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JAYASWAL NECO INDUSTRIES LIMITED

**Internal Code of Conduct for Regulating,
Monitoring and Reporting of Trades by
Designated Persons and their immediate
relatives under the SEBI (Prohibition of Insider
Trading) Regulations, 2015**

INTRODUCTION:

The Securities and Exchange Board of India (“SEBI”) has promulgated the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“the Regulations”). The object of the Regulations is to curb the practice of insider trading in the securities of a listed Company.

Any subsequent modification and / or amendments to the Regulations shall automatically apply to this Code.

1. DEFINITIONS –

For the purpose of this Code of Conduct –

- (a) **“Act”** means the Securities and Exchange Board of India Act, 1992 (15 of 1992);
- (b) **“Audit Committee”** means the audit committee constituted pursuant to Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013;
- (c) **“Board”** means the Securities Exchange Board of India;
- (d) **“Regulations”** means the SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (e) **“Company”** means Jayaswal Neco Industries Limited (JNIL);
- (f) **“Board of Directors”** means the Board of Directors of the Company;
- (g) **“Compliance Officer”** means any senior officer, designated so and reporting to the Board of Directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board of directors of the listed company or the head of an organization, as the case may be;
- (h) **“Connected Person”** means
 - (i) any person who is or has been, during the six months prior to the concerned act, associated with a company, in any capacity, directly or indirectly, 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, whether temporary or permanent, with the company, that allows such a 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) a relative of connected persons specified in clause (i); or
 - (b) 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 a company or his relative or banker of the company, has more than ten per cent of the holding or interest; or
- (k) a firm or its partner or its employee in which a connected person specified in sub-clause (i) of clause (d) is also a partner; or
- (l) a person sharing household or residence with a connected person specified in sub-clause (i) of clause (d);

(i) **“Designated Persons”** means those Insiders who fall in the following categories:

- i. Promoter and Member of the Promoter Group of the Company;
- ii. All Directors of the Company (including Independent Directors, Whole-Time Directors, Managing Director);
- iii. Key Managerial Personnel (“KMP”) of the Company;
- iv. Permanent invitees/invitees to the Board meeting and Committee meetings of the Company;
- v. The office of Chief Executive Officer (s), Chief Financial Officer of the Company;
- vi. All management staff of the grade – ‘General Managers’ and above of the Company;
- vii. All secretarial staff of the office of the Chairman and the Managing Director of the Company;
- viii. All employees in the finance, accounts, treasury, internal audit, tax, legal, IT, and secretarial department of the Company;
- ix. Any other employee of the Company which in the opinion of the Compliance Officer/Managing Director of the Company needs to be included in the category of Designated Persons.
- x. Immediate Relatives of these persons listed above under (i) to (ix);

(j) **“Generally available information”** means information that is accessible to the public on a non-discriminatory basis and shall not include unverified event or information reported in print or electronic media;

(k) **“Immediate Relative”** means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities;

(l) **“Insider”** means any person who is:

- i) a connected person; or
- ii) in possession of or having access to unpublished price sensitive information;

- (m) **“Promoter & Promoter Group”** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof;
- (n) **“Relative”** shall mean the following:
- i) spouse of the person;
 - ii) parent of the person and parent of its spouse;
 - iii) sibling of the person and sibling of its spouse;
 - iv) child of the person and child of its spouse;
 - v) spouse of the person listed at sub-clause (iii); and
 - vi) spouse of the person listed at sub-clause (iv)
- (o) **“Securities”** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof;
- (p) **“Specified”** means specified by the Board in writing;
- (q) **“Takeover Regulations”** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- (r) **“Trading”** means and includes subscribing, redeeming, switching, buying, selling, dealing, or agreeing to subscribe, redeem, switch, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- (s) **“Trading Day”** means a day on which the recognized stock exchanges are open for trading;
- (t) **“Threshold Limit”** means the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregating to a traded value in excess of ten lakh rupees or such other value as may be specified;
- (u) **“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, delisting, disposals and expansion of business and such other transactions;
 - v) Changes in key managerial personnel.

All other words and expressions used and not defined in this code will have the same meaning as defined under these Regulations (as amended) from time to time as also under the SEBI Act and Companies Act, 2013 rules and regulations made there under shall have the meanings respectively assigned to them in those legislation.

2. REPORT ON INSIDER TRADING

The Compliance Officer shall report on insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee or to the Chairman of the Board of Directors at least once in a year.

3. COMMUNICATION OR PROCUREMENT OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- 1) Designated Persons and immediate relatives of designated persons in the organisation shall be governed by an internal code of conduct governing dealing in securities.
- 2) The Designated Persons shall maintain confidentiality of all Unpublished Price Sensitive Information (UPSI) and no Designated Person shall communicate, provide, or allow access to any UPSI, relating to the Company or securities listed or proposed to be listed, to any person including other Designated Persons except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- 3) Notwithstanding anything contained above, UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction that would:-
 - (i) entail an obligation to make an open offer under the takeover regulations where the Board of Directors is of informed opinion that the sharing of such information related to proposed transaction is in the best interests of the Company;
 - (ii) not attract the obligation to make an open offer under the takeover regulations but where the Board of Directors is of informed opinion that the sharing of such information related to proposed transaction is in the best interests of the Company and the information that constitute UPSI is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine and the information shall be adequate and fair to cover all material and relevant facts.

For purposes of sub-clause (3) above, the Board of Directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the purpose of sub-clause (3) above, and shall not otherwise trade in securities of the Company when in possession UPSI.

- 4) All information is to be handled on a "need to know" basis and UPSI should be disclosed to any person who need the information for legitimate purposes, performances of duties and to discharge of legal obligations.
- 5) No insider shall communicate, provide, or allow access to any UPSI, relating to a Company or securities, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- 6) The Company shall have a process for how and when people are brought 'inside' on sensitive transactions. Individuals should 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.

- 7) To prevent the misuse of UPSI, the Company shall adopt a 'Chinese Wall' policy which separates those areas of the Company which routinely have access to UPSI, considered 'inside areas' from those areas which deal with sales / marketing / strategy / corporate planning or other departments not having routine access to UPSI, considered 'public areas'. The employees of the Company including the Directors in the 'inside area' shall not communicate any UPSI to anyone in the 'public area'. The employees of the Company including the Directors in the 'inside area' may be physically segregated from employees of the Company including the Directors in 'public area'. In exceptional circumstances, employees of the Company including the Directors from the 'public areas' may be brought 'over the wall' and given UPSI on the basis of 'need to know' criteria, with prior approval of the Compliance Officer.

4. RESTRICTION ON TRADING WHEN IN POSSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Save as provided in this Code and the Regulations, no insider shall trade in securities of the Company when in possession of UPSI or pass on such information to any person directly or indirectly by way of making a recommendation for trading in securities of the Company.

5. TRADING PLANS

- (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 behalf in accordance with such plan.

Trading Plan shall:

- I) not entail commencement of trading on behalf of the insider earlier than one hundred and twenty calendar days from the public disclosure of the plan,
- II) not entail overlap of any period for which another trading plan is already in existence;
- III) set out following parameters for each trade to be executed:
 - 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.

IV) not entail trading in securities for market abuse.

Provided further that if the insider has set a price limit as specified in subclause iv) of Clause (III) 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.

- 2) The Compliance Officer shall consider the Trading Plan made as above and shall approve it forthwith. However, he shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Regulations.
- 3) The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to 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.

However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any UPSI and the said information has not become generally available at the time of the commencement of implementation. Save as provided under any provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.

- 4) 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 exchanges on which the securities are listed, on the day of approval.

6. TRADING WINDOW

- 1) Designated persons may execute trades subject to compliance with this Code and the Regulations. Towards this end, a notional trading window shall be used as an instrument of monitoring trading by the Designated Persons. The trading window shall be closed when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of UPSI. Such closure shall be imposed in relation to such securities to which such UPSI relates. Save as provided in the Regulations, Designated Persons and their immediate relatives shall not trade in securities when the trading window is closed.
- 2) Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results. The gap between clearance of accounts by Audit Committee and Board meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.
- 3) The notice of closure of Trading Window intimated to the Stock Exchanges wherever the securities of the Company are listed, by the Compliance Officer, shall be deemed as intimation to the Designated Persons / Insiders for adherence and compliance with this Code.

- 4) The timing for re-opening of the trading window shall be determined by the Compliance Officer taking into account various factors including the UPSI 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.
- 5) When a Designated Person who has traded in securities has been in possession of UPSI, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.
- 6) Trading Window may be closed by the Company during such time in addition to the above period, as it may deem fit by the Compliance Officer.

7. PRE-CLEARANCE OF TRADES

- (1) When the trading window is open, trading by Designated Persons and their immediate relatives shall be subject to pre-clearance by the Compliance Officer, if the value of the proposed trades is above threshold limit.

Prior to approving any trades, the compliance officer shall be entitled to seek declarations to the effect that the applicant for pre-clearance is not in possession of any UPSI. He shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.

- (2) Designated Persons / their immediate relatives intending to deal in the securities of the Company upto the threshold limit, as defined and provided hereinbefore, may do so without any pre-clearance from the Compliance Officer.
- (3) Designated Persons / their immediate relatives shall make an application in the prescribed **Form I**, to the Compliance Officer indicating the estimated number of securities that he/she intends to deal in, the details as to the depository(ies) with which he/she maintains a Demat/Trading account, the details as to the securities in such depository mode and such other details as may be required by the Compliance Officer in this matter.
- (4) He / She shall execute an undertaking in favour of the Company, incorporating, therein, inter alia, the following clauses:
 - that he/she does not have any access or has not received UPSI upto the time of signing the undertaking;
 - that in case he/she has access to or receives UPSI after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his/her position and that he/she would completely refrain from dealing in the securities of the Company till the time such information becomes generally available;
 - that he/she has not contravened any provisions of this Code and the Regulations;
 - that he/she has made a full and true disclosure in the said matter.
- (5) Designated Persons / their immediate relatives shall execute their transactions in respect of securities of the Company within seven (7) trading days after the approval of pre-clearance is given failing which the transaction has to be pre-cleared again. Reporting of trades executed or decisions not to trade and recording of such reasons shall be made/done in **Form II**. They shall not execute a contra trade during the six months following the prior transaction. In case of emergency the six months holding

period may be waived by the Compliance Officer (application to be made in **Form III**) after recording in writing the reasons in this regard provided that such relaxation does not violate this Code/ Regulations.

- (6) In case of the Compliance Officer intending to deal in the securities of the Company beyond the threshold limit, the pre-clearance of the Managing Director or in his absence, the Chairman of the Board, will have to be obtained. Similarly in case of emergency Compliance Officer may obtain the waiver from the Managing Director or in his absence, the Chairman of the Board, provided that such relaxation does not violate this Code/ Regulations.
- (7) In case a contra trade is 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 Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.

8. REPORTING REQUIREMENTS

1) INITIAL DISCLOSURES

Every person on appointment as a Director or a Key Managerial Personnel of the Company or upon becoming a Promoter or member of the Promoter Group shall disclose his/her 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 in the format specified by Board.

2) CONTINUAL DISCLOSURES

- a) The Promoters, member of the promoter group, designated person and Directors of the Company shall disclose to the Company in the format specified by Board, stating the number of such securities acquired or disposed of within two trading days of such transaction, if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified.
- b) The Company shall notify the particulars of such trading to the stock exchanges on which the securities are listed, as applicable, within two trading days of receipt of the disclosure or from becoming aware of such information.
- c) The disclosure of the incremental transactions after any disclosure shall be made by persons as specified in (a) above, when the transactions effected after the prior disclosure crosses the threshold specified in this clause.

Note:

Disclosures made under Clause 8 (2) above shall include those relating to trading by such person's immediate relatives and by any other person for whom such person takes trading decisions.

3) **Quarterly / Annual Disclosures**

Designated Persons shall furnish to the Compliance Officer the following:

(1) Quarterly statement of transactions in securities of the Company in **Form IV** annexed hereto to be submitted within 30 days of the close of each quarter. If there is no transaction in a particular quarter, nil statement need not be submitted.

(2) Annual statement of all their holdings in securities of the Company to be submitted within 30 days of the close of each Financial Year in **Form V** annexed hereto.

(3) Designated persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the company on an annual basis and as and when the information changes in **Form VI** annexed hereto:

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

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

9. PRESERVATION OF DISCLOSURES

The disclosures made under these regulations shall be maintained by the Compliance Officer, for a minimum period of five years.

10. PENALTY FOR NON-COMPLIANCE OF THIS CODE

- (1) Any Promoter, Director, designated person who trades in securities or communicates any information for trading in securities in contravention of this Code, shall be penalized and appropriate action shall be taken against them by the Company after giving reasonable opportunity to them to show-cause. He/ she shall also be subject to disciplinary action, as deemed appropriate by the Board of Directors which may include wage freeze, suspension, recovery etc. Any amount collected under this clause shall be remitted to the Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.
- (2) In addition to the action which may be taken by the Company, the persons violating the Regulations or this Code shall also be subject to action under SEBI Act. In case of any violation, the Board of Directors shall promptly inform the stock exchange(s) where the concerned securities are traded, in such form and such manner as may be specified by the Board from time to time.

11. GENERAL

The decision of the Board of Directors with regard to any or all matters relating to this Code shall be final and binding on all concerned. The Board of Directors shall have the power to modify, amend or replace this Code in part or full, as may be thought fit from time to time in their absolute discretion.

FORMS

- **Form I** : Application for Pre-Clearance and undertaking
- **Form II** : Reporting of trades executed/decisions not to trade and recording of such reasons
- **Form III** : Application for waiver of minimum holding period
- **Form IV** : Form for Quarterly Statement
- **Form V** : Form for Annual Statement
- **Form VI** : Form for Disclosure by Designated Persons

Form I

**JAYASWAL NECO INDUSTRIES LIMITED
FORMAT OF APPLICATION FOR OBTAINING PRE-CLEARANCE APPROVAL**

Date _____

**To,
Compliance Officer,
Jayaswal Neco Industries Limited
F-8, MIDC Industrial Area,
Hingna Road, Nagpur - 440016 (MH)**

Dear Sir,

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and JNIL Code of Conduct to Regulate, Monitor and Report Trading by Insiders, I seek approval to purchase/sell/subscribe for not more than _____ securities of the Company (having approximately Market value of Rs. _____ as on the date of application) as per the details given below:

	Name of the Designated Person	
	Designation	
	Number of securities held as on date	
	Folio No./DP ID/Client ID	
	Estimated number of securities proposed to purchase/sell/subscribe	
	Estimated price at which the transaction is proposed be executed	
	Whether the transaction would be through Stock Exchange or off-market deal	
	In case of Off-market deal, Folio no./DP ID/Client ID where the securities will be credited	

Yours truly,

(Signature of the Designated Person)
(Name of the Designated Person)

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

UNDERTAKING

Date_____

**To,
Compliance Officer,
Jayaswal Neco Industries Limited
F-8, MIDC Industrial Area,
Hingna Road, Nagpur - 440016 (MH)**

Dear Sir,

I, (name of the Designated Person) ,..... (designation) of the Company residing at (address of the Designated Person) hereby declare that I am not in possession of any Unpublished Price Sensitive Information (as defined in Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Designated Persons and their immediate relatives under the SEBI (Prohibition of Insider Trading) Regulations, 2015) upto the date of signing of this Undertaking.

I further declare that in case I have access to any Unpublished Price Sensitive Information after the signing of Undertaking and before the execution of Trade for which Pre-clearance is requested in Form I (enclosed), I shall:

1. Promptly inform the Compliance Officer.
2. Refrain from trading in securities of the Company and
3. Apply afresh for obtaining pre-clearance approval from the Compliance Officer of the Company in **Form I** only after 2 days of such Unpublished Price Sensitive Information becoming public.

Upon obtaining preclearance for trading in securities of the Company, I undertake to execute the transaction within seven (7) trading days failing which I shall seek pre-clearance again.

I undertake to submit Form II within 4 working days of execution of the transaction/a NIL report in case the transaction is not executed.

I declare that I have not contravened any provisions of this Code and the Regulations.

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

Yours truly,

(Signature of the Designated Person)

(Name of the Designated Person)

Form II

JAYASWAL NECO INDUSTRIES LIMITED

FORMAT FOR DISCLOSURE OF TRANSACTIONS EXECUTED/NOT EXECUTED AFTER OBTAINING PRE-CLEARANCE

Date_____

**To,
Compliance Officer,
Jayaswal Neco Industries Limited
F-8, MIDC Industrial Area,
Hingna Road, Nagpur - 440016 (MH)**

Dear Sir,

With reference to trading approval granted by the Company to me on _____, I hereby inform that I have bought/sold/subscribed for ____ equity shares of the Company for Rs._____ on _____.

In connection with the aforesaid transaction, please find enclosed copy of the following for your records:

Broker's contract note/Proof of payment to/from brokers/ Extract of bank passbook/statements (in case of demat transaction)/
Copy of Delivery instruction slips (applicable in case of sale transactions)

I hereby undertake to preserve the original copy of the above mentioned document for a **period of 5 years** and produce to the Compliance Officer/Securities Exchange Board of India, if required in future.

Yours truly,

(Signature of the Designated Person)

(Name of the Designated Person)

Note: After pre-clearance, if the Designated Person opts not to trade in securities should provide the reasons for taking such decision.

Form III

APPLICATION FOR WAIVER OF MINIMUM HOLDING PERIOD

Date_____

**To,
Compliance Officer,
Jayaswal Neco Industries Limited
F-8, MIDC Industrial Area,
Hingna Road, Nagpur - 440016 (MH)**

Dear Sir,

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and JNIL Code of Internal Procedures And Conduct For Regulating, Monitoring And Reporting Of Trading By Insiders, I(name and designation of the Designated Person) had (provide the details of purchase/sale/subscribe for shares as the case may be) (number of securities) of the Company on ____ after obtaining pre-clearance on ____ . The details of transaction executed were submitted on ____ (date) in Form II. I seek your approval to waive off the time restrictions and permit to execute a contra-trade for(number of securities) of the Company due to (valid reason(s) for executing contra trade).

I declare that I am not in possession of any Unpublished Price Sensitive Information (as defined in the JNIL Code of Internal Procedures And Conduct For Regulating, Monitoring And Reporting Of Trading By Insiders) upto the date of this application.

I further declare that in case I have access to any Unpublished Price Sensitive Information after the signing of this application and before executing a contra Trade (if permitted), I shall:

1. Promptly inform the Compliance Officer and
2. Refrain from trading in securities of the Company.

Yours truly,

(Signature of the Designated Person)
(Name of the Designated Person)

Enclosed:

1. Copy of pre-clearance approval
2. Copy of Form I & II

FORM IV

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
Transactions by Designated Persons as identified by the Company**

Details of transactions executed during __ (Q1,Q2,Q3,Q4) of ____ (Year) in securities of the Company

Name, PAN No., CIN/DIN & address of Designated Persons with contact nos.	Connection with the 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 (Specify type of contract, Futures or 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		Sell			
												Value	Number of units (contracts* lot size)	Value	Number of units (contracts* lot size)		

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

Date:
Place:

Signature
Designation

FORM V

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Transactions by Designated Persons as identified by the Company

Details of transactions executed during the Financial Year ___ in securities of the Company

Date_____

To,
Compliance Officer,
Jayaswal Neco Industries Limited
F-8, MIDC Industrial Area,
Hingna Road, Nagpur - 440016 (MH)

I,(name of the Designated Person),..... (designation) of the Company residing at(address of the Designated Person) hereby declare that -

*1. The quarterly disclosures made by me in Form IV to the Company was/were a true and complete disclosure of transaction(s) made by me during the Financial year ___.

In accordance with the quarterly disclosures made by me, the following is the consolidated statement of transactions made during the Financial Year ___.

Opening balance of securities of the Company held as on 01.04.20__	Purchase/Sale made during the year	Closing balance of securities of the Company held as on 31.03.20__

*I was holding (number of securities) securities of the Company on 01 April, 20.....(start of the financial year). However, I have not traded in securities of the Company during the Financial Year ended 31 March 20.....(end of the financial year).

Date:
Place:

Signature
Designation

* Please delete/modify as per the factual position.

FORM VI

DISCLOSURE BY DESIGNATED PERSONS

Name of Designated Person: _____

A.

Sr. No.	Category	Name	PAN	Phone/Mobile No.
1	Immediate Relatives *	Spouse		
		Mother		
		Father		
		Sister		
		Brother		
		Daughter		
		Son		
		Spouse's Mother		
		Spouse's Father		
		Spouse's Siblings		

***any of whom is either dependent financially on such person or consults such person in taking decisions relating to trading in securities.**

B.

Sr. No.	Particulars	Name
1	Names of educational institutions from which designated persons have graduated.	
2	Names of the past employers of the designated persons.	

Note: "Immediate relatives" means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities;

Signature of Designated Person