



ADC INDIA COMMUNICATIONS LIMITED

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

I. PURPOSE

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as "the Regulations") requires a listed company to formulate a Code of Conduct to Regulate, Monitor and Report Trading by its designated persons and immediate relatives of designated persons and other connected persons, towards achieving compliance with the said Regulations, adopting the minimum standards, set out in Schedule B to the Regulations, without diluting the provisions of the said Regulations in any manner.

To comply with the requirement of the Regulations, as amended and in supersession of the existing Code of Conduct for Prevention of Insider Trading, the following Code of Conduct to Regulate, Monitor and Report Trading by Insiders is hereby framed and will be effective from April 01, 2019.

II. DEFINITIONS

- (a) "**Act**" means Securities and Exchange Board of India Act, 1992 as amended from time to time
- (b) "**Board**" means the Board of Directors of the Company.
- (c) "**Code**" means this Code of Conduct for Regulating, Monitoring and Reporting of trading by insiders of the Company as amended from time to time.
- (d) "**Company**" means ADC India Communications Limited.
- (e) "**Compliance Officer**" means Company Secretary of the Company.
- (f) "**Connected Person**" means:
 - (i) any person who is or has during the six months prior to the concerned act been associated with the 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himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information ("UPSI") or is reasonably expected to allow such access.
 - (ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be Connected Persons unless the contrary is established -
 - (a) an immediate relative of Connected Persons specified in clause (i); or
 - (b) a holding company or associate company or subsidiary company; or
 - (c) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or
 - (d) an investment company, trustee company, asset management company or an employee or director thereof; or



- (e) an official of a stock exchange or of clearing house or corporation; or
- (f) a member of the 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.

(g) **"Designated Persons"** means:

- (i) Directors of the Company
- (ii) Promoters of the Company
- (iii) All employees in the Finance and Accounts, Secretarial and Legal Department; and
- (iv) All employees up to two levels below Managing Director.
- (v) Such other employees of the Company as may be determined by the Compliance Officer from time to time.
- (vi) Immediate relatives of the persons mentioned above.

(h) **"Director"** means a member of the Board of Directors of the Company.

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

(j) **"Immediate Relative"** means the spouse of the Designated Person, and includes parent, sibling, and child of such Designated Person or of the spouse, any of whom is either dependent financially on the Designated Person or consults the Designated Person in taking decisions relating to trading in securities.

(k) **"Insider"** means any person who is a connected person or in possession of or having access to unpublished price sensitive information.

(l) **"Material Financial Relationship"** means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding twelve months, equivalent to at least 25% of such payer's annual income but shall exclude relationships in which the payment is based on arm's length transactions.

(m) **"Promoter"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof.

(n) **"Promoter Group"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)



Regulations, 2018 or any modification thereof.

- (o) **"Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 or any modification thereof except units of mutual fund.
- (p) **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any Company's securities, and "trade" shall be construed accordingly.
- (q) **"Trading Day"** means a day on which the recognized stock exchanges are open for trading.
- (r) **"Unpublished Price Sensitive Information"** or **"UPSI"** means any information, relating to the 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 of the Company 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's, disposals and expansion of business and such other transactions;
 - (v) changes in key managerial personnel; and
- (s) **"Legitimate Purpose"**

"Legitimate purpose" shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions under the Regulations.

Words and expressions used in this Code and not defined hereinabove but defined in the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislations.

III. COMMUNICATION OR PROCUREMENT OF UPSI

- (i) All Price Sensitive 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/her legal obligations.

"Need to Know" means that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- (ii) No Insider shall communicate, provide, or allow access to any UPSI, relating to the Company or Securities of the Company to any person including other Insiders except where such communication is in furtherance of legitimate



purposes, performance of duties or discharge of legal obligations.

- (iii) No person shall procure from or cause the communication by any Insider of UPSI relating to the Company or Securities of the Company except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- (iv) Designated Persons shall maintain the confidentiality of all UPSI. They shall not pass on such information to any person, directly or indirectly.
- (v) Any UPSI may be communicated, provided, allowed access to or procured in connection with a transaction that meets either of the stipulations laid down in Regulation 3(3) of the Regulations, as amended from time to time.
- (vi) Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an “insider” for the purpose of this Code of Conduct and due notice shall be given to such person to maintain confidentiality of UPSI in compliance with the Regulations.
- (vii) If any UPSI is shared with any third party in furtherance of a legitimate purpose, the Compliance Officer shall ensure that such third party is bound by non-disclosure or confidentiality agreements which shall also mention the duties and responsibilities of such Person with respect to such UPSI and the liabilities involved if such person misuses or uses such UPSI in breach of these Regulations.
- (viii) The Company shall maintain a structured digital data base containing the details of the person or entity with whom UPSI is shared.

IV. TRADING RESTRICTIONS

- (i) No Insider shall trade in Securities of the Company that are listed or proposed to be listed on a stock exchange when in possession of UPSI.
- (ii) No Insider shall trade in Securities of the Company except when the Trading Window is open and the Insider is not in possession of UPSI.
- (iii) No Insider shall provide advise/tips to any third party on trading in Securities of the Company while in possession of UPSI.
- (iv) An Insider who has ceased to be associated with the Company shall not, for a period of six months from the date of such cessation, directly or indirectly trade in Securities of the Company while in possession of UPSI.
- (v) An Insider trading in Securities of the Company that are listed or proposed to be listed on a Stock Exchange when in possession of UPSI may prove his innocence by demonstrating the circumstances including the situations laid down in the proviso to Regulation 4 (1) of the Regulations.
- (vi) In the case of Connected Persons, the onus of establishing that they were not in possession of UPSI shall be on such Connected Persons and, in other cases, the onus would be on the Securities and Exchange Board of India.
- (vii) When a person has traded in Securities of the Company while in possession of unpublished price sensitive information, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.



VI. TRADING WINDOW

- (i) The Compliance Officer shall notify a "Trading Window" for trading in the securities of the Company by the Designated Persons.
- (ii) Designated persons shall not Trade in the Securities of the Company when the Trading Window is closed.
- (iii) The trading window shall generally be closed for all Insiders from the end of each quarter for which financial results are required to be announced by the Company and the second trading day after disclosure of such financial results.
- (iv) All Designated 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 or during any other period as may be specified by the Compliance Officer from to time.
- (v) Additionally, the Trading Window shall be closed in particular for a Designated Person or a class of Designated Persons when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of unpublished price sensitive information, for such periods as may be determined by the Compliance Officer.
- (vi) The Compliance Officer shall decide the timing for re-opening of the Trading Window, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.

VII. PRE-CLEARANCE OF TRADES

All Designated Persons, who intend to deal in the securities of the Company when the Trading Window is open, shall do so only after pre-clearance of the transactions as per the procedure prescribed hereunder. Such pre-clearance shall be required, only if the value of the proposed trades, whether in one transaction or a series of transactions in any financial year exceeds Rs. 10 lakhs (market value) or such other limits as the Board may stipulate. However, no designated person shall be entitled to apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information even if the trading window is not closed and hence, he shall not be allowed to trade.

The pre-clearance procedure shall be hereunder:

- (i) The Designated Person shall make an application in the prescribed form (Annexure 1) to the Compliance Officer. Such application should be accompanied by an undertaking executed in favor of the Company in the prescribed form (Annexure 2) and such other documents/details as may be prescribed by the Compliance Officer in this behalf.
- (ii) The Compliance Officer shall consider the application made as above and shall approve it not later than two days of the date of the application unless he is of the opinion that grant of such an approval would result in breach of the provisions of this code or the Regulations. Every approval letter shall be issued in prescribed form (Annexure 3).
- (iii) Designated Persons shall execute their Trade in respect of securities of the Company within 7 (seven) Trading Days after the approval of pre-clearance is given by the Compliance Officer. The Designated Person shall submit within 2 (two) days of the execution of the Trade, the details of such Trade to the Compliance Officer in the prescribed form (Annexure 4).



- (iv) If the pre-cleared Trade is not executed within seven Trading Days after the approval is given, the Designated Person must pre-clear the transaction again.
- (v) Pre-clearance of trades shall not be required for a trade executed as per an approved trade plan.
- (vi) All Designated person who trades in the Securities of the Company without complying with the pre-clearance procedure as envisaged in this Code or gives false undertakings and/or makes misrepresentations in the undertaking executed by him/her while complying with the pre-clearance procedure shall be subjected to the penalties as envisaged in this Code.
- (vii) All Designate Persons who buy or sell any number of shares of the Company shall not enter into a contra trade i.e. sell or buy any number of shares during the next six months following the prior transaction. In case any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI. The Compliance Officer may waive off the holding period in case of sale of securities in personal emergency after recording reasons for the same. However, no such sale will be permitted when the Trading window is closed.

VIII. TRADING PLANS

- a. An Insider shall be entitled to formulate a trading plan and present it to the Compliance Officer for approval and public disclosure pursuant which trades may be carried out on his/her behalf in accordance with such plan.
The 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 Company and the second trading day after the disclosure of such financial results.
 - (iii) entail trading for a period of not less than twelve months.
 - (iv) not entail overlap of any period for which another Trading Plan is already in existence.
 - (v) set out either the value of trades to be effected or the number of Securities of the Company 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 of the Company for market abuse.
- b. The Compliance Officer shall review the Trading Plan to assess whether the plan would have any potential for violation of the Regulations and shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.



- c. 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 of the Company outside the scope of the Trading Plan.
- d. If at the time of formulation of the plan, the Insider is in possession of any UPSI that has not become generally available, the implementation of the Trading Plan shall not be commenced. The commencement of the Trading Plan shall be deferred until such UPSI becomes generally available information.
- e. Upon approval of the Trading Plan, the Compliance Officer shall notify the plan to the stock exchanges on which the Securities of the Company are listed.

IX. DISCLOSURES

A. Initial Disclosure

- a. Every promoter, member of the promoter group, Key Managerial Personnel and Director of the Company and each of their immediate relatives shall disclose to the Company his holdings of Securities of the Company, within thirty days of the Code taking effect in the prescribed form (Annexure 5).
- b. Every person on appointment as a Key Managerial Personnel or a Director of the Company or upon becoming a promoter or member of the promoter group shall disclose his/her holding of securities of the Company as on the date of appointment or becoming a promoter, to the Company within seven days of such appointment or becoming a Promoter in the prescribed form (Annexure 6).

B. Continual Disclosure

- a. Every Designated person shall disclose to the Company names and Permanent Account Number or any other identifier authorized by law of the following of the following persons on an annual basis and as and when the information changes:
 - Immediate relatives
 - Persons with whom such designated person(s) shares a material financial relationship.
 - Phone and mobile numbers which are used by them.
 - Educational institutions from which designated persons have graduated and names of their past employers.
- b. Every promoter, member of the promoter group, designated person and director of the Company shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs.10 lakhs in the prescribed form (Annexure 7).
- c. The Company shall within a period of two (2) working days from the date of receipt of such disclosures or becoming aware of such information inform the Stock Exchanges particulars of such trade.



C. Disclosure by other Connected persons

The Compliance Officer may, require any other Connected Person to disclose the holdings and trading in securities of the Company in the prescribed form (Annexure 8) at such frequency as he may determine in order to monitor compliance with the Code or the Regulations.

- D.** All Designated persons shall make an annual disclosure of their holding, and the holding of their Immediate Relatives and of any person for whom such person takes trading decisions of the securities of the Company to the Compliance Officer as on 31st March of each year. Such disclosure shall be made by 30th April of each financial year in prescribed form (Annexure 9).

X. MISCELLANEOUS

- a. The Compliance officer shall provide the Audit Committee of the Board, on a quarterly basis, all the details of Trading in securities of the Company by the Designated Persons including any violations of the Code.
- b. The Audit Committee shall review compliance with the provisions of these Regulations at least once in a financial year and shall verify that the systems for internal controls which are required to be maintained per these Regulations are adequate and are operating effectively.
- c. In compliance with the Chinese Walls procedures, all files, papers and records including computer files shall be kept secure and employees in possession of such files, papers and records shall be provided with necessary infrastructure to maintain confidentiality and they shall not communicate to or share with anyone other than communication required to be made in the ordinary course of business or under law.
- d. The Compliance Officer shall maintain an updated list of the Designated Persons and records of all disclosures and undertakings submitted by them for a period of five years.
- e. The Company shall initiate appropriate inquiries on becoming aware of leak of UPSI or suspected leak of UPSI in accordance with the policy formulated by the Board and inform the Board promptly of such leaks, inquiries and results of such inquiries.
- f. Any person who becomes aware of any violation of this Code or leakage/suspected leakage of any UPSI can report the same under the Company's Whistle blower policy.

XI. PENALTY OF CONTRAVENTION OF THE CODE OF CONDUCT

- a. Every Designated Persons shall be individually responsible for complying with the provisions of this Code (including to the extent the provisions hereof are applicable to their Immediate Relatives).
- b. Designated Persons who trades in securities or communicates any information for trading in securities, in contravention of this Code may be subject to disciplinary action by the Company which may include wage freeze, suspension or termination of employment.



- c. Action taken by the Company for violation of the Regulations and the Code against any person shall not preclude SEBI from taking any action for violation of the Regulations or any other applicable laws/rules/regulations.
- d. In case it is observed by the Compliance Officer that there has been a violation of the Code or the Regulations by any person, he/she shall forthwith inform the Board of Directors about the violation. The penal action will be initiated on obtaining suitable directions from the Board of Directors. The Compliance Officer shall simultaneously inform SEBI about such violation. The person, against whom information have been furnished by the Compliance Officer to SEBI for violation of the Code or the Regulations, shall provide all information and render necessary co-operation and assistance as may be required by the Company, Compliance Officer or SEBI in this connection.

XII. AMENDMENTS TO THE CODE

Board of Directors of the Company shall have power to amend or modify this Code in part or in full as may be thought fit by them.



ANNEXURE 1

APPLICATION FORM FOR PRE-CLEARANCE OF TRADES

Date:

To,
The Compliance Officer,
ADC India Communications Limited
Bangalore

Dear Sir,

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading, I/my Immediate Relatives seek approval to purchase / sell----- securities of the Company as per details given below:

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

I enclose herewith the form of Undertaking.

(Signature of Applicant)



ANNEXURE 2

UNDERTAKING

To,
The Compliance Officer
ADC India Communications Limited,
Bangalore

I, _____ being a Designated Person as per the Code for trading in the securities of the Company residing at ----- am desirous of trading in _____* Equity 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 up to the time of signing this Undertaking.

In the event that I have access to or receive 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 trading 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 trade within seven days of the receipt of approval failing which I shall seek pre-clearance again.

I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case what is undertaken by this undertaking are found to be misrepresented or incorrect at any time.

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

*indicate number of shares

(Signature of the Applicant)

Place:

Date:



ANNEXURE 3

PRE-CLEARANCE ORDER

Date:

Approval No:

To,
Name
Designation

This is to inform you that your request for trading in _____ (nos) Equity Shares of the Company as mentioned in your application dated _____ is approved. Please note that the said transaction must be completed within seven days from the date of this letter.

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

Yours faithfully,
For ADC India Communications Limited

COMPLIANCE OFFICER



ANNEXURE 4

DISCLOSURE OF TRANSACTIONS

(To be submitted within two days of transaction/trading in Securities of the Company)

To,
The Compliance Officer,
ADC India Communications Limited,
Bangalore

I hereby inform that I

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

Name of holder	No. of Securities traded	Bought/sold	Folio No./DP ID/Client ID	Price (Rs.)

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 transaction(s).

Signature

Name:

Place:

Date:



Annexure 5

Form A
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(1)(a) read with Regulation 6(2) - Initial disclosure to the Company]

Name of the company:

ISIN of the company:

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Name, PAN, 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
		Type of security (For eg-Shares,Warrants,Convertible Debentures etc)	No.	
1	2	3	4	5

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

Details of Open Interest (OI) in derivatives of the Company held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

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 regulation coming into force		
Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
6	7	8	9	10	11

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name & Signature:

Designation:

Date:

Place:



**Annexure 6
FORM B**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(1)(b) read with Regulation 6(2) - Disclosure on becoming a director/KMP/Promoter]**

Name of the company:

ISIN of the company:

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

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (Promoters/ KMP / Directors / immediate Relative to/others etc.)	Date of appointment of Director /KMP or Date of becoming Promoter	Securities held at the time of becoming Promoter /appointment of Director/KMP		% of Shareholding
			Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5	6.

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

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

Open Interest of the Future contracts held at the time of becoming Promoter/ appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/ appointment of Director/KMP		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contacts*lot size)	Notional value in Rupee Terms
7	8	9	10		12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name & Signature:

Designation:

Date:

Place:



**Annexure 7
FORM C**

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

Name of the company: _____

ISIN of the company: _____

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relatives/ others etc.)	Securities held prior to acquisition/ disposal		Securities acquired / Disposed				Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market / public/rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ pledge / Revoke/ Invoke)	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

Note: In case of Options, notional value shall be calculated based on Premium plus strike price to options.

Name & signature: _____

Designation: _____

Date: _____

Place: _____



**Annexure 8
FIRM D**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(3)-Transactions by Other connected persons as identified by the Company]**

Details of trading in securities by other connected persons

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the company	Connection with company	Securities held prior to acquisition/ disposal		Securities acquired / Disposed			Securities held post acquisition / disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market / public/rights/ Preferential offer/ off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		
1	2	3	4	5	7	8	9	10	11	12	13	14

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

Details of trading in derivatives by other connected persons as identified by the company.

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

Note: In case of Options, notional value shall be calculated based on premium plus strike price to options.

Name:
Signature:
Date:
Place:



ANNEXURE 9

ANNUAL STATEMENT OF HOLDINGS BY DIRECTORS/KEY MANAGERIAL PERSONNEL/DESIGNATED PERSON AND THEIR IMMEDIATE RELATIVES

To
The Compliance Officer
ADC India Communications Limited
Bangalore

Dear Sir

Subject: Statement of Shareholdings in the Company

As on _____, I along with my Immediate Relatives hold the securities of the Company, the details of which are as under:

Description of Security:

Name of Holder	Physical Holdings	Electronic Holdings		Total Holdings
	Folio No.	DP ID	Client ID	

Signature
Name:
Place:
Date: