INDO BORAX & CHEMICALS LTD.

Regd. Office: 302, 3rd Floor Link Rose Building, Linking Road, Santacruz (West), Mumbai - 400054, India.
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CODE OF PRACTICES AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION ("UPSI") AND CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING IN TERMS OF THE SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015

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I. SCOPE AND PURPOSE

The Securities and Exchange Board of India (SEBI) has implemented the SEBI (Prohibition of Insider Trading) Regulations, 2015 to prevent insider trading. As a listed entity, Indo Borax & Chemicals Limited ("the Company") must comply with these regulations to regulate, monitor, and report insider trading activities.

The Company endeavors to preserve the confidentiality of Unpublished Price Sensitive Information (UPSI) and to prevent misuse of such information. The Company is committed to transparency and fairness in dealing with all the stakeholders and in ensuring adherence to all laws and regulations.

To achieve these objectives, the Company hereby notifies Code of Conduct to Regulate, Monitor and Report Trading Under the SEBI (Prohibition of Insider Trading) Regulations, 2015, hereinafter be referred to as **"the Code"/"the Code of Conduct"**.

The Code of Conduct has been made pursuant to Regulation 8 and 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (herein referred to as **"the Regulations"**) as amended and may be modified by the Board of Directors of the Company from time to time.

In case of any inconsistency between the Code and the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 or any statutory modification thereof, the provisions of the said Regulations shall prevail.

II. PRINCIPLES ADOPTED

i. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being inorder to make such information generally available.
ii. Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
iii. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

iv. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

v. Appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.

vi. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.

vii. Developing 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.

viii. Handling of all unpublished price sensitive information on a need-to-know basis.

III. DEFINITIONS

For the purpose of the Code of Conduct -

a) "**Act**" means the Securities and Exchange Board of India Act, 1992 as amended from time to time.

b) "**Board**" means the Board of Directors of the Company.

c) "**Code**" means the Code of Conduct to Regulate, Monitor and Report trading under SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

d) "**Company**" means Indo Borax & Chemicals Limited.

e) "**Compliance Officer**" means the Company Secretary or such other senior officer designated so, reporting to the Board of Directors who is financially literate and is capable of appreciating requirements for legal & regulatory compliance under SEBI (Prohibition of Insider Trading) Regulations, 2015 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 the regulations under the overall supervision of the Board of Directors of the Company.

f) "Committee" means the Audit Committee of the Company constituted in accordance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations, which shall review compliance with the provisions of the Code and the SEBI (Prohibition of Insider Trading) Regulations, 2015.

g) **"Chief Investor Relations Officer"** means the senior officer possessing the requisite qualification as mentioned in the Regulations and appointed by the Board of Directors of the Company to deal with dissemination of information and disclosure of UPSI in fair manner from time to time.

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 thefollowing categories shall be deemed to be connected persons unless the contrary is established, -

a) a relative of connected persons specified in clause (i); or

b) a holding Company or associate Company or subsidiary Company; or

c) an intermediary viz. stock-broker, sub-broker, share transfer agent, banker to an issue, trustee of trust deed, registrar to an issue, merchant banker, underwriter, portfolio manager,investment adviser and such other intermediary who may be associated with securities market 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 anemployee 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 ofthe 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 asdefined in section 2 (72) of the Companies Act, 2013; or

h) an official or an employee of a self-regulatory organization recognised or authorized bythe 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 relative or banker of the Company, hasmore than ten per cent. of the holding or interest;

k) a firm or its partner or its employee in which a connected person specified in sub-clause (i) is also a partner; or

l) a person sharing household or residence with a connected person specified in sub-clause (i) of clause (h)

i) **"trading"** means and includes subscribing, redeeming, switching, buying, selling, dealing, or agreeing to subscribe, redeem, switch, buy, sell, deal in any securities, and "trade" shall be construed accordingly

j) **"Designated Employees"** means all members of Board of Directors and one level below the Board i.e. all the designated Key Managerial Personnel and/or such other employees who may be so designated from time to time by the Company for the purpose of the Code of Conduct and who may be able to have access to any 'price sensitive information' as defined in the Code of Conduct.

k) "**Designated Persons**" shall include:

i. Promoter or Promoter group of the Company
ii. Directors of the Company
iii. Key Managerial Personnel of the Company
iv. all key executives of the Finance, Company Secretary, Legal and IT department
v. Immediate Relatives of (i) to (iv) above
vi. Employees of the Company and its material subsidiaries, designated on the basis of their functional role or access to UPSI
vii. Any support staff of the Company, such as IT staff or secretarial staff who have access to UPSI.
viii. any other employee notified/designated by the Compliance Officer in consultation with Board of Directors, either for a specific period of time or for an indefinite period of time, based on such person's role, function, designation and seniority in company and the extent to which such person may have access to Unpublished Price Sensitive Information
ix. Any employee of the Company, not falling under the above clauses but who has access to Unpublished Price Sensitive Information;

l) "**Insider**" means any person who is a connected person or in possession of or having access to unpublished price sensitive information.

m) "**Legitimate purpose**" shall include sharing of unpublished price sensitive information in theordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.

n) "**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 Designated person's annual income but shall exclude relationships in which the payment is based on arm's length transactions

o) "**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 include, but not restricted to, information relating to the following:

i. financial results;
ii. dividends;
iii. changes in capital structure;
iv. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business, award or termination of order/contracts not in the normal course of business and such other transactions;
v. changes in key managerial personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
vi. change in rating(s), other than ESG rating(s);
vii. fund raising proposed to be undertaken;
viii. agreements by whatever name called, which may impact the management or control of the company;
ix. fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad;
x. resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
xi. admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
xii. initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;
xiii. action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company;

xiv. outcome of any litigation(s) or dispute(s) which may have an impact on the company;

xv. giving of guarantees or indemnity or becoming a surety, by whatever name called, for any third party, by the company not in the normal course of business;

xvi. granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals

p) **"Immediate Relatives"** 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.

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

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

s) **"Need to Know basis"** means that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

t) **"Regulations"** shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the guidance notes, circular, amendments or notifications issued thereunder from time to time.

u) **"Relative"** shall mean the following:

i. spouse of the person;
ii. parent of the person and parent of its spouse;
iii. sibling of the person and sibling of its spouse;
iv. child of the person and child of its spouse;
v. spouse of the person listed at sub-clause (iii); and
vi. spouse of the person listed at sub-clause (iv)

The relatives of a "connected person" shall also be the connected persons for the purpose of the Code.

v) **"Trading Window"** means a trading period for trading in Company's Securities asspecified by the Company from time to time.

w) **"Unpublished"** means information which is not generally available and has not been disclosed by the Company or its agents to the public.

Explanation –
Speculative Reports in print or electronic media shall not be considered as published information.

Words and phrases used in the Code and not defined hereinabove shall have the same meaning as defined under the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made there under shall have the meanings respectively assigned to them in those legislation.

IV. PUBLICATION OF THE CODE

The Code upon its adoption by the Board of Directors of the Company shall be uploaded on the Company's website and any updates hereto shall be promptly reflected on the Company's website.

The Code of Conduct will be applicable to Directors/KMPs/Officers/Designated Employees/ Auditors/ Registrars & Share Transfer Agents/ Merchant Bankers/ Solicitors & Advocates/ Consultants and their relatives as defined herein.

V. RESPONSIBILITIES AND DUTIES OF THE COMPLIANCE OFFICER

1. The Compliance Officer shall report on Insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee or to the Chairman of the Board of Directors at such frequency, but not less than once in a year, as may be stipulated by the Board of Directors. In the absence of the designated/appointed Compliance Officer, the Chairman of the Board of Directors shall be authorised to appoint a person to act as the Compliance Officer in the period of his absence for the purpose of the regulation.

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2. Prescribing procedures for various activities referred to in the Code.

3. Administration of the Code

4. Monitoring adherence to the regulations for the preservation of "Unpublished Price Sensitive Information", Grant of pre-clearance approvals to the Designated Persons for dealings in the Company's Securities by them / their Dependents and monitoring of such dealings.

5. Maintaining confidentially a list of securities designated as a "restricted list" which shall be used as a base for approving or rejecting applications for pre-clearance of trades. Maintenance of a record of prohibited periods specified from time to time.

6. The Compliance Officer shall assist all the Employees in addressing any clarifications regarding the Regulations and the Code.

7. Determination of trading window closure and re-opening periods.

8. Seeking declarations from the applicant towards possession of UPSI and its accuracy.

9. The Compliance Officer shall approve and publicly disclose the Trading Plan presented to him/her by the insider after which trades may be carried out on behalf of the Insider in accordance with such plan.

10. The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of the 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.

11. In case any UPSI is in possession of an Insider at the time of formulation of trading plan, the Compliance Officer shall confirm that unless such UPSI becomes generally available, the commencement of any trading plan shall be deferred.

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12. The Compliance Officer shall notify the trading plan to the Stock Exchanges on which the securities of the Company are listed.

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

14. Compliance of policies, procedures, maintenance of records, preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in the regulations under the overall supervision of the Board of Directors of the Company.

15. Ensuring that information shared with Analysts and Research Personnel is not UPSI.

16. Ensure that appropriate and fair response is given to queries on news reports and requests for verification of market rumours by regulatory authorities.

17. Developing 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.

18. Where there is a violation of regulations, the Compliance officer or the Company shall promptly inform the Stock Exchanges in such form and such manner as may be specified by SEBI from time to time.

19. The Managing Director / Chief Executive Officer / Chief Financial Officer / Compliance Officer shall give an appropriate and fair response to any clarifications / verification of market rumours by appropriate authorities.

20. The Compliance Officer shall promptly inform the Stock Exchanges of any leak or suspected leak of UPSI in accordance with applicable regulations.

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21. The Compliance Officer shall ensure that all the UPSI is first communicated to the Stock Exchanges before the same is shared with the Analysts or Researchers.

22. The Compliance Officer shall ensure on behalf of the Board that a structured digital database is maintained in compliance with the Regulations containing the names of the Designated Persons or entities as the case may be with whom any UPSI is shared along with the following details:

    a. nature of unpublished price sensitive information and the names of such persons who have shared the information along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available.

    b. Name of the recipient of such UPSI along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available.

    c. Name of the Organization that such recipient represents.

    d. Contact Number along with their official Email address.

    e. Details of Immediate relatives of such Designated Persons along with the details of persons with whom such Designated Persons have a material financial relationship.

    f. The Compliance Officer shall ensure that the structured digital database is maintained and the data therein preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the Board regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

g. The Compliance Officer shall ensure that the information shared with the analysts and / or researchers is not an UPSI.

The Board of Directors of the Company may assign such other duties to Compliance Officer under the Code as may be deemed fit and proper from time to time.

VI. PRESERVATION OF "UNPUBLISHED PRICE SENSITIVE INFORMATION"

All information shall be handled within the Company on a need-to-know basis and no UPSI shall be communicated to any personexcept in furtherance of the legitimate purposes, performance of the duties or to discharge the legal obligations.

Sharing of UPSI for Legitimate purpose shall include the following:

a. Sharing of UPSI in ordinary course of business by an Insider or a Designated Person or by any person authorised to do so with the existing partners, solicitors, advocates, lenders, customers, auditors, legal advisors, retainers, consultants, advisors, etc.
b. Sharing of UPSI in case of furtherance of performance of any duty(ies) of the Designated Person
c. Sharing of UPSI for discharge of any legal obligation
d. Sharing of UPSI for any other purpose as may be prescribed under any SEBI Regulations, Companies Act, or any other law for the time being in force.
e. Such sharing of information should not be carried out to evade or circumvent the prohibitions of the Code or the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended and such sharing should not constitute any violation as mentioned in the Code or the SEBI (Prohibition of Insider Trading) Regulations, 2015.
f. While sharing the information the Designated Person should ensure complete adherence to the provisions of the Code or the SEBI (Prohibition of Insider Trading) Regulations, 2015

All Designated Persons shall maintain strict confidentiality of UPSI and shall not communicate, provide or allow access to such information except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

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Further, when such Designated Person is in possession of any UPSI, he / she, including their immediate relatives shall not:

a. Communicate, provide or allow access to any UPSI, relating to a Company
b. Trade in securities of the Company

Any person in receipt of an UPSI shall be considered as an Insider and due notice shall be given to him whether electronically or in writing to make such person aware that the information shared to him falls under the ambit of an UPSI.

Any person in receipt of UPSI pursuant to a legitimate purpose shall maintain strict confidentiality of such information and shall not communicate, provide, or allow access to such information to any other person except in furtherance of the legitimate purpose.

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

- an obligation to make an open offer under the takeover regulations where the Board of Directors of the listed Company is of informed opinion that sharing of such information is in the best interests of the Company; or
- not attracting the obligation to make an open offer under the takeover regulations but where the Board of Directors of the 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.

  However, the Board of Directors shall require the parties to execute agreements to contractually impose 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.

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VII. CHINESE WALL

To prevent the misuse of confidential information, the Company shall adopt a "Chinese Wall" strategy which separates those areas of the Company which routinely has access to the confidential information viz. Legal, Finance, Strategy, Secretarial departments regarded as the "insider areas" from those areas which deal with sales/marketing/investing advise or other departments providing support services, considered "public areas".

a. The employees in the inside areas shall not communicate any UPSI to anyone in the public area.
b. In exceptional circumstances employees from the public area may be brought "over the wall" and given confidential information on the basis of "need to know" criteria after the approval of the relevant head of the departments.

VIII. The Company Secretary, will be the Compliance Officer/ Chief Investor Relations Officer(CIRO) for the purpose of the Code of Conduct.

IX. Demarcation of the various departments as inside area may be implemented by the Company.

X. The employees in inside area may be physically segregated from employees in public area.

XI. No employees in the inside area shall pass on any unpublished price sensitive information to any person directly or indirectly by way of making a recommendation for the purchase or sale of securities ofthe Company.

XII. No employees in the inside area shall communicate any unpublished price sensitive information to any person except those within the Company who need the information to discharge theirduty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

XIII. No Insider shall communicate or counsel any unpublished price sensitive information to any person, except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations in accordance with the provisions of the Code and the SEBI (Prohibition of Insider Trading) Regulations, 2015.

XIV. In exceptional circumstances, Designated Persons from the public areas may be brought "over the wall" and given confidential information on the basis of "need to know" criteria, under intimation to the compliance officer.

XV. The Company shall execute Non-Disclosure Agreement with the parties with whom the Company intends to share any Unpublished Price Sensitive Information

XVI. All designated Persons will have to keep the files containing confidential information relating to unpublished price sensitive information fully secured. Computer files must be kept with adequate security of login and password etc.

XVII. Adequate restriction shall be placed on procurement, communication and sharing of UPSI by designated employee and others who have knowledge of UPSI.

XVIII. Audit Committee shall review once in a financial year, the process to evaluate effectiveness of the above said internal controls and shall verify that the system for internal control are adequate and are operating effectively.

XIX. Audit committee shall review at least once in a financial year, compliance with the Code of Conduct read with the Regulations.

XX. The Designated Persons and immediate relatives shall be subject to trading restrictions inthe following manner:

(A) Trading Window

The trading period, i.e. the trading period of the stock exchanges, called 'trading window", is available for trading in the Company's securities.

All Designated persons and their immediate relatives shall conduct all their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company's securities during the period when the trading window is closed. Compliance Officer shall by way of e-mail or through generally accepted means of communication, communicate the period of window closure to designated persons. It shall be the onus of designated persons to communicate the non-trading period to their immediate relatives.

Unless otherwise specified by the Compliance Officer, the Trading Window for Trading in Securities of the Company shall be closed for the Designated Persons and their Immediate Relatives when the Compliance Officer determines that a Designated Person or class of Designated Persons are reasonably expected to have possession of UPSI, including but not limited to the following purposes-

a. declaration of financial results,
b. declaration of dividends
c. change in capital structure,
d. Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions, and
e. changes in key managerial personnel
f. such other information as determined by the Board of Directors/ Managing Director /Chief Operating Officer/Chief Financial Officer from time to time

With respect to declaration of financial results, the Trading Window shall remain closed from the end of the respective quarter, half-year, or financial year, as the case may be, till 48 hours after the declaration of the financial results.

As regards declaration of dividend and other matters referred to in (c) to (f) above or any other matters as the Board or Managing Director decides then, the Managing Director shall, well before initiation of such activity/project, form a core team of Employees who would work on such assignment. The Managing Director shall also designate a senior Employee who would be in-charge of the project. Such team members will execute an undertaking not to deal in the Securities of the Company till the UPSI regarding the activity /project is made generally available or the activity/project is abandoned, and the Trading Window would be regarded as closed for them. Such core team may share

information related to the activity/project with any Designated Person only for the furtherance of legitimate purposes and on a need to know basis for any advice or guidance required from such Connected Person, provided that such person are bound by confidentiality and undertake not to breach the Regulations. Further, where the activity/project relates to a listed company, the name of such listed company will be deemed to be included in the "restricted list" which is confidentially maintained by the Compliance Officer. The Compliance Officer shall use the restricted list as the basis for approving or rejecting applications for pre-trading.

The Trading Window shall be opened 48 (Forty-Eight) hours after the information referred to above becomes generally available. The gap between clearance of accounts by Audit Committee and the Board meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.

All the Designated Persons shall strictly conduct all their Trading in the Securities of the Company only when the Trading Window is open and no Designated Person or their Immediate Relatives shall trade in the Securities of the Company during the period the Trading Window is closed.

Provided that, for unpublished price sensitive information not emanating from within the Listed Company, trading window may not be closed.

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.

The trading window restrictions mentioned above shall not apply in respect of:

i. transactions specified in clauses (i) to (iv) and (vi) of the proviso to sub-regulation (1) of Regulation 4 of the Regulations and in respect of a pledge of shares for a bonafide purpose such as raising of funds, subject to pre-clearance by the Compliance Officer and compliance with the respective regulations made by the SEBI;

ii. transactions which are undertaken in accordance with respective regulations made by the Board such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering of shares in a buy-back offer, open offer, delisting offer or transactions which are undertaken through such other mechanism as may be specified by the Board from time to time.

iii. subscription to the issue of non- convertible securities, carried out in accordance with the framework specified by the Board from time to time.

In case of ESOPs, the 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 window is closed.

Automated PAN Freezing During Window Closure:

The Compliance Officer shall ensure PAN-level freeze of Designated Persons and their Immediate Relatives at the ISIN level through the Designated Depository (NSDL/CDSL) to restrict trading during the closure period.

(B) Restriction on Trading

No Designated Persons shall conduct any dealing in the securities of the Company during the closure of the Trading Window.

(C) Pre-clearance of Trades

When the trading window is open, trading by designated persons shall be subject to pre-clearance by the compliance Officer, if the value of the proposed trades is above such thresholds as specified by Board below.

(i) All Designated Persons of the Company intending to deal in the securities of the Company exceeding the threshold limit of 4000 equity shares or INR 10.00 lakhs in value or 0.01% of the total holding of the Company, whichever is lower, will have to make an application to the Compliance Officer in the form as attached for pre-

clearance of thetransaction (Refer **Annexure 1**). Such application should be complete and correct in all respects and should be accompanied by such undertakings and

declaration (see **Annexure 2**) and other documents/papers as may be prescribed by the Compliance Officer from time-to-time. Such application for pre-trading approval with enclosures must be sent through electronic mail. The e-mail for this purpose should be sent to the address specifically dedicated for this purpose i.e., complianceofficer@indoborax.com

(ii) An undertaking shall also be executed in favour of the Company by designated person incorporating, inter-alia, the following clauses, as may be applicable:

(a) That the designated person does not have any access to or has not received "Unpublished PriceSensitive Information" up to the time of signing the undertaking.

(b) That in case designated person has access to or receives "Unpublished Price Sensitive Information" after the signing of the undertaking but before execution of the transaction, he will inform the same to the Compliance Officer & would refrain from dealing in the securities of the Company till the time such information becomes public.

(c) That he has not contravened the Code of Conduct.

(d) That he has made a full and true disclosure in the matter.

(iii) Only after receiving the clearance, the transaction should be carried out.

(iv) The execution of the order in respect of the security of the Company will have to be completed not more than seven trading days of approval or pre-clearance failing which Freshpre-clearance would be needed for the trades to be executed.

(v) The investment in securities will have to be held for a minimum period of six months from the date of purchase/actual allotment.

Provided that this shall not be applicable for trades pursuant to exercise of stock options.

In case the sale of securities is necessitated by personal emergency, the holding period may be waived by the Compliance Officer after recording his/her reasons in this regard.

XXI. The Board will be promptly informed in case it is observed that there is any violation of the regulations under which the Code has been formulated.

However, no designated person shall be entitled to apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information even if the trading window is open and hence he / she shall not be allowed to trade.

Approval:

a. The Compliance Officer shall consider the application made as above and shall approve it forthwith preferably on the same Trading Day but not later than the next Trading Day unless he/she is of the opinion that grant of such an approval would result in a breach of the provisions of the Code, or the Regulations. Such approval/rejection may preferably be conveyed through electronic mail If no such approval is granted within a period of 7 days from the date of application, the approval is deemed to be rejected and a fresh application is to be made. While considering the application, the Compliance Officer shall have due regard to whether the declaration provided in **Annexure 2** is reasonably capable of being rendered inaccurate.
b. Every approval letter shall be issued in such format (**see Annexure 3**) as may be prescribed by the Company from time-to- time. Every approval shall be dated and shall be valid for a period of 7 (seven) Trading Days from the date of approval.
c. In the absence of the Compliance Officer due to leave etc., the Employee designated by him/her from time-to-time, not being below - one level below the CFO and part of the Finance or Compliance Department shall discharge the function referred to in (a) above.

Completion of Pre-Cleared Trading:

All the Designated Persons shall ensure that they / their Immediate Relatives complete execution of every pre-cleared deal in the Company's Securities as prescribed above not later than 7 (seven) Trading Days from the date of the approval. The Designated Person shall file within 2 (two) Trading Days of the execution of the deal, the details of such deal,

with the Compliance Officer in the prescribed form (see **Annexure 4**). In case the transaction is not undertaken, a report to that effect shall be filed (see **Annexure 5**).

In case the Compliance Officer and/or their immediate relatives propose to deal in securities of the Company and the value of the trades is such that it would require pre-clearance then, the Compliance Officer shall submit the Pre-clearance application and Undertaking to the Board of Directors or the Managing Director of the Company.

Only upon the receipt of clearance from the Board of Directors or the Managing Director, as the case may be, can the Compliance Officer and/or their immediate relatives execute their trade or deal in the securities of the Company. All the provisions of the Code as applicable to the Designated Persons shall mutatis-mutandis apply to the Compliance Officer as well.

Designated Persons who buy or sell any number of Securities of the Company shall not enter into a contra trade i.e. sell or buy any number of Securities during the six months following the prior transaction. All Designated Persons shall also not take positions in derivative transactions in the Securities of the Company at any time. The compliance officer is empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate the regulations.

In case 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 the SEBI for credit to the Investor Protection and Education Fund administered by the SEBI under the Act.

Any trade executed by the Portfolio Management Services agency ('PMS') on behalf of the Designated Person in the Company's scrip shall be subject to requisite permission granted by the Designated Person and such trades shall require a Pre-clearance from the Compliance Officer of the Company. As soon as the trade is executed by the PMS on behalf of the Designated Person, the Designated Person shall immediately inform the Compliance Officer the details of the trade executed by the PMS in the Company's scrip as per the reporting requirements mentioned in Continual Disclosure clause. The Designated Persons in their individual capacity shall be liable for any trades carried out by the PMS on their behalf and if such trades are in violation of the Company's Code or the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, the Designated Person shall be liable to the action that the Audit Committee of the Company and / or the regulators may impose.

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XXII. TRADING PLAN

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/her behalf in accordance with such plan.

Trading Plan shall:

i. not entail commencement of trading on behalf of the insider earlier than one hundred and twenty calendar days from the public disclosure of the plan;
ii. not entail overlap of any period for which another trading plan is already in existence;
iii. set out following parameters for each trade to be executed:
   - either the value of trade to be effected or the number of securities to be traded;
   - nature of the trade;
   - either specific date or time period not exceeding five consecutive trading days;
iv. price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
   a. for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;
   b. for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent lower than such closing price.

Explanation:

i. While the parameters in sub-clauses (i), (ii) and (iii) shall be mandatorily mentioned for each trade, the parameter in sub-clause (iv) shall be optional.
ii. The price limit in sub-clause (iv) shall be rounded off to the nearest numeral.
iii. Insider may make adjustments, with the approval of the compliance officer, in the number of securities and price limit in the event of corporate actions related to bonus issue and stock split occurring after the approval of trading plan and the same shall be notified on the stock exchanges on which securities are listed.
v. not entail trading in securities for market abuse.

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The Compliance Officer shall review the Trading Plan made as above to assess whether the plan would have any potential for violation of the regulations and shall approve it forthwith. However, the

Compliance Officer shall be entitled to take expressed 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 pre-clearance of trades shall not be required for a trade executed as per an approved trading plan. Further, the trading window norms shall not be applicable for trades carried out in accordance with an approved trading plan.

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.

If the insider has set a price limit for a trade as mentioned above, the insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed

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.

The Compliance Officer shall approve or reject the Trading Plan within two trading days of receipt of the Trading Plan. Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed, on the day of approval.

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XXIII. STRUCTURED DIGITAL DATABASE

The board of directors shall ensure that a structured digital database is maintained in accordance with Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under the regulation. The Designated persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the Company on an annual basis and as and when the information changes:

a) immediate relatives
b) persons with whom such designated person(s) shares a material financial relationship
c) Phone, mobile and cell numbers which are used by them

In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on one time basis.

Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

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

XXIV. Designated Persons who trade in securities or communicate any information for tradingin securities in contravention of the Code of Conduct will be penalised and appropriate action will be taken against them by the Company after giving reasonable opportunity to them to show cause. They shall also be subject to disciplinary action including wage freeze, suspension, in-eligibility for future participation in Employee Stock-option etc.

XXV. The Compliance officer shall place before the Managing Director the details of all the dealings in the securities by the designated persons.

XXVI. In addition to the action which may be taken by the Company, the persons violating theseRegulations will also be subject to action by SEBI as per SEBI Act. In case of any violation, the Company shall inform Stock Exchanges accordingly.

XXVII. The Code may be modified, amended/replaced as and when necessary by the Board of Directors on recommendations of the Audit Committee or any other Committee to be formed by the Board for the purpose.

XXVIII. **DISCLOSURE REQUIREMENTS:**

All Directors/officers /Designated Persons / Employees shall be required to forward the following details of their securities transactions including the statement of dependent family members to the Compliance officer:

a) All holdings in the securities of that Company by directors/ officers/ designated employees at the time of joining the Company; **(Refer Annexure 6)** or intimate electronically or as near format thereto

b) Annual Statement of holdings addressed to the Compliance Officer **(Refer Annexure 7)** or intimate electronically or as near format thereto

c) Trading in derivatives of securities and the traded value of the derivatives, if any

Note: The disclosures to be made hereunder shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.

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Initial Disclosure:

Every person on appointment as a Key Managerial Personnel or a Director of the Company or Designated Employee or upon becoming a Promoter or member of the Promoter group shall disclose his holding of securities of the Company and any other person for whom such person takes trading decisions as on the date of appointment or becoming a promoter, to the Company within seven days of such appointment or becoming a Promoter in **Form B**. (Refer **Annexure 6**)

Continual Disclosure:

Every Promoter, member of the Promoter group, Designated person and director of Company and any other person for whom such person takes trading decisions 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 or such other value as may be specified by the Audit Committee from time to time in **Form C**. (Refer **Annexure 8**)

Disclosure by the Company to the Stock Exchange(s):

The Company shall within two trading days of the receipt of disclosures as mentioned above, disclose to all Stock Exchanges on which the securities of the Company are listed, in such form and such manner as may be specified by the SEBI from time to time, the information received as aforesaid.

Disclosures by other connected persons:

The Company may, at its discretion, require any other Connected Person or class of Connected Persons to 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 compliance with the Regulations. (Refer **Annexure 9**)

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XXIX. PENALTY FOR BREACH OF CODE OF CONDUCT

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

- The Designated Persons/ Insiders who violates the Code of Conduct shall be subject to disciplinary action by the Company that may include wage freeze, suspension, recovery, fine, penalty etc. as may be imposed by the Board/ Audit Committee / Chairman of the Audit Committee as per the framework for imposition of penalty laid down for the actions to be taken for the Non-compliance with Code of Conduct ("the Framework").

- The Company may present the case to the Board/ Audit Committee / Chairman of the Audit Committee of the Company on case to case basis for their consideration and may after their approval, levy penalty / fine, etc. as per the Framework. Any amount collected under this clause shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

- Further, SEBI or the Stock Exchanges, as the case may be, may levy penalty / fine to the Designated Person who has violated the Code and such a penalty / fine levied by SEBI or the Stock Exchanges shall be in addition to the penalty / fine levied by the Company

- The Company shall promptly inform the Stock Exchanges regarding any violation of the Code.

- The action by the Company shall not preclude the SEBI or the Stock Exchanges from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended.

- Further Non – Adherence to any of the Clause as mentioned in the Code will attract penalty of one lakh rupees which may extend to one crore rupees as prescribed under Section 15 HB of SEBI Act, 1992. Also, as per
- Section 15G of the SEBI Act, 1992, the penalty shall not be less than ₹10 lakh but may extend to ₹25 crore or three times the amount of profits made
- out of insider trading, whichever is higher.

- The person, against whom information has been furnished by the Company/Compliance Officer to Stock Exchanges/SEBI for violations of the Regulations/Code, shall provide all information and render necessary co-operation as may be required by the Company/Compliance Officer or Stock Exchanges/ SEBI in this connection.

However, where there is a violation by the Compliance Officer, the Managing Director of the Company shall perform the functions of the Compliance Officer for the purposes of handling such violation.

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XXXI. PROTECTION OF INFORMANT AGAINST RETALIATION AND VICTIMIZATION

An employee who during employment becomes privy to information relating to violation of Insider Trading laws and files a Voluntary Information Disclosure Form (VIDF) as per Schedule D of the Regulations and/or testifies in and/or participates in and/or otherwise assists or aids the SEBI Board in any investigation, inquiry, audit, examination or proceeding instituted or amount to be instituted for an alleged violation of insider trading laws or in any manner aiding the enforcement action taken by the SEBI Board or breaches any confidentiality agreement or provisions of any terms and conditions of employment or engagement solely to prevent any employee from cooperating with the SEBI Board in any manner and is a director, partner, regular or contractual employee but does not include an advocate shall be subject to suitable protection under this Code against any discharge termination, demotion, suspension, threats, harassment directly or indirectly or discrimination against any such employee.

Approved by:

Date : 06/04/2026

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ANNEXURE 1

"Form for Application to be made to the Compliance Officer of the Company for pre-clearance of transactions in Securities of the Company"

To
Compliance
Officer
Indo Borax & Chemicals Limited
302, Link Rose, Linking Road,
Santacruz (West), Mumbai – 400054
Maharashtra, India.

Dear Sir/ Madam,

In terms of the Company's Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015, I/We hereby request you to pre-clear my/our intended transaction in Securities of the Company.

NAME OF APPLICANT:
State whether, the person on behalf of whom the application is being made is:

☐Director
☐Designated Person
☐Immediate Relative
☐Other Connected Person

Others (please mention) ---------

Number of Securities proposed to be dealt in	
Depository Participant Name	
Depository Participant ID	
Beneficiary Client ID	
Number of Shares in the Company held in demat Mode	
Type of Transaction (Purchase / Sale / Subscription / Pledge / Others)	
**Date of purchase/allotment	
***Previous approval no. and date For purchase/ allotment	

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***applicable only if the application is in respect of sale of Securities (including derivatives)*
**** applicable only if the application is in respect of sale of Securities (including derivatives) for which an earlier purchase sanction was granted by the Compliance Officer*

I/We hereby undertake as follows:

a) That I/We have not had any access to nor have received "Unpublished Price Sensitive Information" up to the time of signing this letter.

b) That in case I/We have access to or receive "Unpublished Price Sensitive Information" after the signing of this undertaking but before execution of the transaction, I/We will inform the same to you & would refrain from dealing in the securities of the Company till the time such information becomes public.

c) That I/We have not contravened the Code of Conduct as aforesaid.

d) That I/We shall execute the order in respect of securities of the Company within 7 trading days after your approval of pre-clearance is given. If the same has not been executed within 7 trading days, I/We shall pre-clear the transaction again.

e) That I/We shall hold investment in securities of the Company for a minimum period of 6 (Six) months from the date of purchase/actual allotment.

f) That I/We have made a full and true disclosure in this matter and have not concealed any relevant information.

Thanking you, Yours faithfully,

Place:
Date:
Name & Signature of the Director/Employee:

Note: This application must be submitted through electronic mail at the dedicated Email ID at complianceofficer@indoborax.com.

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Annexure 2

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

UNDERTAKING

To,
Indo Borax & Chemicals 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 Company's Code of Conduct for Prevention of Insider Trading (the Code) up to the time of signing this Undertaking.

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

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

I undertake to submit the necessary report within two (2) trading days of execution of the trade.

If approval is granted, I shall execute the deal within 7 trading days of the receipt of approval failing which I shall seek fresh pre-clearance.

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

Date:
Name:
Signature:
** Indicate number of shares*

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ANNEXURE-3

FORMAT FOR PRE-TRADING APPROVAL LETTER

Date: _____

Approval No: _____ of
To,
Mr./Mrs. _____
#Emp. No.: _____
#Designation: _____

PRE-TRADING APPROVAL/DISAPPROVAL - Your application dated _____

Dear Mr./Mrs. _____

With reference to your above application (copy enclosed) seeking approval for undertaking certain transactions in Securities (including derivatives) of the Company detailed therein, please be informed that you are / your Immediate Relative _____ is hereby authorised/not authorised to undertake the transaction(s) as detailed in your said application.

[This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application.

This approval shall be valid for **seven (7) trading days** from the date of this letter.. If you / your Immediate Relative do not execute the approved transaction /trade on or before this date you would have to seek fresh pre-trading approval before executing any transaction/deal in the Securities (including derivatives) of the Company. Further, you are required to file the details of the executed transactions in the attached format within two {2} Trading Days from the date of transaction/deal. In case the transaction is not undertaken a — Nil report shall be necessary.]

Yours Truly,

_____

Compliance Officer

Encl: Format for submission of details of transaction (Annexure 4)

# to be filled only by Employees
$ applicable only in case of approval

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ANNEXURE-4

FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS

[To be submitted within 2 Trading Days of transaction/Trading in Securities (including derivatives) of the Company]

Date: _____

To,
The Compliance
Officer
Indo Borax & Chemicals Limited

Dear Sir,

DETAILS OF PRE-APPROVED TRANSACTION

Ref: Your Approval Letter No. _____dated _____

I hereby inform you that I / my _____

- have not bought/sold/subscribed any Securities (including derivatives) of the Company.
- **Have bought/ sold/ subscribed to the _____ Securities (including derivatives) (GIVE DESCRIPTION) as mentioned below on _____ (INSERT DATE)**

Name of holder	**First or joint holder	No. of Securities (including derivatives) dealt with	Bought / Sold/ Subscribed	DP ID/CLIENT ID (electronic form) or Folio no. for physical where the Sec. will be debited or credited	Price (Rs)

** F first holder –J joint holder

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 5 (Five) years and produce to the Compliance Officer or the Securities and Exchange Board of India (SEBI) any of the following documents:

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1. Broker 's contract note
2. Proof of payment to/from brokers
3. Extract of bank passbook/statement (to be submitted in case of demat transactions).
4. Copy of Delivery instruction slip (applicable in case of sale transaction)

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

I agree not to enter into a contra trade in the Securities (including derivatives) of the Company for a period of six (6) months from the date of the aforesaid transaction. (applicable in case of purchase / sale transaction by Designated Persons only).

In case there is any urgent need to sell these Securities (including derivatives) within the said period, I shall approach the Company (Compliance Officer) for necessary approval (applicable in case of purchase/ subscription).

Yours truly,
Name

_____

(Signature)

#Emp No: _____ #Dept/ Div.:_____

• Strike out whichever is not applicable.

to be filled in only by Employees

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ANNEXURE-5

REPORT ON REASON FOR NOT COMPLETING THE APPROVED TRANSACTION

Code of conduct for regulating, monitoring and reporting of trading by designated persons and their immediate relatives.

To:
Compliance Officer

From:
Name of the Director/Employee :
Designation :
Employee Reference No. :
Department / Unit :
Location :

I hereby give reasons for not executing the approved transaction as per the following details:

Date of Pre-clearance	No. of Shares/ Derivatives proposed to be bought/sold	DP & Client Id No (In case of Demat)	Reasons

Name:

Signature:

Date:

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ANNEXURE 6

FORM B

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6(2)] - Disclosure on becoming a Key Managerial Personnel/Director/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 of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters/ Members of the Promoter Group/ KMP /Directors / immediate relatives/ 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 or member of the promoter group /appointment of Director/KMP		% of Share-holding
			Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	

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 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 Regulation 6(2).

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 appointmer of Director/KMP or upon becoming Promoter/member of th promoter group		
Contract specifications	No. of units (contracts lot size)	Notional value in rupee terms	Contract specifications	No. of units (contracts lot size)	Notional value in rupee terms

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

Name:
Signature:
Designation:
Date:
Place:

FORM C

Securities and Exchange Board of India (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, Employee or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoter/ member of the promoter group/designated person/ Directors/immediate relative to/others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/Disposal 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.)	Exchange on which the trade was executed
		Type of security For e.g. - Shares, Warrants, Convertible Debentures, Right entitlements	No. and % of shareholding	Type of security (For e.g. - Shares, Warrants, Convertible Debentures, Rights entitlement Etc.)	No.	Value	Transaction Type (Purchase /sale Pledge/ Revocation/ Invocation/ Other - Please specify	Type of security (For e.g. - Shares, Warrants, Convertible Debentures, Rights entitlement Etc.)	No. and % of Shareholding	From	To			

Names of Immediate Relatives	PAN No. of Immediate Relatives / if PAN No. is not available – Passport No. or any other identifier authorised by Law	List of Contact nos. used by Immediate Relatives	Securities held by Immediate Relatives as on 31st March, ____	
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.

Other Prescribed Details:

Names of Person(s) with whom Designated Person shares a "Material Financial Relationship"	PAN No. of Person(s) with whom Designated Person shares a "Material Financial Relationship" / if PAN No. is not available – Passport No. or any other identifier authorised by Law	List of Contact nos. used by Person(s) with whom Designated Person shares a "Material Financial Relationship"

Note: "Material Financial Relationship" shall mean a relationship in which one person is a recipient of any kind of payment such as by

income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.

I also confirm that the above information is correct and that no provision of the Company's Code of Conduct has been violated/contravened.

Name & Signature:
Designation:
Date:
Place:

PERSONS

Annual Disclosure by Designated Person(s) and upon change in the details previously submitted

Date: _____

To,
The Compliance Officer
Indo Borax & Chemicals Limited

Dear Sir / Madam,

Subject: Annual Statement of holdings

Name and address of Designated Person	Category of Designated Person (Promoters/ member of Promoter Group/ KMP/ Directors/ Employee)	PAN No. / if PAN not available – Passport No. or any other identifier authorised by Law	List of Contact nos. used by Designated person	DP ID / Client ID / Folio No.	Securities held as on 31st March, ____	
					Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.

Details of Immediate Relatives:

		etc.)												

Note:

i. *"Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015*

ii. *Value of transaction excludes taxes/brokerage/any other charges*

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which thetrade 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)	

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

Name & Signature:

Designation:

Date:

Place:

FORM D (Indicative format)

SEBI (Prohibition of Insider Trading) Regulations, 2015 Regulation 7(3) – Transactions by Other connected persons as identified by 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	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/

connected persons as identified by the company	y	Type of security (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke /Invoke/ Others – Please specify)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		Preferential offer / off market /Inter-se transfer, ESOPs etc.)	Exchange on which the trade was executed
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

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

(ii) *Value of transaction excludes taxes/brokerage/any other charges*

Details of trading in derivatives on the securities of the company 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)**	
16	17	18	19	20	21	22

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