



CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

PREAMBLE:

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (hereinafter referred to as the 'Regulations') requires the listed Companies to frame a Code of Conduct for Prevention of Insider Trading.

APPLICABILITY:

This Code of Conduct for Prevention of Insider Trading is applicable on Designated Persons, all employees and other connected persons who have access to or could have access to unpublished price sensitive information about the Company. Such persons are required to comply with this Code and to make the necessary disclosures as per Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information as adopted by the Company.

DEFINITIONS:

1. **"Act"** means the Securities and Exchange Board of India (SEBI) Act, 1992 (15 of 1992), Rules framed thereunder and any amendments thereto;
2. **"Board of Directors" or "Board"**, means the collective body of the Directors of the Company;
3. **"Code"** means this Code of Conduct for Prevention of Insider Trading.
4. **"Company"**, "This Company" or "The Company", wherever occur in the policy shall mean "Vardhman Polytex Limited".
5. **"Compliance Officer"** Compliance Officer shall mean 'Company Secretary' of the Company 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board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.
6. **"Connected Persons"** means any person who is or has during the six months prior to the concerned act been associated with the Company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a Director, Officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access. Generally, the following persons shall be deemed to be connected persons unless the contrary is established:



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- (a) an immediate relative of connected persons;
- (b) a Holding Company or Associate Company or Subsidiary Company of the Company; or
- (c) an intermediary as specified in Section 12 of the Act; 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;

7. "Designated Persons" means:

- a) All Directors;
- b) Key Managerial Personnel (KMP's) as per Companies Act, 2013
- c) All employees of General Manager cadre and above;
- d) Promoters and Promoter Group of the Company;
- e) Persons in contractual, fiduciary or advisory relationship with the Company i.e. consultants, retainers, auditors, law firms, analysts etc.
- f) Employees of material subsidiary of Listed Company based on their functional role or access to unpublished price sensitive information.
- g) Chief Executive Officer and employees upto two levels below Chief Executive Officer of such listed company, intermediary, fiduciary and its material subsidiaries irrespective of their functional role in the



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company or ability to have access to unpublished price sensitive information

- h) EAs/ PAs/ Secretaries of Whole-time Director(s) and KMPs
 - i) Permanent invitees to the meetings of Board of Directors of the company and Management Review Meeting.
 - j) Any support staff of the company, intermediary or fiduciary including employees of the following departments at corporate office of the company who are deemed to be privy to UPSI:
 - ✓ Finance and Accounts Department
 - ✓ Secretarial Department
 - k) Other persons as designated by the Compliance Officer of the Company, from time to time based on their functional role in company and having due regard to the access that such role and function would provide to UPSI ; and
 - l) Immediate relatives of persons covered above.
8. **"Immediate Relative"** means 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;
9. **"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 from a designated person 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.
10. **"Insider"** means any person who is:
- i) a connected person; or
 - ii) in possession of or having access to unpublished price sensitive information;
11. **"Promoters/ Promoter Group"** means the Promoters/ Promoter Group as defined in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time.
12. **"Stock Exchange"** shall mean National Stock Exchange of India Limited, BSE Limited and any other stock exchange(s) on which the securities of the Company are listed for the time being.
13. **"Trading"** means and includes subscribing, buying, selling, dealing (including pledging), or agreeing to subscribe, buy, sell, deal in any securities of the Company and "trade" shall be construed accordingly ;



14. **"Unpublished Price Sensitive Information (UPSI)"** means any information, relating to the 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;
 - (vi) material events in accordance with the *SEBI (LODR) Regulations, 2015*; and
 - (vii) Other matters as may be prescribed by SEBI/considered by the Compliance Officer to be price sensitive from time to time.

INTERPRETATION:

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

The provisions of this Code shall be read along with the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time and if there is any inconsistency / contradiction between the two, the provisions of the Insider Trading Regulations shall prevail.

DESCRIPTION OF THE CODE

PRESERVATION OF "UPSI" AND PROHIBITION TO DEAL/BUY/SELL/PLEDGE ETC SECURITIES OF THE COMPANY BY INSIDERS

- A.** The insiders shall maintain the confidentiality of all UPSI and shall not pass on such information to any person directly or indirectly by way of making a recommendation for the Dealing, purchase or sale of securities.
- B.** The insiders, when in possession of any UPSI pertaining to the Company, shall not:
 - ✓ Deal/Buy/sell securities of the Company, either on their own behalf or on behalf of any other person.
 - ✓ Communicate, counsel or procure any unpublished price sensitive information to/ from any person.



NEED TO KNOW:

Unpublished Price Sensitive Information is to be handled on a "need to know" basis i.e., UPSI should be disclosed only to those within the Company who need the information to discharge their official duties.

A Chinese wall exists between members of respective departments and of the rest of Company. This Chinese wall is designed to isolate activities of one department from other in order to restrict the dissemination of information obtained by the respective departments/ members on a "need-to-know" basis.

This Chinese wall is supported by the following procedures: Physical separation of each Department;

Limiting computer access to the Inter-department network; Restriction on access to data via pen drives, external hard drives etc;

LIMITED ACCESS TO CONFIDENTIAL INFORMATION:

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

The Company has a process for how and when people are brought 'inside' on sensitive transactions. Insiders will be made aware of the duties and responsibilities attached to the receipt of Inside Information, and the liability that attaches to misuse or unwarranted use of such information

RESTRICTION TO DEAL/ BUY / SELL/ PLEDGE ETC SECURITIES:

The Designated Persons shall not deal/ buy/sell/ pledge etc securities of the Company during Closure of the 'Trading Window', i.e. the period during which trading in the securities of the Company is prohibited. The Designated persons shall conduct all their dealings in the securities of the Company only when the trading window is opened and shall not deal in any transaction involving the purchase/ sale/ pledge etc of the Company's securities during the periods when the trading window is closed.

The closure of trading Window for the purposes of which a specific notice/ intimation is required to be given to Stock Exchange shall commence from the date on which intimation of the date of Board meeting for consideration of any Unpublished Price Sensitive Information is given to Stock Exchange. However, if the circumstances so warrants, the time for closing of trading window may be increased or decreased by the Compliance Officer.

The Trading Window shall be opened after 48 hours from the day on which the Price sensitive information is communicated to the Stock Exchange and becomes generally available.

In general, the trading window, for dealing by designated persons in the securities of the company, shall be closed from the first day of Quarters till the expiry of 48 hours from the data of declaration of Financial Results to the Stock Exchange and becomes



generally available.

However, the trading window restriction shall not apply in respect of:

- ✓ Exemptions provided under Regulation 4 of the SEBI (PIT) Regulations.
- ✓ Transactions undertaken in accordance with the regulations made by SEBI such as acquisition by conversion of warrants or debentures, subscribing to Right Issue, Further Public Issue, Preferential allotment or tendering of shares in a Buy-back offer, Open Offer, Delisting offer or transactions undertaken through such other mechanism as may be specified by SEBI from time to time.

CONTRA TRADE:

Designated Persons who deal, buy or sell any number of shares of the Company, shall not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction. However, the Compliance Officer(s) is empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate these regulations. If a **contra trade** be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the SEBI for credit to the Investor Protection and Education Fund administered by the SEBI under the Act. The application for this approval should be made to the Compliance Officer(s) in format specified herein.

PRE-CLEARANCE OF TRADE:

All Designated persons, who intend to deal in Company's securities (themselves or through immediate relatives) during the period other than trading window closure, are required to obtain the pre-clearance of the proposed acquisition/ purchase/ sale/ pledge etc. transactions as per the procedure described hereunder, if the said transaction in the securities of Company is of 10,000 shares in number or Rupees Five Lacs in market value, whichever is lower, in transaction(s) in a single day. In case of dealing by Compliance Officer(s), pre-clearance from Managing Director shall be required. An application stating, inter alia, the estimated number of securities that the Designated Person intends to deal in, the details as to the depository with which he has security account and the details as to the securities already held etc, for pre-clearance shall be made to the Compliance Officer of Company in the format specified herein. An undertaking shall also be executed in favour of the Company by such Designated Person incorporating, inter alia, the following clauses, as may be applicable:

- a) That the said Designated Person or his immediate relative does not have any access or has not received "Price Sensitive Information" upto the time of signing the undertaking.
- b) That in case the said Designated Person or his immediate relative has access to or receives "Price Sensitive Information" after signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer(s) of the change in his position and that he/she would completely refrain from dealing in the securities of the Company till



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the time such information becomes public.

- c) That he/she has not contravened the code of conduct for prevention of insider trading as notified by the company from time to time.
- d) That he/she has made a full and true disclosure in the matter.

The Compliance Officer(s) will scrutinize the application within 2 working days of submission and communicate the approval/ refusal (alongwith reasons therefore) to the applicant. In the absence of the Compliance Officer(s), the preclearance application will be decided upon by the Managing Director.

In case any transaction has been refused, the Designated Person shall be free to re-apply for pre-clearance of the transaction, which was refused, to Chairman of Audit Committee of the Company. The decision of Chairman of Audit Committee in this regard shall be final.

The pre-clearance approval shall be valid only for seven trading days from the date of communication and shall lapse thereafter. If the transaction is not consummated within seven trading days from the approval date, the Designated Person will be required to follow the process of pre clearance again. However the Compliance Officer(s) shall have the right to revoke the clearance granted, before the relevant transaction has been consummated, if considered necessary.

The requirements of pre- clearance of a proposed transaction shall not apply in the following cases:

- 1) In the event of participation of a public event i.e. a rights or a bonus issue.
- 2) In the case of any acquisition of shares through transmission or inheritance, or like mode.
- 3) By way of any court settlement or award thereof.

TRADING PLAN:

The Designated Persons, who are perpetually in possession of unpublished price sensitive information, shall have an option to formulate their trading plan and present the same to Compliance Officer(s) for approval. Upon approval of Trading Plan, the Compliance Officer(s) shall notify the same to Stock Exchanges where securities of the Company are listed.

The Compliance Officer(s) shall review the trading plan to assess whether the plan would have any potential for violation of these regulations and may seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.

The Trading plan shall comply with following requirements:

- a) Trading/Dealing in securities will commence after six months of public disclosure of trading plan.



- b) No Trading/Dealing between twenty (20) trading days prior to last day of any financial period for which results are required to be announced and till second(2) trading day after disclosure of financial results.
- c) Trading plan should be for a period of atleast 12 months and there should not be any time overlapping in two trading plans.
- d) Trading plan shall set out either the value of trades to be effected or number of securities to be traded alongwith the nature of trade and the intervals at or the dates on which such trades shall be effected.
- e) The Trading Plan shall not entail trading in securities for market abuse.
- f) The trading plan once approved shall be irrevocable & the insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.

However, the implementation of the trading plan shall not be commenced if any unpublished price sensitive information in possession of the insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation and in such event the Compliance Officer shall confirm that the commencement ought to be deferred until such unpublished price sensitive information becomes generally available information.

INTERNAL CONTROL SYSTEM:

There shall be adequate and effective system of internal controls to ensure compliance with the requirements given in this Code and SEBI Regulations to prevent Insider Trading.

The internal controls shall include:-

- ✓ Identifying persons who have access to, or are expected to have access to UPSI, as Designated Persons;
- ✓ Identifying UPSI and maintaining its confidentiality as required under applicable laws;
- ✓ Putting in place adequate restrictions on communication, or procurement of UPSI;
- ✓ Maintaining a list of all persons with whom UPSI is shared and making them aware of their confidentiality and other obligations under the Code;
- ✓ Periodic review the measures and internal controls implemented to evaluate their effectiveness.



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DISCLOSURES:

Designated Persons shall make the following disclosures of shares and other securities held in the Company by them and their dependant family members, to the Compliance Officer:

| Disclosure | Disclosure Regarding | Time period within which disclosure is to be made |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|
| Disclosure by Promoter, Member of Promoter group, KMP and Director of the Company | Number of Securities held by them as on date of appointment or becoming a promoter along with their immediate relatives | Within seven (7) days of such appointment or becoming a promoter in format prescribed by SEBI from time to time. |
| Initial Disclosure by Designated persons of the Company | Number of Securities held by them and their immediate relative. | Within seven (7) days of becoming Designated Person. |
| Annual intimation by Designated persons | List of Immediate Relative and Persons with whom material financial relation is shared | Within 30 days from closure of Financial Year. |
| Continual Disclosure* by Promoter, Member of Promoter Group, Director and Designated person if the number of securities acquired or disposed off, if the value of securities traded individually or cumulatively during a calendar quarter exceeds Rs. 10 lakhs. | Number of Securities/ voting rights acquired/ disposed off by them. | Within 2 trading days of dealing/ acquisition/ sale/ transfer etc. of securities in format prescribed by SEBI from time to time. |

NOTE:

* For the purpose of continual disclosure as specified above, the disclosure of the incremental transactions after any disclosure under this sub-regulation shall be made when the transactions effected after the prior disclosure cross the threshold specified of Rs. 10,00,000/- during a calendar quarter.

Company shall notify these disclosures within two (2) trading days of receipt of such disclosure or becoming aware of such information to Stock Exchanges where the shares of the Company are listed.

GENERAL:

In case it is observed by the Company/Compliance Officer(s) that there has been a violation of SEBI (Prohibition of Insider Trading) Regulations, 2015, the stock exchanges (where concerned securities are traded) shall be promptly informed by the Company.



Designated Persons are advised to pursue this Code and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, carefully and acquaint themselves with all the provisions contained therein. The Compliance Officer shall assist the Designated Persons in addressing any clarifications regarding the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading.

The Compliance Officer shall be responsible for setting forth policies, procedures, monitoring adherence to the rules for the preservation of "Price Sensitive Information", pre-clearing of trades by designating employees or their immediate relatives and the implementation of the Code of Conduct for Prevention of Insider Trading under the overall supervision of the Board of the listed company.

The Compliance officer shall maintain records of all the declarations or information in the appropriate form given by the designated persons for a minimum period of five years.

The compliance officer shall report to the board of directors 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 of directors but not less than once in a year.

CONTRAVENTION:

Any contravention of the code by Designated Persons shall attract strictest disciplinary action including but not restricted to recovery of profits made, wage freeze, suspension and/ or termination of employment.

**Amended and approved in the board meeting dated 29.06.2021*



Annexure

Application by Designated Persons for Pre-clearance of Trade

From:

| | |
|-------------------------------|--|
| Name | |
| Address | |
| DIN (in case of Director) | |
| PAN | |
| Designation | |
| Employee code (if applicable) | |

Date: _____

The Compliance Officer

VARDHMAN POLYTEX LIMITED
Vardhman Park, Chandigarh Road,
Ludhiana-141123

Dear Sir/ Madam,

I or My Immediate Relative Mr./Ms. _____ having PAN _____ intend to trade in the Securities of Company for which purpose I/ on behalf of my Immediate Relative request to pre clear the trade.

Details of proposed trade, for pre-clearance, are as follows:

| Sr. No. | Details of Proposed Trade | Information provided by applicant/ declarant |
|----------------|-------------------------------------------------------------------------------|------------------------------------------------------------------|
| 1 | Number and Value (in Rs.) of Securities proposed to be traded | |
| 2 | Demat account details (in case of demat mode) In case of Physical mode | DP I.D.: Client I.D.: Folio No.: |
| 3 | Nature of Trade | Buy / Sale/Pledge / De-Pledge others (If others, please specify) |
| 4 | Type of Security | |
| 5 | Market Price (as on date of application) | |
| 6 | Mode of transaction (Open Market / Off Market) | |



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| | | |
|----|--------------------------------------------|-------------------------------|
| 7 | Depository for this Trade | NSDL /CDSL |
| 8 | The trade is proposed to be carried out by | Myself/ My Immediate Relative |
| 9 | Proposed date(s) of trading | |
| 10 | Purpose | |
| 11 | My/My Immediate Relative's current holding | |

I/ My Immediate Relative am/is aware that I/ My Immediate Relative have / has to execute the order in respect of the Securities of the Company within 7 trading days after the approval or lesser period as mentioned in the Code, whichever is earlier.

I/ My Immediate Relative am /is aware that, if the pre-cleared proposed trade is not executed within aforementioned days of the pre-clearance, then I/ My Immediate Relative would have to pre-clear the transaction again.

I undertake that, in case, I/My Immediate Relative do/ does execute trade within 7 Trading Days or lesser period as mentioned in the Code, whichever is earlier, I shall report to the Compliance Officer within two trading days thereafter, in the following format.

| TYPE OF SECURITY | NATURE OF TRADE (BUY/SALE/ OTHERS) | NUMBER OF SECURITIES / VALUE APPROVED FOR TRADE | DATE OF APPROVAL | NUMBER OF SECURITIES TRADED |
|-------------------------|-------------------------------------------|--------------------------------------------------------|-------------------------|------------------------------------|
| | | | | |

Declaration/Undertaking is being attached herewith.

Thanking you,

(Signature)



DECLARATION/UNDERTAKING BY THE APPLICANT FOR PRE-CLEARANCE

I / My Immediate Relative hereby solemnly state as under:

- (a) I/ My Immediate Relative do not possess or have any access to any "Unpublished Price Sensitive Information" till the time of signing this undertaking.
- (b) In case I / My Immediate Relative get access to or receive "Unpublished Price Sensitive Information" after the signing of this undertaking but before the execution of the transaction I / My Immediate Relative shall inform the Compliance Officer /Chairman of the change in my position and that I / My Immediate Relative would completely refrain from trading in the Securities of the Company till the time such information is made generally available.
- (c) I/ My Immediate Relative have not contravened any of the provisions of the Code.
- (d) I / My Immediate Relative have made a full and true disclosure in the matter.

I / My Immediate Relative am/ is aware that, I / My Immediate Relative shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time.

I/ My Immediate Relative agree to comply with the provisions of the Code and the Insider Trading Regulations and provide any information relating to the trade as may be required by the Compliance Officer/ Chairman.

This is for your information and record please.

Thanking you,

(Signature with date)



VARDHMAN POLYTEX LIMITED

ANNUAL DISCLOSURE BY DESIGNATED PERSONS
As on 31st March of every Year
(Within 30 days)

From:

| | |
|-------------------------------|--|
| Name | |
| Address | |
| DIN (in case of Director) | |
| PAN | |
| Designation | |
| Employee code (If applicable) | |

Date: _____

The Compliance Officer,
VARDHMAN POLYTEX LIMITED
Vardhman Park, Chandigarh Road,
Ludhiana-141123

Dear Sir/ Madam,

In terms of the requirement of the Code of Conduct for Prevention of Insider Trading in Securities ("the Code") following details are given hereunder:

| Name of Designated Person and Immediate Relatives with Phone no. used | Relation with Designated Person | PAN | Folio NO./ DP ID Client ID | No. of Securities held | | |
|------------------------------------------------------------------------------|----------------------------------------|------------|-----------------------------------|-------------------------------|---------------------------------------------|-------------------------|
| | | | | As on 01/04/____ | Sale/ Prurchase etc. during the year | As on 31/03/____ |
| | | | | | | |
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Detail of person(s) with whom "Material Financial Relationship" is being shared:

| Name of such person with Phone no. used by them | Relationship | PAN | Folio NO./ DP ID Client ID | No. of Securities held | | |
|--------------------------------------------------------|---------------------|------------|-----------------------------------|-------------------------------|---------------------------------------------|-------------------------|
| | | | | As on 01/04/____ | Sale/ Prurchase etc. during the year | As on 31/03/____ |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

- ✓ I hereby confirm that, there is no person other than those mentioned above who is either dependent financially on me or consults me in taking decisions relating to trading in Securities of the company or for whom I take decisions relating to trading in Securities of the company.
- ✓ I hereby confirm that, there is no person other than those mentioned above with whom I am sharing a material financial relationship.
- ✓ I hereby undertake to inform the changes in the list of Immediate Relative(s) and those with whom I am sharing a material financial relationship from time to time.
- ✓ I hereby declare that the above details are true, correct and complete in all respects.

This is for your information and record please.

Thanking you,

(Signature)

NOTE THAT:

In the event of your immediate relative(s) do not hold any Securities of the Company, please mention NIL against the number of Securities held.

Immediate Relative means 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;

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 from a designated person 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.



APPLICATION BY DESIGNATED PERSONS (INCLUDING THEIR IMMEDIATE RELATIVE) FOR RELAXATION TO ENTER INTO CONTRA TRADE

From:

| | |
|-------------------------------|--|
| Name | |
| Address | |
| DIN (in case of Director) | |
| PAN | |
| Designation | |
| Employee code (if applicable) | |

Date: _____

The Compliance Officer,
VARDHMAN POLYTEX LIMITED
Vardhman Park, Chandigarh Road,
Ludhiana-141123

Dear Sir/ Madam,

In terms of the code please find below mentioned details for the approval of proposed transaction as contra trade within 6 months of last transaction:

(A) Details of last transaction by me/ my immediate relative:

| Name | PAN | Folio No./ DP ID and Client ID | Date of Last transaction | Number of securities include | Type of transaction (Sale/ Purchase/ Pledge/ other) |
|------|-----|--------------------------------|--------------------------|------------------------------|-----------------------------------------------------|
| | | | | | |

(B) Details of proposed contra trade by me/ my immediate relative:

| Type of securities involved | No. of securities involved | Type of proposed transaction | Reason for contra trade |
|-----------------------------|----------------------------|------------------------------|-------------------------|
| | | | |



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I/ My Immediate Relative have read and understood the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct for Prevention of Insider Trading in Securities of the company ("the Code") and I / My Immediate Relative note that in terms of the Code, I/ My Immediate Relative cannot enter into a contra trade within six months following the prior transaction.

However, on account of the exigent circumstances mentioned hereunder, I/ My Immediate Relative earnestly request the Compliance Officer to accord me/ My Immediate Relative the approval for the above mentioned proposed contra trade.

I/ My Immediate Relative am/ is aware that, I / My Immediate Relative have to execute the order in respect of Securities of the Company within period as mentioned in the approval letter.

This is for your approval please.

Thanking you,

(Signature)



VARDHMAN POLYTEX LIMITED

Initial Disclosure by Designated persons including their immediate relative about their holding within 7 days of becoming Designated Person

From:

| | |
|----------------------------------|--|
| Name | |
| Address | |
| DIN (in case of Director) | |
| PAN | |
| Designation | |
| Employee code (if applicability) | |

Date: _____

The Compliance Officer,
VARDHMAN POLYTEX LIMITED
Vardhman Park, Chandigarh Road,
Ludhiana-141123

Dear Sir/ Madam,

In terms of the requirement of the Code for periodic disclosure, please find the below mentioned details:

(A) Details of My Holding as on _____:

| Type of Securities | Folio No./ DP ID Client ID | No. of Securities held | | |
|--------------------|----------------------------|------------------------|------------------|-------|
| | | In demat mode | In physical mode | Total |
| | | | | |
| | | | | |

| | |
|-------------------------------------------------------------|--|
| Name of Previous Employer | |
| Name of Educational Institution from where graduated | |



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(B) Details of Securities held by My Immediate Relative as on _____:

| Name of immediate relative and mobile no. used by them | PAN | Relationship | Folio No./ DP ID Client ID | Type of Securities | No. of Securities held | | |
|--------------------------------------------------------|-----|--------------|----------------------------|--------------------|------------------------|------------------|-------|
| | | | | | In demat mode | In physical mode | Total |
| | | | | | | | |
| | | | | | | | |
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| | | | | | | | |
| | | | | | | | |
| | | | | | | | |

Detail of person(s) with whom "Material Financial Relationship" is being shared:

| Name of such person and mobile no. used by them | PAN | Relationship | Folio No./ DP ID Client ID | Type of Security | No. of Securities held | | |
|-------------------------------------------------|-----|--------------|----------------------------|------------------|------------------------|------------------|-------|
| | | | | | In demat mode | In physical mode | Total |
| | | | | | | | |
| | | | | | | | |
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| | | | | | | | |
| | | | | | | | |

- ✓ I hereby confirm that, there is no person other than those mentioned above who is either dependent financially on me or consults me in taking decisions relating to trading in Securities of the company or for whom I take decisions relating to trading in Securities of the company.
- ✓ I hereby confirm that, there is no person other than those mentioned above with whom I am sharing a material financial relationship.



- ✓ I hereby undertake to inform the changes in the list of Immediate Relative(s) and those with whom I am sharing a material financial relationship from time to time.
- ✓ I hereby declare that the above details are true, correct and complete in all respects.

This is for your information and record please.

Thanking you,

(Signature)