



PREMIER LTD.

June 24, 2019

BSE Ltd. Floor 25, P.J. Towers Dalal Street Mumbai – 400 001 [Scrip Code No.500540]	The Manager Listing Department National Stock Exchange of India Ltd. “Exchange Plaza”, C-1, Block-G Bandra –Kurla Complex Bandra (East) Mumbai – 400 051 [Scrip Symbol: PREMIER]
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Dear Sirs,

Intimation under SEBI (Prohibition of Insider Trading) Regulations, 2015

Pursuant to provisions of Regulation 8 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, we enclosed herewith amended code of practices and procedure for fair disclosure of unpublished price sensitive information, approved by the Board of Directors of the Company at their meeting held on 22nd June, 2019

Revised code has also been uploaded on the website of the Company at www.premier.co.in

Kindly take above on your record.

Thanking you,

Yours faithfully,
For Premier Ltd.

Maitreya Doshi
Chairman and Managing Director

Encl: As above

PREMIER LIMITED

CODE OF CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY INSIDERS

INTRODUCTION

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") (as amended from time to time), Premier Limited (or "Company") has implemented "*The Code of Conduct for prevention of Insider Trading*" formulated by its Board of Directors.

The Regulations envisage listed companies formulating a code of conduct to regulate, monitor and report trading by its Designated Persons and their Immediate Relatives by adopting the prescribed minimum standards for achieving compliance with the regulations, establishing principles for fair disclosure of Unpublished Price Sensitive Information ("UPSI") and adopting a policy and procedure for inquiry in case of leak or suspected leak of UPSI. Accordingly, the existing Code adopted by the Company has been replaced with this new Code titled "*Code of Conduct for Prohibition of Insider Trading and Fair Disclosure of Unpublished Price Sensitive Information*" ("Code") with effect from April 1, 2019.

1. DEFINITIONS

- 1.1 "Act" means the Securities and Exchange Board of India Act, 1992.
- 1.2 "Board" means the Securities and Exchange Board of India.
- 1.3 "Code" or "Code of Conduct" shall mean the Code of Conduct for Regulating, Monitoring and Reporting of trading by Insiders of Premier Limited as amended from time to time.
- 1.4 "Company" means Premier Limited.
- 1.5 "Compliance Officer" means the Company Secretary of the Company or such person as may be designated by the Board of Directors from time to time, who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in the Regulations under the overall supervision of the Board of Directors of the Company.
- 1.6 "Connected Person" means:
 - (i) any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or

permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.

- (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 recognised or authorized by the Board; or
 - (i) a banker of the Company; or
 - (j) a concern, firm, trust, hindu undivided family, company or association of persons wherein a director of the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

1.7 "Designated Employee(s)" shall include:

- (i) Managerial Personnel, KMP and Senior Management Persons and
- (ii) any other employee as may be determined and informed by the Compliance Officer from time to time.

"Designated Person" shall include:

- (i) every employee in the grade of Assistant General Managers and above;
- (ii) every employee in the finance, accounts, secretarial and legal department as may be determined and informed by the Compliance Officer; and
- (iii) any other employee as may be determined and defined in the regulations.
- (iv) Connected Person

1.8 "Director" means a member of the Board of Directors of the Company.

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

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

- 1.11 "Immediate Relative" means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.
- 1.12 "Insider" means any person who is:
- (i) a connected person; or
 - (ii) in possession of or having access to unpublished price sensitive information.
- 1.13 "Key Managerial Person" means person as defined in Section 2(51) of the Companies Act, 2013.
- 1.14 "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:
- "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;
- 1.15 "Securities" shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund;
- 1.16 "Takeover regulations" means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- 1.17 "Trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly
- 1.18 "Trading Day" means a day on which the recognized stock exchanges are open for trading;
- 1.19 "Unpublished Price Sensitive Information" (UPSI) means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:
- (i) Financial results;
 - (ii) Dividends;
 - (iii) Change in capital structure;
 - (iv) Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions; and
 - (v) Changes in key managerial personnel;
- 1.20 "Regulations" shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto from time to time.

- 1.21 "Specified Persons" means the Directors, connected persons, the insiders, the Designated Employees and the promoters and their immediate relatives.

Words and expressions used and not defined in this code but defined in the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and rules and regulations made there under shall have the meanings respectively assigned to them in those legislation.

2. ROLE OF COMPLIANCE OFFICER

- 2.1 The Compliance Officer shall report on insider trading to the Board of Directors of the Company and shall provide reports to the Chairman of the Audit Committee on an annual basis at a meeting of Audit Committee held immediately after close of the financial year.
- 2.2 The Compliance Officer shall assist all employees in addressing any clarifications regarding the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct.

3. PRESERVATION OF "PRICE SENSITIVE INFORMATION"

- 3.1 All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of his legal obligations.

Explanation: For the purpose of above Clause, legitimate purpose shall mean sharing of information by the Company with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants in its ordinary course of business.

The Company shall however, in no circumstances share information solely for the purpose of evading the compliances of these regulations or circumventing the prohibitions of these regulations.

Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:

- an obligation to make an open offer under the takeover regulations where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company; or
- not attracting the obligation to make an open offer under the takeover regulations but where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine.

However, the Board of Directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the limited purpose and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information

3.2 Need to Know:

- (i) "need to know" basis means that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- (ii) All non-public information directly received by any employee should immediately be reported to the head of the department.

3.3 Limited access to confidential information

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

3.4 Chinese Wall

3.4.1 To prevent the misuse of confidential information the organisation / firm shall adopt a "Chinese Wall" policy which separates those areas of the organisation/firm which routinely have access to confidential information, considered "inside areas" from those areas which deal with sale/marketing/investment advise or other departments providing support services, considered "public areas".

3.4.2 The employees in the inside area shall not communicate any Price Sensitive Information to anyone in public area.

3.4.3 The employees in inside area may be physically segregated from employees in public area.

3.4.4 Demarcation of the various departments as inside area may be implemented by the organisation / firm.

3.4.5 In exceptional circumstances employees from the public areas may be brought "over the wall" and given confidential information on the basis of "need to know" criteria, under intimation to the compliance officer.

3.5 Digital database of Information

The board of directors shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not

available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

4. PREVENTION OF MISUSE OF "UNPUBLISHED PRICE SENSITIVE INFORMATION"

Employees and connected persons designated on the basis of their functional role ("Designated Persons") in the Company shall be governed by this code of conduct governing dealing in securities. The employees of the Company holding designation of General Manager and above shall be deemed to be a designated person.

4.1 Trading Plan:

An insider shall be entitled 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 on his behalf in accordance with such plan.

4.2 Trading Plan shall:

- (i) not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;
- (ii) not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the issuer of the securities and the second trading day after the disclosure of such financial results;
- (iii) 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.

4.3 The Compliance Officer shall consider the Trading Plan made as above and shall approve it forthwith. However, he shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Regulations.

4.4 The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.

However, the implementation of the trading plan shall not be commenced, if 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. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.

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

5. TRADING WINDOW AND WINDOW CLOSURE

- 5.1 (i) The trading period, i.e. the trading period of the stock exchanges, called 'trading window', is available for trading in the Company's securities.
- (ii) The trading window shall be, inter alia, closed 7 days prior to and up to 48 hours after unpublished price sensitive information becomes generally available. The Compliance Officer will inform all the concerned persons of the opening and closing of Trading Window.

Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of Financial Results of the Company.

- (iii) When the trading window is closed, the Specified Persons shall not trade in the Company's securities during such period.
- (iv) All Specified Persons shall conduct all their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company's securities during the periods when the trading window is closed, as referred to in Point No. (ii) above or during any other period as may be specified by the Company from time to time.
- 5.2 The Compliance Officer shall intimate the closure of trading window to all the Designated Persons when he determines that a designated person or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.
- 5.3 The Compliance Officer after taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, shall decide the timing for re-opening of the trading window, however in any event it shall not be earlier than forty-eight hours after the information becomes generally available.
- 5.4 The trading window shall also be applicable to any person having contractual or fiduciary relation with the Company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Company.

6. PRE-CLEARANCE OF TRADES

- 6.1 All Specified Persons, who intend to deal in the securities of the Company when the trading window is open and the number of equity shares proposed to be traded are 500 equity shares or more or where value of the trades proposed is ` 1,00,000/- (market value) or more, should pre-clear the transaction. However, no insider shall be entitled to apply for pre-clearance of any proposed trade if such insider is in possession of unpublished price sensitive information even if the trading window is not closed and hence he shall not be allowed to trade.

The pre-dealing procedure shall be hereunder:

- (i) An application may be made in the prescribed Form (Annexure-1) to the Compliance Officer indicating the estimated number of securities that the Specified Person 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-2) shall be executed in favour of the Company by such Specified Person incorporating, inter alia, the following clauses, as may be applicable:
 - (a) That the employee/director/officer does not have any access or has not received "Unpublished Price Sensitive Information" up to the time of signing the undertaking.
 - (b) That in case the Specified Person has access to or receives "Unpublished 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 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 shall execute their order in respect of securities of the Company within seven working days after the approval of pre-clearance is given. The Specified Person shall file within 2 (two) working days of the execution of the order, the details of such order with the Compliance Officer in the prescribed form (Annexure-3).
- (iv) In case, after securing pre-clearance, the trades have not been executed within the pre-clearance period, the same shall be reported with reasons to the Compliance officer in prescribed form (Annexure-4) within 2 (two) working days of expiry of the pre-clearance period.

- (v) If the order is not executed within seven working days after the approval is given, the employee/director must pre-clear the transaction again.
- (vi) All Specified Persons who buy or sell any securities of the Company shall not enter into an opposite transaction i.e. sell or buy any securities during the next six months following the prior transaction. None of the Specified Persons shall take positions in derivative transactions in the shares of the Company at any time. In case of any contra trade be executed, inadvertently or otherwise, in violation of such 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 under the Act.

In case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.

- (vii) 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.

7. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

INITIAL DISCLOSURE

- 7.1 Every promoter / Key Managerial Personnel / Director / Officers / Designated Employees of the Company, within thirty days of Regulations taking effect, shall forward to the Company the details of all holdings in securities of the Company presently held by them including the statement of holdings of Immediate Relative in the format prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 7.2 Every person on appointment as a key managerial personnel or a director of the Company or upon becoming a promoter shall disclose his holding of securities of the Company as on the date of appointment or becoming a promoter, to the Company within seven days of such appointment or becoming a promoter in the format prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

CONTINUAL DISCLOSURE

- 7.3 Every promoter (including member of Promoter Group), Designated Employee (including their Immediate Relatives) and Director (including their Immediate Relatives) 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 ` 10,00,000/- (Rupees Ten lakhs only).

The disclosure shall be made in the format prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015 within 2 working days of:

- (a) the receipt of intimation of allotment of shares, or
- (b) the acquisition or sale of shares or voting rights, as the case may be.

7.4 Every specified person of the Company shall disclose to the Compliance Officer, on or before 30th April every year, the details of transactions done in the securities of the Company during the financial year and the number of securities held on 31st March of that year in the format as per Annexure-5.

DISCLOSURE OF OFF MARKET TRANSACTIONS:

7.5 All Off-market trades shall be reported by the Insiders to the Company within two working days.

OTHER RESTRICTIONS:

The disclosures to be made by any person under this Code shall include such person's Immediate Relatives, and by any other person for whom such person takes trading decisions.

The disclosures of trading in securities shall also include trading in derivatives of securities and the traded value of the derivatives shall be taken into account for purposes of this Code.

The disclosures made under this Code shall be maintained by the Company for a period of five years.

8. DISCLOSURE BY THE COMPANY TO THE STOCK EXCHANGE(S)

- 8.1 Within 2 days of the receipt of intimation under Clause 7.3, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.
- 8.2 The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors / officers / designated employees for a minimum period of five years.

9. DISSEMINATION OF PRICE SENSITIVE INFORMATION

The Company has formulated Code of Fair Disclosure as provided in the Regulations and shall be adhered to by all concerned.

- 9.1 No information shall be passed by Specified Persons by way of making a recommendation for the purchase or sale of securities of the Company.
- 9.2 Disclosure / dissemination of Price Sensitive Information with special reference to analysts, media persons and institutional investors

The following guidelines shall be followed while dealing with analysts and institutional investors:

- Only generally available information to be provided.

- At least two Company representatives be present at meetings with analysts, media persons and institutional investors.
- Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.

10. PENALTY FOR CONTRAVENTION OF THE CODE OF CONDUCT

- 10.1 Every Specified Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her dependents).
- 10.2 Any Specified Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalised and appropriate action may be taken by the Company.
- 10.3 Specified Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in employee stock option plans, etc.
- 10.4 The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 10.5 In case of violation of this code, if any observed by or brought to notice of the compliance officer, the same shall be reported to the Board of Directors of the Company and SEBI.

11. MISCELLANEOUS

- 11.1 The Board of Directors or such other analogous authority as appointed by the Board shall in consultation with the Compliance Officer specify the Designated Persons to be covered by the Code on the basis of their role and function and the access that such role and function would provide to unpublished price sensitive information in addition to seniority and professional designation.
- 11.2 The Board of Directors shall frame such internal control systems as may be required to overview the compliance of this Code from time to time.
- 11.3 The Employees of the Company can follow the existing Whistle Blower Policy of the Company to register a complaint for contravention to the Code of Conduct & any violation of SEBI (Prohibition on Insider Trading), Regulations, 2015.

ANNEXURE - 1

(Application to the Compliance Officer about Pre-Clearance of trades, above the minimum threshold limit, to deal in securities of the Company.)

Date: _____

The Compliance Officer,
Premier Limited

Dear Sir,

Sub: Pre-Clearance of trades.

Pursuant to the requirement of Clause 6.1(i) of the Code of conduct for regulating, monitoring and reporting of trading by insiders of the Company, I request for approval to subscribe to / agree to subscribe to / purchase / sell / deal as an agent / principal in _____ equity shares of the Company.

In this regard, the statement of shareholding as on _____ and the Undertaking, in the prescribed format, are enclosed for your perusal and record.

No. of shares held	L.F.No. / DPID & Client ID No.	Nature of transaction for which approval sought.	No. of shares to be dealt

You are requested to approve the proposed transaction as mentioned above. I shall execute the order for the securities stated hereinabove only after written approval from you.

Thanking you,
Yours faithfully,

(Signature)

Name : _____
Designation : _____

Date:
Place:

ANNEXURE - 2
(Format of Undertaking to be given by the Directors / Designated Employees
for pre-clearance of Trades.)

UNDERTAKING

Pursuant to the requirement of Clause 6.1(ii) of the Code of conduct for regulating, monitoring and reporting of trading by insiders of the Company, I, _____ being
_____(Designation)_____, of PREMIER LIMITED do hereby undertake:

1. (a) That I do not have any access or have not received Unpublished Price Sensitive Information upto the time of signing the undertaking.

OR

- (b) That in case I have access to or receive Unpublished Price Sensitive Information, after the signing of the Undertaking, but before execution of any transaction in the securities of the Company, I shall inform the Compliance Officer of the change in the position and that I shall completely refrain from dealing in securities of the Company till the time such information becomes public.
2. That I have not contravened the Code of conduct for regulating, monitoring and reporting of trading by insiders, as notified by the Company from time to time.
3. That I shall execute all my order in respect of the securities of the Company, within 7 (seven) working days after approval of pre-clearance by the Compliance Officer. If the order is not executed within 7 (seven) working days after the approval of pre-clearance, I shall obtain the pre-clearance for the same again.
4. That I shall not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction and shall also not take positions in derivative transactions in the shares of the Company at any time.
5. That I undertake to report all my transactions in the securities of the Company, including transactions of my dependents i.e. my spouse, dependent parents, dependent children, on yearly basis and a consolidated statement of transactions on yearly basis.
6. That I have made a full and true disclosure in the matter.

Yours faithfully,

(Signature)

Name :

Designation :

Date:

Place:

ANNEXURE - 3

(Format of Confirmation of trades)

Date: _____

The Compliance Officer,
Premier Limited

Dear Sir,

Sub: Confirmation of Trades.

Pursuant to the requirement of Clause 6.1 (iii) of the Code of conduct for regulating, monitoring and reporting of trading by insiders of the Company, I hereby confirm that the dealing in _____ shares for which approval was granted by you on _____ has been completed on _____ by purchasing / selling _____ shares of the Company.

Thanking you,

Yours faithfully,

(Signature)

Name : _____

Designation : _____

Date:

Place:

ANNEXURE - 4

(Format of intimation for non-execution of trades within pre-clearance period)

Date: _____

The Compliance Officer,
Premier Limited

Dear Sir,

Sub: Non-execution of Trades within pre-clearance period.

Pursuant to the requirement of Clause 6.1 (iv) of the Code of conduct for regulating, monitoring and reporting of trading by insiders of the Company, this is to inform that, dealing in _____ shares (trades) for which pre-clearance was granted by you on _____ have not been carried out due to following reasons (use extra sheet if the following space is insufficient):

I, undertake that I shall apply for fresh approval for pre-clearance for above trades, if required, in compliance with the Code of Conduct.

Thanking you,

Yours faithfully,

(Signature)

Name :

Designation :

Date:

Place:

ANNEXURE - 5

ANNUAL DISCLOSURE OF HOLDING AND TRANSACTIONS IN THE SECURITIES OF THE COMPANY

The Compliance Officer,
Premier Limited

Date: _____

Dear Sir,

Sub: Disclosure of holding and transactions in the securities of the Company

Pursuant to the requirement of Clause 7.4 of the Code of conduct for regulating, monitoring and reporting of trading by insiders of the Company, I furnish hereunder the Annual statement of holding and transactions (for self and for each dependent relative) in the securities of the Company for the year ended on 31st March _____ :

Name	DP. ID/Cl. ID	Relation	No. of Shares held at beginning of the year	No. of Shares bought	No. of shares sold	No. of shares held at the end of the of the year

I/We declare that I/we have not executed any opposite trade for a period of six months.

Please take the same on your record.

Thanking you,

Yours faithfully,

(Signature)

Name :

Designation :

Date:

Place:

Note: A separate declaration should be given for each class of shares / warrants.