



**CODE OF CONDUCT**

**OF**

**SHARDA CROPCHEM LIMITED**

**FOR**

**PREVENTION OF INSIDER TRADING**



## CODE OF CONDUCT OF SHARDA CROPCHEM LIMITED FOR PREVENTION OF INSIDER TRADING

### 1. Introduction

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended from time to time, the Board of Directors in their meeting held on November 5, 2014 approved and adopted the Code of Conduct of M/s. Sharda Cropchem Limited (hereinafter referred to as "Sharda" or "Company") for Prevention of Insider Trading which came into force with immediate effect.

In line of the Companies Act, 2013 and SEBI (Prohibition of Insider Trading) Regulations, 2015, the following Code of Conduct (hereinafter referred to as the "Code") has been further amended and adopted by the Board of Directors of the Company at its meeting held on May 30, 2015 and shall come into force with immediate effect.

As per the Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Code of Conduct (hereinafter referred to as the "Code") has been further amended and adopted by the Board of Directors of the Company at its meeting held on January 24, 2019 and shall come into force with effect from April 01, 2019. The same was amended in its Board Meeting dated May 26, 2021.

### 2. Applicability

This Code is applicable to the Designated Persons of Sharda and other Connected Persons as mentioned in this Code.

The provisions of this Code are also applicable to all the material Indian Subsidiary Companies of Sharda.

### 3. Definitions

In this Code, unless the context otherwise requires,

- a. **"Act"** shall mean the Securities and Exchange Board of India Act, 1992 (15 of 1992) as amended from time to time;
- b. **"Board"** shall mean the Board of Directors of Sharda;
- c. **"Code"** means this Code of Conduct for Prevention of Insider Trading as modified from time to time.
- d. **"Compliance Officer"** means any senior officer, designated so and reporting to the board of directors or head of the organisation 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive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 Company or the head of the organisation, as the case may be.

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.”

e. **“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 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 the Company or his immediate relative or



banker of the Company, has more than ten per cent, of the holding or interest;

- f. **“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 a principal or as an agent.
- g. **“Designated Person (s)”** shall include:
  - i. All Directors of Sharda
  - ii. Key Managerial Personnel
  - iii. Every employee in the Category of “Manager” and above;
  - iv. Every employee in the accounts, finance, secretarial and legal department of the Company;
  - v. Any other employee as may be determined and informed by the Compliance Officer from time to time.
- h. **“Director”** shall mean the member of the Board of Directors of the Company;
- i. **“Employee”** means every employee of the Company including the Directors in the employment of the Company.
- 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,
  - i. a connected person; or
  - ii. in possession of or having access to unpublished price sensitive information.
- m. **“Key Managerial Person”** means person as defined in Section 2(51) of the Companies Act, 2013.
- n. **“Leak of UPSI”** shall refer to Act/circumstance(s) by virtue of which an UPSI is made available or becomes available, by any means or mode to any person, association, body, firm, agency, society, entity or to group thereof, whether registered or otherwise before its official publication or announcement or formal circulation in public domain and which shall also include any purported attempt thereof.



- o. **"Promoter"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof.
- p. **"Proposed to be Listed"** shall include securities of an unlisted company
  - i. if such unlisted company has filed offer documents or other documents, as the case may be, with the Board, stock exchange(s) or registrar of companies in connection with the listing; or
  - ii. if such unlisted company is getting listed pursuant to any merger or amalgamation and has filed a copy of such scheme of merger or amalgamation under the Companies Act, 2013;
- q. **"Regulations"** shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto
- r. **"SEBI"** means Securities and Exchange Board of India.
- s. **"Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund.
- t. **"Specified"** means specified by the Board in writing.
- u. **"Specified Persons"** means the Directors, connected persons, the insiders, the Designated Persons and the promoters and immediate relatives are collectively referred to as Specified Persons
- v. **"Stock Exchange"** shall mean a stock exchange in which the shares of Sharda are listed.
- w. **"Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.
- x. **"Trading"** means and includes subscribing, buying, selling, dealing or agreeing to subscribe, buy, sell, deal in any securities and "trade" shall be construed accordingly.
- y. **"Trading Day"** means a day on which the recognized stock exchanges are open for trading
- z. **"Unpublished Price Sensitive Information"** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:



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

Words and expressions used and not defined in these regulations but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

#### **4. Compliance Officer**

- i. The Company Secretary of Sharda shall be the Compliance Officer for the purpose of this Code and will report to the Managing Director/Whole-time Director. In the absence of the Company Secretary, any other person as may be designated by the Managing Director/Whole-time Director shall be the Compliance Officer for the purpose of this Code.
- ii. The Compliance Officer shall be responsible for setting forth policies, procedures, monitoring adherence to the rules for the preservation of Price Sensitive Information, pre-clearing of all Designated Persons proposed dealings, addressing any clarifications/difficulties regarding the Regulations and/or the Code and the implementation of the Code, under the overall supervision of the Managing Director/Whole-time Director.
- iii. Unless the context otherwise requires, the term "Compliance Officer" wherever used in the Code in connection with Sharda shall mean "Compliance Officer for Sharda".
- iv. The Compliance Officer shall assist all the persons in addressing any clarifications regarding the regulations of this code.
- v. The Compliance Officer shall report to the Board of Directors and in particular, shall provide reports to the Chairman of the Audit Committee, at such frequency as may be stipulated by the Board of Directors but not less than once in a year.

#### **5. Preservation of "Unpublished Price Sensitive Information"**

- i. All Designated Persons and Connected Persons shall maintain the confidentiality of price sensitive information. All information shall be handled within the organisation on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of the



insider's legitimate purposes, performance of duties or discharge of his legal obligations.

- ii. No insider shall communicate, provide or allow access to any unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- iii. No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligation.
- iv. Notwithstanding anything contained in the Code, an unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that would:-
  - a. entail an obligation to make an open offer under the takeover regulations where the board of directors of the listed company is of informed opinion that sharing of such information is in the best interests of the company.
  - b. not attract the obligation to make an open offer under the takeover regulations but where the board of directors of the listed company is of informed opinion that sharing of such information is in the best interests 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 of directors may determine to be adequate and fair to cover all relevant and material facts.
- v. For purposes of above clause, the parties shall be required 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 purpose of above clause and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information.
- vi. 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 information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.
- vii. For the purpose of prompt public disclosure of Unpublished Price Sensitive Information, the Company also adopts the Code regarding practice & procedure for Fair Disclosure.



viii. The Board of Directors shall make a policy for determination of “legitimate purposes” as a part of “Codes of Fair Disclosure and Conduct”.

## 6. Limited access to Unpublished Price Sensitive Information

- i. All files, papers and records containing Unpublished Price Sensitive Information shall be kept secured.
- ii. In case of Unpublished Price Sensitive Information being available in the computer files, the same shall be secured in the manner stipulated by Sharda.

## 7. Trading Restrictions

No insider shall trade in securities that are listed or proposed to be listed on a stock exchange when in possession of unpublished price sensitive information.

When a person who 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.

Provided that the insider may prove his innocence by demonstrating the circumstances including the following:

- i. That the transaction is an off-market *inter-se* transfer between insiders who were in possession of the same unpublished price sensitive information without being in breach of clause 5 and both parties had made a conscious and informed trade decision;

Provided that such unpublished price sensitive information was not obtained under clause (iv) of Clause 5 of this Code.

Provided further that such off-market trades shall be reported by the insiders to the company within two working days and the Company shall notify the particulars of such trades to the stock exchange within two trading days from receipt of the disclosure or from becoming aware of such information.

- ii. That the transaction was carried out through the block deal window mechanism between persons who were in possession of the unpublished price sensitive information without being in breach of Clause 5 above and both parties had made a conscious and informed trade decision;

Provided that such unpublished price sensitive information was not obtained by either person under sub clause (iv) of Clause 5 of this Code.

- iii. That the transaction in question was carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction
- iv. That the transaction in question was undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations.





- v. in the case of non-individual insiders:
  - a. That the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and
  - b. That appropriate and adequate arrangements were in place to ensure that these regulations are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached;
- vi. That the trades were pursuant to a trading plan set up in accordance with Clause 8 of this Code.

## **8. Trading Plans**

- i. 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.
- ii. Such trading plan shall:-
  - a. not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;
  - b. 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 by the issuer of the securities and the second trading day after the disclosure of such financial results;
  - c. entail trading for a period of not less than twelve months;
  - d. not entail overlap of any period for which another trading plan is already in existence;
  - e. 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
  - f. not entail trading in securities for market abuse.
- iii. 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 such 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.

- iv. 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.

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

## 9. Disclosure Requirements.

### i. Initial Disclosure

Initial Disclosures to be made by the Designated Persons at the time of effectiveness of this Code as per the below requirements.

By whom	To Whom	What is to be disclosed	When to be disclosed	Form
Promoter Designated Persons	Compliance Officer	Holding of securities of the Company as on the date appointment or becoming Promoter	Within 7 days of such appointment or of becoming Promoter	<b>Form B</b>



## ii. Continual Disclosure

By whom	To Whom	What is to be disclosed	When to be disclosed	Form
Promoter Designated Persons	Compliance Officer	Number of such shares acquired or disposed	Within 2 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 lakhs or such other value as may be specified.	<i>Form C</i>
Company	BSE & NSE	Details of above disclosure	Within 2 trading days of receipt of disclosure or becoming aware of such disclosure	<i>Form C</i>

## iii. Disclosure by other Connected Persons

Every Connected Persons shall make disclosures of holdings and trading in securities of the Company in *Form D* and at such frequency as may be determined by the Company in order to monitor compliances with this Code.

- iv. The Compliance Officer shall maintain records of all the disclosures/declarations/undertakings/forms as mentioned in this Code, as received from time to time, for a period of five years.

## 10. Institutional Mechanism for Prevention of Insider Trading

The Company shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in the Regulations to prevent insider trading.

## 11. Trading Window

- i. The "Trading Window" for the purpose of this Code shall mean the period during which Dealing in Securities is permitted.
- ii. The Designated Persons and the Connected Persons shall engage in Dealing in Securities of Sharda only when the Trading Window is open.



- iii. Unless otherwise specified by the Compliance Officer, the Trading Window shall be, inter alia, closed for the following:
  - a. Declaration of financial results (quarterly, half-yearly and annually).
  - b. Declaration of dividends (interim and final).
  - c. Issue of Securities by way of public/rights/bonus etc.
  - d. Any major expansion plans or execution of new projects.
  - e. Amalgamation, mergers, takeovers and buy-back.
  - f. Disposal of whole or substantially whole of the undertaking.
  - g. Any significant changes in policies, plans or operations.
- iv. In case of declaration of financial results, the trading window shall be closed from the first day from the closure of quarter. The trading window shall re-open 48 hours after the UPSI becomes generally available.

In all other circumstances, the time for commencement of closure of trading window shall be determined by the Compliance officer in consultation with Board of Directors in line with the code and regulations.

## 12. Pre-Clearance of trades.

- i. All Designated Persons and their immediate relatives who intend to trade in the securities of the Company above a minimum of 2,500 shares of the company per transaction should pre-clear the transactions as per the pre-trading procedure as described hereunder.
- ii. An application shall be made in **Form I** to the Compliance Officer indicating the estimated number of securities that the Designated Persons or their immediate relatives intends to trade 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.
- iii. The Compliance Officer shall consider the application made as above, inter alia, having regard to the Trading Window, and may clear/refuse to clear the same, without assigning any reason(s) for refusal to clear the same.
- iv. In the event, the clearance in terms of clause 12.iii above has been given, the concerned Designated Persons and/or immediate relatives shall carry out the Dealing in Securities of Sharda within seven trading days after the approval of pre-clearance is given. If the proposed Dealing in Securities of the Company is not completed within seven trading days after approval is given, the concerned Designated Persons and/or immediate relatives must pre-clear the proposed Dealing in Securities again by following the procedure mentioned herein above.



- v. An undertaking (*Form II*) shall be executed In favour of the Company by such Designated Persons incorporating, inter alia, the following clauses, as may be applicable:
- a. That the Designated Persons does not have any access or has not received “Price Sensitive Information” up to the time of signing the undertaking.
  - b. That in case the Designated Persons has access to or receives “Price Sensitive Information” 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 the code of conduct for prevention of insider trading as notified by the Company from time to time.
  - d. That he/she has made a full and true disclosure in the matter.
- vi. In case the Designated Persons and/or immediate relatives decides not to execute the trade after securing pre-clearance, he/she shall inform the Compliance Officer of such decision alongwith reasons thereof immediately.
- vii. All Designated Persons who buy or sell any number of shares of the company shall not execute a contra trade i.e. sell or buy any number of shares during the next six months following the prior transaction.
- viii. The Compliance Officer may grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate the regulations.
- ix. Should a 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 this not be applicable for trades pursuant to exercise of stock options.

- x. Designated Persons shall be required to disclose names and PAN or any other indentity to the Company, on an annual basis and as and when the information changes, of their immediate relatives, persons with whom such Designated Persons shares a material financial relationship along with their contact details

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 during the immediately preceding twelve months, equivalent to at least 25% of such payer’s annual income but shall exclude relationships in which the payment is based on arm’s length transactions.



### 13. Prohibition on forward dealings in securities by Director of KMP

No Director/KMP of the Company shall buy in the Company or in its subsidiary or associate company-

- a. A right to all for delivery or a right to make delivery at a specified price and within a specified time, of a specified number of relevant shares or a specified amount of relevant debentures; or
- b. A right, as he/she may elect, to call for delivery or to make delivery at a specified price and within a specified time, of a specified number of relevant shares or a specified amount of relevant debentures.

Explanation - For the purposes of this Clause, "relevant shares" and "relevant debentures" mean shares and debentures of the company in which the concerned person is a Whole-time Director or other KMP or shares and debentures of the subsidiary companies.

### 14. Procedure Of Inquiry In Case Of Leak Of UPSI

As per Regulation 9A(5) of SEBI Regulations, the Board is required to formulate policies and procedures for inquiry in case of leak or suspected leak of UPSI.

Accordingly, the company shall initiate appropriate inquires on becoming aware of leak or suspected leak of UPSI.

- a. Upon becoming aware of actual or suspected leak of UPSI, including by way of:
  - suo motu, including through its internal monitoring; or
  - a written complaint and/or email received through the whistle blower mechanism of the Company; or
  - communication received from regulatory authorities

Investing officer shall evaluate and determine if the matter merits any enquiry.

- b. It is clarified that market rumours, inferences based on media reports, or observations made by analysts, etc. will not be the only determining factors for initiating a preliminary enquiry, and the Committee, have the discretion to decide if a preliminary enquiry is required to be undertaken, in each such case;
- c. Based on the determination of the investigator officer, a detailed inquiry may be launched in order to assess the veracity of the allegations regarding actual/ suspected leak of UPSI, including through review of the relevant documentation in this regard, as well as conducting interviews, where deemed necessary;
- d. While conducting any inquiry into cases of actual/ suspected leak of UPSI, the officer shall regard to the principles of natural justice. Accordingly, it will accord due opportunity of being heard to the relevant Designated Person / Insider against whom the allegations have been levelled, during the course of inquiry. Further, such persons shall be entitled to make submissions and to lead evidence and



depose witnesses etc., in their defence, before the investigating officer, and the officer will be required to assess and consider the same before concluding on the matter.

- e. Upon the conclusion of the inquiry and on the basis of the outcome thereof, the investigating officer shall decide disciplinary action/penalty, if any, to be awarded to the Designated Person/ Insider.

#### **15. Penalty for Contravention of the Code**

- a. All Designated Persons and Connected Persons shall be individually responsible for complying with the provisions of the Regulations and the Code to the extent applicable.
- b. Any Designated Persons and Connected Persons who violates the Code shall be subject to disciplinary action, as may be deemed fit by the Board of Directors of Sharda. Any Employee who violates the Code shall be subject to disciplinary action, which may include freeze on emoluments, ineligibility for future participation in the stock option plans or suspension/termination of service/contract, or any other action as may be deemed fit by Managing Director & CEO/Whole-time Director/Compliance Officer.
- c. The action by Sharda shall not preclude SEBI from taking any action for violation of the Regulations.
- d. In case any violation of the Regulation or the Code is observed, SEBI may be informed of the same by the Company.

**This Code and any amendment thereto shall be available on the website of the Company**



**FORM I**

**FORMAT OF APPLICATION FOR SEEKING PRE-CLEARANCE  
FOR DEALING IN SECURITIES  
(Under Clause 12.ii of the Code)**

Date:

To,  
The Compliance Officer,  
**Sharda Cropchem Limited,**  
Mumbai

Dear Sir/Madam,

**Application for seeking Pre-clearance for dealing in securities of the Company**

Pursuant to the SEBI (Prohibition of Insider Trading), Regulations, 2018 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 the details given below:

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

I enclose herewith the form of Undertaking signed by me.

Yours faithfully

\_\_\_\_\_  
Signature





**FORM II**

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

(Under Clause 12.V of the Code)

**UNDERTAKING**

Date:

To,  
**Sharda Cropchem 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 unpublished Price Sensitive Information (as defined in 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.

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.

*\* Indicate number of shares*

Yours faithfully

\_\_\_\_\_  
**Signature**



**Form B**

**Initial Disclosure**

(Under Clause 9.1 of the Code)

Name of the Company: **Sharda Cropchem Limited**

ISIN of the Company: **INE221J01015**

Details of Securities 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 immediate relatives of such persons and by other persons as mentioned in Clause 9.1 of the Code:

Name, PAN, CIN / DIN & Address with contact nos.	Category of Person (KMP / Director or Promoter or member of the promoter group / immediate relatives / others, etc)	Date of appointment of KMP / Director / Date of becoming Promoter / member of the promoter group	Securities held at the time of appointment of KMP / Director or upon becoming Promoter or member of the promoter group		% of shareholding
			Type of securities	No.	
1	2	3	4	5	6



Details of Open Interest (OI) in derivatives on the securities of the Company held on appointment of KMP or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Clause 9.1 of the Code.

Open Interest of the Future contracts held at the time of appointment of Director / KMP or upon becoming Promoter / member of the promoter group			Open Interest of the Option contracts held at the time of appointment of Director / KMP or upon becoming Promoter / member of the promoter group		
Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupees terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupees terms
7	8	9	10	11	12

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

Designation : \_\_\_\_\_

Employee No. : \_\_\_\_\_

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

Place : \_\_\_\_\_



**Form C**

**Continual Disclosure**

(Under Clause 9.2 of the Code)

Name of the Company: **Sharda Cropchem Limited**

ISIN of the Company: **INE221J01015**

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and by other persons as mentioned in Clause 9.2 of the Code:

Name, PAN No., CIN/DIN & address with Contact No.	Category of Person (Promoters / member of the promoter group / Designated Persons / Immediate relatives/ others, etc	Securities held prior to acquisition / disposal		Securities acquired/ disposed				Securities held post acquisition / disposal	
		Type of Securities	No. And % of shareholding	Type of Securities	No.	Value	Transaction type (Purchase / Sale / others, etc.)	Type of Securities	No. And % of shareholding
1	2	3	4	5	6	7	8	9	10

Date of allotment advice / acquisition of shares / disposal of shares		Date of Intimation to Company	Mode of acquisition / disposal (on market / public / rights / preferential offer / off market / inter-se transfer, ESOPs, etc.	Exchange on which the trade was executed
From	To			
11	12	13	14	15



Details of trading in derivatives on the securities of the Company by Promoter, member of the promoter group, designated person or Director of the listed company and immediate relatives of such persons and other such persons as mentioned in Clause 9.2 of the Code:

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)	
16	17	18	19	20	21	22

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

Designation : \_\_\_\_\_

Employee No. : \_\_\_\_\_

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

Place : \_\_\_\_\_



**Form D**

**Disclosures by Connected Persons**

(Under Clause 9.3 of the Code)

Name of the Company: **Sharda Cropchem Limited**

ISIN of the Company: **INE221J01015**

Details of trading in securities by other connected persons as identified by the Company as mentioned in Clause 9.3 of the Code.

Name, PAN No., CIN/DIN & address with Contact No. 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	
		Type of Securities	No. And % of shareholding	Type of Securities	No.	Value	Transaction type (Purchase / Sale / others, etc.)	Type of Securities	No. And % of shareholding
1	2	3	4	5	6	7	8	9	10

Date of allotment advice / acquisition of shares / disposal of shares		Date of Intimation to Company	Mode of acquisition / disposal (on market / public / rights / preferential offer / off market / inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
From	To			
11	12	13	14	15



Details of trading in derivatives on the securities of the Company by other connected persons as identified by the Company as mentioned in Clause 9.3 of the Code:

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)	
16	17	18	19	20	21	22

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

Name : \_\_\_\_\_

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

Place : \_\_\_\_\_