

INSIDER TRADING POLICY

Oriental Trimex Limited

1. Preamble

Oriental Trimex Limited is committed to preserving the confidentiality of Unpublished Price Sensitive Information (UPSI) and preventing misuse of such information.

This Code of Conduct is framed in accordance with the **SEBI (Prohibition of Insider Trading) Regulations, 2015**, as amended from time to time.

2. Objective

The objectives of this Code are to:

- Regulate, monitor and report trading by Insiders
 - Prevent misuse of Unpublished Price Sensitive Information
 - Promote fair and transparent trading practices
 - Ensure compliance with SEBI regulations
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3. Applicability

This Code applies to:

- All Directors
 - Key Managerial Personnel (KMPs)
 - Designated Persons
 - Employees
 - Connected Persons and Immediate Relatives
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4. Definitions

4.1 Insider

“Insider” means any person who:

- Is a connected person; or
- Is in possession of or has access to UPSI



4.2 Unpublished Price Sensitive Information (UPSI)

Any information relating to the Company which is not generally available and which upon becoming generally available is likely to materially affect the price of securities, including:

- Financial results
- Dividends
- Change in capital structure
- Mergers, acquisitions, demergers
- Changes in key managerial personnel
- Material events under SEBI (LODR)

4.3 Designated Persons

Includes:

- Directors and KMPs
- Senior Management
- Employees in finance, accounts, secretarial and legal departments
- Any other person identified by the Compliance Officer

5. Compliance Officer

- The Company Secretary shall be the **Compliance Officer**
- The Compliance Officer shall be responsible for:
 - Monitoring compliance with this Code
 - Maintaining records
 - Granting trading window approvals
 - Reporting to SEBI and Stock Exchanges, where required

6. Trading Window

6.1 Opening of Trading Window

- Trading by Designated Persons shall be permitted only when the trading window is open

6.2 Closure of Trading Window

- The trading window shall be closed when UPSI exists
- It shall be closed at least:
 - From the end of every quarter till 48 hours after declaration of financial results
 - During consideration of other UPSI events



7. Pre-Clearance of Trades

- Designated Persons shall obtain pre-clearance for trades above the threshold limit prescribed by the Company
 - Application for pre-clearance shall be made to the Compliance Officer
 - Trades must be executed within **7 trading days** of approval
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8. Contra Trade

- Designated Persons shall not enter into contra trades (buy/sell within 6 months)
 - Any violation shall result in disgorgement of profits and disciplinary action
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9. Disclosure Requirements

9.1 Initial Disclosure

- Directors and KMPs shall disclose holdings at the time of appointment

9.2 Continual Disclosure

- Disclosure shall be made when transactions exceed the limits prescribed under SEBI regulations

9.3 Annual Disclosure

- Annual disclosure of securities held by Designated Persons and their immediate relatives
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10. Prohibition on Insider Trading

- No Insider shall trade in securities while in possession of UPSI
 - No Insider shall communicate UPSI except for legitimate purposes
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11. Penalty for Violation

Violation of this Code may result in:



- Disciplinary action by the Company
 - Wage freeze or suspension
 - Recovery of profits
 - Reporting to SEBI
 - Penalties as per SEBI laws
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12. Education & Awareness

- The Company shall conduct periodic training and awareness programs
 - Designated Persons shall acknowledge compliance with this Code annually
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13. Policy Review & Amendment

- This Code shall be reviewed periodically by the Board
 - Amendments shall be made to align with SEBI regulations
 - Statutory provisions shall prevail in case of conflict
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For Oriental Trimex Limited

