



GODFREY PHILLIPS  
—INDIA LIMITED—

# GODFREY PHILLIPS INDIA LIMITED

CIN No.:L16004MH1936PLC008587

## CODE OF CONDUCT FOR REGULATION, MONITORING AND REPORTING OF INSIDER TRADING

AND

## CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 (effective from 15<sup>th</sup> May, 2015))



## GODFREY PHILLIPS INDIA LIMITED

### CODE OF CONDUCT FOR REGULATION, MONITORING AND REPORTING OF INSIDER TRADING

[Under Regulation 9(1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015]

#### INTRODUCTION:

The Securities and Exchange Board of India (“SEBI”) has, in order to protect the interest of investors in general and to put in place a framework for prohibition of insider trading in securities of the Company and to strengthen the legal framework thereof, has issued the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“the Regulations”).

In compliance of the said regulations, this document embodies (a) the Code of Conduct for regulating, monitoring and reporting of trades by insiders and (b) the Code of Practices and Procedures, for fair disclosure of unpublished price sensitive information, as provided for under the Regulations.

This Code shall supersede the existing Code of conduct for prevention of Insider Trading, which was adopted earlier by the Company, pursuant to the requirements of Regulation 12(1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, which has now been repealed by SEBI.

This Code shall apply to all Designated Persons and Connected Persons, as defined in the Code.

#### 1. Definitions

In this Code, unless the context otherwise requires, the following words, expression and derivations therefrom shall have the meanings assigned to them, as under:

1. "Compliance Officer" means the senior officer so designated and reporting to the Board of directors, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the Regulations and 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and implementation of the codes specified under the Regulations under the overall supervision of the Board.



2. Connected Person” means:
- a. 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.
  - b. 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,-
    1. an immediate relative of connected persons specified in clause (a); or
    2. a holding company or associate company or subsidiary company; or
    3. an intermediary as specified in Section 12 of the SEBI Act, 1992 or an employee or director thereof; or
    4. an investment company, trustee company, asset management company or an employee or director thereof; or
    5. an official of a stock exchange or of clearing house or corporation; or
    6. 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
    7. 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
    8. an official or an employee of a self-regulatory organization recognized or authorized by the Board; or
    9. a banker of the Company; or
    10. 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.
3. “Designated Persons” means: -
- (a) Promoters of the Company;
  - (b) Directors of the Company;
  - (c) Every employee in the grade of General Managers and above;
  - (d) Personal Assistants to officers at S.No.(c)
  - (e) All other persons, being in any contractual, fiduciary or employment relationship with 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



- (f) Any other officer/ employee/ person who may have access to price sensitive information and who` is notified by the Compliance Officer shall be included within the purview of Designated person from time to time.
4. "Generally Available Information" means information that is accessible to the public on a non-discriminatory basis.
  5. "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.
  6. "Insider" means any person who is
    - (i) a connected person or
    - (ii) in possession of or having access to unpublished price sensitive information.
  7. "Key Managerial Personnel (KMP)" means a person as defined so under Section 2(51) of the Companies Act, 2013 including any amendment or modification made thereto.
  8. "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 statutory modification thereof for the time being in force.
  9. "Securities" shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 or any modification thereof for the time being in force, except units of a mutual fund.
  10. "Trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities of the Company and 'trade' shall be construed accordingly.
  11. "Unpublished Price Sensitive Information" (UPS) 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) issue of securities or buy-back of securities
    - (iv) change in capital structure;
    - (v) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
    - (vi) changes in key managerial personnel; and



- (vii) Other material events in accordance with the listing agreement including the following:
- (a) Change in the general character or nature of business;
  - (b) Disruption of operations due to natural calamity;
  - (c) Commencement of Commercial Production/Commercial Operations;
  - (d) Developments with respect to pricing/realisation arising out of change in the regulatory framework;
  - (e) Litigation/dispute with a material impact;
  - (f) Revision in Ratings;
  - (g) Issue of any class of securities;
  - (h) Acquisition, merger, de-merger, amalgamation, restructuring, scheme of arrangement, spin off or selling divisions of the company, etc.;
  - (i) Change in market lot of the company's shares, sub-division of equity shares of company;
  - (j) Voluntary delisting by the company from the stock exchange(s);
  - (k) Forfeiture of shares;
  - (l) Any action, which will result in alteration in, the terms regarding redemption/cancellation/retirement in whole or in part of any securities issued by the company;
  - (m) Information regarding opening, closing of status of ADR, GDR, or any other class of securities to be issued abroad;
  - (n) Cancellation of dividend/rights/bonus, etc.

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

## **2. Duties and Responsibilities of the Compliance Officer**

- (a) Mr. Sanjay Gupta, Company Secretary has been appointed the Compliance Officer for the purposes of this Code and the Regulations. He shall make best endeavours to ensure compliance with, and effective implementation of, the Regulations and the Code by Specified Persons.
- (b) He shall report to the Board and in particular, shall provide report to the Chairman of the Audit Committee or to the Chairman of the Board, at such frequency, as may be stipulated by the Board.
- (c) He shall be responsible for:
  - i. setting forth policies in consultation with the Chairman / Managing Director;
  - ii. prescribing procedures in connection with the Code;



- iii. monitoring adherence to the rules specified in the Code for the preservation of UPSI;
  - iv. pre-clearing approvals to dealings in the Company's Securities by the Designated Persons and Dependent and monitoring of such dealings;
  - v. implementation of this Code under the overall supervision of the Board.
- (d) He shall maintain a record of all the Designated Persons and also changes to the list from time to time.
- (e) He shall maintain records of all declarations and disclosures received by him under the Code for a minimum period of five (5) years.
- (f) He shall be responsible for the approval of Trading Plans and notifying the same to the stock exchanges on which Securities are listed.
- (g) He shall maintain a record of trading window from time to time.
- (h) He shall assist all employees in addressing any clarifications regarding the Regulations and this Code.
- (i) He 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 pre-clearance of trades.

### **3. Responsibilities of Designated Persons and Connected Persons**

- (a) The Designated Persons and Connected Persons shall maintain confidentiality of all UPSI and shall not communicate, provide, or allow access to any UPSI relating to the Company, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- (b) Designated Persons and Connected Persons, who are reasonably expected to have access to UPSI or who have received or have had access to such information, shall handle the same on a “need to know” basis. UPSI shall be disclosed only to those persons within the Company who need such information in furtherance of their legitimate purposes, performance of duties or discharge of legal obligations.
- (c) Designated Persons and Connected Persons, who are reasonably expected to have access to UPSI or who have received or have had access to such information, shall ensure that files containing UPSI are kept secure and computer files containing such UPSI have adequate security of login through a password.



- (d) The Compliance Officer shall be consulted in advance, before any communication is made to the media / public on behalf the Company, which may have impact on the price movement in the Company's scrip.

#### **4. Restrictions on Designated Persons & Connected Persons**

- (a) No Designated Person and Connected Person shall –
- i. either on his own behalf, or on behalf of any other person, trade when in possession of any UPSI unless made in accordance with the Trading Plan as enumerated in this Code;
  - ii. advice any person to trade in the Securities while being in possession, control or knowledge of Unpublished Price Sensitive Information. "advice" here shall include recommendations, communications or counseling.
- (b) Each Designated Person and Connected Person shall ensure that their respective wealth managers, portfolio managers or similar persons do not trade in the Securities of the Company on behalf of any Designated Person or Connected Person, unless such Designated Person or Connected Person is permitted to trade in the Securities of the Company in accordance with this Code.

#### **5. Chinese Wall**

- (a) To prevent the misuse of confidential price sensitive information, the Company shall adopt a "Chinese Wall" policy separating those areas of the Company which routinely have access to such confidential information which shall be considered as "sensitive areas", and other departments providing support services which shall be considered as "other areas".
- (b) The employees engaged in the sensitive area shall not communicate any Price-Sensitive Information to anyone in the other area.
- (c) In exceptional circumstances employees from the other areas could be allowed to "cross the wall" and obtain confidential information only on "need- to-know" basis only.

#### **6. Trading Window**

- (a) The Compliance Officer shall notify a 'trading window' during which the Designated Persons may trade in the Company's securities after securing pre-clearance from the Compliance Officer in accordance with these Rules.



- (b) Designated Persons and their immediate relatives shall not trade in the Company's securities when the trading window is closed.
- (c) Unless otherwise intimated by Compliance officer, the trading window shall be inter-alia closed 7 days prior to and during the time the unpublished price sensitive information is published.
- (d) Additionally, the trading window shall be closed in particular for a Designated Person or class of Designated Persons when the Compliance Officer determines that a Designated person or class of Designated Persons can reasonably be expected to have possession of Unpublished Price Sensitive information.
- (e) The trading window may be re-opened after closure, not earlier than 48 hours after the UPSI in question becomes generally available.
- (f) The trading window shall also be applicable to any person having contractual or fiduciary relationship with the Company such as Auditors, Accountancy firms, Law firms, Analysts, consultants etc., assisting or advising the Company.

## **7. Pre-clearance of Trading**

- (a) Designated Persons may Trade in the securities of the Company when the trading window is open, after obtaining approval of the Compliance Officer by submitting an application as per Annexure 1 and an undertaking as per Annexure 2.
- (b) The Compliance Officer shall not approve any proposed Trade by Designated Person if the Compliance Officer determines that such Designated Person is in possession of UPSI even though the trading window is open.
- (c) The Compliance Officer may, after being satisfied that the application and undertaking are true and accurate, approve Trading by a Designated Person, on the condition that the Trade so approved shall be executed within seven trading days from the date of approval.
- (d) The Designated Person shall, within two days of the execution of the Trade, submit the details of such Trade to the Compliance Officer as per Annexure 3. In case the transaction is not undertaken, a report to that effect shall be filed in the said form.
- (e) If the pre-cleared Trade is not executed within seven trading days after the approval is given, the Designated Person must secure pre-clearance of the transaction again.
- (f) A Designated Person who trades in securities without complying with the pre-clearance procedure as envisaged in these Rules or gives false undertakings and/or makes





misrepresentations in the undertakings executed by him/her while complying with the pre-clearance procedure shall be subjected to the penalties as envisaged in these Rules.

- (g) Nothing in this rule shall apply to any Trade involving a value less than Rs 5 Lakhs or such other amount as may be specified by the Board of Directors from time to time provided the Designated Person is not in possession of UPSI while executing such trade.**

## **8. Additional trading restriction on Designated persons**

- (a) All Designated Persons who trade in the Securities of the Company shall not enter into an opposite transaction during the next six months following the prior transaction. In case of any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profit from such trade shall be liable to be disgorged for remittance to the SEBI for credit to the Investor Protection and Education Fund administered by SEBI.
- (b) In case the sale of Securities of the Company is necessitated by personal emergency, the above referred requirements may be waived by the Compliance Officer after recording his reasons in this regard.

## **9. Trading Plan**

- (a) Designated Persons and Connected Persons 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 in accordance with such plan.
- (b) The trading plan shall:—
- i. not entail commencement of trading earlier than six (6) months from the public disclosure of the plan;
  - ii. not entail trading for the period between the twentieth(20) trading day prior to the last day of any financial period for which results are required to be announced by the Company and the second trading day after the disclosure of such financial results;
  - iii. entail trading for a period of not less than twelve(12) 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.



- (c) The Compliance Officer upon receipt of such trading plan, shall review the same to assess whether the plan would have any potential for violation of the Regulations. The Compliance Officer 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 trading plan.
- (d) The Compliance officer will endeavor to approve the trading plan within seven (7) working days of receipt of the trading plan together with necessary undertakings and declarations.
- (e) 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.
- (f) The implementation of the trading plan shall not be commenced if any Unpublished Price Sensitive Information in possession of the Designated Person / 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 an event, the Compliance Officer shall confirm that the commencement ought to be deferred until such UPSI becomes generally available information so as to avoid violation of the Regulations.
- (g) Upon approval of the trading plan, the Compliance Officer shall notify it to the stock exchanges on which the Securities of the Company are listed.

## **10. Disclosure requirements**

### **(a) Initial Disclosure:**

- (1) Every Promoter, Key Managerial Personnel, Director of the Company and each of their Immediate Relatives shall disclose his holding of securities of the Company within thirty days of these Rules taking effect as per Form A set out in Annexure 4.
- (2) Every person on appointment as a Key Managerial Personnel or a director of the Company or upon becoming a Promoter shall disclose his / her and Immediate Relatives' 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, as per Form B set out in Annexure 5.

### **(b) Continual Disclosure:**

- (1) Every Promoter and Designated person of the Company and each of their Immediate Relatives shall disclose as per Form C set out in Annexure 6 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. Ten lakhs.

- (2) The disclosure shall be made within two working days of:
- i. the receipt of intimation of allotment of shares, or
  - ii. the acquisition or sale of shares or voting rights, as the case may be.

- (c) Disclosure to the Stock Exchange:

The Compliance Officer shall notify the stock exchanges, particulars of the Trades, within two trading days of the receipt of the Continual Disclosure or from becoming aware of such information.

- (d) Disclosures by other Connected Persons.

The Compliance Officer may, require any other Connected Person to disclose the holdings and trading in securities of the Company as per Form D set out in Annexure 7 at such frequency as he may determine.

## **11. Penalty for Insider Trading**

- (a) An Insider who acts in contravention of this code/regulations/rules shall be liable to have his services or relationship with the Company, as the case may be, terminated.
- (b) An Insider who violates these rules shall be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in the Company's stock option plans or termination.
- (c) The SEBI or any other appropriate regulatory authority would also be informed of the violation of these Rules so that appropriate action may be taken.

## **12. Miscellaneous**

- (a) The Board of Directors may at any time, modify, alter or amend the provisions of this code by giving notice of such modification, alteration, amendment to Designated Persons.
- (b) Where the Company engages a service provider who is a Connected Person, the head of the department of the Company which engages such Connected Person is responsible
- (c) for communicating the requirements of this Code to such Connected Person to prevent such person from misusing Unpublished Price Sensitive Information of the Company.



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

[Under Regulation 8(1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015]

As envisaged under the SEBI (Prohibition of Insider Trading) Regulations, 2015, a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information consistent with the above regulations was adopted by the Company.

The Principles of fair disclosure adopted by the Company are as follows:

1. The Company shall ensure prompt public disclosure of unpublished price sensitive information (UPSI) that would impact price discovery, as soon as, credible and concrete information comes into being in order to make such information generally available.
2. The Company shall make uniform and universal dissemination of UPSI. Selective disclosure of UPSI is to be avoided.
3. Mr. Sunil Agrawal, Chief Financial Officer and Mr. Sanjay Gupta, Company Secretary and Compliance Officer, will jointly, act as the Chief Investor Relations Officers to deal with dissemination of information and disclosure of UPSI.
4. The Company shall promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise, if at all, to make such information generally available.
5. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company shall ensure that information if any shared with analysts and research personnel is not UPSI.
7. The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made therein.
8. The Company shall ensure handling of all UPSI on a “need to know” basis only.

Any subsequent modification(s) / amendment(s) to SEBI (Prohibition of Insider Trading) Regulations, 2015, shall automatically apply to this Code.



APPLICATION FOR PRE-TRADING APPROVAL

To,  
The Compliance Officer,  
Godfrey Phillips India Limited.

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Insider Trading Policy, I seek approval to purchase / sell / subscribe \_\_\_\_\_ equity shares of the Company as per details given below:

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

I enclose herewith the Undertaking signed by me.

Signature : \_\_\_\_\_

Name:

Date :



Annexure 2

UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE-CLEARANCE

To,

The Compliance Officer,  
Godfrey Phillips India Limited

I, \_\_\_\_\_ (Name and Designation), am desirous of trading in \_\_\_\_\_ shares of the Company as mentioned in my application dated \_\_\_\_\_ for pre-clearance of the transaction.

I further declare that I am not in possession of any unpublished price sensitive information up to the time of signing this Undertaking.

In the event that I have access to or receive any unpublished price sensitive information after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from trading in the securities of the Company until such information becomes public.

I declare that I have not contravened the provisions of the code in force as of date.

In the event of this transaction being in violation of the code or the applicable laws, (a) I will, unconditionally, release, hold harmless and indemnify to the fullest extent, the Company and its directors and officers, (the 'indemnified persons') for all losses, damages, fines, expenses, suffered by the indemnified persons, (b) I will compensate the indemnified persons for all expenses incurred in any investigation, defense, crisis management or public relations activity in relation to this transaction and (c) I authorize the Company to recover from me, the profits arising from this transaction and remit the same to the SEBI for credit of the Investor Protection and Education Fund administered by the SEBI.

I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken.

If approval is granted, I shall execute the trade within seven days of the receipt of approval failing which I shall seek pre-clearance afresh.

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

Signature : \_\_\_\_\_

Name:

Date :



**DISCLOSURE OF TRANSACTIONS**

(To be submitted within 2 days of transaction / trading in securities of the Company)

To,

The Compliance Officer,  
Godfrey Phillips India Limited.

I hereby inform that I

have not bought / sold/ subscribed any securities of the Company.

have bought/sold/subscribed to \_\_\_\_\_ securities as mentioned below on \_\_\_\_ (date).  
(strike out whichever is not applicable)

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

I declare that the above information is correct and that no provisions of the Company's Rules and/or applicable laws/regulations have been contravened for effecting the above said transactions(s).

Signature : \_\_\_\_\_

Name:

Date :

**FORM A**  
**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**  
**[Regulation 7 (1) (a) read with Regulation 6 (2)]**

Name of the company: Godfrey Phillips India Limited

ISIN of the company: INE260B01028

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	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	
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1.	2.	3.	4.	5.	6.	7.	8.	9.

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

Signature:

Designation:

Date:

Place:



**FORM B**  
**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**  
**[Regulation 7 (1) (b) read with Regulation 6(2)]**

Name of the company: Godfrey Phillips India Limited

ISIN of the company: INE260B01028

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	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	
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	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:

Designation:

Date:

Place:



GODFREY PHILLIPS  
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Annexure 6

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

Name of the company: Godfrey Phillips India Limited

ISIN of the company: INE260B01028

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) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

1	2	3		4		5		6		7	8	9	10	11	12	13				17
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)		Pre transaction	Post transaction	From	To							Buy		Sell		
		No.	No.	No.	No.											Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)	

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

Signature:

Designation:

Date:

Place:



**GODFREY PHILLIPS**  
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Annexure 7

**Form D**  
**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**  
**Regulation 7(3) – Transactions by Other connected persons as identified by the company**

1	2	3		4		5		6		7	8	9	10	11	12	13				17
		Type of security (For eg. Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To							Buy		Sell		
																Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)	

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

Name:

Signature:

Date:

Place: