

# JINDAL

## HOTELS LIMITED

To,  
DCS - CRD  
Bombay Stock Exchange Limited Code No 7918  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Date: 11.04.2019

Dear Sir,

*Scrip Code: 507981*

*Subject: Compliance under Regulation 8 & 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 & as amended [2018]*

Dear Sir,

Pursuant to provision of Regulation 8 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("Insider Regulations"), as amended [2018] "Code of Internal Procedures And Conduct for Regulating, Monitoring and Reporting of Trading by Insiders" has been revised , formulated and adopted by the Board of Directors of the Company in their meeting held on 22<sup>nd</sup> January , 2019 .The said code is effective from 1<sup>st</sup> April, 2019.

Copy of the same attached.

The same is also being uploaded on the website of the Company at [www.suryapalace.com](http://www.suryapalace.com).

Kindly acknowledge it.  
Thanking You,  
**For Jindal Hotels Ltd,**

*K Advani*

**Karuna Advani**  
Company Secretary.

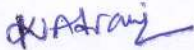


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**JINDAL HOTELS LIMITED**  
**CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING,**  
**MONITORING AND REPORTING OF TRADING BY INSIDERS**  
**Sub. : Insider Trading Compliance.**

The Securities and Exchange Board of India has promulgated the Insider Trading Regulations in order to ensure that no undue benefit of the insider information is taken by those who are in the employment of Company and have access to the Unpublished Price Sensitive Information (UPSI). The brief note on what is insider trading and what is to be done is given below for the ready reference. The Board of Directors in their meeting held on 22<sup>nd</sup> January , 2019 have approved the applicability of these provisions to the Designated Employees as mentioned in the Code. [for details please refer Rules under the heading definition No.10 i.e. "Designated person (s)".]

It is hereby requested that the smooth compliance of the insider trading regulations highly desirable also in the light of good Corporate Governance and transparency. The copies of the relevant forms can be had from the Share Department.



Thanking you,  
Ms. Karuna V Advani  
Compliance Officer

To,

- (i) All Promoters and Directors;
- (ii) Key Managerial Personal of the Company;
- (iii) Employees in following functions:
  - ✓ Corporate Accounts
  - ✓ Corporate Taxation
  - ✓ Secretarial support staff
  - ✓ IT Support Staff
- (iv) Manager Finance
- (v) Such other employees/ persons as may be designated by the Board or the Committee or the Managing Director / Chief Executive Officer of the Company from time to time, to whom these trading restrictions shall be applicable, keeping in mind the objectives of these Rules.



**Jindal Hotels Limited (JHL)INSIDER TRADING RULES, 2015 [& amendments 2018]  
CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND  
REPORTING OF TRADING BY INSIDERS**

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Effective from 1<sup>st</sup> April 2019 : Applicability of Revised CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY INSIDERS pursuant to SEBI(Prohibition of Insider Trading ) (Amendment ) Regulations, 2018

### **Background:**

The Amendment Regulations have been introduced on the basis of the recommendations made by the FMC Committee headed by Mr. T.K. Viswanathan to modify and elaborate certain core aspects of the Principal Regulation which were previously ambiguous. The Amendment Regulation gives way to bring about more clarity and certainty to the Principal Regulation.

### **Key Highlights of the Changes introduced in the Amendment Regulation:**

1. The meaning of the term “Financially literate” has been inserted into the definition of a “Compliance Officer”. Financially literate means a person who has the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account, and statement of cash flows.
2. The Amendment Regulation has mandated the creation of a policy for determination of legitimate purposes for disclosure of unpublished price sensitive information within the Code of Fair Disclosure and Conduct.
3. The Amendment Regulations mandated the maintenance of a digital database of the names persons/entities alongwith their PAN details or other such identifiers as prescribed under law with him unpublished price sensitive information is shared. Such digital database needs to be audited from time to time to ensure that there is no instance tampering.
5. A new provision for institutional mechanisms of preventing insider trading has been introduced which has recommended certain internal controls that all listed companies, intermediaries and fiduciaries need to adopt.
6. **“Legitimate Purpose”**  
In a key policy move, the Securities and Exchange Board of India (SEBI) has decided to hold company promoters, irrespective of their shareholding status, responsible for violation of insider trading norms if they possess unpublished price-

sensitive information (UPSI) regarding the company without any ‘legitimate’ purpose.

SEBI has specified that the term “legitimate purpose” will include sharing of the UPSI in the ordinary 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.

Persons in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for purposes of these regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.”

#### **7. TRADING WHEN IN POSSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

Earlier the trading in securities was allowed between **promoters**, when in possession of the unpublished price sensitive information without being in breach of regulation 3 if

- √ the trading was off-market inter-se transfer and
- √ both parties had made a conscious and informed trade decision;

After the amendment the word “Promoters” shall be substituted with the word “Insiders”.

Accordingly an Insider can trade in securities that are listed and are proposed to be listed if:

- √ the trading was off-market inter-se transfer,
- √ both parties had made a conscious and informed trade decision
- √ UPSI was not obtained under Regulation 3(3) [condition added as a proviso in proviso in clause (i) to Regulation 4(1)]

#### **8. Digital database**

The board of directors shall ensure that a structured digital database is maintained containing the names of such persons or entities, as the case may be, with whom the information is shared. There is no reference to a company promoter in the list of those with whom a company can share the UPSI. SEBI has further specified that any person in receipt of the UPSI pursuant to only a “legitimate purpose” will be considered an “insider.” Simply put, a promoter who is not an advisor in official capacity or does not hold any position on the board will not be considered a person having “legitimate purpose” to hold the UPSI.

9. SEBI has taken care to reject the proposition that access to the UPSI can be freely provided to the promoter(s) without the promoter(s) holding any office in the company from which the inside information emanates.
10. For the access to such information to be legitimate, external persons such as advisors are now required to be given notice that the information given to them is inside information and they should apply it only for the purpose it is meant. SEBI has also said that a database of such persons must be maintained with identification of the recipients. This is consistent with SEBI's past regulatory actions against promoters who gained access to such information without being insiders by way of having been engaged as officials or advisors.
11. The board of directors of a listed company shall now make a policy for determination of "legitimate purposes" as a part of "Codes of Fair Disclosure and Conduct" formulated under regulation 8."

Now the Code of Conduct is required to be followed by the designated persons and immediate relatives of designated persons as specified in the Code of Conduct.

## **12. REVIEW OF THE INSTITUTIONAL MECHANISM FOR PREVENTION OF INSIDER TRADING**

√ The Audit Committee of a listed company or other analogous body for intermediary or fiduciary shall review compliance with the provisions of these regulations;

√ At least once in a financial year and

√ Shall verify that the systems for internal control are adequate and are operating effectively.

## **13. WHISTLE BLOWER POLICY – TO INQUIRE LEAK OF UPSI**

√ Every listed company shall formulate written policies and procedures;

√ which shall be approved by board of directors of the company;

√ for inquiry in case of leak of UPSI or suspected leak of UPSI;

√ the board of directors of the company shall initiate appropriate inquiries on becoming aware of leak of UPSI or suspected leak of UPSI;

√ and inform the SEBI promptly of such leaks, inquiries and results of such inquiries;

√ the listed company shall make employees aware of such policy to enable employees to report instances of leak of UPSI.

## I. INTRODUCTION

**Insider trading** is the trading of a public company's stock or other securities by individuals with access to nonpublic information about the company. In various countries, trading based on insider information is illegal as it fuels illegitimate speculation in the share prices on the Stock Exchange. Such a profiteering by insiders by misusing confidential information available to them by virtue of their position or connection with the Company erodes investor's confidence in the integrity of the management of a company and adversely impacts the capital markets. And it is seen as unfair to other investors who do not have access to the information as the investor with insider information could potentially make far larger profits that a typical investor could not make.

'Insider Trading as understood under Indian law includes trading in the securities of the Company while in possession of unpublished price sensitive information, by Corporate Insiders such as Employees/ Designated Employee, Directors, their relatives and other persons connected with the Company.

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("SEBI Insider Regulations") which come into force on May, 2015 and the Companies Act, 2013 ("ACT"), govern the law relating to insider trading in India. The SEBI Insider Regulations replace the erstwhile Securities and Exchange Board (Prohibition of Insider Trading) Regulations, 1992. Pursuant to SEBI (PIT) (Amendment) Regulations, 2018 the ambit of Designated Persons enlarged and also role and responsibility of Compliance Officer, Board of Directors and Audit Committee enhanced .

Accordingly the JHL Insider Trading Rules, 2015 ("Rules") replace the erstwhile JHL employees (dealing in Securities and Prevention of Insider Trading) Rule of 2012, with effect from May 26, 2015 to bring JHL's Insider Trading norms in line with applicable law. The Rules had been approved by the Board of Directors of the Company at its meeting held on May 26, 2015. Further, the Rules are embedded in JHL's Unified Code of Conduct. Further the said Code has been revised pursuant to applicability of SEBI (PIT) (Amendment) Regulations, 2018 by the Managing Director duly authorized by the Board of Directors in their meeting held on 22<sup>nd</sup> January, 2019. And the Revised Code is effective from 1<sup>st</sup> April, 2019.

It is clarified that these Rules are pursuant to and in furtherance, and not in derogation, of the laws applicable to insider trading in India. The text of the updated SEBI Insider regulations is given in Annexure to the Rules.

## **II. APPLICABILITY**

These Rules shall be called "Jindal Hotels Insider Trading Rules, 2015" or "the Rules". These Rules are made pursuant to the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time (hereinafter referred to as 'SEBI Insider Regulations') and the Companies Act, 2013 to ensure compliance with the SEBI Insider Regulations and have been framed based on the Model Code specified in Schedule B to the SEBI Insider Regulations without diluting the provisions in any manner.

The purpose of these Rules is to:

- prohibit the communication of unpublished price sensitive information except for legitimate purposes, performance of duties or discharge of legal obligations;
- prohibit trading in securities of the Company on the basis of unpublished price sensitive information;
- Enable disclosure of trading by insiders; and
- Ensure appropriate fair and timely disclosure of unpublished price sensitive information;

The Rule shall come into effect initially from May 26, 2015 and pursuant to SEBI (PIT) (Amendment) Regulations, 2018 revised code effective from 1<sup>st</sup> April 2019.

These Rules are mainly applicable to:

- (a) Insiders including designated persons (defined hereinafter); and
- (b) Immediate relatives of persons stated in (a) above.
- (c) List of persons covered pursuant to Reg 3(2A) of SEBI (PIT) (Amendment) Regulations, 2018 i.e sharing of UPSI

It is important to abide law not only in words but in its true spirit.

## **III. DEFINITIONS**

1. "Act" means the Securities and Exchange Board of India Act, 1992.
2. "Board" means the Board of Directors of the Company.
3. "Code" or "Code of Conduct" shall mean the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders of Jindal Hotels Limited as amended from time to time.
4. Chief Investor Relation Officer

The Company has appointed the Chief Financial Officer as the Chief Investor Relation Officer of the Company for the purpose of these Rules.



5. "Company" means Jindal Hotels Limited.
6. "**Confidential Information**" shall mean any information which is directly or indirectly related to the Company and associate companies and which is not available to the general public or which is proprietary in nature and includes Unpublished Price Sensitive Information as defined under the Insider Trading Regulations. Further
  - (i) Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password etc.
  - (ii) A structured digital database containing the names of such persons or entities as the case may be with whom the information is shared under this regulation, along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available , shall be maintained with internal controls and checks such as time stamping and audit trails to ensure non tampering of the database.
  - (iii) All the designated persons shall sign the confidentiality agreements.
7. "Compliance Officer" means Company Secretary or such other senior officer, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations designated so shall provide reports to the Chairman of the Audit Committee and reporting to the Board of Directors and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board of Directors of the Company.  
 Explanation: Financial literate shall mean a person who has the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account, and statement of cash flows.
8. "Connected Person" means:
  - (i) any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
  - (ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established,
    - (a) an immediate relative of connected persons specified in clause (i); or

- (b) a holding company or associate company or subsidiary company; or
- (c) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or
- (d) an investment company, trustee company, asset management company or an employee or director thereof; or
- (e) an official of a stock exchange or of clearing house or corporation; or
- (f) a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
- (g) a member of the Board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
- (h) an official or an employee of a self-regulatory organization recognised or authorized by the Board; or
- (i) a banker of the Company; or
- (j) a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

9. "Dealing in Securities" means an act of subscribing to, buying, selling or agreeing to subscribe to, buy, sell or deal in the securities of the Company either as principal or agent.

10. "Designated person (s)" mean:

- (i) Promoters and Directors;
- (ii) Key Managerial Personal of the Company;
- (iii) Employees in Corporate Accounts & Corporate Taxation
- (iv) IT and Secretarial support staff
- (v) Manager Finance
- (vi) Such other employees/ persons as may be designated by the Board or the Committee or the Managing Director / Chief Executive Officer of the Company from time to time, to whom these trading restrictions shall be applicable, keeping in mind the objectives of these Rules.  
Further Designated Persons to disclose information[PAN,name of educational institution, names of their past employers etc] of themselves and their immediate relatives to the Company as per Annexure 5 & 6 on annual basis or as and when required.

11. "Director" means a member of the Board of Directors of the Company.

11. "Employee" means every employee of the Company including the Directors in the employment of the Company.

12. "Free Period" means any period other than prohibited period.

13. "Generally available Information" means information that is accessible to the public on a non-discriminatory basis.
14. "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.
15. "Insider" means any person who,  
 (i) a connected person; or  
 (ii) in possession of or having access to unpublished price sensitive information.
16. "Key Managerial Person" means the following officers of the Company:  
 1. Managing Director & Chief Executive Officer  
 2. Chief Financial Officer  
 3. Company Secretary; and  
 4. Such other officer as may be appointed by the Company as a KMP from time to time.
17. "Managing Director & Chief Executive Officer or MD / CEO"  
 MD / CEO means the Managing Director and Chief Executive Officer appointed by the Company Pursuant to the provisions of the Companies Act, 2013 read with Rules notified there under and designated as such by the Company.
18. "Officer"  
 Officer includes any director, manager or key managerial personnel or any person in accordance with whose directions or instructions the Board of Directors or any one or more of the Directors is or are accustomed to act.
19. "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.
20. "Prohibited Period" shall mean following:

a.	In respect of announcement of Quarterly/ Half Yearly/ Yearly Financial Results by the Company	Prohibited Period shall mean the trading window closure period. The trading window can be, made applicable from the end of every quarter till 48 hours after the announcement of Financial Results for the respective quarter/ half Year/ Year, as the case may be is made generally available by
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		<p>the Company.</p> <p>Or</p> <ul style="list-style-type: none"> <li>Such other period as may be specified by the Compliance Officer from time to time after consultation with the MD/ CEO or as may be directed by the Board.</li> </ul>
b.	In respect of the Declaration of Dividend	<p>Prohibited period will begin from such time as may be declared by the Compliance Officer after consultation with the MD/ CEO or as directed by the Board.</p> <p>Trading shall be closed during the time the information is unpublished.</p> <p>The trading shall be opened 48 hours after the unpublished price sensitive information is made generally available by the Company.</p>
c.	In respect of the change in capital structure	
d.	In respect of the merger, de merger, acquisition, delisting, disposal and expansion of the business and such other transactions.	
e.	In respect of the change in Key managerial Person	
f.	In respect of the material events in accordance with the listing agreement	
g.	In other Cases	
		<p>The Compliance Officer shall declare a prohibited period when he determines that a designated person or class of 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.</p>

21. "Regulations" shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.

22. "Rules"

Rules means the JHL Insider Trading Rules, 2015 as amended from time to time.

23. "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;

24. "SEBI" Means the Securities and Exchange Board of India.



25. "Subsidiary"

Subsidiary shall have the same meaning as defined under section 2(87) of the Companies Act, 2013.

26. "Takeover regulations" means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;

27. "Trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly

28. "Trading Day" means a day on which the recognized stock exchanges are open for trading;

29. "Trading Period" means the trading period of the stock exchanges, called 'trading window', is available for trading in the Company's securities.

30. "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

#### **IV. RESTRICTIONS ON COMMUNICATION AND TRADING BY INSIDERS**

##### PROHIBITION ON COMMUNICATION ON PROCUREMENT OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- a. No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to the Company or its securities listed or proposed to be listed, to any person including other insiders except when such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- b. Insiders should handle the UPSI with care and deal with the UPSI when transacting their business on a "need to know basis" (i.e. 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, in any manner, give rise to a conflict of interest or likelihood of the misuse of the information.

No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to the Company or its securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

- A person shall not procure UPSI unlawfully. Inducement and procurement of UPSI not in furtherance of one's legitimate duties and discharge of obligations would be illegal.

UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction that would:-

- a. entail an obligation to make an open offer under the SEBI takeover regulation where the Board is of informed opinion that the proposed transaction is in the best interest of the Company,
- b. not attract the obligation to make an open offer under the SEBI takeover regulation but where the Board is of informed opinion that the proposed transaction is in the best interest of the Company and the information that constitute UPSI is disseminated to be made Generally Available at least two (2) trading days prior to the proposed transaction being affected in such form as the Board may determine.

For the said purpose, the Board shall require the parties to execute agreement to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, and shall not otherwise trade in securities of the company when in possession of UPSI.

### **PROHIBITION ON TRADING WHILE IN POSSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

No insider shall trade in the securities of the Company listed or proposed to be listed when in possession of UPSI.

In the case of connected persons the onus of establishing, that they were not in possession of UPSI, shall be on such connected persons.

Trading in securities of other companies.

While discharging their role, designated persons may become aware of any unpublished price sensitive information relating to the Company's clients, suppliers or joint ventures if they possess any unpublished price sensitive information in relation to that other company.

They should not deal in the securities of other company.

### **PROHIBITION ON TRADING DURING PROHIBITED PERIOD**

Designated persons (including their immediate relative) shall not deal in the securities of the Company during the Prohibited Period.

The Prohibited Period 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.

### **MINIMUM HOLDING PERIOD**

Designated Persons (including immediate relatives) who buy or sell securities shall not enter in to an opposite transaction during next 6 (six) months following the prior transaction ("Opposite transaction"). However, the restriction on Opposite Transaction shall not apply to:

- a) the exercise of option granted under ESOP Scheme announced by the Company from time to time;
- b) the sale of shares acquired under ESOP Scheme, provided that the designated person is not in possession of UPSI at the time of such sale, However, once the shares acquired under ESOP Scheme are sold by the person, any subsequent purchase (other than exercise of ESOPs) will be subject to the aforesaid restrictions of Opposite Transaction.

In case the sale of securities is necessitated due to a personal emergency, the minimum holding period of 6 (six) months may be waived off by the Compliance Officer or MD / CEO after recording in writing the reasons in this regard and subject to the concerned person having obtained the approval of his Head of Department by making an application, provided such waiver does not violate SEBI Insider Regulations.

In case Opposite Transaction is executed, inadvertently or otherwise, in violation of such restriction, the profit from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the applicable law.

## PRE CLERANCE OF TRADES

Every Designated Person (including their immediate relatives), who intend to deal in the securities of the Company when the trading window is opened and if the value of the proposed trades is above 50,000 shares or up to Rs. 10 Lakhs (market value) or 1% of total shareholding, whichever is less, should pre-clear the transaction. 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 not closed and hence he shall not be allowed to trade.

No Designated Person shall apply for pre-clearance of any proposed trade if such person is in possession of unpublished price sensitive information.

An application for pre-clearance of trades shall be made **Annexure 1** as annexed to these rules giving details of proposed Trading(s).

The authority of pre-clearance of trade shall be as under.

<b>Trading by following Designated Persons (including by their immediate relatives)</b>	<b>Authority for Pre-clearance</b>
Directors/Promoters / MD / CEO/ Other Designated-Persons	Compliance Officer
Compliance Officer	MD /CEO

The approval shall be granted within 2 trading days or such further time from the date of acknowledgement in **Annexure 4** as annexed to these Rules. In exceptional circumstances approval may not be given if there are reasons to believe that the proposed transaction is on the basis of possession of any unpublished price sensitive information. There shall be no obligation to give reasons for any withholding of approval.

Designated Persons who seeks pre-clearance shall execute the trade(s) in respect of securities of the Company within 7 (seven) trading days from the date of approval for pre-clearance or such shorter period as may be specified in the pre-clearance approval , the person shall pre-clear the transaction again.



Designated Persons who have dealt in securities of the Company after obtaining pre-clearance as aforesaid within 2 (two) trading days of such trading inform the actual details of their transaction(s) to the Compliance Officer in **Annexure 2** as annexed to these Rules.

Designated Persons (including their immediate relatives) trading in the securities of the Company below or at the threshold limit shall within 2 (two) trading days of such trading inform the Compliance Officer in **Annexure 3** as annexed to these Rules.

An undertaking accompanying the application in **Annexure 1** or **Annexure 2** shall be executed in favour of the Company by the Designated Persons incorporated the following statements:

- a) the securities in respect of which approval is sought or intimation is provided, will be held/have been held by him/ her for a minimum period of six months (except for sale of shares acquired pursuant to ESOP Scheme);
- b) he/ she does not have access to or has not received any unpublished price sensitive information upto the time of signing the undertaking;
- c) if he/ she has access to or has received any unpublished price sensitive information after signing of the undertaking but before executing the transaction, he/ she would inform the Compliance Officer of the change in his position and would completely refrain from trading in the securities of the Company till such time the information is made generally available.
- d) he/ she has not contravened these Rules or the SEBI Insider Regulation, including any amendments thereto, as notified from time to time; and
- e) he/ she has made a full and true disclosure required in the matter.

Further Off market trades shall be reported by the insiders to the Company within two working days. The Company shall notify the particulars of such trade to BSE within two days from receipt of the disclosure or from becoming aware of such information.

## **DISCLOSURE AND REPORTING REQUIREMENT**

### INITIAL DISCLOSURE

- (a). Every promoter, key managerial personnel and director of the company shall disclose his holding of securities of the company as on the date of these regulations taking effect, to the company within thirty days of these regulations taking effect; [**Form A:** Details of securities held by promoter, KMP, Director & other persons as

mentioned in Regulation 6(2) [Appendix II of SEBI Insider Trading Regulations, 2015 and amendments, if any]

(b). Every person on appointment as a 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. [**Form B:** Details of Securities held on appointment of Key Managerial Personnel (KMP), Director or upon becoming a promoter of a listed company and other such persons as mentioned in Regulation 6(2)]

(Any person who becomes designated person shall disclose to Compliance Officer in Form B to these Rules, details of himself and his immediate relatives, the number of securities of the Company held by him and his immediate relatives as on the date of becoming a Designated Person, within 7 (seven) trading days of his becoming a Designated Person.)

#### CONTINUAL DISCLOSURE

A. Every Designated person shall be required to furnish to the Compliance Officer in **Form C** as annexed to these Rules, for the following details, within 7(seven) trading days after the close of the financial year :

- a. Details of his immediate relatives as on 31<sup>st</sup> march of the preceding financial year;
- b. Details of trading in securities of the Company, by himself and his immediate relatives, during the preceding financial year; and
- c. Details of securities of the Company held by him and his immediate relatives as on 31st March of the preceding financial year.

B. Every Designated person of the Company shall disclose to the Company the number of such securities acquired or disposed of within two (2) trading days of such transaction if the value of securities traded, whether in one transaction or a series of transactions over any calender quarter, aggregate to a traded value in excess of Rupees 10 Lacs, in the format prescribed under the SEBI Insider Regulations.[ **Form C:** Details of change in holding of Securities of Promoter, Designated Persons or Director of a listed company and other such persons as mentioned in Regulation 6(2)]

For avoidance of doubt, it is clarified that the disclosure obligation is in addition to the pre-clearance obligation.

#### DISCLOSURE BY OTHER CONNECTED PERSONS

The Compliance Officer may at his discretion require any other Connected Person or Deemed to be Connected Person to make Disclosures of holding and trading in securities if the Company in such form [**Form D:** Transactions by Other connected persons identified by the company] and such frequency as he deems fit in order to monitor compliance with these Rules and SEBI Insider Regulations.

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

## **V. TRADING PLANS**

The SEBI Insider Trading Regulations contain provision enabling an insider to formulate trading plan(s) and present it to the Compliance Officer pursuant to which trades may be carried out on his behalf in accordance with such plan. The provision enables the formulation of trading plan by an insider to enable him to plan for trades to be executed in future.

The provision intends to give an option to persons who may be perpetually in possession of unpublished price sensitive information and enabling them to trade in securities in a compliant manner.

Insider desiring to formulate Trading Plan(s) may do so in accordance with the provisions on SEBI Insider Regulations.

Provided the Pre –Clearance of trades shall not be required for a trade executed as per an approved trading plan. Further trading window norms & restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

## **VI. COMPLIANCE OFFICER**

### **Role & Responsibility**

In addition to the duties provided under the SEBI Insider Regulations and the Rules, the Compliance Officer shall have following duties/powers :

The Compliance Officer shall report to the Board and in particular to the Managing Director at such frequency as may be required by the Board.

The Compliance Officer shall provide reports to the Audit Committee of a listed company or other analogous body if any relating to compliance with the provisions of these regulations;

The Compliance Officer shall promptly bring to the notice of the Insider Share Trading Committee any instances of violation under the Rules.

The Compliance Officer shall maintain all records under these Rules and SEBI Insider Regulations for a minimum period of five (5) years.

The Compliance Officer shall notify the Stock Exchanges within two (2) trading days of any trading in the securities of the Company by any Promoter, Designated persons or Director in excess of the thresholds prescribed.

The Compliance Officer shall assist all employees/ designated persons in addressing any clarifications regarding SEBI Insider Regulations and these Rules.

The Compliance Officer shall ensure that prohibited period is intimated to all concerned at least 24 hours before the commencement of the said period.

The Compliance Officer shall promptly inform SEBI of any instances of violation of SEBI Insider Regulation after consultation with the Committee.

#### **ALTERNATE COMPLIANCE OFFICER**

During the temporary absence of the Compliance Officer, the MD/ CEO may appoint/ designate any other person to be an 'Alternate Compliance Officer' who shall act as the Compliance Officer for the purpose of these Rules and the SEBI Insider Regulations, during such temporary absence of the Compliance Officer.



**CODE OF FAIR DISCLOSURE AND CONDUCT****DISCLOSURE OF PRICE SENSITIVE INFORMATION**

A. Disclosure/ dissemination of any unpublished price sensitive information shall be done promptly by, unless otherwise stated under the SEBI Insider Regulations, the Chief Investor Relations Officer and in his absence by the Compliance Officer after consultation with MD / CEO and in his absence with the Chairman of the Board, by intimating to the Stock Exchanges and posting of the said information on the website of the Company and/ or otherwise making it Generally Available.

B. The Chief Investor Relations Officer or the Compliance Officer disseminating any unpublished price sensitive under clause (A) shall ensure uniform and universal dissemination / disclosure so as to avoid selective disclosure.

C. No unpublished price sensitive information shall be shared with any person unless the information is made Generally Available i.e. only public information can be shared.

**PROCEDURE FOR RESPONDING TO ANY QUERIES/ REQUEST FOR VERIFICATION OF MARKET RUMOURS BY STOCK EXCHANGES**

A. The Chief Investor Relation Officer/ the Compliance Officer shall immediately consult the MD / CEO and in his absence the Chairman for verification of any market rumors or queries forwarded by regulatory authorities.

B. The Chief Investor Relation Officer/ Compliance Officer or the MD / CEO shall give an appropriate, fair and prompt response to the queries or requests for verification of market rumours by regulatory authorities.

C. As and when necessary, the Chief Investor Relation Officer/ the Compliance Officer, may in consultation with the MD / CEO, and in his absence, in consultation with the Chairman, make appropriate public announcement with respect to market rumours.

D. The Chief Investor Relation Officer/ the Compliance Officer, shall in consultation with the MD / CEO, and in his absence, in consultation with the Chairman, make a prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information Generally Available.

E. In absence of Chief Investor Relations Officer and the Compliance Officer, such person as may be authorised by MD / CEO, shall discharge the duties of Chief Investor Relations Officer as stated under Rules (A) to (D).

**DEALING WITH ANALYSTS/ INSTITUTIONAL INVESTORS/ MEDIA**

A. Only following persons are authorised to attend a meeting and interact with analysts/ researchers, institutional and other investors or the media or any investor relations conference:

- i) MD / CEO
- ii) Chief Investor Relations Officer
- iii) Compliance officer
- iv) Chairman/ any Director so authorised

B. Any meeting or interaction with analysts/ researchers, institutional and other large investors or the media or any investor relations conference shall be conducted in a manner that only information that is Generally Available is provided at such meetings/ interactions.

C. No unpublished price information shall be disclosed to Analysts/ Researchers or Institutional and other large investors unless prior confirmation from the Chief Investor Relations Officer/ the Compliance Officer is obtained confirming that the said unpublished price sensitive information has been made Generally Available.

D. Alternatively, such information given to analysts/ researchers etc. shall be simultaneously made Generally Available in consultation with Chief Investor Relations Officer, and in his absence the Compliance Officer. If any UPSI is accidentally disclosed without prior approval, the person responsible may inform the Compliance Officer immediately of the same.

E. The Chief Investor Relations Officer/ Compliance Officer, shall issue a press release/transcript or post relevant information on the Company's website immediately after every analyst meet. Simultaneously, such information shall also be sent to the Stock Exchanges where any unpublished price sensitive information is disclosed. Alternatively, holding a live web casting of analysts meet may be considered.

**VIII. CHINESE WALL PROCEDURES**

All Designated Person must maintain the confidentiality of all UPSI coming into their possession or control. To comply with this confidentiality obligation, the Designated Persons shall not:

- (i) pass on UPSI to any person directly or indirectly by way of making a recommendation for the purchase or sale of the securities of the Company; or
- (ii) disclose UPSI to their family members, friends, business associates or any other individual, or
- (iii) discuss UPSI in public places, or
- (iv) disclose UPSI to any Employee who does not need to know the information for discharging his or her duties. or
- (v) recommend to anyone that they may undertake Trading in the securities of the Company while being in possession, control or knowledge of UPSI, or
- (vi) be seen or perceived to be Trading in the securities of the Company on the basis of UPSI.

UPSI must be handled only on "need to know" basis i.e. price sensitive information shall be disclosed only to those within the Company who need the information to discharge their duty or under any law.

Files containing UPSI shall be kept secure under lock and key. Computer files must have adequate security of login and password etc. All Designated Persons must follow the guidelines for maintenance of electronic records and systems as may be prescribed by the Compliance Officer from time-to-time in consultation with the person in charge of the information technology function.

## **IX. PENALTY FOR CONTRAVENTION**

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 dependents).

Any Designated Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalised and appropriate action may be taken by the Company.

Designated Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in employee stock option plans, etc.

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

\*\*\*\*\*



**FORM FOR APPLICATION FOR PRE-CLEARANCE OF TRADES****Date:****To: The Compliance Officer/ MD / CEO  
Jindal Hotels Limited (the "Company")**

Dear Sir/Madam,

Application for Pre-dealing approval in securities of the Company

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

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

I enclose herewith the form of Undertaking signed by me.

**Yours faithfully,****(Signature of Employee / Designated Person )**

**UNDERTAKING ACCOMPANYING ANNEXURE 1**

In relation to the above trade(s), I undertake that:

(a) The securities in respect of which the approval is sought, will be held/ have been held by the above named for a minimum period of six months (except for sale of shares acquired pursuant to ESOP Scheme).

(b) I am not and do not expect to be in a possession of any unpublished price sensitive information at the time of trading.

(c) In case, I receive any unpublished price sensitive information after signing this form but before the execution of trade, I shall inform the Compliance Officer of the change in position and refrain from trading in the securities till search information is made generally available.

(d) I have not contravened the rules or the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments if any .

(e) I have made full and true disclosures in the matter.

(f) If approval is granted, I shall execute the trade within seven trading days of the receipt of approval or such shorter period permitted in the approval, failing which I shall again seek pre clearance.

Yours Faithfully,

(\_\_\_\_\_)

**Name:**

**Designation:**

**Department:**

**Location:**

**ANNEXURE 2**

**FORM FOR INFORMATION OF ACTUAL TRADING AFTER OBTAINING PRE  
CLEARANCE**

(To be submitted within 2 trading days of trading in securities of the company)

**Date:**

**To:**

**The Compliance Officer/ MD / CEO  
JINDAL HOTELS LIMITED**

Dear Sir/ madam,

I hereby give intimation pursuant to the JHL Insider Trading Rules, 2015 (the "Rule") and amendments , if any that I have executed following trade after obtaining pre clearance from the Compliance Officer/ MD / CEO:

- Nature of Trading (Please tick box)  
Acquisition of securities  
Disposal of Securities
  
- Person executing the trade (Please tick box)  
Self  
HUF  
Immediate Relatives (Specify name and relationship) (refer Rule 3.11)  
Transaction done as Joint Holder \_\_\_\_\_
  
- Date of Pre clearance: \_\_\_\_\_
- Details of Actual Trade(s):
  - Date of Trade: \_\_\_\_\_
  - Name of Securities: \_\_\_\_\_
  - Class of Securities: (Please tick box)    Equity                      Preference            Other  
\_\_\_\_\_
  - Name of Depository participant (DP): \_\_\_\_\_
  - DP-ID/ Client-ID/ Folio number: \_\_\_\_\_
  - Details of securities held after the aforesaid trade(s)(including Joint Shareholding, if any):

DP-ID/ Client-ID/ Folio number	Name of Securities

Yours faithfully  
(\_\_\_\_\_)

**Name:**

**Designation:**

**Department:**

**Location:**

### **ANNEXURE 3**

#### **FORM FOR INTIMATION OF TRADING AT OR BELOW THRESHOLD LIMIT**

[To be submitted within 2 trading days of trading in Securities of the Company]

Date:

To: The Compliance Officer/ MD / CEO  
Jindal Hotels Limited (the "Company")

Dear Sir/ Madam,

I hereby give a notice pursuant to the Jindal Hotels Limited Insider Trading Rules, 2015 (The "Rules") that I have executed the following trade in relation to securities of the Company (not being more than in number and value as prescribed in Rules) :-

- **Nature of Trading** (please tick box)

Acquisition of Securities

Disposal of Securities

- **Person executing the Trade** (please tick box)

Self

HUF

Immediate Relative (specify name and relationship) [Refer Rule 3.11]

Transaction done as Joint Holder \_\_\_\_\_

(specify First, Second or Third)

- **Details of Actual Trade(s):**

- Date(s) of Trade(s) : \_\_\_\_\_

- Number of Securities : \_\_\_\_\_

- Class of Securities: (*please tick box*) \_\_\_ Equity \_\_\_ Preference \_\_\_ Others\_\_\_

- Name of the Depositories Participant (DP): \_\_\_\_\_

- DP-ID/ Client- ID/ Folio Number: \_\_\_\_\_

- **Details of Transaction (Including Transaction done as Joint Holder, if any)**

<b>DP-ID/ ID/ Folio Number</b>	<b>Client- Number</b>	<b>Number of Securities Trade</b>	<b>of Pre-</b>	<b>Number of Securities Trade</b>	<b>of Post-</b>	<b>Class of Securities</b>	<b>of</b>

**In relation to the above trade, I hereby undertake that**

- **The securities in respect of which the aforesaid trading has been entered into, will be held/have been held by the above named for a minimum period of six months (except for the sale of shares acquired pursuant to ESOP share).**
- **I was not in possession of any Unpublished Price Sensitive Information at the time of trading.**
- **I have not contravened the Rules or the SEBI (prohibition of insider Trading) Regulation, 2015 and amendments if any .**
- **I have made a full and true disclosure in the matter.**

**Yours Faithfully,**

(\_\_\_\_\_)

**Name:**

**FORMAT FOR PRE- CLEARANCE ORDER/  
APPROVAL FOR TRADING IN SECURITIES**

**To,**

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

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

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

This is to inform you that your request for dealing in \_\_\_\_\_ (nos) shares of the Company as mentioned in your application dated \_\_\_\_\_ is approved. Please note that the said transaction must be completed on or before \_\_\_\_\_ (date) that is within 7 days from today.

In case you do not execute the approved transaction /deal on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction/deal in the securities of the Company.

Further, you are required to file the details of the executed transactions in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Yours faithfully,

**FOR, JINDAL HOTELS LIMITED**

**COMPLIANCE OFFICER**

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

Encl: Format for submission of details of transaction

## ANNEXURE 5

<b>ANNUAL DISCLOSURES BY DESIGNATED PERSONNS IN ACCORDANCE WITH THE COMPANY'S INSIDER CODE OF CONDUCT</b>
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**Date :****The Compliance Officer****Jindal Hotel Limited**

Following are the details as on April 1, \_\_\_\_\_ required in accordance of the Company's Insider Code of Conduct:

<b>Sr.No.</b>	<b>Name of Person</b>	<b>Relations hip</b>	<b>PAN</b>	<b>Phone, mobile and cell numbers which are in use</b>	<b>Name of Educational institutions in which graduation attained</b>	<b>Details of past employers ( one time basis on date of appointment)</b>
1	<i>Self</i>					
2	<i>Immediate Relatives</i>					
2.1		Spouse				
2.2		Children				
3	<i>Siblings/Parents /any other person who are financially dependents or consult me relating to trading in securities</i>					
3.1						
3.2						
4	<i>Persons with whom such a material financial</i>					

	<i>relationship is shared*</i>					
4.1						
4.2						

**\*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 a loan or gift during the immediately preceding twelve months, equivalent to at least 25% of such payer’s annual income but shall exclude relationships in which the payments is based on arm’s length transactions.”

**Signature :**

**Name :**

**Designation :**



## ANNEXURE 6

**STATEMENT OF HOLDING AT THE END OF THE FINANCIAL YEAR THE COMPANY OF SECURITIES BY DIRECTOR/DESIGNATED EMPLOYEE/OFFICER IN ACCORDANCE WITH OF THE COMPANY'S INSIDER CODE OF CONDUCT**

**Date :**

**The Compliance Officer**

**Jindal Hotel Limited**

**SUB : Annual Disclosure of Shareholding**

Following are the details of shares held by me along with my dependent family member as on March 31,.....

<b>Sr.No</b>	<b>Name of Person</b>	<b>Relationship</b>	<b>No. of Share Held</b>
1			
2			
3			
4			
5			
6			

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

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

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

**FORM A**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015  
[Regulation 7(1)(a) read with Regulation 6(2)]**

Name of the company: **JINDAL HOTELS LTD**

ISIN of the company: **INE 726 D01016**

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

Name, PAN No, CIN/DIN & Address with contact nos.	Category of Person (Promoters/ KMP/Directors /immediate relatives/ others etc.)	Securities held as on the date of regulation coming into force		%of Shareholding	Open Interest of the Future contracts held as on the date of regulation coming into force		Open Interest of the Option contracts held as on the date of regulation coming into force	
		Type of security (For eg.-Shares, Warrants, Convertible Debentures etc.)	No.		Number of Units (Contracts * Lot Size)	Notional value in Rupee terms	Number of Units (Contracts * Lot Size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9
<b>Name:</b> _____ <b>PAN:</b> _____ <b>DIN:</b> _____ <b>Address :</b> _____								

Note: 'Securities 'shall have the meaning as defined under regulation 2(1)(i) of SEBI (prohibition of Insider Trading)Regulation,2015.

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

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

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

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

**FORM B**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015  
[Regulation 7(1)(b) read with Regulation 6(2)]**

Name of the company: **JINDAL HOTELS LTD**

ISIN of the company: **INE 726 D01016**

**Details of Securities held on appointment of Key Managerial Personnel (KMP), 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/KMP /Directors/immediate relatives/others etc)	Date of appointment of Director/KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter/appointment of Director/KMP		%of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP		Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP	
			Type of security(For eg.-Shares, Warrants, Convertible Debentures etc.	No.		Number of Units (Contracts * Lot Size)	Notional value in Rupee terms	Number of Units (Contracts * Lot Size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9	10
Name: _____ PAN: DIN: Address:  Contact no.									

Note: 'Securities' shall have the meaning as defined under regulation 2(1)(i) of SEBI (prohibition of Insider Trading)Regulation,2015.Signature:

**Signature:**

**Designation:**

**Date:**

**Place: VADODARA**

**FORM C**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation,2015  
[Regulation 7(2) read with Regulation 6(2)]**

Name of the company: **JINDAL HOTELS LIMITED**

ISIN of the company: **INE 726 D01016**

Details of change in holding of Securities of Promoter, Designated Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2)

Name, PAN No, CIN/DIN & Address of Promoter, Designated Person/ Director with contact nos.	Category of Person (Promoters/K MP/Directors/ immediate relatives/others etc)	Securities held prior to acquisition/ disposal		Securities acquired/ Disposed		% of Share holding		Date of allotment advice/ acquisition of Shares/ Sale of Shares Specify		Date of intimation to company	Mode of acquisition (market purchase/ public rights/preferential offer/off market/Inter-se transfer etc.	Trading in derivatives(Specify type of contract Futures of Options etc)				Exchange on which the trade was executed
		Type of security(for eg,- Shares,Warrants,Convertible Debentures etc.	No.	Type of security (for eg,- Shares, Warrant, Convertible Debentures etc.	No.	Pre transaction	Post transaction	From	To			Buy		Sale		
												Value	Number of Units (Contracts * Lot Size)	Value	Number of Units(Contracts * Lot Size)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

Note: 'Securities' shall have the meaning as defined under regulation 2(1)(i) of SEBI (prohibition of Insider Trading)Regulation,2015.

**Signature:**

**Designation:**

**Date:**

**Place:**

**FORM D**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation,2015  
[Regulation 7(3)] Transactions by Other connected persons as identified by the company**

Name of the company: JINDAL HOTELS LIMITED

ISIN of the company: INE 726 D01016

**Details of holding and trading in securities of the Company**

Name,PAN No, CIN/DIN & Address of connected persons,as identified by the company with contact nos.	Connection with company	Securities held prior to acquisition/ disposal		Securities acquired/ Disposed		% of Share holding		Date of allotment advice/ acquisition of Shares/ Sale of Shares Specify		Date of intimation to company	Mode of acquisition (market purchase/ public rights/preferential offer/off market/Inter-se transfer etc.	Trading in derivatives(Speciry type of contract,Futures of Options etc)				Exchange on which the trade was executed
		Type of security(for eg,-Shares, Warrants, Convertible Debentures etc.	No.	Type of security (for eg,- Shares, Warrants, Convertible Debentures etc.	No.	Pre transaction	Post transaction	From	To			Buy		Sale		
												Value	Number of Units(Contracts * Lot Size)	Value	Number of Units(Contracts * Lot Size)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

Note: 'Securities' shall have the meaning as defined under regulation 2(1)(i) of SEBI (prohibition of Insider Trading)Regulation,2015.

**Signature:**

**Designation:**

**Date:**

**Place:**