

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING IN THE SECURITIES OF THE COMPANY

INTRODUCTION

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations"), effective from May 15, 2015 requires every listed company to formulate a code of conduct to regulate, monitor and report trading by its designated persons and immediate relatives of the designated persons. The Board of Directors of Vijay Solvex Ltd. (the "Company") has adopted the policy with effect from May 15, 2015 thereafter the Board approved the amendments to the code on February 14, 2019 in compliance with the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018. Subsequent to the amendments to the Regulations being effective from 17th July, 2020, the Code has further been updated with the approval of the Board at its meeting held on 15th September, 2020. Further pursuant to SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2021/19 dated February 9, 2021, Form B to D w.r.t. format of disclosures under Regulation 7 of the Regulations has been amended and accordingly the Code has been amended by the Board of Director in their meeting held on February 13, 2021. Pursuant to the SEBI (Prohibition of Insider Trading) (Second Amendment) Regulations, 2024, the code was further amended and approved by the Board of Director in their meeting held on August 14, 2024.

OBJECTIVE OF THE CODE

The Code has been prepared by adopting the standards set out in Schedule B of the Regulations in order to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons towards achieving compliance with the Regulations.

1. Applicability

This Code shall be applicable to all designated persons and relatives of designated persons with effect from April 1, 2019.

2. DEFINITIONS

2.1 "Act" means the Securities and Exchange Board of India Act, 1992.

2.2 "Board" means the Board of Directors of the Company.

2.3 "Company" means Vijay Solvex Limited.

- 2.4 "Code" means Code of Conduct to Regulate, Monitor and Report Trading by designated persons and immediate relatives of designated persons as modified from time to time.
- 2.5 "Compliance Officer" for the purpose of the Regulations and this Code means the Company Secretary of the Company.
- 2.6 "Designated Employees" of the Company shall include:
- i. All Employees of the rank of Assistant General Managers and above;
 - ii. All employees in the Finance, Accounts and Secretarial Department and
 - iii. Any employee of the Company, not falling under the above class but who has access to unpublished price sensitive information.
- 2.7 "Designated Person" means –
- i. Board of Directors and Promoters;
 - ii. Key Managerial Personnel as defined in the Companies Act, 2013;
 - iii. Designated Employees of the Company;
 - iv. Connected person as defined in the Regulations;
 - v. Such other persons which is in the opinion of the Compliance Officer s in possession of UPSI;
 - vi. Immediate Relatives of persons covered under clause i to v
- 2.8 "Immediate Relative" shall have the same meaning as defined in the Regulations.
- 2.9 "Insiders" shall have the same meaning as defined under the Regulations.
- 2.10 "Specified Persons" means all Directors, Connected Persons, Insiders, Employees, Promoters and their immediate relatives.

Words and expressions used but not defined in this Code shall have the same meaning assigned to them in the Regulations, the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996), the Companies Act, 2013 (18 of 2013) and the Rules made thereunder and the Regulations shall have the meanings respectively assigned to them in those legislations.

3. Duties of the Compliance Officer

- 3.1 The Compliance Officer shall under the supervision of Board, 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 and shall have access to all information and documents relating to the Securities of the Company for the aforesaid purpose.
- 3.2 Grant of pre-trading approvals to the Designated Persons for trading in the Company's Securities by them / their Immediate Relatives and monitoring of such trading.
- 3.3 The Compliance Officer shall maintain a record (either manual or in electric form) of the Designated Persons and their Immediate Relatives and changes thereto from time to time.
- 3.4 The Compliance Officer shall assist all the Specified Persons in addressing any clarifications regarding the Regulations and this Code.
- 3.5 The Compliance Officer shall place a report to the Board and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board, but not less than once in a year.

4. Preservation of Unpublished Price Sensitive Information ("UPSI")

- 4.1 All information shall be handled within the organization on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except as prescribed under the Code of Fair Disclosure of the Company. Unpublished price sensitive information may be communicated, provided, or allowed access to or procured, in connection with a transaction that would:- entail an obligation to make an open offer under the takeover regulations where the Board of the Company is of an informed opinion that sharing of such information is in the best interest of the Company;

However, any person in receipt of an unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for the purpose of this Code and such person to maintain confidentiality of the UPSI in compliance with these Regulations or shall be required to execute an agreement to maintain confidentiality, except for the purpose prescribed under the Act and shall not otherwise trade in securities of the Company when in possession of any UPSI.

- 4.2 UPSI shall be handled strictly on a "Need to Know" basis. This means that the UPSI shall be disclosed only to those persons who need to know the same in furtherance of a legitimate purpose, the course of performance or discharge of their duty and whose possession of UPSI will not in any manner give rise to a conflict of interest or likelihood of misuse of the information.
- 4.3 Files containing unpublished price sensitive information or any such related confidential information shall be kept secure. Computer files must have adequate security of login and password etc. Files containing confidential information should be deleted / destroyed on its expiry.

5. Chinese Walls Procedures

- 5.1 In terms of the Code, Designated Persons are considered as persons having access or expected to have access to UPSI.
- 5.2 To prevent the misuse of UPSI, the Company will maintain "Chinese Walls" and segregate the premises into inside areas and public areas. Inside areas refer to those areas and departments of the Company in which UPSI may ordinarily be available. Public areas refer to those areas where any UPSI would ordinarily not be available, and to which any outside person may be allowed access.
- 5.3 Inside areas shall be accessible in normal course only to Designated Persons. Designated Persons in the inside area shall not communicate any UPSI to anyone in public area. Further, Employees who are Designated Persons are to be physically segregated from Employees in public area. In exceptional circumstances Employees 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.
- 5.4 Wherever there is a requirement of sharing UPSI by any Designated Person with another Employee/external third parties, etc., in furtherance of legitimate purposes, performance of duties or discharge of his/ her/ its legal obligations, the person to whom such information is proposed to be shared, shall be "wall-crossed" through wall-crossing procedure set out below.

6. Procedure for wall-crossing

- 6.1 In the event any person is required to be wall – crossed, i.e., brought over the Chinese wall in order to obtain access to the UPSI for a specific purpose, prior approval of the Compliance Officer must be sought. The Compliance Officer shall consider whether the person being wall – crossed, is being

provided UPSI on a need – to – know basis. Further, UPSI shared with such wall – crosser should be limited to the specific transaction or purpose for which such person's assistance is required.

- 6.2 Persons who are wall – crossed / receive UPSI should be notified that they would be deemed to be 'Designated Person' and 'Insider' under this Code and that consequently, such persons will be required to comply with all applicable provisions of the Code and the SEBI Regulations, till such information remains UPSI.
- 6.3 Appropriate records of all wall crossings will be maintained. Further, the Compliance Officer will be informed of all instances wherein a person has been wall-crossed (at the time of such wall – crossing), in accordance with the procedure set out above, so as to enable the Compliance Officer to maintain appropriate records in this regard.

7. Trading by Insiders –Rules & Restrictions

7.1 No Insider shall trade in securities of the Company that are listed or proposed to be listed when in possession of unpublished price sensitive information provided that the Insider may defend his action by giving valid reasons of the circumstances like:

- (i) the transaction is an off-market inter-se transfer between promoters who were in possession of the same unpublished price sensitive information without being in breach of the applicable provisions and both parties had made a conscious and informed trade decision;
- (ii) in the case of non-individual Insiders:-
 - (a) the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and
 - (b) appropriate and adequate arrangements were in place to ensure that these regulations are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached;

(iii) the trades were pursuant to a trading plan.

7.2 In the case of connected persons the onus of establishing, that they were not in possession of unpublished price sensitive information, shall be on such connected persons and in other cases, the onus would be on the Board.

8. Trading Plan

8.1 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.

8.2 Trading Plan shall not entail commencement of trading on behalf of the insider earlier than one hundred and twenty calendar days from the public disclosure of the Trading Plan.

8.3 The Trading Plan shall not overlap any period for which another Trading Plan is already in execution.

8.4 The Trading Plan shall set out the following parameters for each trade to be executed:

- (i) either the value of trade to be effected or the number of securities to be traded;
- (ii) nature of the trade;
- (iii) 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.

8.5 The Trading Plan shall not entail trading in securities for market abuse.

8.6 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 same.

Provided that pre-clearance of trades shall not be required for a trade executed as per an approved trading plan

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

8.7 The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law.

Provided that the implementation of the Trading Plan shall not be commenced if any UPSI in possession of the Insider at the time of formulation of the plan has not become Generally Available at the time of the commencement of implementation.

Provided further that if the insider has set a price limit for a trade under sub-clause (iv) of clause (v) of Para 8.4 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.

Explanation: In case of non-implementation (full/partial) of trading plan due to either reasons enumerated above in this Para or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:

- (i) The Insider shall intimate non-implementation (full/partial) of trading plan to the Compliance Officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
- (ii) Upon receipt of information from the Insider, the Compliance Officer, shall place such information along with his recommendation to accept or reject the submissions of the Insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
- (iii) The decision of the Audit Committee shall be notified by the Compliance Officer on the same day to the stock exchange on which the securities are listed.
- (iv) In case the Audit Committee does not accept the submissions made by the Insider, then the Compliance Officer shall take action as per the Code of Conduct.

8.8 The Compliance Officer shall approve or reject the Trading Plan within two trading days of receipt of the Trading Plan and notify the approved plan to the stock exchange, on the day of approval.

9. Trading Window

9.1 The trading window shall be closed from the end of every quarter and shall remain closed up to 48 hours after the declaration / publication of financial results.

9.2 The Designated persons and their immediate relatives can trade Company shares only when the trading window is open.

9.3 The trading window shall be closed when Compliance Officer determines that designated person or a class of designated person are expected to be in possession of unpublished price sensitive information, relating to the following matters / events:

- (i) financial results;
- (ii) dividends;

- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delisting, disposal and expansion of business and such other transactions; and
- (v) changes in key managerial personnel;

9.4 The Compliance Officer shall take all reasonable steps to ensure that the designated persons and/or Insiders are informed in advance, about the date of closing and opening of the Trading Window.

9.5 The timing for re-opening of the trading window shall be determined by the Compliance Officer taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.

10. Pre-clearance of trades

All Designated Persons or their immediate relatives, who intend to deal in the securities of the Company when the trading window is open and is the value of the proposed trades is above Rs. 10 lakhs (market value), whether in one transaction or a series of transactions over any calendar quarter, should pre-clear the transaction. However, Designated Persons or their immediate relatives shall not be entitled to apply for pre-clearance of any proposed trade if such Designated Persons or their immediate relatives is in possession of UPSI even if the trading window is not closed and hence such Designated Persons or their immediate relatives shall not be allowed to trade. For pre-clearance following procedure should be followed:

It is clarified that it shall be the responsibility of the Designated Person to obtain approvals in respect of the dealings by their Immediate Relatives in compliance to this code.

10.1 An application to be made to the Compliance Officer ***as detailed in Annexure I*** for pre-clearance of the transaction if the threshold limit is likely to be exceeded.

10.2 To execute a written undertaking in favour of the Company, forming part of the above mentioned application for Pre-Clearance.

- 10.3 The proposed transaction can be carried out only after receiving appropriate clearance from the Compliance Officer in prescribed form.
- 10.4 The execution of the order in respect of the securities of the Company will have to be completed within 7 days from the date of such approval of pre-clearance. The details of such deal shall be submitted with the Compliance Officer in the prescribed form **as per Annexure II** within 2 days of the execution of deal. In case the transaction is not undertaken a 'Nil' report shall be submitted within 2 days.
- 10.5 If the order is not executed within 7 days as specified above, the applicant must pre-clear the transaction again.
- 10.6 No contra trade shall be executed by the designated person within a period six months from date of execution of the pre-cleared trade.
- 10.7 The Compliance Officer may be 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 applicable regulations.
- 10.8 In case of execution of a contra trade, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities & Exchange Board of India ("SEBI") for credit to the Investor Protection and Education Fund.

11. Reporting Requirements for Transactions in Securities

11.1 General:

- a) The disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.
- b) The disclosures of trading in Securities shall also include trading in derivatives of Securities and the traded value of the derivatives shall be taken into account for the purpose of this Code.
- c) The disclosures made under this Code shall be maintained for a period of five years.

11.2 Initial Disclosures:

- a) Every promoter, member of the promoter group, key managerial personnel and director, of the Company, within thirty days of these regulations taking effect, 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 in **Form A as detailed in Annexure III.**
- b) Every person on appointment as a key managerial personnel or a director of the Company or upon becoming a promoter or member of the promoter group shall disclose his holding of securities of the Company as on the date of appointment or becoming a promoter or member of promoter group, to the Company within seven days of such appointment or becoming a promoter or member of promoter group to the Compliance Officer in **Form B as detailed in Annexure IV.**

11.3 Continual Disclosures:

- a) Every promoter, member of the promoter group, designated person and the directors of the Company shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transactions 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 in **Form C as detailed in Annexure V.**
- b) The Company shall notify the particulars of such trading to the stock exchange on which the securities are listed within two trading days of receipt of the disclosure or from becoming aware of such information.

11.4 Annual Disclosures by Designated Persons:

Annual disclosure thereof containing the below details in **Annexure VI** within a period of 30 days from the closure of each financial year:

- a) Name of Immediate Relatives and persons with whom such Designated Person(s) shares a Material Financial Relationship;
- b) PAN or any other identifier authorized by law of (a)
- c) Phone, mobile numbers of persons mentioned in (a)

Note: "Material Financial Relationship" shall mean a relationship in which one person is a recipient of any kind of payment such as by way of loan or gift from a designated 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 the annual income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.."

11.5 Additional Disclosures:

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 such form and at such frequency as may be determined by the Compliance Officer in order to monitor compliance with the Code.

11.6 One Time Disclosure by Designated Persons

One-time disclosure of names of educational institutions from which Designated Persons have studied and names of their past employers in **Annexure VII**.

11.7 Disclosure by other Connected Persons:

- a) The Compliance Officer may require any other Connected Person or class of Connected Persons to make disclosures of holdings and trading in securities of the Company in the prescribed form and at such frequency as may be determined by the Company in **Form D as detailed in Annexure VIII** order to monitor compliance with this code.
- b) The disclosure to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.

The Compliance officer may from time to time review and modify the formats for submitting disclosures, as may be appropriate.

12. Digital Database of recipient of UPSI

- a) As required under Regulation 3(5) of the SEBI PIT Regulations, the Company shall maintain a structured digital database 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 person with whom information is shared under the Regulation along with the Permanent Account Number or any other identifier authorized by law where permanent Account Number is not available. 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 Compliance Officer shall be responsible for maintenance of the same.

- b) The structure 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 structures digital database shall be preserved till the completion of such proceedings.
- c) Such database shall be maintained in accordance with the SEBI Regulations from time to time, including through adequate internal controls and checks such as time stamping and audit trials to ensure non-tampering of such database.

13. Internal Control

The Company shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in the Regulations as well as with this Code.

- 13.1 All employees who have access to unpublished price sensitive information are identified as Designated Employee.
- 13.2 All the unpublished price sensitive information shall be identified and its confidentiality shall be maintained as per this Code and the Regulations.
- 13.3 Adequate restrictions shall be placed on communication or procurement of unpublished price sensitive information as required by these Regulations.
- 13.4 List of all employees and other persons with whom unpublished price sensitive information is shared shall be maintained and confidentiality agreement shall be signed or notice shall be served to all such employees and persons.
- 13.5 All other relevant requirements specified under the Regulations shall be complied with.

13.6 This code shall be circulated by the Company amongst all the existing employees of the Company and in case of new joining at the time of his / her joining, irrespective of their functional role in the Company. This code shall be circulated amongst the Designated Persons.

14. Penalty for contravention of the Code

Every Designated Person shall be individually responsible for complying with the applicable provisions of this Code (including to the extent the provisions hereof are applicable to their Immediate Relatives).

Any Designated Person who violates this Code may be penalized and appropriate action may be taken against him by the Company.

Any violation of this Code shall, in addition to any other penal action that may be taken by the Company pursuant to law, also be subject to disciplinary action which in respect of an Employee may include wage freeze, suspension, recovery, claw back or termination of employment.

Any amount collected under the aforesaid penal action shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Securities and Exchange Board of India Act, 1992.

Action taken by the Company for violation of the Code against any person will not preclude SEBI from taking any action for violation of the Regulations or any other applicable laws/rules/regulations.

In case it is observed by the Compliance Officer that there has been a violation of the Regulations, then the violation shall be informed by the Compliance Officer to the Board promptly.

15. Amendment / Modification

The Board of Directors of the Company may, subject to applicable laws, amend/substitute any provision(s) with a new provision(s) or replace the Code entirely with a new Code.

In any circumstance where the terms of the Code differ from any law, rule, regulation, etc. for the time being in force, the law, rule, regulation, etc. shall take precedence over the Code. The Code and any subsequent amendment(s) thereto, shall be promptly intimated to the Stock Exchanges.

APPLICATION FOR PRE-CLEARANCE OF TRADING

Date: _____

To,
The Compliance Officer,
Vijay Solvex Limited

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code to Regulate, Monitor and Report Trading in Securities of the Company and the Code of Practices and Procedures for fair disclosure of UPSI, I seek approval to purchase / sell / subscribe equity shares of the Company as per details given below:

Details of Designated Person	
1.	Name of the applicant
2.	Designation
3.	PAN
4.	Location
5.	E-mail Id
6.	Contact No.
Pre-Clearance sought for	Self/Immediate Relative
<i>If Pre-Clearance is sought for Immediate Relative, then</i>	
7.	Name of the Immediate Relative for whom Pre-Clearance sought
8.	Nature of Relationship
9.	PAN of Immediate Relative
Details of Security held by Self/ Immediate Relative for whom the pre-clearance is sought	
10.	Number of securities held as on date
11.	Folio No. / DP ID / Client ID No.
12.	The proposal is for (a) Purchase of securities (b) Subscription to securities (c) Sale of securities (d) Pledge
13.	Proposed date of trading in securities
14.	Estimated number of securities proposed to be purchased/subscribed/sold/pledge
15.	Current market price (as on date of application)
16.	Whether the proposed transaction will be through stock exchange or off-market trade
17.	Folio No. / DP ID / Client ID No. where the securities will be credited / debited

I hereby confirm and declare that:

- (a) I am not in possession/ knowledge of any information that could be construed as Unpublished Price Sensitive Information (UPSI) as defined in the Policy upto the time of signing this undertaking;
- (b) In the event that I am in possession/knowledge of any information that could be construed as UPSI, after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer immediately and shall completely refrain from dealing in the securities of the Company until such information becomes public;
- (c) I have not contravened the provisions of the Rules as notified by the Company from time to time;
- (d) In the event of this transaction being in violation of the Rules or the applicable laws, (a) I will, unconditionally, release, hold harmless and indemnify to the fullest extent, the Company and its directors and officers, (the 'indemnified persons') for all losses, damages, fines, expenses, suffered by the indemnified persons, (b) I will compensate the indemnified persons for all expenses incurred in any investigation, defense, crisis management or public relations activity in relation to this transaction and (c) I authorize the Company to recover from me, the profits arising from this transaction and remit the same to the SEBI for credit of the Investor Protection and Education Fund administered by the SEBI;
- (e) I am aware that, I shall be liable to face penal consequences, if any including disciplinary action in case the above declarations are found to be misleading or incorrect at any time;
- (f) I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken;
- (g) If approval is granted, I shall execute the trade within seven days of the receipt of approval failing which I shall seek pre-clearance afresh;
- (h) I declare that I have made full and true disclosure in the matter.

Date :

Signature : _____

Signature: _____
(Immediate Relative)

Name :

Designation:

Annexure II**FORM FOR DISCLOSURE OF TRANSACTIONS**

(To be submitted within 2 days of transaction / trading in securities of the Company)

1.	Name of the applicant	
2.	Designation	
3.	PAN	
4.	Location	
5.	E-mail Id	
6.	Contact No.	
<i>If Pre-Clearance is sought for Immediate Relative, then</i>		
7.	Name of the Immediate Relative for whom Pre-Clearance sought	
8.	Nature of Relationship	
9.	PAN of Immediate Relative	
<i>Details of Pre – Clearance approved:-</i>		
10.	Number of securities for which pre-clearance was applied	
11.	Pre-clearance approved for (No. of security & date of Approval)	
12.	Type of transaction	(e) Purchase of securities (f) Subscription to securities (g) Sale of securities (h) Pledge
<i>Details of Transaction executed</i>		
13.	No. of Securities bought/sold	
14.	Folio No. / DP ID / Client ID No.	
<i>No. of Securities held prior to the date of transaction</i>		
15.	Price at which the transaction executed	
16.	Reasons, if transaction not executed or if executed for lower quantity	
17.	Total number of Securities held after acquisition / sale/ subscription/ pledge	

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/SEBI any of the following documents:

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 Code of Conduct on Prevention of Insider Trading and/or applicable laws/regulations have been contravened for effecting the above said transaction(s).

I agree not to buy/sell the securities (including derivatives) for a period of [six months] from the date of the aforesaid transaction.

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).

Signature : _____

Name :

Date :

FORM A

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

Name of the company: **VIJAY SOLVEX LIMITED**

ISIN of the company: **INE362D01010**

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

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP/Directors/immediate relative to/others etc.)	Securities held as on the date of regulation coming into force		% of Shareholding
		Type of security (For eg. Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5

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

Details of Open Interest (OI) in derivatives of the company held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Open Interest of the Future contracts held as on the date of regulation coming into force			Open Interest of the Option Contracts held as on the date of regulation coming into force		
Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
6	7	8	9	10	11

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

Name & Signature:

Designation:

Date:

Place:

FORM B

SEBI (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: **VIJAY SOLVEX LIMITED**ISIN of the company: **INE362D01010**

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (KMP/Director or Promoter or Member of the Promoter Group/ immediate relative to/others etc.)	Date of appointment of KMP/Director OR Date of becoming Promoter/Member of Promoter Group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or Member of the Promoter Group		% of Share holding
			Type of security (For eg. Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No.	
1	2	3	4	5	6

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

Details of Open Interest (OI) in derivatives 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 appointment of Director/KMP or upon becoming Promoter/Member of the Promoter Group		
Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

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

Name & Signature:

Designation:

Date:

Place:

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

Name of the company: **VIJAY SOLVEX LIMITED**

ISIN of the company: **INE362D01010**

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Persons 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 eg. – Shares, Warrants, Convertible Debentures, Rights Entitlements etc.)	No. and % of share holding	Type of security (For eg. Shares, Warrants, Convertible Debentures, Rights Entitlements etc.)	No.	Value	Transaction Type (Purchase/ Sale/ Pledge / Revocation/ Invocation/ Others- please specify)	Type of security (For eg. – Shares, Warrants,, Convertible Debentures, Rights Entitlements etc.)	No. and % of share holding	From	To			
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 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 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.

Name & Signature:

Designation:

Date:

Place:

FORM OF ANNUAL DISCLOSURE
(To be furnished before 30th April of each year for the previous year)

1	Name			
2	PAN (In case of PAN is not available, any other identifier authorized by law)			
3	Designation			
4	Location			
5	Contact Nos.			
6	Email Id			
7	Educational Institution of Graduation			
8	Details of Past Employment (Name of the past employer / organization)			
9	Date of declaration			
10	Details of Securities held in the Company			
a.	Held by the Designated Person			
	No. of Securities	Type of Securities	Folio No(s), if held in physical form	If held in demat form
				DP ID Client ID
b.	Held by the Immediate Relative / person with whom Designated Person shares Material Financial Relationship			
	Name of Immediate Relative			
	Relationship			
	PAN (In case of PAN is not available, any other identifier authorized by law)			
	No. of Securities	Type of Securities	Folio No(s), if held in physical form	If held in demat form
				DP ID Client ID

Notes:

- Immediate Relative includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.
- Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of loan or gift from a designated 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 the annual income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.

Signature

ONE TIME DISCLOSURE FORM

(One time disclosure of shareholding in Vijay Solvex Limited at the time of joining or at the time of being promoted as Designated Person)

1	Name			
2	PAN (In case of PAN is not available, any other identifier authorized by law)			
3	Designation			
4	Location			
5	Contact Nos.			
6	Email Id			
7	Educational Institution of Graduation			
8	Details of Past Employment (Name of the past employer / organization)			
9	Date of declaration			
10	Details of Securities held in the Company			
a.	Held by the Designated Person			
	No. of Securities	Type of Securities	Folio No(s), if held in physical form	If held in demat form
				DP ID Client ID
b.	Held by the Immediate Relative / person with whom Designated Person shares Material Financial Relationship			
	Name of Immediate Relative			
	Relationship			
	PAN (In case of PAN is not available, any other identifier authorized by law)			
	No. of Securities	Type of Securities	Folio No(s), if held in physical form	If held in demat form
				DP ID Client ID

Notes:

- Immediate Relative includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.
- Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of loan or gift from a designated 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 the annual income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.

Signature

**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 connected persons as identified by the company	Connecti on with company	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/publi c/ rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)	Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertible Debentures , Right Entitlement etc.)	No. and % of share holding	Type of security (For eg. Shares, Warrants, Convertible Debentures , Right Entitlement etc.)	No.	Value	Transact ion Type (Purchase/ Sale/ Pledge / Revocatio n/ Invocation /Others- please specify)	Type of security (For eg. – Shares, Warrants,, Convertible Debentures , Right Entitlement etc.)	No. and % of share holding	From	To			
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.

Name & Signature:

Designation:

Date:

Place: