

# **RACL Geartech Limited**

**(Formerly Known as Raunaq Automotive Components Limited)**

**CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**  
[Under Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

**CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**  
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1. This Code of Conduct will be known as “Code of Conduct to Regulate, Monitor and Report Trading by Insiders” (hereinafter referred to as “**Code**”).
2. This Code has been made pursuant to Regulation 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as the “**Regulations**”).
3. This Code replaces Code of Conduct for Prevention of Insider Trading as framed under the SEBI (Prohibition of Insider Trading) Regulations, 1992, with effect from 15 May 2015.
4. **Definitions:**
  - 4.1 “**Act**” means the Securities and Exchange Board of India Act, 1992 (15 of 1992).
  - 4.2 “**Board**” means the Securities and Exchange Board of India.
  - 4.3 “**Board of Directors**” means the Board of Directors of the Company.
  - 4.4 “**Companies Act**” means The Companies Act, 2013 and the rules made thereunder.
  - 4.5 “**Company**” or “**the Company**” means RACL Geartech Limited.
  - 4.6 “**Compliance Officer**” means the Company Secretary for the time being of the Company or any senior officer appointed by the Board of Directors of the Company for the purpose of this Code and the Regulations.
  - 4.7 “**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 Company’s 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himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.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.

**4.8 "Designated persons"** shall mean employees comprising the top three tiers of the Company's management, employees in Finance Department, Secretarial Department and such other employees who may be so designated, from time to time, by the Board of Directors for the purpose of this Code and who may be able to have access to any 'unpublished price sensitive information' as defined in this Code or the Regulations. Top three tiers of the Company's management shall mean and include Board of Directors, Promoters/Functional Directors and employees directly reporting to them.

**4.9 "generally available information"** means information that is accessible to the public on a non-discriminatory basis.

**4.10 "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.

**4.11 "insider"** means any person who is-

- (i) a connected person; or
- (ii) in possession of or having access to Unpublished Price Sensitive Information;

**4.12 "key managerial personnel"**, in relation to the Company, means—

- (i) the Chief Executive Officer or the Managing Director or the manager;
- (ii) the Company Secretary;
- (iii) the Whole-time Director;
- (iv) the Chief Financial Officer; and
- (v) such other officer as may be prescribed under Companies Act, 2013.

**4.13 "promoter"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof.

**4.14 "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.

**4.15 "takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.

- 4.16 "threshold limit"** means the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregating to a traded value of ten (10) lakh rupees or such other value as may be specified by the Board from time to time.
- 4.17 "trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- 4.18 "trading day"** means a day on which the recognized stock exchanges are open for trading.
- 4.19 "trading window"** means a trading period for trading in the Company's Securities as specified by the Company from time to time in Clause 9 of this Code.
- 4.20 "unpublished price sensitive information"** 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: –
- (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;
  - (v) changes in key managerial personnel; and
  - (vi) material events in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Words and expressions used and not defined herein 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 there under shall have the meanings respectively assigned to them in those legislation as amended from time to time.

## **5. Functions, duties and responsibilities of the Compliance Officer**

The Compliance Officer, subject to the supervision of the Board of Directors of the Company shall be responsible for –

- (1) Setting forth policies, procedures, monitoring adherence to the Code and Regulations for the preservation of unpublished price sensitive information, approval of trading plan, pre-clearance of trades and monitoring of trades and implementation of this Code.
- (2) Maintaining the record of the Promoters, Directors, Key Managerial Personnel, Designated Persons and other connected persons and incorporate changes from time to time.
- (3) Assisting all employees in addressing any clarifications in the Regulations or this Code.
- (4) Advising all Designated Persons not to trade in securities of the Company when the Trading Window is closed.

- (5) Advising all Directors, Promoters, Key managerial personnel and Designated Persons to furnish the details of transactions in the securities of the Company as stated in clauses 10-12 of this Code in the prescribed form and to maintain a record of all the intimations received for a period of at least five (5) years.
- (6) Obtaining disclosures from Promoters, Directors, Key Managerial Personnel, Designated Persons and other connected persons and to give information, in respect of the disclosures received, to all the Stock Exchanges where the securities are listed, as applicable.
- (7) Maintaining records of all disclosures as stated in clauses 10-13 of this Code and to report the same to the Chairman of the Audit Committee, on a yearly basis.

**6. Communication or procurement of unpublished price sensitive information**

- (1) All information is to be handled on a "**need to know**" basis. It should be disclosed only to those within the Company who need the information to discharge their duty.
- (2) No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- (3) Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password etc.
- (4) No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to the Company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- (5) Notwithstanding anything contained above, an unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that would:—
  - (i) entail 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;
  - (ii) not attract 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 (2) trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine.
- (6) For purposes of clause (5) above, the Board of Directors of the Company 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 purpose of clause (5) above, and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

#### **7. Restriction on trading when in possession of unpublished price sensitive information**

- (1) Save as provided in this Code and the Regulations, no insider shall trade in securities of the Company when in possession of unpublished price sensitive information.
- (2) Insiders shall maintain the confidentiality of all unpublished price sensitive information. They shall, while in possession of any unpublished price sensitive information, neither trade in the securities of the Company on the basis of unpublished price sensitive information nor pass on such information to any person directly or indirectly by way of making a recommendation for trading in securities of the Company.

#### **Prevention of misuse of unpublished price sensitive information:**

#### **8. Trading Plans**

- (1) An insider shall be entitled to formulate a trading plan 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.
- (2) Such trading plan shall:–
  - (i) not entail commencement of trading on behalf of the insider earlier than six (6) 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 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.
- (3) The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of these regulations and shall be entitled to seek express undertakings that:
  - (i) the person is not in possession of unpublished price sensitive information; or
  - (ii) he would ensure that any unpublished price sensitive information in his possession becomes generally available before he commences his trades;

or such other undertaking as may be necessary to enable such assessment and to approve and monitor the implementation of the plan. The Compliance Officer may thereafter approve the plan.

- (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.

*Provided that* the implementation of the trading plan shall not be commenced if any unpublished price sensitive information 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 compliance officer shall confirm that the commencement ought to be deferred until such unpublished price sensitive information becomes generally available information.

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

## **9. Trading Window**

- (1) Designated persons may execute trades subject to compliance with this Code and the Regulations. Towards this end, a notional trading window shall be used as an instrument of monitoring trading by the Designated Persons. The trading window shall be closed 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. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates. Designated Persons and their immediate relatives shall not trade in securities when the trading window is closed.
- (2) 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. and their immediate relatives, assisting or advising the Company.
- (3) The notice of closure of Trading Window intimated to the Stock Exchanges, if any, wherever the securities of the Company are listed, by the Compliance Officer, shall be deemed as intimation to the Designated Persons / Insiders for adherence and compliance with this Code.
- (4) The timing for re-opening of the trading window shall be determined by the Compliance Officer taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight (48) hours after the information becomes generally available.
- (5) The "Trading Window" shall, inter-alia, remain closed from:

- (i) the date of intimation of the date of Board Meeting/Committee Meeting to the Stock Exchanges; if any, or
- (ii) the actual date of Board Meeting/Committee Meeting; whichever is earlier

until 48 hours after the decision is made generally available, wherein, decision is required to be taken on the following matters:

- declaration /publication of the Annual /Half Yearly /Quarterly financial results ;
  - dividends;
  - change in capital structure;
  - mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
  - changes in key managerial personnel; and
  - material events in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (6) Trading Window may be closed by the Company during such time in addition to the above period, as it may deem fit by the Compliance Officer.

## 10 Pre-clearance of Trades

- (1) When the trading window is open, trading by Designated Persons and their immediate relatives shall be subject to pre-clearance by the Compliance Officer, if the value of the proposed trades is above threshold limit. No Designated Person/their immediate relatives shall apply for pre-clearance of any proposed trade if they are in possession of unpublished price sensitive information even if the trading window is not closed.
- (2) Designated Persons / their immediate relatives intending to deal in the securities of the Company upto the threshold limit, as defined and provided hereinbefore, may do so without any pre-clearance from the Compliance Officer. In all other cases, they should pre-clear the transactions as per the pre-dealing procedure as provided hereinafter.
- (3) Designated Persons / their immediate relatives shall make an application in the prescribed **Form I**, to the Compliance Officer indicating the estimated number of securities that he/she intends to deal in, the details as to the depository(ies) with which he/she maintains a Demat/Trading account, the details as to the securities in such depository mode and such other details as may be required by the Compliance Officer in this matter.
- (4) He / She shall execute an undertaking in favour of the Company, incorporating, therein, *inter alia*, the following clauses:
  - that he/she does not have any access or has not received Unpublished Price Sensitive Information upto the time of signing the undertaking;
  - that in case he/she 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/her position and that he/she



would completely refrain from dealing in the securities of the Company till the time such information becomes generally available;

- that he/she has not contravened any provisions of this Code and the Regulations;
  - that he/she has made a full and true disclosure in the said matter.
- (5) 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.
- (6) Designated Persons / their immediate relatives shall execute their transactions in respect of securities of the Company within seven (7) trading days after the approval of pre-clearance is given failing which the transaction has to be pre-cleared again. Reporting of trades executed or decisions not to trade and recording of such reasons shall be made/done in **Form II**. They shall not execute a contra trade during the six (6) months following the prior transaction. In case of emergency the six (6) months holding period may be waived by the Compliance Officer (application to made in **Form III**) after recording in writing the reasons in this regard provided that such relaxation does not violate this Code/ Regulations.
- (7) In case of the Compliance Officer intending to deal in the securities of the Company beyond the threshold limit, the pre-clearance of the Managing Director or in his absence, the Chairman of the Board, will have to be obtained. Similarly in case of emergency Compliance Officer may obtain the waiver from the Managing Director or in his absence, the Chairman of the Board, provided that such relaxation does not violate this Code/ Regulations.
- (8) In case a 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 Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.

## Reporting Requirements

### 11. Initial Disclosures

Every person on appointment as a Director or a Key Managerial Personnel of the Company or upon becoming a Promoter 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 (7) days of such appointment or becoming a promoter in **FORM B** as Form is specified by the Board.

### 12. Continual Disclosures

- (1) The Promoters, Directors, Employees of the Company shall disclose to the Company in **FORM C** as Form is specified by the Board, stating the number of such securities acquired or disposed of within two (2) 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, exceeds the threshold limits;

- (2) The Company shall notify the particulars of such trading to the stock exchanges on which the securities are listed, as applicable, within two (2) trading days of receipt of the disclosure or from becoming aware of such information.
- (3) The disclosure of the incremental transactions after any disclosure shall be made by persons as specified in (1) above, when the transactions effected after the prior disclosure crosses the threshold specified in this clause.

**Note:** Trading in securities shall also include trading in derivatives of securities and the traded value of the derivatives shall be taken into account for the purpose of making Initial/Continual disclosures as required in Clause 11 and 12 above.

### **13. Half Yearly / Annual Disclosures**

Designated Persons shall furnish to the Compliance Officer the following:

- (1) Half yearly statement of transactions in securities of the Company in **Form IV** annexed hereto. If there is no transaction in a particular Half year, nil statement need not be submitted.
- (2) Annual statement of all their holdings in securities of the Company to be submitted within 30 days of the close of each Financial Year in **Form V** annexed hereto.

### **14. Preservation of disclosures**

The disclosures made under these regulations shall be maintained by the Compliance Officer, for a minimum period of five (5) years.

### **15. Penalty for non-compliance of this Code**

- (1) Any Promoter, Director, Employee or other connected person, who trades in securities or communicates any information for trading in securities in contravention of this Code, shall be penalized and appropriate action shall be taken against them by the Company after giving reasonable opportunity to them to show-cause. He/she shall also be subject to disciplinary action, as deemed appropriate by the Board of Directors of the Company which may include wage freeze, suspension, in-eligibility for future participation in ESOP's etc.
- (2) In addition to the action which may be taken by the Company, the persons violating the Regulations or this Code shall also be subject to action under SEBI Act. In case of any violation, the Board of Directors shall inform the Board accordingly.

### **16. General**

The decision of the Board of Directors of the Company with regard to any or all matters relating to this Code shall be final and binding on all concerned. The Board of Directors of the Company shall have the power to modify, amend or replace this Code in part or full, as may be thought fit from time to time in their absolute discretion.

## 17. Forms

### (1) Disclosure Forms

- Form B : Form for Initial Disclosure.
- Form C : Form for Continual Disclosures.

### (2) Internal Forms

- Form I : Application for Pre-Clearance and undertaking
- Form II: Reporting of trades executed/decisions not to trade and recording of such reasons.
- Form III : Application for waiver of minimum holding period.
- Form IV : Form for Half yearly Statement.
- Form V : Form for Annual Statement.

**FORMAT OF APPLICATION FOR OBTAINING PRE-CLEARANCE APPROVAL**

To,  
**The Compliance Officer**  
**RACL Geartech Limited**

Dear Sir,

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and Code of Conduct to Regulate, Monitor and Report Trading by Insiders, I seek approval to purchase/sale/subscribe for not more than \_\_\_ equity shares of the Company (having approximately Market value of Rs. \_\_\_ as on the date of application) / such number of equity shares of the Company having value not more than Rs. \_\_\_ as per the details given below:

**STATEMENT OF HOLDINGS AT THE TIME OF PRE-CLEARANCE****I. DETAILS OF SHAREHOLDING OF DIRECTOR/ DESIGNATED PERSONS HELD IN THEIR OWN NAME**

Name	Designation	Department	No. of Shares Held (with Folio No/DP ID/Client ID)	Nature of Transaction for which Approval is sought [Purchase/Sell/Others (Pls. Specify)]	No. of Shares to be dealt	Aggregate value of the Transaction (Rs.) (approx.)

**II. DETAILS OF SHARES HELD BY IMMEDIATE RELATIVES**

Name	Relationship	No. of Shares Held (with Folio/DP ID/Client ID)	Nature of Transaction for which Approval is Sought [Purchase/Sell /Others (Pls. Specify)]	No. of Shares to be dealt	Aggregate value of the Transaction Aggregate value of the Transaction (Rs.) (approx.)

Thanking You,  
**Yours truly,**

**Date:**  
**Place:**

**Enclosure: Undertaking**

**Signature :**  
**Name :**  
**Department :**

**FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR OBTAINING  
PRE-CLEARANCE APPROVAL**

**UNDERTAKING**

**To,  
The Compliance Officer  
RACL Geartech Limited**

I, \_\_\_\_\_(name), \_\_\_\_\_(designation) of the Company residing at \_\_\_\_\_ (address of the Designated Person) hereby declare that, I am not in possession of any Unpublished Price Sensitive Information (as defined in the Code of Conduct to Regulate, Monitor and Report Trading by Insiders) upto the date of signing of this Undertaking.

I further declare that, in case I have access to any Unpublished Price Sensitive Information after the signing of Undertaking and before the execution of Trade for which Pre-clearance is requested, I shall:

1. Promptly inform the Compliance Officer.
2. Refrain from trading in securities of the Company.
3. Apply a fresh application for obtaining pre-clearance approval from the Compliance Officer of the company in Form A only after 2 days of such Unpublished Price Sensitive Information becoming public.

Upon obtaining preclearance for trading in securities of the Company, I undertake to execute the transaction within seven (7) trading days failing which I shall seek pre-clearance.

I undertake to submit Form B within 4 working days of execution of the transaction/ a NIL report in case the transaction is not executed.

I declare that I have made true and complete disclosure in this matter as per provisions of this Code and the Regulations.

Thanking You,

**Yours truly,**

**Date:**

**Place:**

**Signature :**

**Name :**

**Department :**

**FORMAT FOR DISCLOSURE OF TRANSACTIONS EXECUTED/NOT EXECUTED AFTER OBTAINING  
PRE-CLEARANCE OF TRADE**

**To,  
The Compliance Officer  
RACL Geartech Limited**

With reference to trading approval granted by the Company to me on \_\_\_\_\_, I hereby inform that, I have bought/sold/subscribed for \_\_\_\_\_ equity shares of the Company for Rs. \_\_\_\_\_ on \_\_\_\_\_. In connection with the aforesaid transaction, please find enclosed copy of the following for your records:

Broker's contract note/Proof of payment to/from brokers/ Extract of bank passbook/statements (in case of demat transaction)/ Copy of Delivery instruction slips (applicable in case of sale transactions).

I hereby undertake to preserve the original copy of the above mentioned document for a period of 5 years and produce to the Compliance Officer/Securities Exchange Board of India, if required.

Thanking You,

**Yours truly,**

**Date:**

**Place:**

**Signature :**

**Name :**

**Department :**

**\*\* Reasons, if transactions not executed after obtaining pre-clearance of trade**

.....  
.....

APPLICATION FOR WAIVER OF MINIMUM HOLDING PERIOD

To,  
The Compliance Officer  
RACL Geartech Limited

Dear Sir,

I request you to grant me waiver of the minimum holding period of 6 months as required under the Code of Conduct to Regulate, Monitor and Report Trading by Insiders with respect to..... Shares of the Company held by me /..... (Name of relative) single / jointly acquired by me on .....(Date). I desire to deal in the said shares on account of ..... (give reasons).

Thanking You,

Yours truly,

Date:

Place:

Signature :

Name :

Department :

**\*\*Reasons**

.....  
.....

To,  
**The Compliance Officer**  
**RACL Geartech Limited**

**I. HALF YEARLY STATEMENT OF SHAREHOLDING OF DIRECTORS/ DESIGNATED PERSONS**

Name	Designation	Department	No. of Securities Held on .....	No. of Securities Bought during the Half Year	No. of Securities Sold during the Half Year	No. of Securities held on.....	Folio/DP ID/Client ID

**II. DETAILS OF SHARES HELD BY IMMEDIATE RELATIVES**

Name	Relationship	No. of Securities Held on .....	No. of Securities Bought during the Half year	No. of Securities Sold during the Half year	No. of Securities held on .....	Folio/DP ID/Client ID

I/We hereby declare that I/We have complied with the Code and Regulations with respect of the shares purchased/ sold.

I/We further declare that the above disclosure is true and correct and is in accordance with the previous disclosure given to the company.

Thanking You,

**Yours truly,**

**Date:**

**Place:**

**Signature :**

**Name :**

**Department :**

\* This form is required to be submitted within 30 days from the end of the Half year (nil statement need not be submitted).



To,  
The Compliance Officer  
RACL Geartech Limited

**ANNUAL DISCLOSURE**

**I. STATEMENT OF SHAREHOLDING OF DIRECTORS/DESIGNATED PERSONS**

Name	Designation	Department	No. of Securities Held on 01 <sup>st</sup> April 20....	No. of Securities Bought During year	No. of Securities Sold During year	No. of Securities held on 31 <sup>st</sup> March 20.....	Folio/DP ID/ Client ID

**II. DETAILS OF SHARES HELD BY IMMEDIATE RELATIVES**

Name	Relationship	No. of Securities Held on 1 <sup>st</sup> April 20.....	No. of Securities Bought during the year	No. of Securities Sold during the year	No. of Securities held on 31 <sup>st</sup> March 20.....	Folio/DP ID/Client ID

I/We hereby declare that I/We have complied with the Code and Regulations with respect of the shares purchased/ sold.

I/We further declare that the above disclosure is true and correct and is in accordance with the previous disclosure given to the Company.

Thanking You,

**Yours truly,**

**Date:**

**Place:**

**Signature :**

**Name :**

**Department :**

\*\* This form is required to be submitted within 30 days from the end of the financial year.

**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:** RAACL Geartech Limited

**ISIN of the Company:** INE704B01017

**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 no.	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 e.g. – 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 (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

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

**Name & Signature:**

**Designation:**

**Date:**

**Place:**

## 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 :** RACL Geartech Limited  
**ISIN of the company :** INE704B01017

**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 relative to /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 (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 of options.

**Name & Signature:**  
**Designation:**  
**Date:**  
**Place:**

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