Secretarial Division

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The Manager
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra (East)
Mumbai 400 051
Scrip Code: ACC

Dear Sirs

Sub: Code of Internal procedures & Conduct for Regulating, Monitoring & Reporting of Trading by Designated Persons & Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Pursuant to Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, please find enclosed the revised Code in line with the changes made under the SEBI (Prohibition of Insider Trading)(Second Amendment) Regulations 2019 which have become effective from July 25, 2019.

The revised Code with the incorporated changes has been approved by the Board at its Meeting held on October 15, 2019.

Yours sincerely
For ACC Limited

Rajiv Choubey
Chief Legal Officer & Company Secretary
ACS:13063

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY DESIGNATED PERSONS
AND
CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[pursuant to Regulations 9 and 8 respectively of SEBI (Prohibition of Insider Trading)Regulations 2015 as amended by the SEBI (Prohibition of Insider Trading)(Amendment)Regulations, 2018)]

This Code is in substitution of the earlier code dated May 15, 2015 and has been approved by the Board of Directors at its Meeting held on February 05, 2019 and comes into effect from April 01, 2019.

Suitable amendments as indicated hereinafter have also been made to the Code effective from July 25, 2019 in line with the changes made under the SEBI (Prohibition of Insider Trading) (Second Amendment) Regulations 2019. Such changes have been noted by the Board at its Meeting held on October 15, 2019.

1. INTRODUCTION

Pursuant to the Notifications No. SEBI/LAD-NRO/GN/2018/59 and SEBI/LAD-NRO/GN/2019/02 dated December 31, 2018 and January 21, 2019 respectively, issued by the Securities and Exchange Board of India **("SEBI")** amendments have been made to the SEBI(Prohibition of Insider Trading)Regulations, 2015 through the SEBI(Prohibition of Insider Trading) (Amendment) Regulations, 2018. The amended Regulations shall come into effect from April 1, 2019.

The Board of Directors of the Company have in terms of the SEBI (Prohibition of Insider Trading) Regulations 2015, **("Regulations")** which had come into effect from May 15, 2015 approved at their meeting held on April 14, 2015, the Code for regulating, monitoring and reporting of trading in the Company's Securities by Insiders and the said Code was made effective from May 15, 2015. Pursuant to the amendments made to the Regulations as stated above, it has become necessary to make modifications to the earlier Code approved by the Board on April 14, 2015.

The revised Code shall come into effect on and from April 1, 2019 in substitution of the existing Code and shall be binding on all "Designated persons".

2. DEFINITIONS

2.1 **"Act"** means the Securities and Exchange Board of India Act, 1992.

2.2 **"Board"** means the Board of Directors of ACC Limited.

2.3 **"Code"** shall mean the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by designated persons and the immediate relatives of the designated persons of the Company as amended from time to time as approved by the Board of Directors at their Meeting held on February 5, 2019 which will come into force with effect from April 1, 2019 and which is in substitution of the earlier Code approved on April 14, 2015.

2.4 **"Company"** means ACC Limited.

2.5 "**Regulations**"-refer to the SEBI (Prohibition of Insider Trading) Regulations 2015 as amended by the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, dated December 31, 2018; January 21, 2019, July 25, 2019 and any amendments thereto which may be made in future from time to time.

2.6 **"Compliance Officer"** means the Company Secretary & Head Compliance or such other senior officer of the Company, so designated who is financially literate i.e. who has the ability to read and understand basic financial statements, namely balance sheet, profit and loss account and the statement of cash flows and is also capable of appreciating requirements for legal and regulatory compliance under the Regulations and reporting on the same to the Board.

The Compliance Officer shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules

for the preservation of Unpublished Price Sensitive Information (UPSI), monitoring of trades and the implementation of the codes specified in the Regulations under the overall supervision of the Board of the Company.

Presently the Company Secretary & Head Compliance of the Company is designated as the Compliance Officer for the purpose of this Code.

2.7 **"Connected Person"** shall mean any person as defined by Regulation 2(1)(d)of the Regulations.

2.8 **"Designated Persons"** means:

a. Promoter(s) of the Company as defined by Regulation 2(1)(h);
b. Directors of the Company;
c. Key Management Personnel as designated by the Board of Directors of the Company;
d. Chief Executive Officer (CEO) of the Company and its material subsidiaries and employees up to two levels below the CEO of the company and its material subsidiaries irrespective of their functional role in the Company or ability to have access to UPSI;
e. Employees of the Company, intermediary or fiduciary designated on the basis of their functional role or access to UPSI by the Managing Director and the Chief Executive Officer(MD&CEO);
f. Employees of the material subsidiaries of the company designated on the basis of their functional role or access to UPSI by their Board of Directors;
g. Employees working in the Finance, Accounts and Taxation divisions who are in possession of UPSI, as per the list furnished by the Chief Financial Officer(CFO);
h. Employees in the Secretarial & Shares Division, Corporate Communication and IT Staff who have access to UPSI;
i. Secretaries/Personal Assistants of all persons mentioned in (a) to (g) above, by whatever name called;
j. Statutory auditors, Cost Auditors, Company Secretaries in Practice and law firms/ legal consultants appointed by the Company, analysts, insolvency professional Entities, Consultants, Banks assisting the Company and having access to UPSI;
k. Insider which refers to any person as stated in Regulation 2(1)(g) read with Regulation 3(2B) of the Regulations; and
l. such other Person as may be identified by anyone of the MD&CEO, the CFO or the Compliance Officer in line with the objectives of the Code.

2.9 **"Director"** means a member of the Board of Directors of the Company.

2.10 **"Employee"** means employee of the Company (whether working in India or abroad), the Directors in the employment of the Company including employees of the material subsidiaries designated on the basis of their functional role or access to UPSI by their Board of Directors.

2.11 **"EthicalView Committee"** refers to the Committee constituted under the EthicalView Reporting Policy of the Company.

2.12 **"Generally Available Information"** refers to Regulation 2(1)(e) of the Regulations including the Note thereunder.

2.13 **"Immediate Relative"** shall refer to the definition provided to the term

in Regulation 2(1)(f) of the Regulations.

2.14 **"Legitimate Purpose"** shall include sharing of UPSI in the ordinary course of business by an Insider with Partners, Collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other Advisors or consultants provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.

2.15 **"Promoter"/ 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 as defined in Regulation 2(1)(h).

2.16 **"Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 or any modification thereof except units of a mutual fund.

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

2.18 **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in securities of the Company, and "trade" shall be construed accordingly.

2.19 **"Trading Day"** means a day on which the recognized stock exchanges are open for trading.

2.20 **"Unpublished Price Sensitive Information"** (UPSI) shall carry the meaning given to the term in Regulation 2(1)(n) of the Regulations as amended.

Words and expressions used and not defined in the Code but defined in the Securities & Exchange Board of India Act 1992, the Regulations, The Securities Contract (Regulations) Act 1956, The Depositories Act 1996 or in the Companies Act 2013 and the Rules and Regulations made thereunder shall have the meanings respectively assigned to them -under those legislations.

3. PERSONS GOVERNED BY THIS CODE

This Code is applicable to the designated persons and their immediate relatives as defined hereinabove.

4. ROLE OF COMPLIANCE OFFICER

The Role of the Compliance Officer shall be as under:

4.1 Ensure compliance with the Regulations.

4.2 Report on insider trading to the Board of the Company and in particular, provide reports to the Stakeholders' Relationship Committee periodically and to the Audit Committee and Board on an annual basis.

4.3 Administer this Code and also undertake actions as prescribed thereto under the Regulations (such as approval and disclosure of the trading

plan of Insiders to the Stock Exchanges on which the Securities of the Company are listed).

4.4 Assist all Employees in addressing any clarifications regarding the Regulations and the Company's Code.

4.5 Maintenance of structured digital database of designated persons and such other persons with whom UPSI is shared.

4.6 Handle such other functions as may be assigned to him by the Board from time to time for ensuring compliance of the Code and the Regulations.

5. PRESERVATION OF "UPSI"

5.1 All Insiders shall maintain confidentiality of UPSI coming into their possession or control. All UPSI shall be handled only on a 'need-to-know' basis and no Insider shall communicate, provide or allow access to any UPSI relating to the Company or its Securities listed or proposed to be listed to any person including other Insiders except where such communication is for furtherance of legitimate purposes as enumerated above, and for performance of their duties or in discharge of legal obligations.

5.2 No person shall procure from or cause the communication by any Insider of UPSI, relating to the Company or its Securities which are listed or proposed to be listed, except for furtherance of legitimate purposes, performance of their duties or discharge of legal obligations.

5.3 As permitted under the Regulations, UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction that would:

(a) entail an obligation to make an open offer under the Takeover Regulations where the Board of Director of the Company is of the informed opinion that the proposed transaction is in the best interests of the Company; or

(b) not attract the obligation to make an open offer under the Takeover Regulations but where the Board of the Company is of informed opinion that the proposed sharing of such information is in the best interests of the Company and the information that constitute UPSI 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 may determine to be adequate and fair to cover all relevant and material facts.

5.4 However, the Board shall require the parties to execute agreements to maintain confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep the information so received confidential, except for the limited purpose as set out in paragraph 5.3 above and shall not otherwise trade in Securities of the Company when in possession of UPSI.

5.5 **Need to Know**

5.5.1 UPSI should be disclosed on a "need to know" basis i.e. only to those persons within and outside the Company who need the information

for legitimate purposes, for performance of duties or discharge of legal obligations and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

5.5.2 All non-public information directly received by any Employee covered under the Code should immediately be reported to the head of the department.

5.5.3 The Board has formulated a policy for determination of "legitimate purposes" for possession of UPSI which shall form a part of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information enclosed hereto as Annexure 'A'.

5.6 **Maintenance of structured data base**

5.6.1 The Company shall maintain a structured data base of the persons with whom the UPSI is shared, which will contain the following information that shall be disclosed by the Persons on an annual basis:

a) name of person or entity;
b) PAN or any other identifier as provided by the person which is authorized by law if PAN is not available;
c) Names of their immediate relatives;
d) Persons with whom the designated person shares a material financial relationship. The term "Material Financial relationship" shall mean a relationship in which one person is a recipient of any payment such as a loan or gift from a designated person during the last twelve months equivalent to at least 25% of the 'designated persons' annual income but shall exclude payments which are based on arm's length basis;
e) Phone, Mobile numbers which are used by them.

The information provided shall be updated as and when changes occur

5.6.2 In addition to the above, the names of the educational** institution(s) from which the designated persons have graduated and names of their past employers shall also be disclosed on a one time basis.

Such data bases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of data base.

5.7 **Institutional mechanism for prevention of Insider Trading**

5.7.1 The MD&CEO or such other person carrying on the function of the CEO & Managing Director in the Company shall put in place an adequate and effective system of internal controls to ensure compliance with the requirements in the Regulations to prevent insider trading.

5.7.2 The internal controls shall include the following:

a) all employees who have access to UPSI are identified as designated employee.
b) all the UPSI shall be identified and its confidentiality shall be maintained as per the Regulations.
c) adequate restrictions shall be placed on communication or procurement

of UPSI as required under the Regulations

d) lists of all employees and other persons with whom UPSI is shared shall be maintained and confidentiality agreements shall be signed or notices shall be served on such employees and persons.

5.7.3 There shall be a periodic review of the Internal Controls to evaluate their effectiveness.

5.7.4 The Board shall direct the MD&CEO or such other person carrying on the responsibilities of the CEO&MD to ensure compliance with Regulation 9 and sub-regulations (1) and (2) of the Regulation 9A.

5.7.5 The Audit Committee of the Board of the Company shall review compliance with the provisions of the Regulations at least once a year and verify whether the systems for Internal Control are adequate and operating effectively.

5.8 Limited access to confidential information

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

5.9 Chinese Wall

To prevent the misuse of UPSI, the Company has adopted a 'Chinese Wall' which separates those departments which routinely have access to such information, considered inside areas from other departments, considered public areas.

As per the above:

(a) The Employees in the inside areas are not allowed to communicate any UPSI to anyone in the public areas.

(b) Only in exceptional circumstances, employees from the public areas are brought "over the wall"' and given access to UPSI on the basis of "need to know" criteria, under intimation to the any one of the MD & CEO, CFO or the Compliance Officer of the Company.

6. PREVENTION OF MISUSE OF UPSI

6.1 No Insider shall trade in the Company's Securities that are listed or proposed to be listed on a stock exchange while in possession of UPSI.

6.2 Where a person who has traded in the securities of the Company has been in possession of UPSI, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession. An Insider may however prove his innocence by demonstrating the circumstances including the following:

(a) the transaction was an off-market inter-se transfer between insiders who were in possession of the same UPSI without being in breach of the Regulations and both parties had made a conscious and informed trade decision;

Provided that such UPSI was not obtained in the manner stated under sub-regulation (3) of Regulation 3 of these Regulations;

Provided further that, such off-market trades shall be reported by the Insiders to the Company within two working days. The Company shall notify particulars of such trades to the Stock Exchanges on which its securities are listed within two trading days from receipt of the disclosures or becoming aware of such information;

(b) The transaction was carried out through block deal window mechanism between persons who were in possession of the UPSI without being in breach of Regulation 3 and both parties had made a conscious and informed trade decision.

Provided that such UPSI was not obtained by either person under sub regulation (3) of Regulation 3 of these Regulations;

(c) The transaction in question was carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction;

(d) The transaction in question was undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations;

(e) in the case of non-individual Insiders: (i) the individuals who were in possession of such UPSI were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such UPSI when they took the decision to trade; and (ii) appropriate and adequate arrangements were in place to ensure that the Regulations were not violated and no UPSI was communicated by the individuals possessing the information to the individuals taking trading decisions and there was no evidence of such arrangements having been breached;

(f) the trades were pursuant to a trading plan set up in accordance with Clause 6.4 hereunder.

6.3 In the case of Insiders the onus of establishing, that they were not in possession of UPSI, shall be on the Insider and in other cases the onus would be on SEBI. SEBI may specify such standards and requirements from time to time as it may deem necessary for the purpose of the Regulations.

6.4 **Trading Plans**

Trading Plan

6.4.1 An Insider shall be entitled to formulate a trading plan for dealing in the 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.

6.4.2 Such Trading Plan shall:

(a) not entail commencement of trading on behalf of the Insider earlier than six months from the public disclosure of the plan;

(b) 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;

(c) entail trading for a period of not less than twelve months;

(d) not entail overlap of any period for which another Trading Plan is already in existence;

(e) set out either the value of trades to be effected or the number of the Company's 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

(f) not entail trading in Securities for market abuse.

6.4.3 The Compliance Officer shall review the Trading Plan to assess whether the plan would have any potential for violations of the Regulation and 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.

6.4.4 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 UPSI and the said information has not become generally available at the time of the commencement of implementation of the Trading Plan and it shall be deferred until such UPSI 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. The Compliance Officer shall be the final authority to decide on the deferment of the Trading Plan.

6.4.5 Upon approval of the Trading Plan, the Compliance Officer shall notify the same to the Stock Exchanges on which the Securities are listed.

6.4.6 Pre-clearance of trades shall not be required for a trade executed as per a pre-approved trading plan.

6.4.7 Trading window norms and restrictions on contra trade shall not apply for trades made as per approved trading plan.

6.4.8 The trading window restrictions as stated above shall not apply in respect of a pledge of shares for a bonafide purpose such as raising of funds subject to pre-clearance by the Compliance Officer and compliance with the respective regulations made by SEBI.

6.4.9 The trading window restrictions shall not apply in respect of transactions which are undertaken in accordance with the respective regulations made by SEBI such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering of shares in a buy-back offer, open offer, delisting offer.

7. TRADING WINDOW AND WINDOW CLOSURE

7.1 The Company shall periodically specify the trading period to be called "Trading Window" for trading in the Company's Securities subject to obtaining preclearance from the Compliance Officer. The preclearance for trading in the securities of the Company by the Compliance officer shall be given by the Managing Director & the Chief Executive Officer (MD&CEO) The Trading Window will remain closed when the Compliance Officer determines that the Designated Persons can reasonably be expected to have possession of Unpublished Price Sensitive Information (UPSI). When the Trading Window is closed the Designated Persons and their immediate relatives shall not trade in the Company's Securities during that period. The Trading Window shall be *inter alia* closed for the following purposes:

(a) Declaration of financial results (Quarterly, Half-yearly & Annual);
(b) Declaration of dividend (Interim & Final);
(c) Change in capital structure including but not limited to issue of Securities by way of public/rights/bonus and buy back of securities;
(d) Mergers, demergers, acquisitions, delistings and major expansion of business;
(e) Disposal of whole or substantially the whole of the undertaking;
(f) Such other material events as approved by the MD&CEO.

7.2 The Meetings of the Audit Committee and Board for recommendation/clearance or approval of the financial statements of the company should preferably be held on the same day to avoid leakage of material information. Otherwise the gap between the Meetings of the above two bodies shall be as narrow as possible.

7.3 The time for commencement of closing of Trading Window shall be decided by the Compliance Officer of the Company after taking into account various factors including the possibility of the UPSI in question becoming generally available and being capable of assimilation by the market.

As per the present practice the quarterly/half yearly/annual financial results of the Company are communicated to the Stock Exchanges after the same are approved by the Board. Accordingly, as a matter of policy, in respect of declaration of financial results, the Trading Window shall remain closed from the end of the respective quarter, half year, or financial year as the case may be.

7.4 The Trading Window will also be closed for such period as may be considered necessary whenever the Board is required to consider any of the matters listed in Clause 7.1 above.

7.5 The Trading Window shall be opened 48 (Forty Eight) hours after the UPSI under Clause 7.1 above has been made public. If the ending of the 48 hour period falls on a non-working day for the Stock Exchanges, then the Trading Window will open on the next working day of the Stock Exchange.

7.6 The Designated Persons and their immediate relatives shall deal in the Securities of the Company only when the Trading Window is open and shall not be involved in any transaction concerning the purchase or sale of the Company's Securities during the periods when the Trading Window is closed.

7.7 All communication regarding the closing and opening of the Trading Window shall be made by e-mail to the Designated Persons and shall also be notified to the Stock Exchanges and uploaded on the Company's website. However, irrespective

of whether such communication is received, the Designated Persons shall mandatorily verify from the Compliance Officer whether the Trading Window is open before undertaking any transactions in respect of Securities of the Company. Non receipt of communication/lack of knowledge over the g closure of Trading

Window will not justify a transaction made during the period when the Trading Window was closed.

8. PRE-CLEARANCE OF TRADE BY DESIGNATED PERSONS

8.1 The Designated Persons or their immediate relatives who intend to deal in the Securities of the Company when the Trading Window is open should seek separate pre-clearances for each transaction irrespective of the value of the transaction. There would be no need for any pre-clearance where trades are done pursuant to a trading plan which has been approved.

8.2 Applications seeking pre-clearance should be made in writing or by email in the prescribed form to the Compliance Officer in the **Form 'E'.**

8.3 An undertaking shall be executed in favour of the Company by such Designated Persons or their immediate relatives incorporating, *inter alia,* the following clauses, as may be applicable and submitted to the Compliance Officer along with the application for seeking pre-clearance:

(a) That the Designated Person and/or his Immediate Relative does not have any access or has not received UPSI up to the time of signing the undertaking.

(b) That in case the Designated Person and/or his Immediate Relative has access to or receives UPSI 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 as notified by the Company from time to time.

(d) That he/she has made a full and true disclosure in the matter.

While considering the undertaking, the Compliance Officer shall consider whether the same is accurate.

8.4 After clearance from the Compliance Officer an e-mail communication will be sent to the concerned person about the clearance of the application.

8.5 Once pre-clearance is given for a transaction the order should be executed by the Designated Person within one week from the date of the e-mail granting the pre-clearance.

8.6 The Designated Person shall file within 2 (two) Trading Days of the execution of the deal, the details of such deal, with the Compliance Officer in **Form 'F'**. In case the transaction is not undertaken the Company may be informed.

8.7 If the order is not executed within the period stipulated as aforesaid after the approval is given, the Designated Person must apply for pre- clearance of the transaction once again. In the event the period between the date of the aforesaid approval and the commencement of the closure of the Trading Window is less than 7 days, then the said transaction shall be executed within such lesser period.

8.8 The Company's EthicalView policy shall be amended suitably to enable employees

of the Company to report instances of leakage of UPSI.

9. MINIMUM HOLDING PERIOD AND NO OPPOSITE TRANSACTION FOR SIX MONTHS

9.1 Designated Persons or their relatives who buy or sell any number of shares of the Company 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.

9.2 In case the sale of Securities is necessitated by personal emergency, the holding period may be waived by the Compliance Officer after recording in writing the reasons in this regard.

9.3 Notwithstanding the above, should an Insider execute an opposite transaction, inadvertently or otherwise, in violation of the restrictions set out above, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the SEBI Act, 1992.

10. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

10.1 Disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives and by any other person for whom such person takes decision.

10.2 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.

10.3 Initial Disclosure

10.3.1 Every promoter, member of promoter group, Key Managerial Personnel and Director shall within thirty days of the Regulations taking effect, forward to the Company the details of all holdings in the Securities of the Company presently held by them including the statement of holdings of dependent family members in the prescribed **Form 'A'**.

10.3.2 Every person who subsequently gets appointed/ reappointed as a KMP or a Director of the Company or upon becoming a promoter or member of the promoter group shall disclose his holding of securities of the Company as on the date of appointment or re- appointment or upon becoming a promoter, to the Company within seven days of such appointment or becoming a promoter in the prescribed form **Form 'B'**.

10.4 Continual Disclosure

10.4.1 Every promoter, member of the promoter group, designated person and director of the Company shall disclose to the Company the number of such Securities acquired or disposed of within two trading days of such transaction if the value of the Securities traded, whether in one tranche or a series of tranches over any calendar quarter, aggregates to a traded value in excess of Ten lakhs. The disclosure to be given by the Designated Persons shall be in the prescribed **Form 'C'.** All other connected persons and other employees shall disclose the requisite information in the prescribed **Form 'D'.** The disclosure shall be made

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.

10.5 **Disclosure by the Company to the Stock Exchange(s)**

Within 2 trading days of the receipt of intimation under para 10.1 the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

10.6 Designated Persons shall disclose to the Compliance Officer the number of Securities held by them in the Company as at the end of the Company's financial year in the **Form 'G'.** They shall also disclose the number of securities in the Company held by their Immediate Relatives and dependents (spouse and dependent children). This disclosure should be made within one month from the close of the Company's financial year. This disclosure shall be made even if the shareholding is NIL. The Designated Employees shall also provide an annual confirmation of their adherence to the Code.

10.7 The Compliance Officer shall maintain records of all the declarations in the appropriate forms given by the Designated Persons for a minimum period of five years.

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

The Company has prepared a Code of Practices and Procedures for Fair Disclosure of UPSI as required by Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code is enclosed hereto as **ANNEXURE A.**

12. POLICY ON INQUIRY IN CASE OF LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION

The Company has formulated a Policy setting out inter-alia the procedures on Inquiry in case of leak of UPSI as required by sub-regulation 5 of Regulation 9A of the amended Regulations. The Policy is enclosed hereto as **ANNEXURE B.**

13. CONFIRMATION

13.1 This Code and the Code of Conduct for Fair Disclosure of UPSI has been uploaded on the Company's Accelerate Portal as well as the Company's website. All Insiders and all other employees of the Company to whom this Code applies hereby acknowledge that they have read and fully understood their obligations herein and have undertaken to unconditionally abide by the same.

13.2 The responsibility of compliance shall be entirely on the Designated Persons and all other employees of the Company to whom the Code applies, who shall also ensure that their immediate relatives have been informed of the Code, that they have read and fully understood their obligations herein and have undertaken to unconditionally abide by the same.

14. PENALTY FOR CONTRAVENTION OF THE CODE

14.1 Every Designated 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 immediate relatives or dependents).

14.2 Any designated Person who trades in securities or communicates any information for trading in Securities, in contravention of this Code may be penalized and appropriate action may be taken by the Company.

14.3 Designated Persons who violate the Code shall also be subject to disciplinary action by the Company, including but not limited to wage freeze, suspension, recovery, clawback, disqualification from future participation in employee stock option plans, if any, etc. The penalties/ disciplinary action will be decided by the Audit Committee of the Board based on reports submitted by the Compliance Officer or the EthicalView Committee.

14.4 The action by the Company shall not preclude SEBI from taking any action in case of violation of the Regulations. For this purpose the Compliance Officer shall inform SEBI if there is any major violation of the Code and the Regulations.

14.5 Under Section 15G of the SEBI Act, any Insider who indulges in insider trading in contravention of Regulation 3 is liable to a penalty which shall not be less than Rs.10 lakhs but which may extend to Rs.25 crore or three times the amount of profits made out of Insider trading, whichever is higher. Under Section 24 of the SEBI Act, anyone who contravenes the Regulations is punishable with imprisonment for a maximum period of ten years or with fine which may extend to Rs.25 crore or with both. Further, in case any person fails to pay the penalty imposed by the adjudicating officer or fails to comply with any of his directions or orders, he shall be punishable with imprisonment for a term which shall not be less than one month but which may extend to ten years, or with fine, which may extend to Rs.25 crore or with both.

15. JURISDICTION

In the event of any dispute arising from the provisions of the Code or its interpretation, the same shall be subject to the jurisdiction of the courts in Mumbai.

16. CLARIFICATION

For all queries concerning this Code, please contact the Compliance Officer.

THIS CODE IS AN INTERNAL DOCUMENT AND SERVES AS GUIDELINES TO AVOID INSIDER TRADING AS PER SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS 2015 AS AMENDED VIDE NOTIFICATION No. SEBI/LAD-NRO/GN/2018/59 DATED DECEMBER 31, 2018 TO BE EFFECTIVE FROM APRIL 01, 2019.

AMENDMENTS TO THE CODE AS NOTED ABOVE ARE EFFECTIVE FROM JULY 25, 2019 IN LINE WITH THE AMENDMENT MADE TO THE REGULATIONS BY SEBI AND HAVE BEEN NOTED BY THE BOARD AT ITS MEETING HELD ON OCTOBER 15, 2019.

ANNEXURE A

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

[pursuant to Regulation 8 of SEBI (Prohibition of Insider Trading) (Amendment)Regulations 2018)]

1. Every company whose securities are listed on a Stock Exchange is required to formulate a Code of Practices and Procedures for fair disclosure of unpublished price sensitive information (hereinafter referred to as "Code of Corporate Disclosure Practices").

2. This Code of Corporate Disclosure Practices shall come into force from 15th day of May, 2015.

3. **Principles of Fair Disclosure**

The Company shall ensure:

- Prompt public disclosure of Unpublished Price Sensitive Information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- Uniform and universal dissemination of Unpublished Price Sensitive
- Information to avoid selective disclosure.
- Prompt dissemination of Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- Ensuring that information shared with analysts and research personnel is not Unpublished Price Sensitive Information.
- Developing 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.
- Handling of all Unpublished Price Sensitive Information on a need-to-know basis for legitimate purposes in accordance with the 'Policy for determination of Legitimate Purposes', which forms a part of this Code.

4. **Overseeing and co-coordinating disclosure**

i. The Company has designated the Chief Financial Officer (CFO) and the Company Secretary & Head Compliance as the "Chief Investor Relations Officers" to individually oversee the dissemination of information and

disclosure of Unpublished Price Sensitive Information.

ii. The Chief Investor Relations Officer shall be responsible for overseeing and co-ordinating disclosure of Unpublished Price Sensitive Information to Stock Exchange, analysts, shareholders and media.

iii. The Chief Investor Relations Officers shall report to the CEO & MD. The disclosure/ dissemination of information shall be approved in advance by the CEO&MD.

iv. No information shall be passed on by an Insider by way of making a recommendation for the purchase or sale of Securities of the Company.

v. The Chief Investor Relations Officers shall ensure that information shared with analysts and research personnel is not Unpublished Price Sensitive Information. The Chief Investor Relations Officers shall oversee and co-ordinate disclosure of Unpublished Price Sensitive Information to Stock Exchanges, analysts, shareholders and media, on a timely basis.

5. **Responding to market rumours**

i. The Chief Investor Relations Officers in consultation with the CEO & MD shall take a call on whether a public announcement is necessary for verifying or denying rumours and if considered necessary make suitable statement/sin this regard to the Stock Exchanges.

ii. All the requests/ queries received shall be documented and as far as practicable, the Chief Investor Relations Officers, shall request for such queries/ requests in writing.

6. **Disclosure/dissemination of Unpublished Price Sensitive Information with special reference to Analysts, Institutional Investors**

The following guidelines will be followed whilst dealing with analysts, brokers, and Institutional investors:-

(i) Only such information which is in public domain shall be provided

(ii) No person, except those authorized by the Chief Investor Relations Officers, shall disclose any information relating to the Company's Securities to analysts and research persons. The Chief Investor Relations Officers, shall be invited to meetings/ conferences organized by the Company with the analysts/research persons.

(iii) At least two representatives of the Company shall be present at meetings with Analysts, brokers or Institutional Investors.

(iv) Unanticipated questions may be taken on notice and a considered response may be given later. No price sensitive information shall be shared unless a public announcement in regard to the same has been made.

(v) Where a meeting has been held with the analysts, Institutional Investors, the Company shall either make a press release or post relevant

information on its website immediately after such meet.

(vi) All discussions with analysts, brokers, and Institutional investors shall be recorded.

7. **Medium of Disclosure and Dissemination**

(i) The Company shall disseminate all credible and concrete Unpublished Price Sensitive Information on a continuous and in a timely manner to Stock Exchanges in accordance with the requirements of applicable law, where its Securities are listed and thereafter to the press.

(ii) As a good corporate practice, the Unpublished Price Sensitive Information disclosed to the Stock Exchanges and to the press will also be supplemented by prompt updates on the Company's web-site. The Company may also consider other modes for dissemination of information as it may consider necessary.

(iii) The information filed by the Company with the Stock Exchanges under the Stock Exchange Listing Agreement shall also be posted on the Company's website.

(iv) The Company will also promptly intimate any amendment to this Code of Corporate Disclosure Practices to the Stock Exchanges, as required under the Regulations.

Policy for Determination of "Legitimate Purposes"

1. The Policy for Determination of "Legitimate Purposes" for possession of Unpublished Price Sensitive Information (UPSI) has been formulated as envisaged under Clause 3 of the amended Code of Corporate Disclosure Practices and Clause 5.5.3 of the amended Code of Internal Procedures and Conduct for regulating, monitoring and reporting of Trading by Designated Persons pursuant to the amendments made by the Securities Exchange Board of India (SEBI) to the SEBI (Prohibition of Insider Trading) Regulations, 2015 vide Notification No. SEBI/LAD-NRO/GN/2018/59 dated December 31, 2018, which is effective from April 01, 2019.

2. "Legitimate Purposes" shall be as defined in Clause 2.14 of the Code of Internal Procedures and Conduct for regulating, monitoring and reporting of Trading by Designated Persons, which shall include sharing of UPSI in the ordinary course of business by an Insider with Partners, Collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other Advisors or consultants provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.

3. Any person who receives UPSI for legitimate purposes shall be considered as an Insider.

4. Notices have to be given by the Compliance Officer to such insiders to maintain confidentiality of the UPSI in their possession.

5. Where a person who has traded in securities of the Company has been in possession of UPSI, the presumption shall be that he has been motivated by the knowledge and awareness of such information in his possession. The onus shall be on such person to rebut such a presumption. Any inducement and procurement of UPSI not in the furtherance of one's legitimate duties and discharge of obligations would be considered illegal.

THIS CODE WAS APPROVED BY THE BOARD OF DIRECTORS AT ITS MEETING HELD ON 14th APRIL, 2015 AND EFFECTIVE FROM 15TH MAY, 2015 AND HAS SUBSEQUENTLY BEEN AMENDED ON FEBRUARY 05, 2019. THE AMENDED CODE SHALL COME INTO EFFECT FROM APRIL 01, 2019.

AMENDMENTS TO THE CODE AS NOTED ABOVE ARE EFFECTIVE FROM JULY 25, 2019 IN LINE WITH THE AMENDMENT MADE TO THE REGULATIONS BY SEBI AND HAVE BEEN NOTED BY THE BOARD AT ITS MEETING HELD ON OCTOBER,15, 2019.

THIS CODE IS AN INTERNAL DOCUMENT TO SERVE AS GUIDELINES TO PREVENT INSIDER TRADING AS PER SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015.

ANNEXURE B

POLICY ON INQUIRY IN CASE OF LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[pursuant to sub-regulation 5 of Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations 2015)]

1. INTRODUCTION

Pursuant to the Notification No. SEBI/LAD-NRO/GN/2018/59 dated December 31, 2018 issued by the Securities and Exchange Board of India **("SEBI")** certain amendments have been made to the SEBI (Prohibition of Insider Trading) Regulations 2015, (hereinafter referred to as the "amended Regulations") effective from April 01, 2019. Pursuant to sub-regulation 5 of Regulation 9A of the Amended Regulations, the Company is required to formulate a written policy and procedure for inquiry in case of leak of Unpublished Price Sensitive Information (UPSI) or suspected leak of UPSI.

Consequent to the above, the Policy has been formulated and approved by the Board of Directors at its Meeting held on February 05, 2019 and forms a part of the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders of the Company. The Policy shall apply on and from April 1, 2019.

2. DEFINITIONS

2.1 Leak of Unpublished Price Sensitive Information

"Leak of Unpublished Price Sensitive Information(UPSI)" shall mean passing on or communication of UPSI or circumstances under which UPSI is made available or becomes available to any person not entitled to be in possession of the UPSI before it is formally published in the public domain and which shall include any purported attempt thereof.

2.2 Policy

"Policy" shall mean the Policy on Inquiry in case of Leak of Unpublished Price Sensitive Information of the Company as amended from time to time.

2.3 EthicalView Committee

"**EthicalView Committee**" is the Committee constituted under the EthicalView Reporting Policy of the Company.

2.4 Words and expressions used and not defined in the Policy but defined in the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by designated persons, The Securities & Exchange Board of India Act 1992, the amended Regulations, The Securities Contract (Regulations) Act 1956, The Depositories Act 1996 or in the Companies Act 2013 and the Rules and Regulations made thereunder shall have the meanings respectively assigned to them in the

said Code or those legislation.

3. APPLICABILITY

The Policy shall be applicable to all Designated Persons and their immediate relatives, any other person in possession of UPSI on the basis of their functional roles and all employees of the Company.

4. CONFIDENTIALITY OF UPSI

The Designated persons or other employees or persons in possession of or having access to the UPSI shall maintain confidentiality with respect to the UPSI available with them or in their possession and shall not communicate the UPSI to any other person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

5. INQUIRY PROCESS FOR LEAK OR SUSPECTED LEAK OF UPSI

5.1 Complaint on leak or suspected leak of UPSI

5.1.1 The procedure for inquiry in case of a leak or suspected leak of UPSI shall commence upon receipt of a written complaint from any person including an employee, designated person, depositories, broker, Stock Exchanges, regulatory or statutory authorities. The Company may also suo-moto initiate investigation against any person if it has reasons to believe that such person is responsible for or is instrumental in the leak or suspected leak of UPSI.

5.1.2 The complaint may be addressed to the Chairman of the Audit Committee/ Ethical View Committee/Managing Director & Chief Executive Officer(MD&CEO)/Chief Financial Officer (CFO) / Compliance Officer of the Company.

5.1.3 The complaint shall state the particulars of the persons against whom the compliant has been made alongwith the details and documentary or other evidence, if any, substantiating the allegations made.

5.2 Investigation procedure

5.2.1 All complaints shall be referred to the EthicalView Committee for carrying out an investigation.

5.2.2. The EthicalView Committee shall seek a written representation from the person against whom the compliant has been made.

5.2.3 The EthicalView Committee may also call for any documents or representations as deemed expedient during the course of the investigation.

5.2.4 Upon conclusion of the investigation by the EthicalView Committee, a report on the investigation along with the opinion of the EthicalView Committee shall be submitted to the Audit Committee.

5.2.5 In case no representation is received by the EthicalView Committee from the person against whom the compliant has been made within the stipulated time, the EthicalView Committee shall carry out an investigation on the basis of the information available. Upon being convinced of the genuineness of the

complaint and based on the facts of the case, a Notice shall be issued to the person against whom the complaint has been made, asking him to show cause as to why no disciplinary action shall be initiated against him. In case there is no response from the concerned person, the matter shall be reported to the Audit Committee.

5.2.6 The EthicalView Committee may discard a complaint by recording the reasons thereof, if no merit is found in a complaint. The details of such complaints shall be placed before the Audit Committee.

5.2.7 The Audit Committee shall based on the report and opinion of the EthicalView Committee, form its decision on the leak or suspected leak of UPSI and initiate necessary disciplinary action as envisaged under the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by designated persons.

6. STATUS REPORT OF COMPLAINTS

A report on the status of all complaints received on leak or suspected leak of UPSI shall be placed before the Audit Committee at regular intervals.

7. AMENDMENTS

The Board reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Regulations, Act or any law for the time being in force.

Annexure C - Forms

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

Name of the Company: ACC Limited
ISIN of the Company: INE012A01025 DPID ----------Client ID ----------

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

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (Promoters/Member of the Promoter Group/ KMP/Directors/Immediate relative to/others etc.)	Securities held as on the date of regulation coming into force		% of share holding
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5

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

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

Open Interest of the Future Contracts held as on the date of regulation coming into force			Open Interest of the Option Contracts held as on the date of regulation coming into force		
Contract Specifications	Number of units(contracts * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units(contracts * lot size)	Notional value in Rupee terms
6	7	8	9	10	11

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

Name & Signaure: ----------
Designation: ----------
Date: ----------
Place:----------

FORM "B"

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6 (2)- Disclosure on becoming a Director/KMP/Promoter/Member of Promoter Group]

Name of the Company: ACC Limited
ISIN of the Company: INE012A01025

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

Name, PAN,CIN/DIN & Address with contact nos.	Category of Person (Promoters/Member of the Promoter Group/KMP/ Directors/Immediate relative/to others etc.	Date of appointment of Director/KMP OR Date of becoming Promoter or Member of Promoter Group	Securities held at the time of becoming Promoter/member of promoter Group/appointment of Director/KMP		% of shareholding
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5	6

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

Details of Open Interest (OI) in derivatives of the Company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or Member of Promoter Group of the Company and other such persons as mentioned in regulation 6(2)

Open Interest of the Future Contracts held at the time of becoming Promoter/member of promoter Group/appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/member of Promoter Group//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

DPID ----------Client ID ----------

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: ACC Limited
ISIN of the Company: INE012A01025

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

Name, PAN, CIN/ DIN & Address with contact nos.	Category of Person (Promoters/Member of Promoter Group/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/disposal (on market /public/rights/preferential offer/off market/Inter-se transfer, ESOPs etc.)
		Type of security (For eg. – Shares, Warrants Convertible Debentures etc)	No. and % of share-holding	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 share-holding	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, Member of Promoter Group,Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2)

Trading in derivatives (Specific 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

DPID ----------Client ID ----------

Name & Signature: ----------

Designation: ----------

Date: ----------

Place: ----------

FORM "D"

SEBI (Prohibition of Insider Trading) Regulations, 2015

Regulation 7 (3) – Transactions by Other connected persons as identified by the Company

Name of the Company: ACC Limited
ISIN of the Company: INE012A01025

Details of trading in securities by other connected persons as indentified by the Company

Name, PAN, CIN/DIN & Address with contact nos. of other connected persons as identified by the company	Connection with Company	Securities held prior to acquisition/disposal		Securities acquired/disposed				Securities held post acquisition/ disposal		Date of allotment advice/acquisition of shares/sale of shares specify		Date of intimation to Company	Mode of acquisition/disposal (on market /public/rights/preferential offer/off market/Inter-se transfer, ESOPs etc.)
		Type of security (For eg. – Shares, Warrants Convertible Debentures etc)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants Convertible Debentures etc)	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 by other connected persons as identified by the Company

Trading in derivatives (Specific 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

DPID ----------Client ID ----------

Name & Signature: ----------

Designation: ----------

Date: ----------

Place: ----------

FORM "E"

Application form for Pre-clearance for Purchase/Sale of ACC Securities.

Name of the Designated Person: .....
Employee No.: .....
Designation: .....
Unit: .....

The Compliance Officer,
ACC Limited,
Mumbai.

Dear Sir,

Pursuant to the Company's Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders which came into existence from 15.5.2015, I seek approval for Purchase/Sale of securities of the Company as under:

I propose to purchase/sell .....No. of .....securities (Specify the security .i.e. Shares/Derivatives etc.) of the Company, during the 7 days ending ..... in my name or on behalf of my dependent spouse/children. I/My Dependents have a demat account with .....(Name of the DP) having DPID No IN.....and the demat account No. is ..... I already hold ..... No. of ..... Security (specify the security) of ACC Limited in the said demat account.

UNDERTAKING

I,.....Director/Employee of the Company propose to Purchase/Sell .....no of .....security (Specify the security .i.e. Shares /Derivatives etc.) of the Company during the 7 days ending ..... in my name/on behalf of my dependents, and I have sought a pre-clearance from the Compliance Officer.

In this regard I state as under:

a. I and/or my immediate relative have not received, nor have I and/or my immediate relative had any access to any price sensitive information upto the time of signing this undertaking.
b. In case I and/or my immediate relative have access or receive price sensitive information after the signing of this undertaking but before the execution of the transaction I and/or my immediate relative shall inform the Compliance Officer of the same and shall refrain from dealing in the Securities of the Company till the time such information becomes public.
c. I and/or my immediate relative have not contravened the code of conduct for prevention of insider trading as notified by the Company from time to time.
d. I and/or my immediate relative have made a full and true disclosure in the matter.

Signature ..... Date.....

FORM "F"

Statement of details of transaction in respect of securities of the Company for which Pre-clearance was obtained

Name of the Designated Person: .....
Employee No.: .....
Designation: .....
Unit: .....

The Compliance Officer,
ACC Limited.,
Mumbai.

Dear Sir,

Ref. Your approval letter No. .....dated .....

I confirm that pursuant to my application seeking pre-clearance for trading in the Company's securities and your approval dated....., I have bought/sold .....securities (Specify the security i.e. Shares /Derivatives etc.) as mentioned below on ..... I have not bought/sold any securities of the Company.

No. of securities bought/sold	DPID No and Demat A/c. No. where securities have been/will be credited/ debited	Name of the demat a/c holder	If demat A/c is in the name of the dependent, give name and relation	Net Consideration Received/Paid

I declare that the above information is correct and that no provisions of the Company's Insider Trading Code (effective from 15.5.2015) and/or applicable laws/regulations have been contravened for effecting the above said transaction(s).

Signature.....Date.....

FORM "G"

Format of Continual Disclosure of Shareholding by Designated Persons

Name of the Director/Employee: .....
Employee No. : .....
Designation: .....
Unit .....

To The Compliance Officer,
ACC Limited,
Mumbai.

Dear Sir,

Pursuant to the Company's Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders, I hereby declare I, my spouse and my dependent children hold the following securities in the Company as on _____

Name of the Spouse and dependent children

Number of Equity shares held as on _____.

Sr. No.	Name of the Director/ Designated Employee, Spouse and Dependent Children	DP Name & Demat A/c. No. or Folio No.	No. of securities held as on ----------	No. of securities bought during the year	No. of securities sold during the year	No. of securities held at the end of the financial year
1						

I hereby declare that the above details are true, correct and complete in all respects.

Signature .....Date: .....