

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[As envisaged under Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015] ("the Regulations")
(as amended w.e.f November 11, 2022)

Introduction:

The Board of Directors of Vadilal Enterprises Limited has always thrived to conduct its business in a fair and transparent manner with a view to protect the interest of all the stakeholders of the Company.

The Securities and Exchange Board of India ("SEBI"), in its endeavor to (i) protect the interests of investors in general; and (ii) put in place a framework for prohibition of insider trading in securities, notified the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") on January 15, 2015 effective from May 15, 2015.

Further, SEBI, on December 31, 2018 and January 21, 2019, notified various amendments to the Regulations, which have come into force on and from April 1, 2019 and January 21, 2019 respectively.

Regulation 8 contained in Chapter - IV of SEBI (Prohibition of Insider Trading) Regulation, 2015, provides for the formulation of a "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (hereinafter referred to as the "Code").

This code has been made pursuant to Regulation 8 & 9 of the SEBI (Prohibition of Insider Trading) Regulation, 2015 as amended from time to time and may be modified by the Board of Directors of the Company from time to time.

In view the aforesaid provisions, the Code was approved & adopted by the Board of Directors (the "Board") Vadilal Enterprises Limited (the "Company") in the meeting held on 11th November, 2022

Definitions:

1. **"Board"** means the Board of Directors of the Company.
2. **"Code"** means the Code of practices and procedures for Fair Disclosures of Unpublished Price Sensitive Information.
3. **"Company"** means Vadilal Enterprises Limited.
4. **"Compliance Officer"** means the Company Secretary of Vadilal Enterprises Limited.
5. **"Unpublished Price Sensitive Information" ("UPSI")** means any information, relating to the Company or its securities, directly or indirectly, that is not generally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 and shall, ordinarily including but not restricted to, information relating to the following:

- a. Financial Results;
 - b. Dividends if any;
 - c. Change in Capital Structure;
 - d. Mergers, De-mergers, Acquisitions, Delisting, Disposals and Expansion of Business and such other transactions;
 - e. Changes in Key Managerial Personnel;
6. "Concerned Adviser / Consultants / Retainers" of the Company means such Advisers or Consultants or Retainers or Professionals who in the opinion of the Company may have access to unpublished price sensitive information.
7. **"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 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 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 a company or his immediate relative or banker of the company, has more than ten per cent. of the holding or interest;

8. **“Designated Person”** means –

- (i) All Directors whether executive, non-executive or independent;
- (ii) Chief Executive Officer (CEO), Chief Financial Officer (CFO) and Company Secretary (CS);
- (iii) *Chief Administrative Officer/ Chief Operating Officer;*
- (iv) *Permanent Invitees/invitees to the board meeting and committee meetings;*
- (v) Members of executive committee of the company not being directors;
- (vi) All employees of Manager cadre and above in Finance, Accounts and Secretarial Departments;
- (vii) All employees of General Manager cadre and above in all other Departments of the Company;

All capitalized terms used in this policy document but not defined herein shall have the same meaning ascribed to such term in the SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and the Rules framed there under, as amended from time to time.

INTERPRETATION

- 1) 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 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislations.
- 2) This Code can be modified/amended/alterd only by Board of Directors of the Company.
- 3) But in case of any statutory modification or amendment or alteration of the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015, the newly modified/amended/alterd provisions of the Regulation shall be deemed to be implemented in the Code immediately with effect from the date of the statutory notification for modification or amendment or alteration etc.

The amended code should be placed before the Board of Directors of the Company in the Board Meeting held immediately after the date of statutory notification for modification/amendment/alteration etc of the Regulation for noting.

APPLICABILITY

This Code shall be applicable to all the Directors / Officers / Designated Person, present and future.

CODE

A) Trading Plan

1. An insider shall be entitled, at his option, to formulate a trading plan for dealing in securities of the Company and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out with such plan.

Such 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) 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 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

2. The Compliance Officer shall review such trading plan to assess whether the plan would have any potential for violation of these 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.

3. 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 UPSI in possession of the Insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation and in such event the Compliant Officer shall confirm that the commencement ought to be deferred until such UPSI becomes generally available information so as to avoid a violation of sub-regulation (1) of regulation 4.

4. Upon approval of the trading plan, the Compliance Officer shall notify the plan to the stock exchanges on which the securities are listed.

5. A notional window shall be used as an instrument of monitoring trading by Designated Persons. The Compliance Officer should close trading window when he determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of UPSI. Such closure shall be imposed in relation to such securities to which such UPSI relates. During closure of notional window, Designated Persons and their immediate relatives shall not trade in securities when the trading window is closed.

B) Pre-clearance of trades

1. When the trading window is open, any Designated Person shall trade in Securities of the Company subject to pre-clearance by the Compliance Officer if the value of the proposed trades is above or at Rs.10 Lac. However, no Designated Person shall be entitled for pre-clearance of any proposed trade if such Designated Person is in possession of UPSI if the trading window is not closed.

2. Designated Person who proposes to execute trade in Securities of the Company shall submit an application duly filled and signed to the Compliance Officer. The format of application is annexed as **Annexure "A"**.

3. Prior to approving any trades, the Compliance Officer shall seek declarations to the effect that the applicant for pre-clearance is not in possession of any UPSI. He shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.

4. The Compliance Officer shall confidentially maintain a list of such securities as a "restricted list" which shall be used as the basis for approving or rejecting applications for preclearance of trades.

5. The Compliance Officer shall approve / reject pre-clearance application within four days in **Annexure "B"**.

6. Designated Person shall execute pre-cleared trade within seven trading days from approval and shall report his trade details to Compliance Officer in **Annexure "C"** within 2 trading days from the trade. In case non-trading, Designated Person shall report his decision of non-trading along with reasons to Compliance Officer in Annexure "C".

7. In case of failure in executing trade within seven trading days, Designated Person shall be required to take fresh pre-clearance for the trades to be executed in **Annexure "A"**.

8. Designated Person who is permitted to trade shall not execute a contra trade within next six months from previous transaction. The Compliance Officer is empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing without violating the Regulations. If contra trade is 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 for credit to the Investor Protection and Education Fund.

C) Special Responsibilities and Restrictions on Designated Persons

The special responsibilities and restrictions imposed on Designated Persons are:

a) Furnish Initial Disclosure about the number of securities of the Company held by him/her and his / her immediate relatives, within 30 working days of implementation of this code or within 30 working days of joining the Company or becoming designated person.

b) Obtain prior clearances of the Compliance Officer before dealing in securities exceeding such threshold limit as may be notified from time to time.

c) Not to deal in securities, during certain closed periods as may be notified generally or from time to time.

d) Preserve Unpublished Price Sensitive Information.

e) Designated persons shall not communicate, provide or allow access to any unpublished price sensitive information, relating to the Company or Securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligation.

f) Not to pass on any Price Sensitive Information to any person (including but not limited to his or her family members, friends, business associates etc.) directly or indirectly by way of making recommendation for trading in Company's securities.

g) Not to communicate Price Sensitive Information in situation in which there would be an uncertainty as regards conflict of interest or the possibility of misuse of the information.

h) Not to discuss or disclose Price Sensitive Information in public places.

i) Not to disclose Price Sensitive Information to any Employee who does not need to know the information for discharging his or her duties or responsibilities.

j) Not to apply for pre-clearance and trade plan when in possession of Unpublished Price Sensitive Information even though the closed period is not notified till such time the Unpublished Price Sensitive Information becomes generally available.

k) Not to execute contra trade within a period of 6 months from the date of last transaction either by self or through immediate relatives. Provided that this restriction shall not be applicable for trades pursuant to exercise of stock options.

If the opposite transactions are executed in violation of this provision, 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 SEBI.

Such persons may however apply to the Compliance Officer in for waiver of the restriction on contra trade, if there is a need to sell the said securities due to personal emergency.

Every Designated Person is required to maintain strict confidentiality of all Unpublished Price Sensitive Information and prohibited from passing on such information to any person directly or indirectly. Attention is specifically drawn to Regulation 3(i) of the PIT Regulations, which prohibit an insider to communicate, provide, or allow access to any Unpublished Price Sensitive Information relating to the Company or its securities listed or proposed to be listed. All data, documents, information, forms, records, files (physical as well as soft files) are required to be kept secure and confidential by all the Designated persons. All information within the organization shall be handled on need to know basis.

When a person who has traded in securities has been in possession of unpublished price sensitive information, his/her trade would be presumed to have been motivated by the knowledge and awareness of such information in his possession.

D) Disclosure by Certain Persons.

Continual Disclosure

1. Every promoter, member of promoter group, director and Designated Person 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 lac in the form specified in Annexure "F"**.

2. The company shall notify the particulars of such trading to the stock exchange on which the securities are listed within two working days of receipt of the disclosure or from becoming aware of such information.

Annual Disclosure

Every promoter, director and Designated Person of the Company shall disclose their holding of Securities on annual basis within 30 days from conclusion of every financial year of the Company in the form specified in **Annexure "G"**.

E) Mechanism for Prevention of Insider Trading

The Company has adopted system of internal controls which mainly consist of the following, to prevent dealing in securities by insiders with misuse of unpublished price sensitive information:

1. All employees who have access to unpublished price sensitive information are identified as designated employee
2. All unpublished price sensitive information shall be identified and its confidentiality shall be maintained by designated employee and others who have knowledge of unpublished price sensitive information.
3. Adequate restriction shall be placed on procurement, communication and sharing of unpublished price sensitive information by designated employee and others who have knowledge of unpublished price sensitive information.
4. Audit Committee shall review once in a financial year, the process to evaluate effectiveness of the above said internal controls and shall verify that the system for internal control are adequate and are operating effectively.

F) Dealing in case of Suspected Leak or Leak of Unpublished Price Sensitive Information (UPSI)

1. Inquiry for Leakage of UPSI

All UPSI shall be handled on a need to know basis only. In case of any UPSI is proposed to be provided, the person proposing to provide the information shall consult Chief Financial Officer / Company Secretary / Chairman and Managing Director in advance.

In case any UPSI is leaked or is suspected to be leaked by any insider, the Compliance Officer will investigate the matter and collect / gather the evidences and will report to the Chairman of

Audit Committee. The Chairman of the Audit Committee will thereafter convene meeting of Audit Committee depending on severity of the matter.

2. Process for inquiry

All the matters concerning leak of UPSI or suspected leak of UPSI, will be thoroughly investigated by Compliance Officer/Chief Financial Officer (CFO). Such team / Chief Financial Officer may at their discretion, consider involving external investigators for the purpose of the investigation.

The Compliance Officer/Chief Financial Officer may ask the concerned insider to remain present for investigation, discussion etc. and for such investigation task team may ask for personal bank account statement or such other details or documents as it deems fit.

3. Powers of Compliance Officer / CFO

The powers of Compliance Officer / CFO for inquiry under this clause are as under.

- i) To investigate the matter
- ii) To ask concerned insider for personal presence, examination, cross examination etc
- iii) To call for personal information/documents from insider
- iv) To file complaint, if required, before police authority / Designated cell under Information Technology Act, 2000
- v) To retain the documents gathered during investigation
- vi) To report to Audit Committee

4. Report to Audit Committee for appropriate action

The Compliance Officer / CFO will report to the Chairman of the Audit Committee and upon receipt of report by the Chairman, he will convene meeting of the Audit Committee, depending on severity of the matter. The Audit Committee based on such report decides the suitable action including but not limited to withholding of salary / termination of employment / monetary penalty.

G) Consequences of Default / Penalties for Contravention

Consequences of default include the following:

Every Designated Person shall be individually responsible for complying with the provisions of this Code (including to the extent the provisions hereof are applicable to his / her immediate Relatives).

The Designated person, who violates this Code shall, in addition to any other penal action that may be taken by the Company pursuant to the law, also be subject to disciplinary action including termination of employment, suspension, wage freeze, non-participation in future employee stock option or any other appropriate action as may be imposed by the Audit Committee / Board.

In any non-adherence is observed, the Compliance officer shall cause an internal enquiry and if non-compliance is established, he shall report to the Chairman & Managing Director / CEO and after further inquiry or investigation or direction, the Chairman & Managing Director / CEO will decide further course of action including reporting to the Board of Directors.

In case of any non-observance of this code by any Director, the same shall be decided by the Board.

Action taken by the Company for violation of this code against any Designated Person will not preclude the SEBI from initiating any action for violation of the Regulations or any other applicable laws, rules, directions, etc. Accordingly, in addition to the action taken by the Company, the person violating this Code and Regulations will also be subject to action by SEBI.

In case the Board of Directors of the Company observed and determined that there has been violation of this code and Regulations, it is mandatory for the Board to inform the SEBI about such violation, as per the Regulations.

- i. As per the Section 15G and 24 of the Act, Insider, who violate the PIT Regulations, are liable to a penalty that may be imposed by SEBI which shall not be less than Rs. 10 lakhs but which may extend to Rs. 25 crores or 3 times the amount of profit made out of the Insider Trading, whichever is higher and shall also punishable with imprisonment for a term extending to 10 years or a fine up to Rs. 25 crores or with both.
- ii. As per Section 11(C) (6) of the Act, if any person without justifiable reason, refuse to cooperate in any investigation by SEBI with respect to Insider Trading, then he shall be punishable with an imprisonment for a term extending up to one year, or with fine up Rs. 1 Crore or with both, and also with further fine up to Rs. 5 lakh for every day of such non co-operation.
- iii. As per Section 11(4) (b) of the Act, SEBI is also empowered to pass directions to such insider not to deal in the concerned securities in any particular manner and/or prohibit him from disposing of the concerned securities and/or declaring the concerned transaction(s) of securities as null and void, restraining the insider from communicating or counseling any person to deal in Securities.
- iv. When a person who was traded in securities has been 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. This onus is on the insider to prove that they are innocent.

Any violations under the PIT Regulations and this Code will be reported by Compliance Officer to SEBI.

Principles of Fair Disclosure of Unpublished Price Sensitive Information:

The Company shall adhere to the following principles of fair disclosure of Unpublished Price Sensitive Information with respect to it or its securities, which is likely to affect price of the securities:

1. The Company will make 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.
2. The Company shall ensure uniform and universal dissemination of Unpublished Price Sensitive Information to avoid selective disclosure.
3. The Company Secretary shall act as Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished Price Sensitive Information.
4. The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company will provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
6. The Company will ensure that, information, if any, shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company will develop best practices to make available transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the website of the Company to ensure official confirmation and documentation of disclosures made.
8. The Company shall handle of all Unpublished Price Sensitive Information on a need to know basis.

Sharing of UPSI for Legitimate Purpose:

The UPSI may be shared by (A) any Promoter, Director, Key Managerial Personnel, or Functional Head (herein collectively or individually may be referred to as the "Personnel") and/or (B) such other person(s) as may be authorized by any of the said Personnel of the Company (herein referred to as the "Authorised Persons") as may be required, only in furtherance of legitimate purpose(s) which shall include any or all of the following:

1. 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 of the Regulations.
2. Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of the Regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with the Regulations.

3. Any person in receipt of unpublished price sensitive information pursuant to a "Legitimate Purpose" shall be given due notice to maintain confidentiality of such unpublished price sensitive information in compliance with the Regulations.

GENERAL

Employees are advised to pursue the Code and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, carefully and acquaint themselves with all the provisions contained therein. The Compliance Officer will be available for clarification / assistance that may be necessary.

ANNEXURE "A"

Application-cum-Undertaking for Pre-clearance

Date:

To,
The Compliance Officer,
Vadilal Enterprises Limited
Ahmedabad.

Sub: Application for Pre-dealing in securities of the Company

Dear Sir / Madam,

With reference to "VADILAL Code of Fair Disclosures and Conduct for Prevention of Insider Trading", I
(Name & Designation) of the Company, would like to purchase / sale equity shares of the Company as per details given below:

Sr.No.	Particulars	
1	No. of Securities held as on application date	
2	DP & Client ID / Folio No.	
3	No./Value of Securities to be purchased / sold	
4	Name of person who proposed to trade	

I hereby declare that I am not in possession of any UPSI.

In the event that I have access to or received any UPSI, after the signing of this application but before executing trade for which approval is sought, I shall inform the Compliance Officer about the same and shall completely refrain from dealing in the Securities until such UPSI becomes publicly available. Thereafter I will submit fresh application for executing a trade.

I also hereby declare that I have not contravened any provision of the Code of Conduct.

Further I undertake to submit report on trade within 2 days from date of execution of trade or submit a 'NIL' report if no trade was executed.

After approval, I shall execute a trade within 7 trading days from of the receipt of approval trade failing which I shall seek pre-clearance again.

Yours faithfully,

Signature:

Name of Employee:

Designation:.....

ANNEXURE "B"

Approval / Rejection of Pre- Clearance

Date:

To

Name:

Designation:

Sub: Approval / Rejection of Pre- Clearance

Dear Sir / Madam,

With reference to your Application cum Undertaking for Pre-clearance dated....., we would like to inform you that your application to purchase / sale equity shares of the Company is hereby approved / rejected. Now, you can execute your trade within 7 trading days; i.e Further, you are required to submit a report your trade details within two trading days from trade. Or In case, no trade was executed, you are required to submit a 'NIL' report.

In case, you do not execute a trade before, you shall submit a fresh pre-clearance application before executing any transaction in the Securities of the Company.

Thanking you,

Yours faithfully,

For VADILAL ENTERPRISES LIMITED

Compliance Officer

Reporting of Trade / Transaction

Date:

To,
The Compliance Officer,
Vadilal Enterprises Limited
Ahmedabad.

Sub: Reporting of Trade / Transaction

Dear Sir / Madam,

According to approval of pre-clearance dated....., I have executed a trade/ transaction on (date). The detail of said trade / transaction is as under:

Name of holder	No. of Securities purchased / sold	Average Gross Price per Securities (in Rs.)	DP ID & Client ID/Folio No.

Further I enclose herewith copy of Contract Note for your ready reference.

I declare that the above information is correct and that no provision of the "VADILAL'S Code of Fair Disclosures and Conduct for Prevention of Insider Trading" has been violated while executing aforesaid trade / transaction.

I also declare that I have complied with the requirements of minimum period of 6 months for entering into an opposite transactions in respect of said Securities.

Or

According to approval of pre-clearance dated I have not executed a trade / transaction due to (reason of non-trading).

I will take fresh pre-clearance for trades as and when I propose to trade in Securities of the Company.

Signature:

Name:

Designation:.....

FORM A

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (a) read with Regulation 6 (2) - Initial disclosure to the company]

Name of the company: **VADILAL ENTERPRISES LIMITED**ISIN of the company: **INE693D01018**

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

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
		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.

Signature:

Name:

Designation:.....

Date:.....

Place :

FORM B

SEBI (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: VADILAL ENTERPRISES LIMITED

ISIN of the company: INE693D01018

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 No., CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relatives/ 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 to 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 (contracts * lot size)	Notional value in Rupee terms

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

Signature:

Name:

Designation:.....

Date:.....

Place :

FORM C

ANNEXURE "F"

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(2) read with Regulation 6(2) – Continual disclosure]**

Name of the Company : **VADILAL ENTERPRISES LIMITED**

ISIN of the Company : **INE693D01018**

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 No. CIN/DIN & address with contact nos.	Category of person (Promoters/KMP/Directors/Immediate relatives/others etc)	Securities held prior acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of intimation to company		Date of intimation to company	Mode of acquisition (market purchase/public rights/preferential offer/off market/inter-se transfer etc.
		Types of security (For eg – shares, warrants, convertible debentures etc)	No	Types of security (For eg – shares, warrants, convertible debentures etc)	No	Value	Transaction Type (Buy/Sale/Pledge/Revoked/Invoked)	Types 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)		Buy		Sell		Exchange on which the trade was executed
Type of contract	Contract specifications	Notional Value	Number of units (contracts* lot size)	Notional value	Number of units (contracts* lot size)	

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

Signature:

Name:

Designation:.....

Date:.....

Place :

ANNEXURE "G"

ANNUAL DECLARATION BY EVERY PROMOTER, DIRECTOR AND DESIGNATED PERSON, PERTAINING TO SHAREHOLDING IN VADILAL INDUSTRIES LIMITED

(To be read with the Company's Code of Fair Disclosures and conduct for Prevention of Insider Trading)

Date:

To,
The Compliance Officer,
VADILAL ENTERPRISES LIMITED
Ahmedabad.

Dear Sir,

Sub: Declaration of Shareholdings in VADILAL ENTERPRISES LIMITED, as on 31st March,

Pursuant to Vadilal's Code of Practice Procedure and Conduct to Regulate Monitor and Report Trading by Insiders, I of the Company hereby submit the following details of securities held in the Company as on 31st March

Sr. No.	Name	Relationship	DP & Client ID/ Folio No.	No. of Share
Self				
Relatives				
1				
2				
3				
4				
5				
6				

Signature :
Name :
Designation :

Note : This declaration is to be submitted showing the status as at end of each Financial Year, by the following April 30th.
