applications for a minimum period of 5 years.

b. Initial Disclosure

- (i) Every Promoter, member of the Promoter Group, Key Managerial Personnel and Director of the Company shall disclose their holding of securities of the Company as on the date of SEBI Regulations taking effect, to the Company within thirty (30) days in the format specified in **Form-II** hereto.
- (ii) Every person on appointment as a Director or Key Managerial Personnel of the Company or upon becoming a Promoter or member of the Promoter Group shall disclose their holding of Securities of the Company as on the date of appointment or becoming a Promoter, to the Company within seven (7) days of such appointment or becoming a Promoter, in the format specified in **Form-III** hereto.

c. Continual Disclosure

- (i) Every Promoter, member of the Promoter Group, Director, and Designated Person of the Company shall disclose to the Company the number of Securities acquired or disposed off 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 ` 10,00,000 (Rupees Ten Lakhs Only) or such other value as may be prescribed, in the format specified in **Form-IV** hereto.
- (ii) The Company shall notify the particulars of such Trading to the stock exchange on which the Securities of the Company are listed within two (2) Trading Days from the receipt of such disclosure or becoming aware of such information.

d. Disclosure by other connected persons

The Compliance Officer or the Company may, at its discretion require any other Connected Person or class of Connected Persons to make disclosures of his/her/their holdings and Trading in Securities of the Company in the format specified in **Form-V** hereto, at such frequency as may be determined by the Compliance Officer in order to monitor compliance with the SEBI Regulations.

e. Annual Disclosures

Designated Persons shall furnish to the Compliance Officer the following:

Annual statement of all their holdings in Securities of the Company to be submitted within 30 days of the close of each financial year in the format specified in **Form-VI** hereto.

f. Disclosure by the Company to the Stock Exchanges

Upon receipt of disclosure or becoming aware of information the Company shall notify the particulars of such trading to the stock exchanges on which the securities of the Company are listed within two trading days.

11. INSTITUTIONAL MECHANISM FOR PREVENTION OF INSIDER TRADING

- a. The Chairman or Managing Director of the Company shall ensure effective implementation of internal controls to ensure compliance with the requirements of these regulations to prevent insider trading.
- b. Internal control shall include the following:
 - (i) All employees who have access to unpublished price sensitive information shall be identified as designated employee.
 - (ii) All the unpublished price sensitive information shall be identified and its confidentiality shall be maintained as per the requirements of these regulations;
 - (iii) adequate restrictions shall be placed on communication or procurement of unpublished price sensitive information as required by these regulations;
 - (iv) lists of all employees and other persons with whom unpublished price sensitive information is shared shall be maintained and confidentiality agreements shall be signed or notice shall be served to all such employees and persons for maintaining confidentiality;
 - (v) all other relevant requirements specified under these regulations shall be complied with;
 - (vi) periodic process review shall be undertaken to evaluate effectiveness of such internal controls;
 - (vii) All insiders to whom unpublished price sensitive information are shared shall be made aware of the duties and responsibilities attached to the receipt of inside information and the liability that attaches to misuse or unwarranted use of such information.
- c. The Audit Committee of the Company shall review compliance with the provisions of these regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- d. The Company shall have in place a whistle-blower policy and makes its employees aware of any such changes in the policy to enable them to report instances of leak of unpublished price sensitive information.

12. PENALTY

- a. Any person who contravenes the code may be penalized and appropriate disciplinary action can be initiated against them by the Company after giving reasonable opportunity to them to explain their stand in the matter. They may also be subject to disciplinary action which may include wage/salary freeze, suspension, termination, withholding promotion and ineligibility for future participation in ESOPs (Employees Stock Option Plans) etc.
- b. The action by the Company shall not preclude SEBI from taking any action in case of violation of the Regulations.
- c. The Company shall inform SEBI in case of any violation of the Regulations or the Code.

13. AMENDMENT TO THE CODE

The Board of Directors reserves its right to amend or modify the Code in whole or in part, at any time without assigning any reason whatsoever.

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

1. The Company shall make a prompt public disclosure of unpublished price sensitive information that would impact the share price no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The Company shall ensure a Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Compliance Officer shall be the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company shall promptly disseminate the unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company shall provide an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company shall ensure that the information shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. The Company shall handle all unpublished price sensitive information on a need-to-know basis.

CODE FOR DETERMINATION OF LEGITIMATE PURPOSES

Legitimate Purposes shall mean sharing of UPSI in the ordinary course of business by an Insider with the following, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations:

- Promoters of the Company
- Partners
- Collaborators
- Lenders
- Customers
- Suppliers
- Merchant Bankers
- Legal Advisors
- Auditors (Statutory, Internal, Secretarial, GST and any other Auditor as applicable)
- Insolvency Professionals
- Consultants
- Any other advisors/consultants/partners

It is hereby clarified that any person in receipt of UPSI pursuant to a “Legitimate Purposes” shall also be considered as an “Insider” for the purpose of this code, the Insider Trading Policy and Regulations and due notice shall be given to such persons to maintain confidentiality of such UPSI in compliance with these regulations.

Form-I
APPLICATION CUM UNDERTAKING FOR PRE-CLEARANCE OF TRADE

To,
The Compliance Officer
JD Orgochem Limited
301, Sumer Kendra, P.B.Marg,
Worli,
Mumbai – 400 018

Dear Sir/Madam,

I/We seek approval to purchase/ sale _____ Equity Shares/other securities of the Company as per the details given below.

1	Name of Designated Person	
2	Name of person (in case of immediate relative) in whose name the transaction will take place.	
3	Designation, Department and Employee Id	
4	PAN	
5	Existing holding of shares/securities	
6	Folio No./DP ID/Client ID	
7	Nature of transaction: Purchase/Sale	
8	Proposed Quantity	
9	Approx price at which transaction is proposed	
10	Mode of transaction: Private/ Open Market	
11	Purpose of purchase/sale	

In this relation, I undertake that:

- a. I/We have no access to nor am I in possession of any unpublished price sensitive information at the time of making this application.
- b. I/We have read and understood the provisions of the Company's Code of Conduct to Regulate, Monitor and Report Trading by Insiders and the SEBI (Prohibition of Insider Trading) Regulations, 2015 will abide by the same.
- c. I/We will make necessary disclosures under the above said provisions from time to time.
- d. I/We will execute the trade within 7 trading days of pre-clearance.
- e. I/We have made full and true disclosure in this application.

Date:

Place:

Signature

(For Office use only)

Date of receipt of application:

Date of communication of pre clearance or otherwise:

Reason for not giving pre-clearance:

Signature of Compliance Officer:

Form-II

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (a) read with Regulation 6 (2) – Initial disclosure to the company]

Name of the company: _____

ISIN of the company: _____

Details of Securities held by Promoter, Member of the Promoter Group, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoters/ Member of the Promoter Group/ KMP / Directors/immediate relative/others etc)	Securities held as on the date of regulation coming into force		% of Shareholding
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No	
1	2	3	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, Member of the Promoter Group, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Open Interest of the Future contracts held as on the date of regulation 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
6	7	8	9	10	11

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

Name & Signature:

Designation:

Date:

Place:

Form-III

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

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 or Member of Promoter Group of a Listed Company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (Promoter/ Member of Promoter Group/ KMP / Directors/ immediate relative/others etc.)	Date of appointment of Director /KMP or Date of becoming Promoter/ Member of the Promoter Group	Securities held at the time of becoming Promoter/Member of Promoter Group/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 appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or Member of the Promoter Group of a Listed Company and other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of becoming Promoter/Member of Promoter Group/appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/ Member of Promoter Group / appointment of Director/KMP		
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, notional value shall be calculated based on premium plus strike price of option

Name & Signature:

Designation:

Date:

Place:

Form-IV
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 Promoter, Member of the Promoter Group, Director or Designated Person of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact Nos.	Category of Person (Promoters/ Member of the Promoter Group/Director/ Designated Person/immediate relative /others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ sale of shares 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. and % of share-holding	Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of share-holding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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

Details of trading in derivatives of the company by Promoter, Member of the Promoter Group, Director or Designated Person of a Listed Company and other such persons as mentioned in Regulation 6(2).

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	Number of units (contracts * lot size)	Notional Value	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-V
SEBI (Prohibition of Insider Trading) Regulations, 2015
Regulation 7(3) – Transactions by Other connected persons as identified by the company

Name of the Company: _____

ISIN of 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	Connection with company	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ sale of shares 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. and % of share-holding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants , Convertible Debentures etc.)	No. and % of share-holding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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

Details of trading in derivatives by other connected persons as identified by the company.

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	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

Name & Signature:

Designation:

Date:

Place:

Form-VI
Disclosure of Information by Designated Persons

To
The Company Secretary and Compliance Officer
JD Orgochem Limited
301, Sumer Kendra, P.B.Marg, Worli,
Mumbai – 400 018

Dear Sir/Madam,

I, _____, Designated Person of JD Orgochem Limited furnish below the details of shareholding in the Company in terms of the SEBI (Prohibition of Insider Trading) Regulations, 2015:

Name of Director/KMP/Employee	
Designation	
Department	
Permanent Account Number	
Email id	
Date of becoming Director/KMP/ Designated Employee	

Details of shares held in own name

Folio No./DP No.	
Number of Shares held	
Date of Acquisition	
Mode of Acquisition	
Buy Quantity	
Value of shares	

Details of shares held in immediate relative name

Name of the immediate relative, PAN Number & Address and Relationship	
Folio No./DP No.	
Number of Shares held	
Date of Acquisition	
Mode of Acquisition	
Buy Quantity	
Value of shares	

Date:
Place

Signature