

SHRI VASUPRADA PLANTATIONS LIMITED

(Formerly Joonktollie Tea & Industries Limited)

CIN : L01132WB1900PLC000292

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING IN SECURITIES OF THE COMPANY BY ITS EMPLOYEES AND OTHER CONNECTED PERSONS

1. INTRODUCTION

- 1.1 The SEBI has notified the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 (“the Regulations”) on 15th January, 2015 which has repealed the SEBI (Prohibition of Insider Trading) Regulations, 1992.
- 1.2 Pursuant to Regulation 9, Sub Regulation 1, every listed Company is required to formulate and adopt a Code of Conduct to regulate, monitor, and report trading in securities of the Company by its employees and other connected persons.
- 1.3 The Code encapsulates the restrictions, formalities and the rules of conduct to be followed by the Company’s Directors, officials and employees for trading in securities of the Company.

2. DEFINITIONS

- 2.1 In this code, unless the context otherwise requires, the word expression and derivations therefrom shall have the meanings assigned to them as per SEBI (Provision of Insider Trading) Regulation, 2015 and any amendments thereto.
- 2.2 “Act” means the Securities and Exchange Board of India Act, 1992.
- 2.3 “Board” means the Board of Directors of the Company.
- 2.4 “Code” or “Code of Conduct” shall mean the Code of Conduct to Regulate, Monitor and Report Trading by Insider of Shri Vasuprada Plantations Limited as amended from time to time.
- 2.5 “Company” means Shri Vasuprada Plantations Limited.
- 2.6 “Compliance Officer” means any senior officer, designated so and reporting to the Board of Directors, 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board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 Company.
- 2.7 “Connected Person” means :
 - i) any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship

between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.

- ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established –
- (a) an immediate relative of connected persons specified in clause (i); or
 - (b) a holding company or associate company or subsidiary company; or
 - (c) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or
 - (d) an investment company, trustee company, asset management company or an employee or director thereof; or
 - (e) an official of a stock exchange or of clearing house or corporation; or
 - (f) a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
 - (g) a member of the Board of Directors or an employee, of a public financial institution as defined in Section 2(72) of the Companies Act, 2013; or
 - (h) an official or an employee of a self-regulatory organization recognized 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.

2.8 “Designated Persons” means:

- i. All persons in the Promoter and Promoter Group;
- ii. All Directors (executive, non-executive and independent)
- iii. Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary & Compliance Officer and all employees working in their respective offices;
- iv. All employees working in the offices of the Chairman, Managing Director and Whole-time Director of the Company;
- v. All Functional / Departmental Heads by whatever name called including their personal assistants / secretaries; and
- vi. All employees of the Company in the grade of Manager and above;
- vii. All employees in Finance and Accounts and Legal and Secretarial Department and Business Excellence Department and Business Analytics Department who may be designated as such and informed by the Compliance Officer;
- viii. Any other employee as may be determined and informed by the Compliance Officer from time to time.
- ix. All Connected Persons as defined in Clause (2.7).
- x. Immediate relatives of the abovementioned person(s)

2.9 “Director” means a member of the Board of Directors of the Company.

2.10 “Employee” means every employee of the Company including the Directors in the employment of the Company.

2.11 “Generally available Information” means information that is accessible to the public on a non-discriminatory basis.

2.12 “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.

2.13 “Insider” means any person who is,

- (i) a connected person; or

- (ii) in possession of or having access to unpublished price sensitive information.
- 2.14 “Key Managerial Person” means person as defined in Section 2(51) of the Companies Act, 2013.
- 2.15 “Officer” includes any Director, secretary or any person (including an auditor of the Company, wherever applicable) in accordance with whose directions or instructions the Board of Directors or any one or more of the Directors is accustomed to act.
- 2.16 “Promoter” shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof.
- 2.17 "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.
- 2.18 “Regulations” shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.
- 2.19 “Securities” shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund.
- 2.20 "specified" means specified by the Board in writing
- 2.21 “Specified Persons” means the Directors, connected persons, insiders, Designated Employees, promoters and their immediate relatives.
- 2.22 “Takeover regulations” means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.
- 2.23 “Trading” means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and “trade” shall be construed accordingly.
- 2.23 “Trading Day” means a day on which the recognized stock exchanges are open for trading.
- 2.24 “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 followings :
- i) financial results;
 - ii) dividends;
 - iii) change in capital structure;
 - iv) mergers, de-mergers, acquisitions, de-listings, disposals and expansion of business and such other transactions;
 - v) changes in key managerial personnel;
- 2.25 Words and expressions used and not defined in these regulations but defined in 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) or the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

3. ROLE OF COMPLIANCE OFFICER

- 3.1 The Company Secretary or such other Officer of the Company as may be designated by the Board of Directors shall be the Compliance Officer for the purposes of this code.

- 3.2 The Compliance Officer shall report 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 at such frequency as may be stipulated by the Board of Directors but not less than once in a year.
- 3.3 The Compliance Officer under this code shall be responsible for –
- i) Setting forth policies, procedures, monitoring adherence to the rules for preservation of price sensitive information.
 - ii) Grant of pre-dealing approvals of specified persons in the securities of the Company.
 - iii) Monitoring such dealings and the implementation of this code under the over all supervision of the Board of Directors.
- 3.4 The Compliance Officer shall maintain record of the designated employees and of any changes made in the list of designated employees.
- 3.5 The Compliance Officer shall assist all employees in addressing any clarifications regarding the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct.

4. PRESERVATION OF "PRICE SENSITIVE INFORMATION"

- 4.1 All information shall be handled within the Company on a "need-to-know basis" and no unpublished price sensitive information shall be communicated to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of his legal obligations.
- 4.2 Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:
- an obligation to make an open offer under the takeover regulations where the Board of Directors of the Listed Company is of informed opinion that sharing of such information is in the best interests of the Company; or
 - not attract the obligation to make an open offer under the takeover regulations but where the board of directors of the listed company is of informed opinion that sharing of such information is in the best interests of the company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the board of directors may determine.

However, 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 matter in sub-regulation (3) of the Regulations, and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

4.3 Need to Know basis (Chinese Wall Procedures) :

- i) "Need to know" basis means that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- ii) All non-public information directly received by any employee should immediately be reported to the head of the department.

4.4 Limited access to confidential information

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

5. PREVENTION OF MISUSE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

5.1 Employees and connected persons designated on the basis of their functional role in the Company shall be covered by an internal code of conduct governing dealing in securities. The Board of Directors of the Company in consultation with the Compliance Officer shall specify the designated persons to be covered by such code on the basis of their role and function in the Company.

5.2 Trading Plan

An insider shall be entitled to formulate a trading plan for dealing in securities of the Company 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.

5.3 Trading Plan shall :

- i) not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;
- ii) not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the issuer of the securities and the second trading day after the disclosure of such financial results;
- iii) entail trading for a period of not less than twelve months;
- iv) not entail overlap of any period for which another trading plan is already in existence;
- v) set out either the value of trades to be effected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be effected; and
- vi) not entail trading in securities for market abuse.

5.4 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.

5.5 The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan. However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation. The commencement of the Plan shall be deferred until such unpublished price sensitive information becomes generally available information. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.

5.6 Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

6. TRADING WINDOW AND WINDOW CLOSURE

- 6.1
- (i) The trading period, i.e. the trading period of the stock exchanges, called “trading window”, is available for trading in the Company’s securities.
 - (ii) Besides any other period notified by the Compliance Officer, the Trading Window shall be closed during the following periods:

i. From 1st April / 1st July / 1st October / 1st January of the Financial year till forty-eight hours after the announcement of the financial results for the relevant period to the Stock Exchanges.

ii. From the date of circulation of the agenda for the meeting of the Board in which it is proposed to consider and decide any material price-sensitive and unpublished event, including the following:

- (a) Issue of securities; Buy-back and splitting of securities;
- (b) Dividends;
- (c) Significant expansion plans or new projects;
- (d) Acquisition, amalgamation, merger, takeover of companies/businesses
- (e) Disposal of whole or substantially the whole of the undertaking;
- (f) Significant changes in plans or operations of the Company

(iii) The Trading Window will open forty-eight hours after the close of the Board meeting at which decisions in respect of the above events is taken or after the information in respect of the above events is made public, whichever is later.

(iv) When the trading window is closed, the Specified Persons shall not trade in the Company's securities in such period.

(v) All Specified Persons shall conduct all their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company's securities during the periods when the trading window is closed, as referred to in Point No. (ii) above or during any other period as may be specified by the Company from time to time.

(vi) In case of ESOPs, exercise of option may be allowed in the period when the trading window is closed. However, sale of shares allotted on exercise of ESOPs shall not be allowed when trading is closed.

6.2 If any trade is executed while in possession of UPSI, such trade would be presumed to have been motivated by the knowledge and awareness of such information.

Provided that, the insider may prove his / her innocence by demonstrating the circumstances as explained in the Regulation 4 of the Regulations.

6.3 The Compliance Officer shall intimate the closure of trading window to all the designated employees of the Company when he determines that a designated person or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.

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

7. PRE-CLEARANCE OF TRADES

7.1 Application for pre-clearance shall be made only during Valid Trading Window period. Applications submitted during a period when the Trading Window is closed shall be invalid and will be deemed to have been automatically rejected.

7.2 All Insiders and Designated Employees are required to obtain pre-clearance of trade, in the format stated in (Annexure 1), from the Company's Compliance Officer should the value of transaction to be executed by them exceeds Rs. 10 Lakhs.

7.3 However, no designated person shall be entitled to apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information

even if the trading window is not closed and hence he shall not be allowed to trade. The pre-dealing procedure shall be hereunder :

- i) An application may be made in the prescribed Form (Annexure 1) to the Compliance Officer indicating the estimated number of securities that the Specified Employee intends to deal in, the details as to the depository with which he has a security account, the details as to the securities in such depository mode and such other details as may be required by any rule made by the company in this behalf.
- ii) An undertaking (Annexure 2) shall be executed in favour of the Company by such Specified Employee incorporating, inter alia, the following clauses, as may be applicable;
 - (a) That the employee / director / officer does not have any access or has not received “Unpublished Price Sensitive Information” up to the time of signing the undertaking.
 - (b) That in case the Specified Employee has access to or receives “Unpublished Price Sensitive Information” 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 position and that he/she would completely refrain from dealing in the securities of the Company till 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.
- iii) The Compliance Officer shall consider the application made as above and shall approve it unless he is of the opinion that grant of such approval would result in a breach of the provisions of this Code, or the Regulations, or, the Companies Act, 2013.

Every approval letter shall be in the prescribed format (Annexure 3), and shall be valid for a period of 7 trading days from the date of its issue.

- iv) All Specified Persons and their dependent(s) shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given.
- v) The Specified Person shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form. In case the transaction is not undertaken, a report to that effect shall be filed (Annexure 4).
- vi) If the order is not executed within seven days after the approval is given, the employee/director must pre-clear the transaction again.
- vii) All Specified Persons who 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. All Specified Persons shall also not take positions in derivative transactions in the shares of the Company at any time. In case of any 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 Securities and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

In case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.

- viii) The Compliance Officer may waive off the holding period in case of sale of securities in personal emergency after recording reasons for the same. However, no such sale will be permitted when the Trading window is closed.

8. OTHER RESTRICTIONS

- 8.1 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.
- 8.2 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 purposes of this Code.
- 8.3 The disclosures made under this Code shall be maintained for a period of five years.

9. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

Initial Disclosure

- 9.1 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, to the company within seven days of such appointment or becoming a promoter in the prescribed Form (Annexure 5).

Continual Disclosure

- 9.2 Every promoter, (member of the promoter group), designated person and director of the Company shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs. Ten lakhs or such other value as may be specified by SEBI from time to time in this regard, in the prescribed Form (Annexure 6).

The disclosure shall be made within 2 trading days of:
receipt of the disclosure or from becoming aware of such information { as given in 7 (2)b }

- (a) the receipt of intimation of allotment of shares, or
- (b) the acquisition or sale of shares or voting rights, as the case may be.

- 9.4 Disclosure by other connected persons.

The Company may at its discretion require any other connected person or class of connected persons to make disclosure of holdings and trading in securities of the Company in the prescribed Form (Annexure 7) and at such frequency as may be determined by the Company in order to monitor compliance with these regulations.

10. DISCLOSURE BY THE COMPANY TO THE STOCK EXCHANGE(S)

- 10.1 Within 2 days of the receipt of intimation under Clause 9.2, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.
- 10.2 The Compliance Officer shall maintain records of all the declarations in the appropriate form given by the directors / officers / designated employees for a minimum period of five years.

11. DISSEMINATION OF PRICE SENSITIVE INFORMATION

- 11.1 No information shall be passed by Specified Persons by way of making a recommendation for the purchase or sale of securities of the Company.

11.2 Disclosure/dissemination of Price Sensitive Information with special reference to analysts, media persons and institutional investors :

The following guidelines shall be followed while dealing with analysts and institutional investors

- Only public information to be provided.
- At least two Company representatives be present at meetings with analysts, media persons and institutional investors.
- Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.
- Simultaneous release of information after every such meet.

12. REPORTING UNDER VIGIL MECHANISM AND WHISTLE BLOWER POLICY

The Vigil Mechanism and Whistle Blower Policy formulated pursuant to relevant regulations, by the Board of Directors and available on the website of the Company <https://www.svpl.in/>, could be resorted to, for reporting any non- compliance under this Code and/or Regulations, including instances of leak of Unpublished Price Sensitive Information, whether the concern is reported to Company as provided under the Whistle Blower Policy or to SEBI as provided under the PIT Regulations

13. PENALTIES FOR CONTRAVENTION

- (13.1) Designated Persons who trade in securities or communicate any information for trading in securities in contravention of the provisions of this Code shall be liable to an appropriate penalty to be decided by the Compliance Officer in consultation with the Managing director.
- (13.2) Designated Persons who violate the provisions of this Code shall be subject to disciplinary action by the company which may include wage freeze, suspension, and ineligibility for future participation in Employees Stock Option Scheme etc.
- (13.3) Regardless of any penal action taken by the Company, it shall not in any way preclude SEBI from taking any action in violation of the Regulations, and any amount collected under Clause 13 shall be remitted to the Investor Protection and Education Fund administered by SEBI.
- (13.4) Any material contravention of the Insider Code shall be placed before the Stakeholder's Grievance Committee and actions shall be initiated with due consultation with the Managing Director and Stakeholder's Grievance Committee of the Company.
- (13.5) The Compliance Officer shall promptly inform the Stock Exchanges where the concerned securities are traded, in such form and such manner as may be specified by SEBI from time to time.

14. AUTHORITY TO MAKE ALTERATIONS

The Board of Directors (including any Committee authorized in this regard), are authorized to make such alterations to this Code as considered appropriate, subject, however, to the condition that such alterations shall not be inconsistent with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015

ANNEXURE – 1
SPECIMEN OF APPLICATION FOR PRE-CLEARANCE APPROVAL

Date :

To
The Compliance Officer,
Shri Vasuprada Plantations Limited,
Kolkata.

Dear Sir/Madam,

Application for Pre-clearance approval in securities of the Company

Pursuant to the SEBI (prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct to regulate, monitor and report trading in securities of the Company by its employees and other connected persons, I seek approval to purchase/sale/subscription of _____ equity shares of the Company as per details given below :

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

I enclose herewith the form of Undertaking signed by me.

Yours faithfully,

.....
(Signature of Employee)

ANNEXURE – 2
FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE
APPLICATION FOR PRE-CLEARANCE

UNDERTAKING

To
Shri Vasuprada Plantations Limited,
Kolkata.

I, _____ of the Company
residing at _____, am desirous of dealing in
_____ * shares of the Company as mentioned in my application dated _____ for pre-
clearance of the transaction.

I further declare that I am not in possession of or otherwise privy to any unpublished Price Sensitive Information (as defined in the Company's Code of Conduct to regulate, monitor and report trading in securities of the Company by its employees and other connected persons, (the Code) up to the time of signing this Undertaking.

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

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

I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken.

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

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

Date :

Signature : _____

* Indicate number of shares

ANNEXURE – 3
FORMAT FOR PRE-CLEARANCE ORDER

To
Name :
Designation :
Place :

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

In case you do not execute the approved transaction / deal on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction / deal in the securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within 2 days from the date of transaction / deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Yours faithfully,
For Shri Vasuprada Plantations Limited

Compliance Officer

Date :

Encl : Format for submission of details of transaction.

ANNEXURE – 4
FORMAT FOR DISCLOSURE OF TRANSACTIONS
(To be submitted within 2 days of transaction / dealing in securities of the Company)

To
The Compliance Officer,
Shri Vasuprada Plantations Limited,
Kolkata.

I hereby inform that I

- have not bought / sold / subscribed any securities of the Company
- have bought / sold / subscribed to _____ securities as mentioned below on _____
(date)

Name of holder	No. of securities dealt	Bought/sold/subscribed	DPID/Client ID/Folio No.	Price

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 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 agree to hold the above securities for a minimum period of six months. In case there is any urgent need to sell these securities with the said period, I shall approach the Compliance Officer for necessary approval (applicable in case of purchase / subscription).

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

Date :

Signature : _____

Name :

Designation :

ANNEXURE – 5

FORM – B

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

[Regulation 7 (1) (b) read with Regulation 6 (2)]

Name of the Company : Shri Vasuprada Plantations Limited

ISIN of the Company : INE574G01013

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

Sl. No.	Category of Person (Promoters /member of Promoter group/ KMP / Directors / immediate relatives / others etc.)	Date of appointment of Director / KMP or Date of becoming Promoter / member of Promoter Group	Securities held at the time of appointment of Promoter/Promoter group/appointment of Director/KMP		% of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/member of promoter group/appointment of Director/KMP		
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Number of units(contracts*lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Number of units (contracts*lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9	10	11	12

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

Name & Signature :

Designation :

Date :

Place :

ANNEXURE – 6

FORM – C

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

Name of the Company : Shri Vasuprada Plantations Limited

ISIN of the Company : INE574G01013

Details of change in holding of Securities of 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).

Sl. No., PAN / DIN & Address with contact nos.	Category of Person (Promoter /member of promoter group/ Designated person/ Directors / immediate relatives/ others etc.)	Securities held prior to acquisition / disposal		Securities acquired / Disposed				Securities held post acquisition / disposal		Date of allotment advice / acquisition of shares / sale of shares specify		Date of intimation to company	Mode of acquisition /disposal(on market / public /rights / 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 entitlements etc.)	No. And % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures, Right entitlement, etc.)	No.	Value	Transaction Type (Purchase/sale/ Pledge/Revocation/ Invocation/others- Please specify)	Type of security (For eg. – Shares, Warrants, Convertible Debentures/ Right entitlement, etc.)	No. And % of shareholding	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 on 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 specification	Buy	Sell	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 :

ANNEXURE – 7

FORM – D

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

Name of the Company : Shri Vasuprada Plantations Limited

ISIN of the Company : INE574G01013

Details of trading in Securities by other connected persons as identified by the Company

Name, PAN no., DIN / DIN & address with contact nos. of other connected persons as identified by the company	Connection with Company	Securities held prior to acquisition / disposal		Securities acquired / Disposed				Securities held post acquisition / disposal		Date of allotment advice / acquisition of shares / sale of shares specify		Date of intimation to company	Mode of acquisition /disposal (on market / public /rights / 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 entitlements etc.)	No. And % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures, Right entitlement, etc.)	No.	Value	Transaction Type (Purchase/sale/ Pledge/Revocation/ Invocation/ others- Please specify)	Type of security (For eg. – Shares, Warrants, Convertible Debentures/ Right entitlement, etc.)	No. And % of shareholding	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 specification	Buy	Sell	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 :

Place :