

## **CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY INSIDERS**

### **1. INTRODUCTION**

The Securities and Exchange Board of India (SEBI) had formulated Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 under the powers conferred by section 30 read with clause (g) of sub-section (2) of section 11 and clause (d) and clause (e) of section 12A of the Securities and Exchange Board of India Act, 1992 to prevent trading by the Directors, Promoters, Key Managerial Personnel and Designated Employees of the Companies on the basis of unpublished price sensitive information possessed by them and thus protect the interests of investors. These regulations came into force with effect from May 15, 2015 and are applicable to all companies whose shares are listed on Indian Stock Exchanges.

In compliance with the aforesaid SEBI Regulations and to regulate and prohibit insider trading in the securities of the Dhabriya Polywood Limited, it has framed the following Code for Prevention of Insider Trading.

All the directors, Promoter, Key managerial Personnel and Designated employees (as defined hereinafter) are requested to abide by this Code of Conduct.

### **2. DEFINITIONS**

- a) **"Act"** means the Securities and Exchange Board of India Act, 1992.
- b) **"Company"** means Dhabriya Polywood Limited.
- c) **"Board"** means the Board of Directors of the Company.
- d) **"Director"** means a member of the Board of Directors of the Company.
- e) **"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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board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.
- f) **"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:
- g) **"Key Managerial Person"** means person as defined in Section 2(51) of the Companies Act, 2013.
- h) **"Designated Employee"** (s) shall include: -  
The following Employees shall be included in the term "designated employees (DE)": -  
**Tier - I**  
The Chief Executive Officer, Chief Financial Officer, Vice Presidents and Employees having higher designation in the Company.  
**Tier - II**  
Every employee in the finance, accounts, secretarial and legal department as may be determined and informed by the Compliance Officer;  
**Tier - III**

Any other employee as may be determined and informed by the Compliance Officer from time to time.

The Compliance Officer shall maintain a record of the Designated Employees and any change made in the list of designated employees from time to time.

- i) **"Connected Person"** means 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.

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, -

- i) An immediate relative of connected persons specified in clause (i); or
  - ii) A holding company or associate company or subsidiary company; or
  - iii) An intermediary as specified in section 12 of the act or an employee or director thereof; or
  - iv) An investment company, trustee company, asset management company or an employee or director thereof; or
  - v) An official of a stock exchange or of clearing house or corporation; or
  - vi) 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
  - vii) 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
  - viii) An official or an employee of a self-regulatory organization recognized or authorized by the board; or
  - ix) A banker of the company; or
  - x) 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.
- j) **"Insider"** means any person who,
- i) A connected person; or
  - ii) In possession of or having access to unpublished price sensitive information.
- 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) **"Designated Person"** means all Promoter /Directors/ KMP/ Designated Employees, connected person and insider of company are collectively referred to as Designated Person.
- m) **"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;
- n) **"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 by any person either as a principal or as an agent.

- o) **"Generally available Information"** means information that is accessible to the public on a non-discriminatory basis.
- p) **"Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- q) **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- r) **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;
- s) **"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; and
  - (vi) Material events in accordance with the listing agreement.
- t) **Interpretations of certain words and expressions**  
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.

### 3. APPLICABILITY

This Code shall apply to all Directors/ Promoter / KMP/ Designated Employees, connected person, insider of company and shall be called "code of internal procedures and conduct for regulating, monitoring and reporting of trading by insiders.

### 4. CODE

#### 1. PRESERVATION OF MISUSE OF "PRICE SENSITIVE INFORMATION"

All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated, provided, allowed access to or procured to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of his legal obligations.

Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which would:

- entail an obligation to make an open offer under the takeover regulations where the Board of Directors of the Company is of informed opinion that the proposed transaction 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 the proposed transaction 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 affected in such form as the Board of Directors may determine.

However, 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 limited purpose and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

Limited access to confidential information:

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

Chinese Wall procedures and physical arrangements (collectively 'Chinese Walls') shall be used to manage confidential information and prevent the inadvertent spread and misuse of price sensitive information. In general, Chinese Walls separate areas that have access to price sensitive information ("Insider Areas") from those who do not have such access ("Public Areas"). As such, Chinese Walls are designed to operate as barriers to the passing of price sensitive information and other confidential information.

Where Chinese Wall arrangements are in place Employees working within an Insider Area are prohibited from communicating any price sensitive information to Employees in Public Areas without the prior approval of the Compliance Officer.

Employees within a Chinese Wall shall be responsible to ensure the Chinese Wall is not breached deliberately or inadvertently. Employees should take care to ensure that price sensitive information is not posted on IT systems that are available outside specific Insider areas (e.g. Intranet). Known or suspected breaches of the Chinese Wall must be referred to the Compliance Officer immediately.

The establishment of Chinese Walls is not intended to suggest that price sensitive information can circulate freely within Insider Areas. The 'need-to-know' principle shall be fully in effect within Insider Areas. In exceptional circumstances, Employees from the Public Areas may be allowed to 'cross the wall' and given price sensitive information by following the 'need-to-know' principle, under intimation to the Compliance Officer. The Compliance Officer would duly record reasons for crossing the wall in writing. Such persons shall be made aware of the duties and responsibilities attached to the receipt of UPSI, and the liability that attaches to misuse or unwarranted use of such information.

Further the Company shall: -

- (i) Identify list of all employees, designated persons and connected persons who have access to UPSI or are in receipt of UPSI for legitimate purposes.
- (ii) Maintain structured digital database containing names of such persons or entities as the case may be with whom information is shared.
- (iii) Such database is to be maintained with time stamping and audit trails to ensure non-tampering of the data
- (iv) Such database shall containing the following information: -
  - a. Name of the person/ entity(ies) with whom UPSI is shared, along with their PAN or any other valid identifier authorized by the law where PAN is not available.
  - b. Name of Designated persons along with their immediate relatives, along with the PAN or any other valid identifier authorized by the law where PAN is not available.
- (v) Obtain declarations for adherence to Minimum Standards of Code of Conduct from Intermediaries and Fiduciaries

## **2. 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.

Trading Plan shall:

- (i) Not entail commencement of trading on behalf of the insider earlier than six months from the 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 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 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.

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.

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 unpublished price sensitive information 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 unpublished price sensitive information becomes generally available information. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.

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

## **3. TRADING WINDOW AND WINDOW CLOSURE**

Designated Person shall conduct their dealings in the securities of the Company only when the Trading Window is open and shall not deal in any transaction involving the purchase, sale or other dealing of / in the securities of the Company during the Trading Window Closure Period.

The Trading Window shall be closed for / in connection with the following purposes:

- (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
- (vi) Material events in accordance with the listing agreement.

The trading window shall be, inter alia, closed from the date on which intimation is given by the Company to the Stock Exchange(s) of the date of the Board Meeting to be held for consideration / approval of the aforesaid items.

The Compliance Officer after taking into account various factors including the unpublished price sensitive information 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 forty-eight hours after the information becomes generally available.

In case of ESOPs, exercise of option may be allowed in the period when the trading window is closed. However, sale of shares allotted on exercise of ESOPs shall not be allowed when trading is closed.

The Compliance Officer shall intimate the closure of trading window to all the designated employee of the Company when he determines that a designated person can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.

The trading window shall also be applicable to any person having contractual or fiduciary relation with the Company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Company.

#### **4. PRE-CLEARANCE OF TRADE**

All Designated Persons, who intend to deal in the Company's Securities during the period other than the trading window closure period, shall have to obtain prior permission from the Compliance Officer by making an application in the prescribed format (refer Annexure "I") along with an Undertaking incorporating the following Clauses

1. Designated Persons does not have access or has not received price sensitive information up to the time of signing the Undertaking.
2. 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.
3. That he/she has not contravened the Code for Prevention of Insider Trading as notified by the Company from time to time.
4. That he/she has made full and true disclosure in the matter.

However, prior permission will not be required if number of Equity Shares or other listed Securities to be traded does not exceed 5,000 Nos. in any one period of 90 days. Prior permission shall also not be required for acquiring securities pursuant to exercise of stock options granted by the Company under its ESOP Scheme in force from time to time.

In case of dealing by the Compliance Officer, prior permission from the Chairman shall be obtained. In the absence of the Compliance Officer due to leave etc., the Officer designated by him/her from time-to-time shall discharge the function referred to in the above sub-clauses.

5. Request for pre-clearance may also be made through e-mail (personal e-mail ID may be used while on leave) and addressed to the Compliance Officer or such other

officer as designated if the Compliance Officer is on leave followed by submission of duly signed form as required in accordance with the provision of this Code.

The transaction for which permission is sought shall be carried out within 7 days after the approval has been obtained. If the order is not executed within one week after the approval is given, designated persons shall pre-clear the transaction again.

Designated Person shall file within 2 (two) Working 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.

In case of doubt, the designated person shall check with the Compliance Officer or the Officer designated by him/her from time-to-time whether the provision relating to pre-clearance are applicable to any proposed transaction in the Company's Securities.

The responsibility of complying with the provisions of the Insider Trading Regulations and the Code shall be entirely on the Designated Person of the Company including for their Dependent(s).

#### **5. MINIMUM PERIOD FOR HOLDING OF SHARES/ LISTED SECURITIES:**

- (a) All Designated person 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 six months following the prior transaction. All designated person 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 the Securities and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI under the Act.
- (b) In the case of subscription in the primary market (initial public offers), the above-mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.
- (c) In case of justifiable emergencies, the aforesaid period of 6 months may be waived on an application made to the Compliance Officer in the prescribed format and the reasons for such waiver being recorded in writing in that behalf (refer Annexure "III" hereto for format of such application). However, no such sale will be permitted when the Trading window is closed
- (d) In case of sale by the Compliance Officer before expiry of 6 months, prior permission from the Chairman and in case of the Chairman, prior permission from Director(s) authorized by the Board of Directors of the Company shall be obtained.

#### **6. DISCLOSURE REQUIREMENTS**

##### **1. Initial Disclosure:**

- a. Every Promoter/ Key Managerial Personnel / Director / Designated Employees of the Company, within thirty days of these regulations taking effect, shall disclose to the Company the number of Securities held by him/her as also by his/her dependent family members in the prescribed Form (refer Form "A").
- b. Every person on appointment as key managerial personnel or a director of the Company or upon becoming a promoter shall disclose his holding of securities of the Company as on the date of appointment or becoming a

promoter, to the Company within seven days of such appointment or becoming a promoter.

**2. Continual Disclosure:**

- a. Every promoter, employee and director of the Company shall disclose to the Company 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 ten lakh rupees (refer Form B)

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.

Disclosure under this code shall be sent to the Compliance officers of the Company.

**3. Annual Disclosure:**

Designated persons shall make disclosure of shareholdings of the Company as at 31<sup>st</sup> March of each year in Form C. This information is required to be furnished by 31<sup>st</sup> April of each year, respectively. In this disclosure, Designated person shall be required to disclose names and PAN, (any other identity number in absence of PAN) and phone & mobile number of the following persons, to the Company:

- a) Immediate Relatives;
- b) Person with whom such Designated Person(s) share a material financial relationship; &

Name of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed.

Explanation: 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 loan/gift during immediately preceding 12 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.

**4. Disclosure by the Company to the Stock Exchange(s)**

Within 2 days of the receipt of intimation, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

**5. Records of Disclosure received by the Company**

The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors / Promoters / KMP / designated employees for a minimum period of five years.

**7. Mechanism on Internal Control**

- A. To ensure adequate and effective system of internal controls are in place in line with the PIT Regulations, following procedures shall be followed: -
  - i. All employees who have access to UPSI are identified as designated employees;
  - ii. All the UPSI shall be identified and its confidentiality shall be maintained as per the requirements of PIT regulations;
  - iii. Adequate restrictions shall be placed on communication or procurement of UPSI as required under PIT Regulations;
  - iv. List of all employees and other persons with whom UPSI is shared shall be maintained and confidentiality agreements shall be signed, or notice shall be served to all such employees and persons;S

- v. All other relevant requirements specified under these regulations shall be complied with
- vi. Periodic process review to evaluate the effectiveness of such internal controls will be done.

The Audit Committee shall review compliance with the provisions of PIT Regulations and this Code at least once in a financial year and verify that the systems of internal controls are adequate and are operating effectively.

#### **Reporting and investigation of leakage of UPSI**

- A. Reporting of Leakage or Suspected leakage of UPSI by Whistle Blower
  - i) Any instance of leak of UPSI should be on the basis of a direct first- hand experience of the Whistle Blower. It should not be based on any secondary, unreliable source such as grapevine or any other form of informal communication.
  - ii) The Whistle Blower may report leak of UPSI by an email to the Managing Director at his e-mail ID mentioning the subject line "LEAK OF UPSI".
  - iii) On the basis of reporting, the Managing Director shall conduct examination about the genuineness of the reporting before conduct of inquiry.
  - iv) The Managing Director as soon as ascertaining the genuineness of the reporting about leak of UPSI, intimate to Board of Directors and Audit Committee.
  - v) The Company shall take further action based on the recommendations of Board of Directors and Audit Committee accordingly.
  - vi) The instance of leak of UPSI made by the Whistle Blower must be genuine with adequate supporting data/proof. If it is established that the allegation was made with mala-fide intentions or was frivolous in nature or was not genuine, the Whistle Blower shall be subject to Disciplinary Action.

#### **8. Process to be followed in sensitive transaction(s)**

The Managing Director shall give prior notice to employee who are brought inside on sensitive transaction(s) and also made aware about the duties and responsibilities attached to receipt of inside information and liability that attaches to misuse or unwarranted use of such information on case to case basis.

#### **9. OTHER RESTRICTIONS:**

- (i) 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.
- (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 purposes of this Code.
- (iii) The disclosures made under this Code shall be maintained for a period of five years.

#### **10. PENALTY:**

- 1. This Code is pursuant to SEBI (Prohibition of Insider Trading) Regulations, 1992 and any designated employee/director/promoter/ KMP who contravenes this Code is liable to be penalized and appropriate action will be taken against them by the Company after giving reasonable opportunity to them to explain their stand in the matter. They shall also be subject to disciplinary action including wage freeze, dismissal, ineligibility for future participation in ESOP, forfeiture of benefits, etc.

2. In addition to the action taken by the Company the person violating this Code shall also be subject to action by SEBI as per SEBI Act and Regulations.
3. In case of any violation of any of the provisions of the Regulations, the Company/Compliance Officer shall inform SEBI of the same.

**11. MISCELLANEOUS:**

The Management has the right to change / amend this Code from time to time at its sole discretion and/or in pursuance of any amendments made in the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The decision of the Compliance Officer / Chairman shall be final, binding and conclusive and shall not be justifiable in any forum.

All correspondence with the Company in regard to this Code should be sent to the Compliance Officer and marked "CONFIDENTIAL".

**12. CONFIRMATION:**

The Insider Trading Regulations and the Code have been uploaded on the website. All Directors/promoter/KMP and Designated Employees hereby acknowledge to having read and fully understood their obligations under the Insider Trading Regulations and the Code and have undertaken to unconditionally abide by the same. They can contact the Compliance Officer for any clarification/ assistance.

**Annexure I**  
**Application for Pre-Clearance**

Application to trade in the Shares of the Company as per details hereunder:

Number of Shares held in the Company (A)	
Number of Shares of the Company proposed to be Sold (B)	
Number of Shares of the Company proposed to be acquired (C)	
Balance holding (A) -(B) +(C)	
Name of Depository participant & DP ID No. through whom Shares are proposed to be Debited/Credited	
DP ID / Client ID No	

Declaration:

I confirm on my own behalf and on behalf of my relative that:

- i. I do not have access to any unpublished price sensitive information and have complied with the Code of Conduct for Insider Trading as specified by the Company from time to time;
- ii. I shall execute the trade of shares within 7 days of your approval failing which I shall apply again to you for your approval.
- iii. I shall hold shares of the Company for a minimum period of six months from the date of acquisition. *(In case of application for purchase of shares)*
- iv. I have not entered into any opposite transaction in the previous six months and I shall not execute a contra trade within six months from execution of the proposed transaction.

I further confirm that the aforesaid facts are true and correct and shall be fully responsible for any wrongful acts of my Dependents including such penalties as may be imposed by the Company.

Signature:

Place:

Date:

Name:

Designation:

Department:

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**Approval / Rejection of Pre-Clearance**

I, \_\_\_\_\_, Compliance officer of the Company hereby \_\_\_\_\_ (Approve / Reject) the above application.

Reasons for rejection, if any: \_\_\_\_\_

Place:

Date:

Signature:

Compliance officer

**Annexure II**  
**Reporting of trades executed as per pre-clearance or decisions not to trade after securing pre-clearance**

Date of receipt of pre-clearance approval	
Whether trade executed	Yes
	No
<b>In case, 'Yes', please fill in details below</b>	
Date of purchase / sale as per pre-clearance	
No. of shares purchased:	
No. of shares sold:	
Balance shares held:	
<b>In case, 'Yes', please fill in details below</b>	
Reasons for not trading as per pre-clearance:	

Signature:  
Place:  
Date:

Name:  
Designation:  
Department:

**Annexure III**

**Application for waiver of holding Shares of the Company for period of six months**

Application for waiver of holding Shares of the Company for period of six months as per details hereunder:

Number of Shares held in the Company:	
Number of Shares of the Company proposed to be sold:	
Date of last purchase:	
Balance shareholding:	
Name of Depository participant & DP ID No. through whom Shares are proposed to be sold:	
DP ID / Client ID No:	

**Declaration:**

I confirm on my own behalf and on behalf of my relative that I do not have access to any unpublished price sensitive information and have complied with the Code of Conduct for Insider Trading as specified by the Company from time to time;

I further confirm that the aforesaid facts are true and correct and shall be fully responsible for any wrongful acts of my Dependents including such penalties as may be imposed by the Company.

Signature:

Place:

Date:

Name:

Designation:

Department:

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**Approval / Rejection of waiver application**

I, \_\_\_\_\_, Compliance officer of the Company hereby \_\_\_\_\_ (Approve / Reject) the above application.

Reasons for approval / rejection: \_\_\_\_\_

Place:

Date:

Signature:

Compliance Officer

**FORM "A"**  
**SEBI (Prohibition of Insider Trading) Regulations, 2015**  
**[Annual Disclosure by Designated Persons]**

Name of the company: Dhabriya Polywood Limited  
 ISIN of the company: INE260R01016

Details of Securities held on March 31 \_\_\_\_\_,

Sr. No.	Name	PAN	CIN/Din if any	Address	Contact No.	Designation & department of person / Relation of Dependent / immediate relatives with person	Securities held as on March 31 _____		% of shareholding
							Type of Security	No.	

Details of Open Interest (OI) in derivatives of the company held on March 31 \_\_\_\_\_,

Sr. No.	Open Interest of the Future contracts held as on March 31 _____,			Open interest of the Option Contracts held as on March 31 _____,		
	Contract Specifications	Number of units (Contract *lot size)	Nominal value in Rupee terms	Contract Specifications	Number of units (Contract *lot size)	Nominal value in Rupee terms

Names of educational institutes from which graduated: \_\_\_\_\_

Names of past employers: \_\_\_\_\_

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

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

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

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

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

**FORM B**  
**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: Dhabriya Polywood Limited  
 ISIN of the company: INE260R01016

**Details of securities held on appointment of key managerial personnel (KMP) or Director or upon becoming a Promoter the Company**

Sr. No.	Name	PAN	CIN/Din if any	Address	Contact No.	Category of person (Promoter / KMP / Director / Immediate relative)	Date of Appointment of KMP / Director or Date of Becoming Promoter	Securities held at the time of becoming promoter/appointment of Director/KMP		% of shareholding
								Type of security	No	

**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 of the Company**

Sr. No.	Open Interest of the Future contracts held at the time of becoming Promoter / appointment of Director / KMP			Open interest of the Option Contracts held at the time of becoming Promoter / appointment of Director / KMP		
	Contract Specifications	Number of units (Contract *lot size)	Nominal value in Rupee terms	Contract Specifications	Number of units (Contract *lot size)	Nominal value in Rupee terms

Names of educational institutes from which graduated: .....

Names of past employers: .....

Signature: .....

Date:

Name: .....

Place:

Designation: .....

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

Name of the company: Dhabriya Polywood Limited  
 ISIN of the company: INE260R01016

**Details of change in holding of securities of Promoter, Employee, or Director of the Company**

Sr. No.	Name	PAN	CIN/Din if any	Address	Contact No.	Category of person (Promoter / KMP / Director / Immediate relative)	Securities held prior to acquisition / disposal		Securities acquired / disposed				Securities held post acquisition / disposal		Date of allotment advice / acquisition of shares / sale of shares		Date of intimation to Company	Mode of acquisition / disposal (on market / public rights / preferential offer / off market / inter-se transfer / ESOPs)	
							Type of security	No. & % of share holding	Type of security	No.	Value	Transaction type (Buy / Sale / pledge / Revoke / Invoke)	Type of security	No. & % of share holding	From	To			

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

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

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

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

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