



AMARA RAJA
Gotta be a better way

May 18, 2015

National Stock Exchange of India Limited
"Exchange Plaza",
Bandra – Kurla Complex,
Bandra East
Mumbai – 400 051
Fax No.: (022) 2659 8237/38
E-mail: cmllist@nse.co.in

NSE Symbol: AMARAJABAT

BSE Limited
Corporate Relations Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Fax No.: (022) 2272 3121
E-mail: corp.relations@bseindia.com

BSE SCRIP CODE: 500008

Dear Sirs

Sub: Code of practices and procedures for fair disclosure of UPSI and code of conduct for prevention of Insider Trading

We wish to inform you that pursuant to Regulation 8 and 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors at their meeting held on March 28, 2015 adopted the following, a copy which are enclosed for your records.

- a. Communication and Disclosure policy setting out the practices and procedures for fair disclosure of Unpublished Price Sensitive Information
- b. Code of conduct for prevention of Insider Trading

We request you to kindly take the same on record and acknowledge the same.

Thanking you

Yours faithfully

For Amara Raja Batteries Limited

M R Rajaram
Company Secretary

Encl:a/a

AMARON[®]

 **AMARA RAJA** |  **Johnson Controls**
An Amara Raja - Johnson Controls Company

Amara Raja Batteries Limited | An Amara Raja Group Company

Corporate Operations Office:

TERMINAL A

1-18/1/AMR/NR, Nanakramguda, Gachibowli, Hyderabad-500032, India.

Tel No. +91 40 23139000, Fax No. +91 40 23139001, E-mail: mktg@amararaja.co.in

Registered Office & Works: Karakambadi-517520, Tirupati, Andhra Pradesh, India.

Tel No.+91 877 2265000, Fax No. +91 877 2285600, E-mail: amararaja@amararaja.co.in.

Website : www.amararaja.co.in, Corporate Identification Number : L31402AP1985PLC005305.



Communication and Disclosure Policy

(Effective from May 15, 2015)

Amara Raja Batteries Limited

CIN: L31402AP1985PLC005305

Registered office: Renigunta - Cuddapah Road, Karakambadi, Tirupati - 517520, Andhra Pradesh

Office: Terminal A, 1-18/1/AMR/NR, Nanakramguda, Gachibowli, Hyderabad - 500032

Tel: 91 (40) 23139000 Fax: 91 (40) 23139001

E-mail id: investorservices@amararaja.co.in Website: www.amararaja.co.in

Communication and Disclosure Policy

1. Preamble

The Board of Directors (the "Board") of Amara Raja Batteries Limited ("ARBL" or "the company") has adopted the following Communication and Disclosure Policy setting out the practices and procedures for fair disclosure of unpublished price sensitive information and as required under the SEBI (Prohibition of Insider Trading) regulations 2015 and to determine the materiality of events under clause 36 of the listing agreement.

2. Overseeing and co-ordinating disclosure:

The Board of the Directors of the Company hereby authorise Chief Financial Officer who would be responsible to ensure timely and adequate disclosure of Unpublished Price Sensitive Information (Chief Investor Relations Officer) pursuant to this policy. In case there is no Chief Investor Relations Officer appointed by the Board, the Company Secretary shall discharge the relevant functions.

In case the Chief Investor relations officer is not the Compliance Officer, he/she shall report to the Managing Director and shall also co-ordinate with the Compliance Officer.

The Chief Investor Relations Officer /Compliance Officer as the case may be, shall ensure

- a. prompt public disclosure of unpublished price sensitive information (UPSI) no sooner than credible and concrete information come into being in order to make such information generally available and would impact price discovery.
- b. uniform and universal dissemination of UPSI to avoid selective disclosure.
- c. information shared with analysts and research personnel is not UPSI
- d. company complies with continuous disclosure requirements, overseeing and co-ordinating disclosure of Price Sensitive Information to stock exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedures.
- e. handling of all UPSI on need to know basis.

Further, the Chief Investor Relations Officer shall determine and take a decision on the materiality of an event that qualifies for disclosure under Clause 36 of the listing agreement entered with the stock exchanges.

All disclosure/dissemination whatsoever of any information (save and except disclosure required to be made under any law) on behalf of the Company shall be first marked to the Chief Investor relations officer /Compliance Officer as the case may be, for approval.

Any such information shall be made public or published on behalf of the Company only if the same is approved by the Chief Investor relations officer /Compliance Officer as the case may be.

In case of doubt, the Chief Investor Relations Officer/ Compliance Officer as the case may be, shall consult and seek approval of the Managing Director before dissemination of such information.

Should any dissemination of information on behalf of the Company takes place without prior approval referred above, out of accidental omission, by any Employee or Director of the Company, such Employee/Director shall forthwith inform the Chief Investor Relations Officer/Compliance Officer as the case may be, about such disclosure irrespective of the fact whether such information is UPSI or not.

3. Principles for governing disclosure and minimum disclosure requirements

The Chief Investor Relations Officer/compliance officer shall ensure the principles for governing disclosure and minimum disclosure requirement as provided in the guidance note issued by NSE and/or as provided in the proposed SEBI (Listing Obligations and Disclosure Requirements) Regulations are adhered to.

4. Responding to market rumours:

The Employees/Directors of the Company shall promptly direct any queries or requests for verification of market rumours received from stock exchanges or from the press or media or from any other source to the Chief Investor Relations Officer/Compliance Officer as the case may be.

The Chief Investor Relations Officer/Compliance Officer as the case may be, shall on receipt of requests as aforesaid, consult the Managing Director as the case may be and respond to the same without any delay.

The Chief Investor Relations Officer/Compliance Officer as the case may be, shall be also responsible for deciding in consultation with the Managing Director of the Company as to the necessity of a public announcement for verifying or denying rumours and thereafter making appropriate disclosures.

All the requests/queries received shall be documented and as far as practicable, the Chief Investor Relations Officer/Compliance Officer as the case may be, shall request for such queries/requests in writing. No disclosure in response to the queries/request shall be made by the Chief Investor Relations Officer/Compliance Officer as the case may be, unless the Managing Director/ Chief Executive Officer approve the same.

5. Disclosure/ dissemination of price sensitive information with special reference to analysts, institutional investors:

No person, except those authorized by the Chief Investor Relations Officer/Compliance Officer as the case may be, shall disclose any information relating to the Company's Securities to analysts and institutional investors. The Chief Investor Relations Officer/Compliance Officer as the case may be, shall be invited to meetings/ conferences organized by the Company with the analysts/institutional investors.

All Directors, Officers and Employees of the Company should follow the guidelines given hereunder while dealing with analysts and institutional investors:

a. Sharing of public information:

The Directors, Officers and Employees shall provide only public information to the analysts/ research persons/ large investors like institutions. In case of unavailable public information is proposed to be provided, the person proposing to so provide information shall consult the Chief Investor Relations Officer/Compliance Officer as the case may be, in advance. The Chief Investor Relations Officer/Compliance Officer as the case may be, in such cases, shall ensure that the information provided to the analyst/research person/investor as above is made public simultaneously with such disclosure.

The Company shall take extreme care and caution when dealing with analysts' questions that raise issues outside the intended scope of discussion.

The Chief Investor Relations Officer/Compliance Officer as the case may be, should tackle the unanticipated questions carefully. The unanticipated questions may be noted and a considered response be given later in consultation with the Managing Director/Chief Executive Officer. If the answer to any question requires dissemination of Price Sensitive Information, the Chief Investor Relations Officer /Compliance Officer as the case may be, shall report the same to the Managing Director/Chief Executive Officer and obtain necessary approval for its dissemination to the Stock Exchanges/public announcement through press. The Chief Investor Relations Officer/Compliance Officer as the case may be, shall, after dissemination of such Price Sensitive Information aforesaid, respond to such unanticipated questions.

b. Recording of discussion:

All the analyst, broker or Institutional Investor meetings shall be attended by the Chief Investor Relations Officer/Compliance Officer as the case may be, and another senior Employee(s) of the Company. The Chief Investor Relations Officer/Compliance Officer as the case may be, in order to avoid misquoting or misrepresentation, shall arrange for recording the discussions at the meeting.

c. Simultaneous release of information:

Whenever the Company proposes to organise meetings with investment analysts/institutional investors, the Company shall make a press release or post relevant information on its website after every such meeting. The Company may also consider live webcasting of analyst meets.

The Chief Investor Relations Officer/Compliance Officer as the case may be, shall be responsible for drafting of the press release or the text of the information to be posted on the Company's web-site, in consultation with the Managing Director/Chief Executive Officer.

6. Medium of disclosure/ dissemination:

The Company shall disseminate all Price Sensitive Information on a continuous and in a timely manner to stock exchanges where its Securities are listed and thereafter to the press.

The Company may also consider other modes of public disclosure of Price Sensitive Information so as to improve investor access to the same.



**Code of Conduct for
Prevention of Insider Trading**
(Effective from May 15, 2015)

Amara Raja Batteries Limited

CIN: L31402AP1985PLC005305

Registered office: Renigunta – Cuddapah Road, Karakambadi, Tirupati – 517520, Andhra Pradesh

Office: Terminal A, 1-18/1/AMR/NR, Nanakramguda, Gachibowli, Hyderabad – 500032

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Code of Conduct for Prevention of Insider Trading

1. Introduction

The Securities and Exchange Board of India ("SEBI") notified the SEBI (Prohibition of Insider Trading Regulations) 2015 ("Regulations" or "Insider Trading Regulations") on January 15, 2015 replacing the SEBI (Prohibition of Insider Trading) 1992, which will be effective from May 15, 2015.

Regulation 3 & 4 of the Regulation prohibits Communication or procurement of unpublished price sensitive information and Trading when in possession of unpublished price sensitive information which are quoted below.

"Regulation 3(1): No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Regulation 3(2): No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Regulation 4(1): No insider shall trade in securities that are listed or proposed to be listed on a stock exchange when in possession of unpublished price sensitive information."

It is also mandatory in terms of the Regulations for every listed company to formulate a Code of Conduct for Prevention of Insider Trading.

2. Preamble

The Board of Directors (the "Board") of Amara Raja Batteries Limited ("ARBL" or "the company") has adopted the following code of conduct for prevention of insider trading and to regulate, monitor and report trading by the designated persons as required under Regulations.

3. Applicability and Effective date of this code

This code of conduct is applicable to all designated persons and shall be effective from May 15, 2015.

4. Definitions

a. "Connected Person" means,

- i. any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the company or holds any position including a professional or business relationship between himself and the company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
- ii. Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established
 - a. an immediate relative of connected persons specified in clause (i); or
 - b. a holding company or associate company or subsidiary company; or
 - c. an intermediary as specified in section 12 of the Act or an employee or director thereof; or
 - d. an investment company, trustee company, asset management company or an employee or director thereof; or
 - e. an official of a stock exchange or of clearing house or corporation; or
 - f. a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
 - g. a member of the board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
 - h. an official or an employee of a self-regulatory organization recognised or authorized by the Board; or
 - i. a banker of the company; or
 - j. a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his immediate relative or banker of the company, has more than ten per cent of the holding or interest;
- b. "Designated Persons" means
 - i. Promoter
 - ii. Director
 - iii. Key Managerial Personnel
 - iv. Executive Committee members of the Company
 - v. All Leader of Functions (LOFs)
 - vi. All employees in finance department handling finalization of financial statements

The Designated persons include their immediate relatives and any persons for whom such designated person take trading decisions. It is the responsibility of the designated persons to take pre-trading approval, disclose to the Company their immediate relatives and any persons for whom such designated person take trading decision and their holdings under this code.

- c. "Generally available information" means information that is accessible to the public on a nondiscriminatory basis;
- d. "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;
- e. "Insider" means any person who is:
 - i. a connected person; or
 - ii. in possession of or having access to unpublished price sensitive information;
- f. "Trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- g. "Securities" shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund
- h. "Trading day" means a day on which the recognized stock exchanges are open for trading;
- i. "Unpublished price sensitive information" (UPSI) means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following: –
 - i. financial results;
 - ii. dividends;
 - iii. change in capital structure;
 - iv. mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - v. changes in key managerial personnel; and
 - vi. material events in accordance with the listing agreement.

The above list is only for illustrative purpose. Any information relating to a company or securities, that is not generally available would be unpublished price sensitive information if it is likely to materially affect the price upon coming into the public domain, shall also come under the definition of "Unpublished Price Sensitive Information."

5. Compliance Officer

- 5.1 The Board of the Company shall appoint the Company Secretary as the Compliance Officer to ensure compliance and for effective implementation of this code of conduct under the Insider Trading Regulations.
- 5.2 The Compliance Officer shall report to the Board of Directors and in particular, the Chairman of the Audit Committee.
- 5.3 The Compliance Officer shall be responsible for compliance of this code of conduct and other requirements under the Insider Trading Regulations including setting forth the policies, procedures, maintenance of records, monitoring adherence to the rules for preservation of unpublished price sensitive information, monitoring of trades and the implementation of the code of conduct under the overall supervision of the Board of Directors of the Company.
- 5.4 The Compliance Officer shall assist all the employees in addressing any clarifications and provide necessary assistance on the Insider Trading Regulations and this code of conduct.
- 5.5 The Compliance officer shall place the reports before the Board of Directors/Audit Committee, detailing dealings in the securities by the Designated Persons under this code on a quarterly basis.

6. Responsibilities of Designated Persons:

6.1 Preservation of Price Sensitive Information

All Designated Persons shall maintain the Confidentiality of Unpublished Price Sensitive Information (UPSI) coming into their possession or control. In order to comply with the confidentiality obligation, the Designated Persons shall not

- a. Communicate, provide or allow access to any UPSI to any person or
- b. Discuss UPSI in public places or
- c. Disclose UPSI to any person who does not *need to know* the information for discharging his or her duties/obligations

6.2 Restriction on trading

No Designated Persons shall trade in securities of the Company when in possession of UPSI and when the trading window is closed. Further no designated person shall apply for pre-clearance of any proposed trade when such designated persons are in possession of UPSI, even if the trading window is not closed.

6.3 Need to know

The designated persons, who are privy to UPSI, shall handle such information with care and to deal with the information with them when transacting their business strictly on a need-to-know basis and no UPSI should be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of his or her obligations.

6.4 Limited access to Confidential Information:

Files containing confidential information shall be kept secured. Computer files must have adequate security of log in and password, etc.

6.5 Chinese Wall

- a. To prevent the misuse of confidential information the Company shall adopt a "Chinese Wall" policy which separates those areas of the Company which routinely have access to confidential information, considered "inside areas" from those areas which deal with sales/marketing/investment advice or other departments providing support services, considered "public areas".
- b. The employees in the inside area shall not communicate any UPSI to anyone in public area.
- c. The employees in inside area may be physically segregated from employees in public area.
- d. Demarcation of the various departments as inside area may be implemented by the Company.
- e. In exceptional circumstances employees from the public areas may be brought "over the wall" and given confidential information on the basis of "need to know" criteria, under intimation to the compliance officer.

7. Prevention of misuse of Price Sensitive Information:

All the Designated Persons of the Company shall be subject to trading restrictions as given below:

7.1 Trading Window:

- 7.1.1 The Trading window for trading in securities shall be closed for such period as may be decided by the Compliance Officer of the Company and unless otherwise specified, the trading window shall be closed at the time of:
 - a. Declaration of Financial results (quarterly, half-yearly and annual)
 - b. Declaration of dividends (interim and final)

- c. Change in the capital structure i.e issue of securities by way of public / rights / bonus etc.
- d. Any major expansion plans or execution of new projects
- e. Mergers, de-mergers, acquisitions, takeovers and buy-back
- f. Disposal of whole or substantially whole of the undertaking
- g. Changes in key managerial personnel
- h. Any significant changes in policies, plans or operations of the Company
- i. Material events in accordance with the clauses of listing agreement

The Closure of Trading Window shall be communicated to all the Designated Persons of the Company by the Compliance officer by Electronic Means (i.e. e-mail) or such other means as he/she may deem fit.

7.1.2 The trading window shall be opened two trading days after the information referred to preceding para is made available to the public.

7.1.3 When the Trading Window is closed, the Directors/ Designated Employees/Connected Person(s) shall not trade in securities of the Company.

7.1.4 All Designated Persons/Connected Person(s) of the Company shall conduct their trade in the securities of the Company only in valid trading window, subject to pre-clearance by the Compliance Officer as per the procedure mentioned hereunder.

7.2 Pre-Clearance of Trades :

7.2.1 Every Designated Person shall obtain a *pre-trading* approval as per the procedure prescribed hereunder for trading in any securities of the Company proposed to be undertaken by such Designated Persons.

7.2.2 For the purpose of obtaining a *pre-trading* approval, the concerned Specified Person shall make an application in the prescribed form (see Annexure 1) to the Compliance Officer. The Compliance Officer should submit his/her application for pre-trading approval to the Managing Director.

7.2.3 The Compliance Officer shall consider the application made as above and shall approve it forthwith preferably on the same working day but not later than the next working day unless he is of the opinion that grant of such an approval would result in a breach of the provisions of this Code, or the Regulations.

7.2.4 Every approval letter shall be issued in such or similar format (see Annexure 2) as may be prescribed by the Company from time-to-time. Every approval shall be dated and shall be valid for a period of seven trading days from the date of approval. In the absence of the Compliance Officer due to leave etc., the Officer designated by him/her from time-to-time shall discharge the function above.

7.2.5 All the designated Persons shall ensure that they / their immediate relatives and persons for whom such designated persons takes trading decisions complete execution of every pre-cleared trade in the securities of the Company as prescribed above and no later than seven

trading days from the date of the approval. The Designated Persons shall file within 2 (two) trading days of the execution of the transaction, the details of such transaction, with the Compliance Officer in the prescribed form (see Annexure 3). In case the transaction is not undertaken, a report to that effect shall be filed (see Annexure 3).

- 7.2.6 No Designated Persons/Connected Person(s) shall enter into or execute a contra trade within six months from the date of trading in securities of the Company. The compliance officer is empowered only to grant relaxation for sale of securities of the Company on genuine requirements with reasons to be recorded in writing, subject to such relaxation does not violate the insider trading regulations.

7.3 Trading Plans

- 7.3.1 The designated persons are entitled to trading plan and present it to the compliance officer for approval and public disclosure, pursuant to which trade may be carried out by them. However, such trading plan

- a. Shall not entail to commencement of trading earlier than six months from the public disclosure of the plan.
- b. Shall not entail trading for the period during the period from 20th March of every year to till the second trading day after the disclosure of annual financial statements.
- c. Shall entail trading for a period of not less than 12 months.
- d. Shall not entail overlap of any period for which another trading plan is already in existence.
- e. Shall 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 interval at, or dates on which such trades shall be effected and
- f. Shall not entail trading in securities for market abuse.

- 7.3.2 The Compliance Officer shall review the trading plan and shall be entitled to seek such express undertakings as may be necessary to approve and monitor the implementation of the plan. Further, the Compliance officer has the power to defer the commencement of the trading plan till UPSI becomes generally available, if he/she is of the opinion that the designated person possesses UPSI at the formulation of the plan.

- 7.3.3 The Compliance officer shall notify the plan to the stock exchanges upon approval.

- 7.3.4 The trading plan once approved shall be irrevocable and the designated persons shall have to implement the same without any deviation from it or to execute trade outside the scope of the trading plan.

8. Disclosure requirements of trading in securities:

- 8.1 In addition to complying with the reporting requirements as prescribed under this Code, all the designated persons shall file with the Compliance Officer, inter-alia, the details of the immediate relative, persons for whom such designated persons take trading decisions and their holdings/dealing in the securities of the Company as detailed below.

- a. Every designated person shall within thirty (30) days from on the effective date of this code disclose their holdings in the securities of the Company in prescribed format (see Annexure 4) to the Company;
 - b. Every person on appointment or promotion, becomes a designated person shall within seven(7) days of such appointment or promotion disclose their holdings in the securities of the Company in prescribed format (see Annexure 5) to the Company
 - c. Every designated persons shall disclose to the Company in prescribed format (Annexure 6) the number of such securities acquired or disposed of within Two (2) trading days of such transaction if the value of securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to traded value in excess of Rs. 10 Lakhs.
 - d. Any or all the connected persons shall disclose their holdings and trading in the securities of the Company in such form (see Annexure 7) as and when required by the Compliance Officer for ensuring compliance with the regulations.
 - e. Annual statements of all holdings in securities of the Company as on 31st March every year in such form and manner (see Annexure 8) as may be prescribed by the Compliance Officer from time-to-time.
- 8.2 The Compliance Officer shall maintain records of all the above declarations/disclosure for a minimum period of 5 (five) years from the date of the filing thereof.

9. Penalty for contravention of Code of Conduct

- 9.1 Any Designated Persons who trades in the securities when in possession of UPSI or communicates any UPSI in contravention of the code of conduct may be penalized and appropriate action taken by the Managing Director or Board of Directors as the case may be.
- 9.2 The violation of this code of conduct shall also invite disciplinary action by the Company which may include wage freeze, suspension, ineligibility for future participation in employees' stock options, plans, etc.
- 9.3 The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015.

10. Information to SEBI in case of violation

In case, it is observed by the Company / Compliance Officer that there has been a violation of SEBI (Prohibition of Insider Trading) Regulations, 2015, the company shall inform the SEBI accordingly.

FORM OF APPLICATION FOR PRECLEARANCE OF TRADES

(Pursuant to clause 7.2.2 of ARBL's Code of Conduct for Prohibition of Insider Trading)

Date:

To

The Compliance Officer
Amara Raja Batteries Limited
Renigunta-Cuddapah Road
Karakambadi, Tirupati-517520

Dear/Sir,

Application for pre-trading in the securities of the Company

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's code of Conduct for prevention of Insider Trading, I seek approval for purchase/sale/subscription/deal in the of the Company as per details given below:

1.	Employee No.	
2.	Name and Designation of the Designated Person	
3.	Is the pre-clearance sought for purchase/sale/ subscription/ dealing in the securities of the Company	
4.	In case the trade is proposed to be effected by immediate relative or by any person for whom trading decision is taken by Designated Person; Name of the immediate relative or such person.	
5.	No. of Securities proposed to be traded	
6.	No. of securities held as on date	
7.	- In physical form	
	- In dematerialised form	
	Total	
	Is the trade proposed to be done through the stock market or through an off-market trade. In case of off-market trade, name of the contracting party	
8.	Is the trade proposed to be done in physical form, Folio no.	
9.	If the trade is proposed to be done in demat form, details of DP ID and client ID	

10.	Details of previous approval no. for trades (Buy/Sell/deal) undertaken	
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I hereby confirm and declare that:

- a. I am not in possession of or otherwise privy to any unpublished price sensitive information as defined in the Company's code of conduct for prevention of Insider Trading up to the time of signing the undertaking.
- b. In case I get access to or receive unpublished price sensitive information after the signing of the undertaking but before the execution of the transaction, I shall inform the Compliance officer of the change in position and I would completely refrain from trading in the securities of the Company till the time such information becomes public.
- c. I undertake to execute the trade within seven (7) trading days from the date of approval failing which I agree to obtain fresh approval.
- d. I undertake to submit the necessary report within two (2) working days from the execution of the transaction/a "Nil" report if the transaction is not undertaken.
- e. I am aware that, I shall be liable to face penal consequences as set forth in the code including disciplinary action under the code of the company, in case the above declarations are found to be misleading or incorrect at any time
- f. I have not contravened the Code as notified by the Company from time to time.
- g. I have made a full and true disclosure while applying for clearance to trade

Signature :

Name of Designated person

Designation

For use of Compliance Officer:

Application recd. date	Approval Date	Approval No.	Compliance Officer's signature

FORMAT FOR PRE-TRADING APPROVAL LETTER

Date:

Approval No:

To

Mr./Mrs.

Emp No.:

Designation:

Dear Mr./Mrs.

Pre-dealing approval/disapproval -Your application dated

With reference to your above application seeking approval for undertaking certain trading in Securities of the Company detailed therein, please be informed that you are / your immediate relative/ for whom trading decision is taken by you is hereby authorised/not authorised to undertake the transaction(s) as detailed in your said application.

This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application.

This approval letter is valid till _____ (i.e. for seven (7) trading days). If you / your immediate relative/..... do(es) not execute the approved transaction /deal on or before this date you would have to seek fresh pre-dealing approval before executing any transaction/deal in the Securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within two (2) Working Days from the date of transaction/deal. In case the transaction is not undertaken a "Nil" report shall be necessary.

Yours faithfully,

Compliance Officer

Encl: Format for submission of details of transaction

FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS

(To be submitted within 2 Working Days of transaction/Dealing in Securities of the Company)

Date:

To
The Compliance Officer
Amara Raja Batteries Limited

Dear Sir,

Details of Pre-approved transaction

Ref: Your approval letter No. dated

I hereby inform you that I / my

- a. have not bought/sold/subscribed/dealt with any Securities of the Company
- b. have bought/sold/subscribed/dealt with the Securities (give description) as mentioned below on(insert date)

Name	
No. of securities dealt with	
DP ID/Client ID/Folio No.	
Value (Rs.)	
Exchange on which trade was executed	
Mode of acquisition	

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 5 (Five) years and produce to the Compliance Officer/SEBI any of the following documents as and when requested:

1. Broker's contract note
2. Proof of payment to/from brokers
3. Extract of bank passbook/statement (to be submitted in case of demat transactions).
4. Copy of Delivery instruction slip (applicable in case of sale transaction),

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

I agree not to undertake any contra trade in the Securities for a period of six months from the date of the aforesaid transaction. In case there is any urgent need to undertake a contra trade within the said period, I shall approach the Company (Compliance Officer) for necessary approval.

Yours truly,

Signature :
Name :
Designation :

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 :
 ISIN of the Company :

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	

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: _____

ISIN of the company: _____

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/imme diate 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 Share holding	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	

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 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: _____
 ISIN of the company: _____

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

Name, PAN No., CIN/DIN, & address of Promoter/ Employee / Director with contact nos.	Category of Person (Promote rs/ KMP / Directors/ immediat e relatives/ others etc.)	Securities held prior to acquisition/disposal	Securities acquired/ Disposed	% of shareholding	Date of allotment advice/ acquisition of shares/ sale of shares specify	Date of intimati on to compa ny	Mode of acquisition (market purchase/pu blic rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc)	Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertibl e Debenture s etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debenture s etc.)	Pre transa ction	Post transa ction	From	To	
								Buy	Sell
								Valu e	Numb er of units (contr acts * 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:

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

Name, PAN No., CIN/DIN & address of connecte d persons, as identified by the company with contact nos.	Connecti on with company)	Securities held prior to acquisition/disposal		Securities acquired/Dispose d	% of shareholding	Date of allotment advice/ acquisition of shares/ sale of shares specify From To	Date of intimati on to compa ny	Mode of acquisition (market purchase/pu blic rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc)		Exchang e on which the trade was execute d			
		Type of security (For eg. – Shares, Warrants, Convertible Debtenture s etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debtenture s etc.)					No	Pre transa ction		Post transa ction	Buy	Sell

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:

FORMAT OF ANNUAL STATEMENT OF HOLDINGS BY DESIGNATED PERSONS

Date

To

The Compliance officer

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Dear/Sir,

As on I along with my immediate relatives and persons for whom I take trading decisions, have undertaken the following trading in the securities of the Company.

Description of security:

Name of the Holder(s) with folio number/ DP ID & Client ID	Nature of Transaction	Date of Transaction	Number of securities	Price at which transaction was undertaken	Holdings post the transaction

Regards,

Signature

Name

Designation.

Note: The above disclosure shall include the holding of designated persons, their immediate relatives and any persons for whom trading decisions are taken by designated person.