

MODI RUBBER LIMITED

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS

1. INTRODUCTION

- 1.1 The Securities and Exchange Board of India vide its notification dated January 15, 2015 repealed The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and notified The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as 'the Regulations') to deal with Unpublished Price Sensitive Information and to regulate, monitor and report trading by insiders in securities that are listed or proposed to be listed on a stock exchange in India.
- 1.2 Regulation 7 of the Regulations requires promoter, key managerial personnel and director of each listed company to make initial and continual disclosure to the listed company of their holding of securities in that company.
- 1.3 Regulation 9 of the Regulations requires the board of directors of every listed company to formulate a code of conduct to regulate, monitor and report trading by its employees and other connected persons towards achieving compliance with the Regulations and adopting minimum standards set out in Schedule B to the Regulations.
- 1.4 In compliance with the above requirements, the Company has introduced a code to deal with Unpublished Price Sensitive Information and to regulate, monitor and report trading by Insiders (hereinafter referred to as 'the Code').

2. OBJECTIVE

- 2.1 Pursuant to the above, the Company has framed this Code for observance by all persons who fall within the purview of the term 'Insider', in their dealing with Unpublished Price Sensitive Information (as defined hereinafter) and trading in the securities of the Company. Adherence to the Code would ensure that persons who have access to or are in possession Unpublished Price Sensitive Information of the Company or its securities listed or proposed to be listed at the time of trading, which upon becoming generally available, is likely to materially affect the price of the securities, are restricted from trading in the securities while they are in possession of such information. Hence, such persons are refrained from profiteering by misusing the Unpublished Price Sensitive Information and thereby enabling the Company to retain investor confidence.
- 2.2 This Code seeks to comprehensively lay down the obligations of all persons who are 'Insiders' as defined in the Code in due compliance with the Regulations.
- 2.3 In view of the above, 'Insiders' are advised not to trade in the securities of the Company, while in possession of Unpublished Price Sensitive Information.
- 2.4 It is important for 'Insiders' to read and understand the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 completely to acquaint themselves with the obligations set out therein.

3. DEFINITION OF TERMS

Unless defined elsewhere in this Code or under the Regulations, all capitalized used herein shall have the following meanings ascribed to them.

- 3.1 '**Company**' or '**MRL**' means Modi Rubber Limited.
- 3.2 '**Compliance Officer**' means the Company Secretary of MRL, designated so and reporting to the Board of Directors of the Company and include such other person acting or appointed as such under this Code.
- 3.3 '**Connected Person**' includes, but not limited to, persons associated with the company in a contractual, fiduciary or employment relationship; persons who are in frequent communication with the Company's Officers, being a director, officer or employee of the Company; or holding any position including a professional or business relationship (temporary or permanent) that allows such person, directly or indirectly, to access Unpublished Price Sensitive Information or is reasonably expected to have such access and includes Immediate Relatives of a Connected Person.

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; or

- (b) a holding company or associate company or subsidiary company; or
- (c) an intermediary as specified in section 12 of the SEBI Act, 1992 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 immediate relative or banker of the company, has more than 10% of the holding or interest;

3.4 '**Designated Persons**' means and includes Heads of any division, their reportees and such other persons identified and notified by the Compliance Officer on the basis of their role and function which would provide access to Unpublished Price Sensitive Information in addition to seniority and professional designation, as per the provisions of the Regulations from time to time.

3.5 '**Generally Available Information**' means information that is published on the website of the BSE Limited and National Stock Exchange of India Limited where the Securities of the Company are listed and includes information that is accessible to the public on non-discriminatory basis.

3.6 '**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.

3.7 '**Insider**' means any person who is a Connected Person or is in possession of, or having access to, Unpublished Price Sensitive Information.

3.8 '**Pre-clearance of Trade**' means prior approval for trading in any Security of the Company.

3.9 '**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 and include the Promoter of the Company as declared by the Company under SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and the provisions of the Listing Agreement.

3.10 '**Securities**' include, shares, scrips, stocks, bonds, debentures, debenture stock or other marketable securities of a like nature and derivative but does not include units of a mutual fund.

3.11 '**Stock Exchanges**' represents National Stock Exchange of India Limited and BSE Limited, where Securities of the Company are at present, listed.

3.12 '**Trading**' means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any Securities, such as shares, scrips, stocks, bonds, debentures, debenture stock or other marketable Securities of a like nature and derivative, including pledging of the Securities of the Company.

3.13 '**Trading Day**' means a day on which stock exchanges are open for trading.

3.14 '**Trading Window Close Period**' means

(a) the period commencing from the time of announcement of the Board of Directors meeting for consideration of all matters which are deemed to be Unpublished Price Sensitive Information and ending 48 hours after the public announcement of the decision taken by the Board of Directors of the Company; or

(b) such other period as may be notified by the Compliance Officer from time to time under the authority of the Chairman/, Managing Director / Group Chief Executive Officer; or

(c) such period may be applicable to all Insiders and / or to Key Managerial Personnel, Directors and Designated Employees and their Immediate Relatives, as the case may be.

3.15 '**Trading window**' means a notional trading window used as an instrument of monitoring trading by the Key Managerial Personnel, Directors and the Designated Persons.

3.16 '**Unpublished Price Sensitive Information**' means any information, relating to the Company or its Securities, listed or proposed to be listed, 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:

(a) financial results;

(b) dividends;

(c) change in capital structure

(d) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;

(e) changes in key managerial personnel; and

(f) material events in accordance with the listing agreement / regulations, amended from time to time.

4. Compliance Officer

4.1 Company Secretary of the Company shall be the Compliance Officer for the purpose of this Code.

4.2 For the period when the Compliance Officer for the time being is not present, or he is on leave or absent from the Company, The Group General Counsel, and in his absence, the Chairman/Managing Director or the Group CEO would nominate a person to act as 'Compliance Officer' during such period, as may be required.

5. MAINTENANCE OF RECORDS AND REPORTING PROCEDURE

5.1 The Compliance Officer shall maintain a record of the Key Managerial Personnel, Directors, Designated Persons and their Immediate Relatives and all changes made in the list of the above mentioned persons.

5.2 The Compliance Officer shall maintain records of all the declarations in the appropriate form submitted to the Company by the Insiders, including Key Managerial Personnel, Directors and Designated Persons, and their Immediate Relatives, and submitted to the Stock Exchanges by the Company. The Compliance Officer will on behalf of the Company, maintain the disclosures for a minimum period of five years.

5.3 The Compliance Officer shall report to the Board of Directors and provide reports to the Chairman of the Audit Committee of the Board of Directors of the Company on a quarterly basis of all the details of trading in the Securities of the Company by Key Managerial Personnel, Directors, Designated Persons and their Immediate Relatives and details of declarations submitted by the Insiders to the Company and submitted to the Stock Exchanges by the Company.

6. PROHIBITION ON DEALING, COMMUNICATING OR COUNSELLING ON MATTERS RELATING TO INSIDER TRADING

6.1 No Insider shall:

(a) Communicate, provide or allow access to any Unpublished Price Sensitive Information relating to the Company or Securities listed or proposed to be listed to any person including other Insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

(b) Procure or communicate either individually or with any other person any Unpublished Price Sensitive Information relating to the Company or its Securities listed or proposed to be listed except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

(c) Trade in Securities of the Company when in possession of Unpublished Price Sensitive Information.

6.2 Need to know and limited access to Unpublished Price Sensitive Information

Insiders shall maintain confidentiality of all Unpublished Price Sensitive Information and shall not pass on or communicate such information to any person directly or indirectly by way of making a recommendation for the purchase or sale of Securities. The following practices must be followed:

Need to Know:

All Unpublished Price Sensitive Information shall be handled within the Company and disseminated 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.

Limited Access to Unpublished Price Sensitive Information:

Unpublished Price Sensitive information is to be disseminated with care and should be made available only on a need to know basis. Should any Insider seek any Unpublished Price Sensitive Information, which is generally not required during the course of discharging his duties, such Insider should obtain the prior approval of the Compliance Officer by making an application. Such application should, *inter alia*, contain reasons for seeking the specific Unpublished Price Sensitive Information.

Files containing Unpublished Price Sensitive Information shall be kept secure. Computer files shall have adequate security of login and password, etc. Unless required to be preserved, the files containing Unpublished Price Sensitive Information should be deleted and / or destroyed after the use. Shredder should preferably be used for the destruction of physical files.

7. TRADING RESTRICTIONS

7.1 'Trading Window Close Period' shall be determined by the Compliance Officer and notified to the Directors, Key Managerial Personnel Directors and to Designated Persons and their Immediate Relatives (through the Designated Persons) in relation to such Securities (shares, scrips, stocks, bonds, debentures, debenture stock or other marketable securities of a like nature and derivative) of the Company, as may be decided by the Compliance Officer.

7.2 Key Managerial Personnel, Directors, the Designated Persons, whom the notice has been sent by the Compliance Officer, and their Immediate Relatives shall not trade and in the security(ies) and/or pledge the security(ies) so notified during the 'Trading Window Close Period'.

7.3 The timing for re-opening the Trading Window shall be determined by the Compliance Officer taking into account various factors including Unpublished Price Sensitive Information in question becoming Generally Available and being capable of assimilation by the market, which in any event shall not be earlier than 48 hours after the information becomes generally available.

8. PRE-CLEARANCE OF TRANSACTIONS

8.1 Key Managerial Personnel, Directors, Designated Persons and their Immediate Relatives who intend to trade in the Security(ies), including pledging the Security(ies), of the Company, when the Trading Window is not closed, exceeding Rs.10 lakh in market value terms, whether in one transaction or a series of transactions over any calendar quarter, shall apply electronically in the Form (**Form 1.1**) prescribed, with the necessary declarations and undertakings, to the Compliance Officer for Pre-clearance of Trade.

8.2 No such person shall apply for Pre-clearance of Trade that is proposed, as aforesaid, if such person is in possession of Unpublished Price Sensitive Information even if the Trading window is not closed.

8.3 The Compliance Officer shall grant approval or reject the application electronically within two working days (**Form 1.2**) of receipt of the application for Pre-clearance of Trade.

8.4 Such persons shall execute the trade for which pre-clearance has been obtained within seven days of such approval. The details of the executed trade shall be communicated to the Compliance Officer in the prescribed form (**Form 1.3**), within two working days thereof.

8.5 In case, the person is unable to execute the trade within seven days after the approval, the person shall report his decision not to trade to the Compliance Officer, in the prescribed format (**Form 1.4**) and shall also seek fresh approval for execution of trade, if intended, as mentioned under Clause 9.1.

8.6 In case the Compliance Officer intend to trade in the Security(ies) of the Company, pre clearance shall be obtained from the Chairman or the Managing Director/Group CEO of the Company and the above provisions shall apply accordingly.

8.7 The Compliance Officer shall confidentially maintain a list of such Securities as a 'restricted list' which shall be used as the basis for approving or rejecting applications for Pre-clearance of Trades.

9. RESTRICTIONS IN TRADE AND MINIMUM HOLDING PERIOD

9.1 Key Managerial Personnel, Directors and Designated Persons who trade in the Securities of the Company, shall not enter into a contra transaction during the next six months following the prior execution of trade. i.e. if the Key Managerial Personnel, Directors and Designated Persons buy any Securities they should not sell any Securities for the next 6 months and vice versa.

9.2 Key Managerial Personnel, Directors and Designated Persons shall make an application, in the prescribed format (**Form 1.5**), to the Compliance Officer for granting relaxation of the minimum holding period of six months by providing proper justification for seeking such relaxation.

9.3 The Compliance Officer (in his absence any other designated Compliance Officer in terms of clause 4 of the Code) shall grant approval or reject the application electronically (**Form 1.6**) within two working days of receipt of the application for granting relaxation of minimum holding period.

9.4 In case the relaxation of the minimum holding period of six months is sought by the Compliance Officer, application shall be made to the Chairman or the Managing Director/Group CEO.

9.5 Key Managerial Personnel and Directors are prohibited from entering in to forward dealings in the Securities of the Company.

10. TRADING PLANS

10.1 Key Managerial Personnel, Directors and the Designated Persons shall be entitled to formulate a trading plan, to plan for trades to be executed in future, and submit it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on behalf of such person in accordance with such plan.

It shall not be permitted to have multiple trading plans operating during the same time when another trading plan is in existence.

10.2 The Compliance Officer shall review such trading plan submitted by the Key Manager Personnel, Directors and the Designated Persons and seek such express undertakings, as may be necessary, to ensure that the trading plan does not violate any of the provisions contained in the Regulations.

10.3 The Compliance Officer shall grant approval or reject the trading plan within two working days of receipt of such trading plan, disclose the same to the Stock Exchanges and monitor its implementation.

10.4 Such trading plan once approved, as aforesaid, is irrevocable and such Key Managerial Personnel, Directors and the Designated Employees shall mandatorily have to implement the plan, without either deviating from it or to execute any trade in the Securities of the Company outside the scope of the trading plan.

10.5 The implementation of the trading plan shall not be commenced by the Key Managerial Personnel, Directors and Designated Employees, if any Unpublished Price Sensitive Information in his/her possession at the time of formulation of the plan has not become Generally Available at the time of commencement of implementation of such plan.

10.6 In such event, as aforesaid, the Compliance Officer shall confirm that the commencement ought to be deferred until such Unpublished Price Sensitive Information becomes Generally Available information.

11.7 Key Managerial Personnel, Directors and the Designated Persons, shall ensure:

- (a) that trading on his/her behalf shall not commence earlier than six months from the date of submission of it to the Stock Exchanges;
- (b) not to trade for the period between the twentieth trading day prior to the last day of any financial period for which results are to be announced by the Company and 48 hours after disclosure of the such financial results.
- (c) That he is not in possession of any Unpublished Price Sensitive Information at the time of submitting the plan or before execution of trade Unpublished Price Sensitive Information becomes Generally Available.

12. DISCLOSURES REQUIRED TO BE SUBMITTED

12.1 Disclosures to be submitted are as detailed below:

- (a) An initial disclosure of the total number of Securities of the Company held by Promoter / Key Managerial Personnel / Directors / Designated Persons and their Immediate Relatives, online, in the prescribed form (**Form 1.7**), within 30 days from May 15, 2015.
- (b) An initial disclosure of the total number of Securities of the Company held by Promoter / Key Managerial Personnel / Directors / Designated Persons and their Immediate Relatives, online, in the prescribed form (**Form 1.8**), within 7 days of becoming a Key Managerial Personnel, Director/ Designated Employee.
- (c) Disclosure, in the prescribed format (**Form 1.9**), by every Promoter, Employee, and Director 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 ten lakh rupees.
- (d) The Compliance Officer will submit such disclosure to the Stock Exchanges within two trading days from the date of receipt of such disclosure [**Form 1.10**].
- (e) Half-yearly disclosure, in the prescribed format, by Key Managerial Personnel, Directors, Designated Employees and their Immediate Relatives furnishing details of trades executed in

the Securities, if any, during the half-year by them and their Immediate Relatives within seven days of the end of each calendar half-year [**Form 1.11**]. No disclosure need to be submitted, if there are no trades during the half-year.

(f) Annual disclosure, in the prescribed format [**Form 1.12**], Key Managerial Personnel, Directors, Designated Employees and their Immediate Relatives furnishing the total number of Securities held by them and their Immediate Relatives as at the end of the financial year of the Company, within 30 days from the end of financial year. This annual disclosure is mandatory and should be submitted even if no security is held by the Key Managerial Personnel, Directors, Designated Employees and their Immediate Relatives.

13. PENALTY/PUNISHMENT FOR CONTRAVENTION OF CODE

13.1 Any Insider who deals in Securities of the Company or communicates any information enabling the trading in Securities of the Company, in violation/contravention of this Code shall be penalised in such manner as may be decided by the Audit Committee of the Board of Directors and shall also be liable to be subject to such disciplinary action as may be considered appropriate by the Chairman, the Managing Director/ Group CEO/ Audit Committee of the Board of Directors of the Company. Disciplinary action may include wage freeze, suspension, ineligibility for future participation in ESOPs, withholding of promotions, etc.

13.2 Any Key Managerial Personnel or Director or Designated Person who executes a contra trade, inadvertently or otherwise, in violation of Clause 10 of the Code, shall be required to disgorge the profits from such trade, which shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by the Board under the SEBI Act.

13.3 Under Section 15G of the SEBI Act, any person violating the Code is liable for a penalty, which shall not be less than ten lakh rupees but which may extend to twenty-five crore rupees or three times the amount of profits made out of insider trading, whichever is higher.

13.4 Anyone who contravenes the Regulations shall also be liable for appropriate action under the applicable laws including Sections 11, 11B, 11D, 12A and Section 24 of the Securities and Exchange Board of India Act, 1992.

14. INTIMATION TO SEBI

In case the Compliance Officer and / or the Company observes that there has been violation of these Regulations, the Company shall inform SEBI of such violations for appropriate action. SEBI can initiate necessary proceedings for violation of any of these Regulations.

15. CLARIFICATIONS / ENQUIRIES

The Compliance Officer may be contacted for any assistance as to the interpretation and application of this Code.

Form 1.1

APPLICATION FOR PRE-CLEARANCE APPROVAL

Pursuant to Clause 9.1 of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

Date: _____

The Compliance Officer
Modi Rubber Limited

Dear Sir,

Sub: Application for pre-clearance of Trade

I, _____, as a Key Managerial Person / Director / Designated Employee, seek approval as per details given below:

Sl.No.	Particulars	Details
1.	Designation / nature of Relation	
2.	Nature of Securities held	Equity shares / preference shares / debentures / other Securities *
3.	Number of Securities held as on date	
	By Self	
	By Immediate Relative(s)	
4.	Proposal (specify the nature of trade) e.g. buying/ selling / subscribing, etc.	
5.	Number of Securities proposed to be traded	
	From my Holdings	
	My Immediate Relative(s) Holdings	
	Total	
6.	Expected value of the trade	

*Delete whichever is not applicable.

Undertaking to be submitted along with the application for pre- clearance of trade:

In relation to the above dealing, I represent and undertake that:

- a) I have no access (consider deleting access, possession seems more appropriate) to nor do I have any information that could be construed as “unpublished price sensitive information” up to the time of signing this undertaking;
- b) In the event that I have access to or received any information that could be construed as “unpublished price sensitive information” 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;
- c) I have not contravened any provisions of this Code;
- d) I have made full and true disclosure in the matter;
- e) The information given above is true and correct

Yours faithfully,

Signature: _____

Name: _____

Form 1.2

APPROVAL FOR PRE-CLEARANCE APPLICATION

Pursuant to Clause 9.3 of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

To

Name: _____

Designation: _____

Dear Sir/Madam,

Sub: Approval for pre-clearance to trade

Ref: Your application No.____ dated _____

This has reference to your above mentioned application.

We hereby approve your proposal to trade as below:

Nature of Securities	Equity shares / preference shares / debentures / other Securities *
Nature of Trade	buying/ selling / subscribing / Other (Specify)*
Number of Securities proposed to be traded	
From your Holdings	
Your Immediate Relative(s) Holdings	
Total	

*Delete whichever is not applicable.

The above approval is valid for 7 days from today.

You are advised to ensure that the trade executed by you in full compliance with the Code of Conduct to Regulate, Monitor and Report Trading by Insiders (Code) as also SEBI (Prohibition of Insider Trading) Regulations, 2015.

Please ensure that:

(i) after the trade is executed, report the same to the Compliance Officer, online by filling Form 1.3 within two Trading Days from the date of execution of sale;

(ii) If the sale is not executed for any reason, report the same to the Compliance Officer, online by filling Form 1.4, within two Trading Days from the date of expiry of this approval, i.e. on or before

_____.

For **Modi Rubber Limited**

Compliance Officer

Form 1.3

DISCLOSURE OF TRADE EXECUTED

Pursuant to Clause 9.4 of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

To:
The Compliance Officer
Modi Rubber Limited

Name, Designation, PAN, Address and Relation with the Insider	Trade Type Buy, Sell, Subscription, etc.	Name of Security (equity share, debenture, bond, etc)	Date of Trade	Quantity Traded	Value of Trade
(1)	(2)	(3)	(4)	(5)	(6)

Signature of Insider

Form 1.4

Pursuant to Clause 9.5 of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

To:
The Compliance Officer
Modi Rubber Limited

Dear Sir,

I refer to the approval for pre-clearance obtained on _____ vide application no._____.

In this regard, I have decided not to sell the shares for the following reason(s):

(1)

(2)

Yours faithfully,

Signature:_____

Name:_____

Form 1.5

Pursuant Clause 10.2 of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

APPLICATION FOR WAIVER OF MINIMUM HOLDING PERIOD AND RESTRICTION ON TRADE

Date: _____

To
The Compliance Officer
Modi Rubber Limited

Sub: Application for waiver of minimum holding period and / or restriction on Trade

I, _____, as a Key Managerial Person / Director / Designated Employee, seek approval for executing a sale transaction of the below Securities, which if executed, result in non-compliance of Clause 10 of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders:

Sl.No.	Particulars	Details
1	Designation	
2..	Nature of security	Equity shares / preference shares / debentures / other Securities *
3.	Number of Securities held as on date	
	By Self	
	By Immediate Relative(s)	
4.	Proposal (specify the nature of trade) e.g. buying/ selling / subscribing, etc.	
5.	Number of Securities proposed to be traded	
	From my Holdings	
	My Immediate Relative(s) Holdings	
	Total	
6.	Expected value of the trade	

*Delete whichever is not applicable.

I have to execute the trade [give reasons - such as these equity shares has been allotted by the Company under ESOS which are funded by _____.

I hereby declare that

(i) I am not presently in possession of unpublished price sensitive information;

(ii) In the event if I access to any unpublished price sensitive information before the validity of this approval and before executing trade for which approval is given, I undertake that I shall not execute the trade until such unpublished price sensitive information in my possession becomes generally available

Yours faithfully,

Signature: _____

Name: _____

Form 1.6

Pursuant to Clause 10.3 of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

WAIVER OF MINIMUM HOLDING PERIOD AND RESTRICTION ON TRADE

To

Name: _____

Designation: _____

Dear Sir/Madam,

Sub: Approval for waiver of minimum holding period and / or restriction on trade

Ref: Your application No.____ dated _____

This has reference to your application number cited under reference on the above.

We hereby approve your application to trade as below:

Nature of security	Equity shares / preference shares / debentures / other Securities *
Nature of Trade	buying/ selling / subscribing / Other (Specify)*
Number of Securities proposed to be traded	
From your Holdings	
Your Immediate Relative(s) Holdings	
Total	

*Delete whichever is not applicable.

The above approval is valid for 7 days from today.

You are advised to ensure that the trade executed by you comply with the Code of Conduct to Regulate, Monitor and Report Trading by Insiders (Code) except the waiver given by this communication as also SEBI (Prohibition of Insider Trading) Regulations, 2015.

Please ensure that:

(i)after the trade is executed, report the same to the Compliance Officer, online by filling Form 1.3 within two Trading Days from the date of execution of sale;

(ii)If the trade is not executed for any reason, report the same to the Compliance Officer, online by filling Form 1.4, within two Trading Days from the date of expiry of this approval, i.e. on or before

_____.

For **Modi Rubber Limited**

Compliance Officer

Form 1.7

Pursuant to Clause 12.1(a) of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

INITIAL DISCLOSURE

1.7A Disclosure of Securities held by the Insider of Modi Rubber Limited

Name, Designation, PAN and Address	Relationship with the Company	Date of becoming Insider	Nature of Security (Equity shares / preference shares / debentures / other Securities *)	Number of Securities held	Date of Intimation to the company
(1)	(2)	(3)	(4)	(5)	(6)

*Delete whichever is not applicable.

1.7B Disclosure of Securities held by the Insider's Immediate Relative of Modi Rubber Limited

Name of the Immediate Relative with PAN	Relationship with the Insider	Nature of Security (Equity shares / preference shares / debentures / other Securities *)	Number of Securities held
(1)	(2)	(3)	(4)

*Delete whichever is not applicable.

Signature of Insider

Form 1.8

Pursuant to Clause 12.1(b) of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

INITIAL DISCLOSURE

(to be made by the Insiders within 7 days from the date of becoming Insider)

1.8A Disclosure of Securities held by the Insider of Modi Rubber Limited

Name, Designation, PAN and Address	Relationship with the Company	Date of Becoming Insider	Equity shares / preference shares / debentures / other Securities *	Number of Securities held	Date of Intimation to the company
(1)	(2)	(3)	(4)	(5)	(6)

*Delete whichever is not applicable.

1.8B Disclosure of Securities held by the Insider's Immediate Relative of Modi Rubber Limited

Name of the Immediate Relative with PAN	Relationship with the Insider	Equity shares / preference shares / debentures / other Securities *	Number of Securities held
(1)	(2)	(3)	(4)

*Delete whichever is not applicable.

Signature of Insider

Form 1.9

Pursuant to Clause 12.1(c) of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

CONTINUAL DISCLOSURE

To
The Compliance Officer
Modi Rubber Limited

Name of Insider:

Relationship with the company:

PAN of Insider:

If the Disclosure of trade is not related to the Insider, please specify the Name and Relationship of the Immediate Relative of the Insider:

Date of Intimation of Trade to the Company:

Equity shares / preference shares / debentures / other Securities *	No. of Securities held before execution of trade	No. of Securities held after execution of trade	Nature of Trade (buying/ selling / subscribing / Other (Specify)*)	Date of execution of Trade
(1)	(2)	(3)	(4)	(5)

*Delete whichever is not applicable.

Signature of Insider

Form 1.10

Pursuant to Clause 12.1(d) of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

CONTINUAL DISCLOSURE
FROM COMPANY TO STOCK EXCHANGES

To:
BSE Limited
National Stock Exchange of India Limited

We attach the following disclosure(s) received from the Insiders for your perusal and records:

Sl. No.	Name of Insider	Date of receipt of Disclosure by the company
(1)	(2)	(3)

Please acknowledge receipt.

Thanking you,

Yours faithfully,
For **Modi Rubber Limited**

Compliance Officer

Form 1.11

Pursuant to Clause 12.1(e) of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

HALF-YEARLY DISCLOSURE

1.11A Disclosure of Securities held by the Key Managerial Personnel, Directors and Designated Employees

Name of Employee:

Equity shares / preference shares / debentures / other Securities *	Number of Securities held as on [previous half-year]	Number of Securities held as on [end of current half-year]
(1)	(2)	(3)

Designation:

*Delete whichever is not applicable.

1.11B Disclosure of Securities held by the Immediate Relatives of the Key Managerial Personnel, Directors and Designated Employees

Name and Relationship of the Immediate Relative	Equity shares / preference shares / debentures / other Securities *	Number of Securities held as on [previous half-year]	Number of Securities held as on [end of current half-year]
(1)	(2)	(3)	(4)

*Delete whichever is not applicable.

Signature of Insider

Form 1.12

(Pursuant to Clause 12.1(f) of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders)

ANNUAL DISCLOSURE

1.12A Disclosure of Securities held by the Key Managerial Personnel, Directors and Designated Employees

Name of Employee:

Designation:

Nature of Security Equity shares / preference shares / debentures / other Securities *	Number of Securities held as on [beginning of the year]	Number of Securities held as on [end of the year]
(1)	(2)	(3)

*Delete whichever is not applicable.

1.11B Disclosure of Securities held by the Immediate Relatives of the Key Managerial Personnel, Directors and Designated Employees

Name and Relationship of the Immediate Relative	Nature of Security (Equity shares / preference shares / debentures / other Securities *)	Number of Securities held as on [beginning of the year]	Number of Securities held as on [end of the year]
(1)	(2)	(3)	(4)

*Delete whichever is not applicable