



# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)

Corporate Identity Number (CIN)-LI5491WB1983PLC035793

## **CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY INSIDERS**

**(Effective from 15<sup>th</sup> May 2015)**

### **Introduction**

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interest of investors in general, had formulated the SEBI (Insider Trading) Regulations, 2015 under the powers conferred on it under Section 30 read with Section 11 of the SEBI Act, 1992.

This Code is being introduced by Kanco Tea & Industries Limited designed to fulfill the responsibility cast on the Company by Insider Trading Regulations, 2015 which will substitute the earlier code made in pursuant to Insider Trading Regulations, 1992 with effect from 15<sup>th</sup> May, 2015.

### **1. DEFINITIONS AS USED IN THE CODE**

- 1.1 **"Act"** means the Securities and Exchange Board of India Act, 1992.
- 1.2 **"Board"** means the Board of Directors of the Company.
- 1.3 **"Code"** or **"Code of Conduct"** shall mean the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders of Kanco Tea & Industries Limited as amended from time to time.
- 1.4 **"Company"** means Kanco Tea & Industries Limited.
- 1.5 **"Compliance Officer"** means Company Secretary, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations designated so and reporting to the Board of Directors 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board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.
- 1.6 **"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.





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)

Corporate Identity Number (CIN)-LI5491WB1983PLC035793

(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.

1.7 **"Dealing in Securities"** means an act of subscribing to, buying, selling or agreeing to subscribe to, buy, sell or deal in the securities of the Company either as principal or agent.

1.8 **"Designated Employee(s)"** shall include:

- (i) Manager of both Mackeypore & Lakmijan Tea Estate.
- (ii) General Manager (Marketing), Assistant General Manager (Accounts & Finance); and
- (iii) Any other employee as may be determined and informed by the Compliance Officer from time to time.

1.9 **"Director"** means a member of the Board of Directors of the Company.

1.10 **"Employee"** means every employee of the Company including the Directors in the employment of the Company.

1.11 **"Generally available Information"** means information that is accessible to the public on a non-discriminatory basis.

1.12 **"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

1.13 **"Insider"** means any person who,  
(i) a connected person; or





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)

Corporate Identity Number (CIN)-LI5491WB1983PLC035793

(ii) in possession of or having access to unpublished price sensitive information.

1.14 **"Key Managerial Person"** means person as defined in Section 2(51) of the Companies Act, 2013

1.15 **"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;

1.16 **"Securities"** shall have the meaning assigned to it under the Securities Contract (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund;

1.17 **"Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;

1.18 **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly

1.19 **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;

1.20 **"Unpublished Price Sensitive Information"** means: 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; and
- (vi) Material events in accordance with the listing agreement

1.21 **"Regulations"** shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.

1.22 **"Specified Persons"** means the Directors, connected persons; the insiders, the Designated Employees and the promoters and immediate relatives are collectively referred to as Specified Persons.

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





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)  
Corporate Identity Number (CIN)-LI5491WB1983PLC035793

2013) and rules and regulations made there under shall have the meanings respectively assigned to them in those legislation.

## 2. Role of Compliance Officer

- 2.1 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 if any, or to the Chairman of the Board of Directors on quarterly basis.
- 2.2 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.

## 3. Preservation of "Price Sensitive Information"

- 3.1 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.

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 Company is of informed opinion that the proposed transaction is in the best interests of the Company.
- Not attracting the obligation to make an open offer under the takeover regulations but where the board of directors of the Company is of informed opinion that the proposed transaction 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 limited and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

## 3.2 Need to Know:

- (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.





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217  
E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)  
Corporate Identity Number (CIN)-LI5491WB1983PLC035793

- (ii) All non – public information directly received by any employee should immediately be reported to the head of the department.

### 3.3 Limited access to confidential information

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

### 4. Prevention of misuse of "Unpublished Price Sensitive Information"

Employees and connected persons designed on the basis of their functional role ("designated persons") in the Company shall be governed by an internal code of conduct governing dealing in securities.

#### 4.1 Trading Plan

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.

#### 4.2 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) Entailing 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 values 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

- 4.3 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.

- 4.4 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 any unpublished price sensitive information in possession of the insider at the time of formulation of the plan has not become generally available at the time of commencement of implementation. The commencement of the Plan shall be deferred until such unpublished price sensitive information





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)

Corporate Identity Number (CIN)-LI5491WB1983PLC035793

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.

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

## 5. Trading Window and Window Closure

- 5.1 (i) The trading period, i.e. the trading period of the stock exchanges, called "trading window", is available for trading in Company's securities.  
(ii) The trading window shall be, inter alia closed 7 days prior to and till the time the unpublished price sensitive information is published.  
(iii) when the trading window is closed, the specified person shall not trade in the Company's securities in such period.  
(iv) 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.
- 5.2 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.
- 5.3 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 reopening of the trading window, however in any event it shall not be earlier than forty-eight hours after the information becomes generally available.
- 5.4 The trading window shall also be applicable to any person having contractual, fiduciary relation with the Company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the company.

## 6. Pre – clearance of Trade

All Specified Persons, who intend to deal in securities of the Company when the trading window is opened and if the value of the proposed trades is above 50000 shares or up to Rs. 10 Lakhs (market value) or 1% of total shareholding, whichever is less, should pre – clear the transaction. However, no designated person shall be entitled to apply for pre – clearance of any proposed





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)

Corporate Identity Number (CIN)-LI5491WB1983PLC035793

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 A) to the Compliance Officer indicating the estimated number of securities that the Specified Persons 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 B) shall be executed in favour of the Company by such Specified Person 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 "Price Sensitive Information" up to the time of signing the undertaking.
  - (b) That in case the specified person has access to or receives "Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction 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) All Specified Persons and their immediate relatives shall execute their transaction in respect of securities of the Company within one week after the approval of pre – clearance is given.
- (iv) The Compliance Officer shall grant approval (Annexure C) within 2 days from the date of acknowledgement and shall retain copies of all applications and acknowledgements.
- (v) The Specified Persons shall file within 2 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 D)
- (vi) If the transaction 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 derivatives 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





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor

31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)

Corporate Identity Number (CIN)-LI5491WB1983PLC035793

and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

## 7. Other Restriction

- 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 decision.
- The disclosure 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 purpose of this Code.
- The disclosures made under this Code shall be maintained for a period of five years.

## 8. Reporting Requirements for transactions in securities

### Initial Disclosure

- 8.1 Every promoter / Key Managerial Personnel / Director / Officers / Designated Employees of the Company, within thirty days of these regulations taking effect, shall forward to the Company the details of all holdings in securities of the Company presently held by them including the statement of holdings of dependent family members in the prescribed Form (Annexure E)
- 8.2 Every person on appointment as a Key Managerial Personnel or a director of the Company or upon becoming a promoter 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.

### Continual Disclosure

- 8.3 Every promoter, employee 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, aggregate to a traded value in excess of Rs. Ten Lakhs in the prescribed Form (Annexure F).
- 8.4 The disclosure shall be made within 2 working days of the receipt of intimation of allotment of shares, or the acquisition or sale of shares or voting rights, as the case may be.

## 9. Disclosure by the Company to the Stock Exchange(s)

- 9.1 Within 2 days of the receipt of intimation under Clause 8.3, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, all the information received.
- 9.2 The Compliance Officer shall maintain records of all the declarations in appropriate form given by the promoters/ directors / officers / designated employees for a minimum period of five years.







# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)

Corporate Identity Number (CIN)-LI5491WB1983PLC035793

## 10. Dissemination of Price Sensitive Information

- 10.1 No information shall be passed by Specified Persons by way of making a recommendation for the purchase or sale of securities of the Company.
- 10.2 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.
- Unanticipated questions may be taken on notice and a considered response may be 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.
- At least two Company representatives be present at meetings with analysts, media persons and institutional investors.

## 11 Penalty for contravention of the Code of Conduct

- 11.1 Every Specified Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her dependents).
- 11.2 Any Specified Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalized and appropriate action may be taken by the Company.
- 11.3 Specified Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in employees stock option plans etc.
- 11.4 The action by the Company shall also not prelude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015. !

## 12 Code of Fair Disclosure

A code of practices and procedures for fair disclosure of unpublished price sensitive information for adhering of principles is set out below:

- Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.





# KANCO TEA & INDUSTRIES LIMITED

(FORMERLY KNOWN AS DHANVARIDHI CONCERNS LIMITED)

Registered Office : "Jasmine Tower", 3rd Floor  
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217

E-mail : [contact@kancotea.in](mailto:contact@kancotea.in), Website : [www.kancotea.in](http://www.kancotea.in)  
Corporate Identity Number (CIN)-LI5491WB1983PLC035793

- Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- Appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
- Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosure made.
- Handling of all unpublished price sensitive information on a need to know basis.

## ANNEXURES

Annexure A - Specimen for application for pre – dealing approval

Annexure B - Format of Undertaking

Annexure C – Approval of Pre – clearance

Annexure D – Format for disclosure of transaction

Annexure E – Format of initial disclosure

Annexure F - Change in shareholding

Annexure G - Format for disclosure by connected persons as identified by the Company



1.8 **"Designated Employee(s)"** shall include:

- (i) Manager of Mackeypore Tea Estate, Lakmijan Tea Estate and Bamon Pookrie Tea Estate.
- (ii) General Manager (Marketing), Assistant General Manager (Accounts & Finance);  
and
- (iii) Any other employee as may be determined and informed by the Compliance Officer from time to time.

**Modified in the Board Meeting held on 29<sup>th</sup> March, 2017.**



**ANNEXURE A**  
**SPECIMEN OF APPLICATION FOR PRE – DEALING APPROVAL**

Date:

To,  
The Compliance Officer,  
Kanco Tea & Industries Limited,  
Jasmine Tower, 3<sup>rd</sup> Floor,  
31, Shakespeare Sarani,  
Kolkata- 700017

ISIN of the Company: INE398L01017

Dear Sir,

**Application for Pre – dealing approval in securities of the Company**

Pursuant to the SEBI (prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading, I seek approval to purchase / sale / subscription of ..... Equity shares/ preference 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 transaction		!
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)



**ANNEXURE B**  
**FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE**  
**APPLICATION FOR PRE - CLEARANCE**

**UNDERTAKING**

To,  
Kanco Tea & Industries Limited,  
Jasmine Tower, 3<sup>rd</sup> Floor,  
31, Shakespeare Sarani,  
Kolkata – 700017

ISIN of the Company: INE398L01017

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 for prevention of Insider Trading (the Code) up to the time of signing of this Undertaking.

In the event that I have access to or received any information that could be constructed 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 confirm 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.

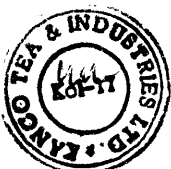
I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken.

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

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

Date:

Signature: .....



**ANNEXURE C**  
**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 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 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 Kanco Tea & Industries Limited**

(Compliance Officer)

Date: .....  
Encl: Format for submission of details of transaction



## ANNEXURE D

### FORMAT FOR DISCLOSURE OF TRANSACTION

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

To,  
The Compliance Officer,  
Kanco Tea and Industries Limited,  
Jasmine Tower, 3<sup>rd</sup> Floor,  
31, Shakespeare Sarani,  
Kolkata- 700017

ISIN of the Company: INE398L01017

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 with	Bought / sold / subscribed	DP ID / Client ID / Folio No.	Price (Rs.)

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period 5 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 transaction)
4. Copy of Delivery instruction slip (applicable in case of sale transaction)

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

Date: .....

Signature: .....

Name:

Designation:



**ANNEXURE E**  
**FORMAT FOR INITIAL DISCLOSURE OF SECURITIES**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**  
**[Regulation 7(1) (a) read with Regulation 6(2)]**

The Compliance Officer,  
Kanco Tea & Industries Limited,  
Jasmine Tower, 3<sup>rd</sup> Floor,  
31, Shakespeare Sarani,  
Kolkata – 700017

ISIN of the Company: INE398L01017

I, ....., in my capacity as ..... Of the Company hereby  
submit the following details of securities held in the Company as on 15<sup>th</sup> May, 2015 (Date of regulation  
coming into force)

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors / immediate relatives /others etc)	Securities held as on the date of regulation coming into force		% of Shareholding	Open Interest of the Future contracts held as on the date of regulation coming into force		Open Interest of the Option Contracts held as on the date of regulations coming into force	
		Type of security (For e.g. – shares, Warrants, Convertible Debentures etc.)	No.		Number of Units (Contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6		7	

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

Signature:

Designation:

Date:

Place:





## ANNEXURE F

Details of Change in Holding of Securities of Promoter, Employee or Director, Immediate Relatives and others

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

The Compliance Officer,  
Kanco Tea & Industries Limited,  
Jasmine Tower, 3<sup>rd</sup> Floor,  
31, Shakespeare Sarani,  
Kolkata – 700017

ISIN of the Company: INE398L01017

I, ....., in my capacity as ..... Of the Company hereby submit the following details of change in holding of securities of the Company:

Name, PAN No., CIN/DIN & address of Promoter/Employee/Director or with contact nos.	Category of Person (Promoters/ KMP / Directors / Immediate relatives / others etc)	Securities held prior to acquisition / disposal		Securities acquired / Disposed		% of shareholding		Date of allotment / acquisition of shares / sale of shares		Date of intim action to comp any	Mode of acquisition (market purchase / public rights / preferential offer / 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 e.g. – Shares, Warrant s, Converti ble Debentu res etc.)	No.	Type if security (For e.g. – Shares, Warrant s, Converti ble Debentu res etc.)	No.	Pre transac tion	Post transa ction	From	To			Buy		Sell		
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
												Value	Number of units (contract * Lot size	Value	Number of units (contract * Lot size	

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

Signature:  
Designation:  
Date:  
Place:



**ANNEXURE G**  
Transaction by other connected person as identified by the Company  
**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**  
**[Regulation 7(3)]**

The Compliance Officer,  
Kanco Tea & Industries Limited,  
Jasmine Tower, 3<sup>rd</sup> Floor,  
31, Shakespeare Sarani,  
Kolkata – 700017

ISIN of the Company: INE398L01017

I, ....., connected with the Company as ..... hereby submit the following securities of the Company held:

the Company held:																
Name, PAN No., CIN/DIN & address with contact nos.	Connection with the Company	Securities held prior to acquisition / disposal	Securities acquired / Disposed	% of shareholding		Date of allotment		Date of intimation to company	Mode of acquisition (market purchase / public rights / preferential offer / market / Inter – se transfer etc.	Trading in derivatives (specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
						advice / acquisition of shares / sale of shares	specify			Buy	Sell	Value	Number of units (contract * Lot size	Value	Number of units (contract * Lot size	
		Type of security (For e.g. – Shares, Warrants, Convertible Debentures etc.)	No.	Type if security (For e.g. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To							
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

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

Signature:  
Designation:  
Date:  
Place:

