

# **CHENNAI FERROUS INDUSTRIES LIMITED**

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## **Code of Conduct for Prevention of Insider Trading**

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**In compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as may be amended from time to time.**

**CHENNAI FERROUS INDUSTRIES LIMITED**  
**CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

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## 1. Introduction

The Securities and Exchange Board of India notified SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") effective from 15<sup>th</sup> May, 2015 which has laid down provisions to prevent Insider Trading of listed entities in India. The Regulations have also been subject to amendments from time to time to effectively govern the law relating to Insider Trading.

In compliance with the Regulations and amendments thereof, Chennai Ferrous Industries Limited (the "Company") has introduced a Code for Prohibition of Insider Trading ("Code"). This Code shall come into force with effect from May 15, 2015 and shall be amended suitably by the Board of Directors as and when there is any amendment in the Regulations.

## 2. Objective and Applicability

This Code is designed to regulate, monitor and report trading by the employees of the company and other connected persons in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereof, by adopting the minimum standards set out in Schedule B to these regulations, without diluting the provisions of these regulations in any manner.

This Code is applicable to all Designated Persons (as defined in Annexure A) and Immediate Relatives of Designated Persons.

## 3. Definition and Interpretation

- a) "Company" means Chennai Ferrous Industries Limited
- b) "Regulations" means Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereof
- c) "Code" means the Code of Conduct for Prevention of Insider Trading as amended time to time by the Board of Directors.
- d) "Designated Person(s)" shall mean the persons specified on the basis of their role and function in the organization in Annexure A to this Code. For the purpose of the Code, the term "Designated Person" shall include his/her immediate relatives and HUF of which such Designated Person is a member unless stated otherwise. This Code shall be applicable to the designated persons as specified, when such persons have access to unpublished price sensitive information or are reasonably expected to have such access.
- e) "Compliance Officer" in relation to the Company shall mean the Company Secretary appointed by the Board of Directors. The roles and responsibilities of the Compliance officer in relation to this Code shall be as stipulated by the Regulation.
- f) "Need to know" basis shall mean that Unpublished Price Sensitive Information shall be disclosed only to those within the Company who need the information to discharge their

duty and in whose possession, such information will not give rise to a conflict of interest or misuse of information.

Words and expressions used in this code but not defined shall have the meaning as given in the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.

#### **4. Unpublished Price Sensitive Information (UPSI)- Management**

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. Legitimate purpose shall be as specified in the Code of Practices & Procedures for Fair Disclosure of UPSI.

##### **4.1 Process for how and when people are brought 'Inside' on sensitive transactions**

- (i) The Compliance Officer in consultation with MD or CFO of the Company shall decide on how and when any person(s) should be brought 'inside' on any proposed or ongoing sensitive transaction(s).
- (ii) Any person(s) who has/have been brought inside on any proposed and/or ongoing sensitive transaction(s) and in receipt of unpublished price sensitive information shall be considered an "insider" for purposes of this Code and due notice shall be given to such persons, in the format as set out in Annexure B to this code.
  - a) To make aware such person that the information shared is or would be confidential.
  - b) To instruct such person to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.
  - c) To make aware to such person the duties and responsibilities attached to the receipt of such information and the liability attached to misuse or unwarranted use of such information.

##### **4.2 Responsibility of Designated Person /Insider**

- (i) No Insider shall communicate, provide or allow access to any UPSI related to the Company or its Securities to any person including other Designated Persons except in furtherance of legitimate purpose, performance of duties or discharge of legal obligation and to the extent allowed by the Regulations.
- (ii) No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

- (iii) Unpublished price sensitive information may be communicated, provided, allowed access to or procured by a Designated Person in connection with certain transactions that are permitted in the Regulations. However, the Company shall execute agreements with the Parties to contract confidentiality and non-disclosure obligations on the part of both parties and such parties shall keep information so received confidential, except for the limited purpose and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.
- (iv) Designated Person shall ensure to intimate the Compliance Officer in case of breach of the aforesaid provisions by him or any other employee of the Company.

#### 4.3 Restrictions imposed on Designated Persons/ Insiders

- (i) Designated Persons shall not trade in the securities of the Company or counsel any person to trade in the securities of the Company while in possession of UPSI except in compliance with the provisions of this Code or the Regulations. If Designated Persons had traded securities while in possession of UPSI, such trades will be presumed to have been motivated by the knowledge and awareness of such information in his possession. Exercise of stock options under the Company's Employee Stock Option Scheme ("ESOS") and other transactions specifically mentioned as exempted in the Regulations shall not be considered as trading/ purchase of the Securities of the Company except for disclosure requirements as stipulated under this Code.
- (ii) Designated persons shall not buy/sell securities of the Company during closure of "Trading Window", i.e. the period during which trading in the securities of the Company is prohibited.
  - a) The trading restriction period shall be made applicable from the end of every quarter and shall be opened after passing of 48 hours of conclusion of Board Meeting in which the Financial Results are approved.
  - b) The trading window restrictions mentioned shall not be applicable for transactions stipulated by the Regulations subject to compliances under SEBI (Prohibition of Insider Trading) Regulations, 2015.
  - c) The timing for re-opening of the trading window in other cases where Designated Persons can reasonably be expected to be in possession of UPSI shall be determined by the compliance officer taking into account various factors including the 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 forty-eight hours after the information becomes generally available.
- (iii) A designated person who is permitted to trade shall not execute a contra trade within six months following the prior transaction. The compliance officer may be empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate these regulations. Should a contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by the SEBI under the Act. The said restriction of six months shall not be applicable on the Securities arising out of exercise of stock options under ESOS of the Company.

- (iv) In addition to the above, Designated Persons are restricted from entering into transactions that are directly and/or indirectly not allowed by the Regulations.

#### 4.4. Permitted Transactions

Trading in the Securities of the Company can be done through the following ways in compliance with other conditions of this Code.

##### 4.4.1. Pre-clearance

When the trading window is open, trading by designated persons shall be subject to preclearance by the compliance officer, if the value of the proposed trades is above 10,000 shares or Rs. 10 lakhs (market value), whichever is lower over any calendar quarter.

- (i) An application may be made in the prescribed Form (**Annexure C**) 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 D**) 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 "Price Sensitive Information" up to the time of signing the undertaking.
  - b. That in case the Specified Employee has access to or receives "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) All Specified Persons having obtained pre clearance shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given. 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 (**Annexure F**). In case the transaction is not undertaken, a report to that effect shall be filed.
- (iv) If the order is not executed within seven days after the approval is given, the employee/director must obtain pre-clear for the transaction once again.
- (v) Pre- clearance of trades is not required for a trade executed as per an approved trading plan. Trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

##### 4.4.2. Trading Plan

- (i) An insider is entitled to formulate a trading plan for dealing in securities of the Company and shall 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.
- (ii) Trading Plan shall conform to the requirements as specified by the Regulations.
- (iii) The Compliance Officer shall review the Trading Plan to assess whether the plan would have any potential for violation of the Regulations and shall 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.

- (iv) 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.
- (v) 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.
- (vi) Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

## 5. Disclosure Requirements

- (i) The disclosure to be made by any person under this Code shall include those relating to trading by immediate relative(s) of such person and by any other person for whom such person takes trading decisions. This disclosure of trading in securities shall also include trading in derivatives and traded value of the derivatives shall be taken into account for the purpose of this Code.
- (ii) All designated persons on annual basis shall disclose their names, PAN or any other identifier authorized by law and their phone, mobile and cell numbers to the Company and as and when the information changes. The above details shall be submitted by the designated person for himself/herself/itself and for the following persons:
  - a. Immediate relatives of designated persons
  - b. Persons with whom such designated person(s) shares a material financial relationship
- (iii) The designated person shall also disclose the names of the educational institutions from which they have graduated and names of their past employers on a one time basis.
- (iv) Such disclosure will be preserved for a minimum of 5 years in compliance with the Regulation.

### 5.1. Initial Disclosure

SN	Disclosure-By Whom	Disclosure-To Whom	What to disclose	When
1.	Every promoter, member of the promoter group, KMP and Director	Company	Holding of securities of the company as on date of the Regulations taking effect ( May 15, 2015)	Within 30 days of these Regulations taking effect.(These Regulations are effective from 120th day of the date of notification i.e. on and from 15th May, 2015)
2.	Every person on appointment as a KMP or a Director of the Company or upon becoming Promoter or member of the promoter group.	Company	Holding of securities of the company as on date of appointment or becoming a promoter	Within 7 days of such appointment or becoming a promoter

## 5.2. Continual Disclosures

SN	Disclosure-By Whom	Disclosure-To Whom	What to disclose	When	How
1.	Every promoter, member of the promoter group, designated person and director.	Company	No. of securities acquired or disposed of within two trading days of such transaction or a series of transactions over any calendar quarter, aggregating to a traded value in excess of Rs. 10 lakhs or such other value as may be specified.	Within 2 trading days of such transaction	In the form and manner be specified by SEBI from time to time
2.	The Company	Stock Exchanges where the securities are listed	Receipt of disclosure or becoming aware of such information	within 2 trading days of the receipt of the disclosure or from becoming aware of such information.	In the form and manner be specified by SEBI from time to time

## 5.3 Disclosure by other connected persons

The company may at its discretion require any other connected person or class of connected persons to make disclosures of holdings and trading in securities of the company in such form and at such frequency as may be determined by the company.

## 6. Regulatory Measures

- (i) Designated persons (designated on the basis of their functional role in the organization) and immediate relatives of designated persons shall be governed by an internal code of conduct governing dealing in securities. The Compliance Officer shall administer the code of conduct.
- (ii) The Company shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in SEBI Regulations.
- (iii) The Board of Directors/Audit Committee of the Company shall review compliance of the Code atleast once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- (iv) The trading window shall be closed from the end of every quarter till atleast 48 hours after declaration of financial results. The gap between clearance of accounts by the Audit Committee and the Board Meeting shall be as narrow as possible and preferably on the same day to avoid leakage of UPSI.
- (v) Every Designated Person or his/her Immediate Relative who is in receipt of UPSI regarding the Company pursuant to a legitimate purpose or a need-to-know basis or in any other manner as provided in this Code or SEBI Regulations, are required to provide the details including their name, PAN and other details as may be required to maintain Company's digital database. Such data shall be maintained with adequate time stamping and audit trails to avoid tampering.



- (vi) The Board of Directors shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.
- (vii) On becoming aware of leak of UPSI or suspected leak of UPSI, the immediate superior of the department/ Company Secretary & Compliance Officer shall initiate appropriate inquiries and shall inform the Board promptly of such leaks, inquiries and results of such inquiries. Procedure to report leak of UPSI and methodology of investigation shall be as specified in the Policy for Inquiry in case of leak of UPSI.
- (viii) The compliance officer shall report to the board of directors and in particular, shall provide reports to the Chairman of the Audit Committee or to the Chairman of the board of directors regarding compliance of this Code and Regulations pertaining to it at such frequency as may be stipulated by the board of directors but not less than once in a year.

## **7. Powers, duties and responsibilities of the Company**

- (i) The Board of Directors of the Company shall have the authority to stipulate/ amend such formats as it may deem necessary for making applications for pre-clearance, reporting of trades executed, reporting of decisions not to trade after securing pre-clearance, recording of reasons for such decisions and for reporting level of holdings in securities within 4 days of execution of transaction to monitor compliance with these regulations.
- (ii) This Code shall be reviewed from time to time and the Board of Directors shall have the power to modify, amend or replace this Code in part or full, as may be thought fit from time to time.
- (iii) Violation of these regulations shall be informed to SEBI promptly where the securities are listed in such form and such manner as may be specified by SEBI from time to time.
- (iv) Chinese Wall - In order to prevent unauthorized access to UPSI, the Company shall, to the extent practical:
  - a. Separate those areas of the Company and its employees which have access to UPSI from other areas ("public areas").
  - b. Restrict access to inside areas to persons who are not required to access UPSI (on a need-to-know) basis.
  - c. If required, employees from the public area may be brought "over the wall" and given UPSI on a need-to-know basis, for specified time periods.
  - d. Restrict access to electronic databases where UPSI is stored on a need-to-know basis.
- (v) Employees/officers/directors of the company who violate the code of conduct shall also be subject to disciplinary action by the company, which may include wage freeze, suspension, etc. by the persons required to formulate the code of conduct under sub-regulations (1) and (2) of Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. Any amount so collected under this clause shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

**ANNEXURE A****DESIGNATED PERSONS**

The persons falling within the following categories shall be said to be Designated Persons, when such persons have access to unpublished price sensitive information or are reasonably expected to have access to such information. They shall be governed by this Code.

Sl.No.	Designated Persons
1.	All Directors of the Company
2.	Promoters of the Company
3.	Company Secretary, Chief Financial Officer
4.	Senior Management Personnel
5.	All employees of Accounts, Secretarial and Human Resource Department
6.	Any employee who has potential access to UPSI
7.	Such other persons as may be notified by the Compliance Officer as per direction of the Board of Directors

This list is subject to change from time to time as and when deemed as required by the Board of Directors.

**ANNEXURE -B****CONFIDENTIALITY NOTICE TO COVERED PERSONS**

This Confidentiality and Non-disclosure notice (this “**Notice**”) is given to you (The “**Receiving Party**”) by Chennai Ferrous Industries Limited (the “**Company or Disclosing Party**”), a Company incorporated under the Companies Act, 1956 having its registered office at Survey No.180-183,190 &191,Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Rd,Gummidipoondi, Tiruvallur Thiruvallur TN 601201 and shall come into effect immediately upon receipt of this Notice (the “Effective Date”) by the Recipient.

**A. DEFINITION OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

Unpublished Price Sensitive Information shall mean all information disclosed by Disclosing Party to Receiving Party that (i) is marked or otherwise communicated to be Unpublished Price Sensitive Information to the Receiving Party, or (ii) by its nature and circumstances of disclosure should be reasonably understood by Receiving Party to be an Unpublished Price Sensitive Information, or (iii) falls under the definition of Unpublished Price Sensitive information as defined by SEBI (Prohibition of Insider Trading) Regulations, 2015.

B. This Notice is given to the Receiving Party as he is or is intended to be, a recipient of Unpublished Price Sensitive Information and / or the Company reasonably believes that the Recipient has knowledge of any Unpublished Price Sensitive Information.

**Notice is hereby given that :**

1. In the course of discussions, the Company or its affiliates, employees, officers, directors, or agents (“**Representatives**”) may disclose (“**Disclosing Party**”) Unpublished Price Sensitive Information.

You understand that the Unpublished Price Sensitive Information (UPSI) may be shared with you and / or you may gain access to any Unpublished Price Sensitive Information.

**2.Handling UPSI.**

- (a) You acknowledge that UPSI to be shared with you including ancillary information is perceived by the Company to be disclosed to you strictly on a need to know basis and is in connection with the predetermined purpose.
- (b) You shall protect UPSI with the same care used for your own Unpublished Price Sensitive Information (and in no event less than a reasonable degree of care) and shall not use any UPSI except in connection with discussions and assessments related to the predetermined Purpose.
- (c) You shall not share, transfer, disclose or otherwise provide access to any UPSI to any third party, unless Company has authorized you to do so in writing prior to such disclosure.
- (d) You shall ensure that the UPSI shall be handled by you on a need to know basis and no UPSI shall be communicated to any person except in furtherance of legitimate purposes, performance of duties and legal obligations. Further, while sharing the UPSI in connection with the Purpose with other person you shall ensure that such person is aware of the duties and responsibilities as an

Insider and the liability that attaches to misuse of such UPSI under the Chennai Ferrous Industries Limited Code of Conduct for Prevention of Insider Trading and the SEBI (Prohibition of Insider Trading) Regulations, 2015.

- (e) In the event of a requirement to disclose UPSI, pursuant to point (d) above, in connection with the predetermined purpose, to persons other than the Employees of the Company and its subsidiaries, you shall ensure to provide a notice of confidentiality to such persons and shall ensure that they are covered by the Minimum Standards for Code of Conduct for intermediaries and Fiduciaries prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015.
- (f) In the event of a requirement to disclose UPSI, pursuant to point (d) above, in connection with the predetermined purpose, to the Employees of the Company and its subsidiaries, you shall disclose to the Compliance officer of Chennai Ferrous Industries Limited, the name of the Employees with whom the Unpublished Price Sensitive Information has been disclosed and details of the Unpublished Price Sensitive Information disclosed.
- (g) You shall be fully responsible and liable for the actions of your Representatives with respect to any Unpublished Price Sensitive Information.
- (h) Please note that you are deemed to be an Insider under the Chennai Ferrous Industries Limited Code of Conduct for Prevention of Insider Trading from time you are aware of the Unpublished Price Sensitive Information and shall remain to be an Insider until expiry of 48 hours of such Unpublished Price Sensitive Information is made public or the time till the transaction loses its commercial relevance, whichever is earlier.
- (i) You and your relatives shall not, directly or indirectly, trade or counsel to any other person to trade in the Company Securities until you are an Insider.

3. If Receiving Party is required by law to disclose any Unpublished Price Sensitive Information, Receiving Party shall furnish only that portion of the Unpublished Price Sensitive Information that is necessary in order to comply with such legal obligation. The Receiving Party shall (unless prohibited by law) provide Disclosing Party with written notice thereof.

4. You agree that upon the Company's request, you shall return or securely destroy all copies of any UPSI disclosed for the Purpose. You shall not retain any UPSI except (i) as required by applicable law, or (ii) as archived solely according to the Receiving Party's data recovery and security policies; in each case, provided that the confidentiality obligations of this Notice will continue to apply to such Unpublished Price Sensitive Information in perpetuity.

5. All notices, including leak of UPSI or suspected leak of UPSI shall be given through secure e-mail to the following persons upon your knowledge of leak or suspected leak of UPSI with all relevant facts which has come to your knowledge.

Compliance Officer  
Chennai Ferrous Industries Limited  
Survey No. 180-183, 190 & 191,  
Periya Obulapuram Village Nagaraja Kandigai,  
Madharapakkam Rd,  
Gummidipoondi,  
Tiruvallur Thiruvallur TN 601201

**ANNEXURE –C**  
**SPECIMEN OF APPLICATION FOR PRE-CLEARANCE OF TRADES**

Date:

To  
The Compliance Officer,  
Chennai Ferrous Industries Limited  
(Registered Office Address)

Dear Sir,

Sub: Application for pre-clearance of the transactions in the securities  
of Chennai Ferrous Industries Limited

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and the procedures laid down in Chennai Ferrous Industries Limited's Code of Conduct for Prevention of Insider Trading, I would like to pre-clear the transactions in the securities of the company as per details given below:-

Name:

Mention your nature of relationship with the Company:  
(Director/Officer/Designated Employee/Dependant)

Employee No.:	Designation:
Department:	Location:

- 1.Details of the transactions(buy/sell) :
- 2.Estimated No. of securities involved :
- 3.Name of Depository Participant, where the account is held :
- 4.DPID :
- 5.Client ID :
- 6.No. of shares already held in that A/c :
- 7.Proposed Date of dealing in securities :
- 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. Reasons for current transaction :

I request that I may be allowed to do this transaction as it does not violate the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Chennai Ferrous Industries Limited Code of Conduct for Prevention of Insider Trading.

I enclose herewith form of Undertaking signed by me.

.....  
(Signature of the employee)

Name of the Employee	:
Designation	:
Date	:
Place	:

**ANNEXURE-D****Format of Undertaking to be accompanied with application for pre- clearance**

I,....., son/daughter/wife of.....,residing in, being a designated official under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the company's code of conduct framed there under ,do hereby undertake that I am not in possession of or privy to any unpublished price sensitive information at 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 four 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 a fresh pre-clearance.

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

.....  
(Signature)

Name:

Designation:

Date:

Place:

**ANNEXURE-E**  
**FORMAT FOR PRE-CLEARANCE ORDER**

To,  
Name:  
Designation:  
Place:

Pre-Dealing Approval/Disapproval-Your application

This is to inform you that your request for dealing in .....(no's) 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 4 days from the date of transaction/deal. In case the transaction is not undertaken, a 'Nil' report shall be necessary.

Yours faithfully,  
For Chennai Ferrous Industries Limited

Compliance Officer

Date :

Encl: Format for submission of details of transaction



**ANNEXURE-F****FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS***(To be submitted within 4 days of transaction / dealing in securities of the Company)*

To  
 The Compliance Officer,  
 Chennai Ferrous Industries Limited  
 Survey No.180-183,190&191,  
 Periya Obulapuram Village Nagaraja Kandigai,  
 Madharapakkam Rd, Gummidipoondi,  
 Tiruvallur Thiruvallur TN 601201

Dear Sir,

Sub: Details of Pre-Approved Transactions

Ref: Your Approval Letter No.....dated.....

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	** First holder or Joint holder	No. of securities dealt with	Bought/sold/ subscribed	DP ID/Client ID Folio No	Price (Rs.)

\*\* "F" for first holder, "J" for joint holder

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 within 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 Insider Trading Code and/or applicable laws/regulations have been contravened for effecting the above said transactions(s).

Date :

Signature:

Name:

Designation: