JINDAL

JINDAL SAW LTD.

JSL/2015/

May 15, 2015

Bombay Stock Exchange Ltd.
P.J. Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code : 500378

The Manager
Listing Department,
National Stock Exchange of India Ltd.
'Exchange Plaza', C-1, Block-G,
Bandra-Kurla Complex, Bandra(E),
Mumbai – 400 051
Scrip Code : JINDALSAW

Re. : Disclosure under SEBI (Prohibition of Insider Trading), Regulation, 2015

Dear Sir,

With reference to the requirements of the Regulation 8 and Regulation 9 of the captioned Regulations, enclosed please find herewith the following :-

(i) Code of Practices And Procedures For Fair Disclosure Of Price Sensitive Information ; and
(ii) Code of Conduct for Prevention of Insider Trading

Both effective from May, 15, 2015.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
For JINDAL SAW LTD.,

JINDAL SAW LIMITED ★ NEW DELHI ★

SUNIL K. JAIN
COMPANY SECRETARY
FCS : 3056

JINDAL SAW LTD.
JINDAL TOTAL PIPE SOLUTIONS

CODE OF PRACTICES AND PROCEDURES FOR

FAIR DISCLOSURE OF PRICE SENSITIVE INFORMATION

(Effective from May 15, 2015)

INDEX

Chapter 1: Introduction 3

1.1 Title 3

1.2 Applicability 3

1.3 Definitions 3

1.4 Publication of the Code 3

Chapter 2 : Handling and Dissemination of Price-Sensitive Information 4

2.1 Identification of Unpublished Price Sensitive Information 4

2.2 Access to Unpublished Price Sensitive Information 4

2.3 Public Disclosure of Unpublished Price Sensitive Information 4

2.4 Responding to requests for information 5

2.5 Access to Conference Calls and Presentation Material 6

2.6 Nomination of Chief Investor Relations Officer 6

Chapter 1 : Introduction

1.1 Title

This code shall be known as the "Code of Practices and Procedures for Fair Disclosure of Price Sensitive Information of Jindal Saw Limited (the "Code") and has been made pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (the "Regulations").

1.2 Applicability

This Code shall be applicable to Jindal Saw Limited.

1.3 Definitions

In this Code **:**

(a) "Chief IRO" shall mean the person nominated to function as the Chief Investor Relations Officer under the Regulations;
(b) "Company" shall mean Jindal Saw Limited and where the context so requires, shall include its subsidiaries;
(c) "Compliance Officer" shall mean the Company Secretary of the Company, and in his absence, any other senior officer designated so and reporting to the Board of Directors as mentioned in the Regulations;
(d) "Group CEO" shall mean the Group Chief Executive Officer of the Company or such other person, by whatever name called, in whom substantial powers of management of the Company vest;
(e) "Code of Internal Procedure and Conduct" shall mean the Code of Internal Procedure and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders adopted by the Board of Directors of the Company ;
(f) "Unpublished Price Sensitive Information" shall have the meaning assigned thereto in the Regulations

Words and terms defined used in this Code and not defined herein, but defined in the Regulations, the Code of Internal Procedure and Conduct, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 or the Companies Act, 2013, shall have the meaning respectively assigned to them in such legislation.

1.4 Publication of the Code

This Code, upon its adoption by the Board of Directors of the Company, shall be uploaded on the Company's website and any updates hereto shall be promptly reflected on the Company's website.

Chapter 2 : Handling and Dissemination of Price-Sensitive Information

2.1 Identification of Unpublished Price Sensitive Information

The Group CEO shall identify the information that shall be treated as Unpublished Price Sensitive Information. In addition to the information falling within the definition of "unpublished price sensitive information" under the Regulations, the Group CEO may classify any other information as Unpublished Price Sensitive Information, if he is satisfied that the disclosure of such information is likely to have a material impact on the market prices of the securities of the Company. The Group CEO shall be assisted by the Chief IRO and the Compliance Officer in making such assessment and may be guided by the Board of Directors in the classification of any information as Unpublished Price Sensitive Information.

2.2 Access to Unpublished Price Sensitive Information

The Group CEO shall determine which person(s) may be provided access to Unpublished Price Sensitive Information relating to any particular transaction. In determining such access, the Group CEO shall be guided by the principle that Unpublished Price Sensitive Information shall be made available to any person only if such information is required for the furtherance of the legitimate purposes, performance of duties or discharge of legal obligations of such person or as permitted in the Regulations. No person so obtaining access to Unpublished Price Sensitive Information, whether an employee of the Company, an external consultant or advisor, shall disclose such information to any person except those specifically authorised in this behalf by the Group CEO.

2.3 Public Disclosure of Unpublished Price Sensitive Information

2.3.1 *Timing of Disclosure*

All Price Sensitive information shall be made public upon the information itself becoming reasonably certain or upon the occurrence of the contemplated transaction to which the information relates becoming reasonably certain, except as allowed otherwise under the Regulations. Upon such reasonably certainty being established, the information shall be made public at the earliest practicable time and in compliance with all prevalent regulations. Where any such contemplated transaction requires authorisation by the Board of Directors, the occurrence of the event shall not be deemed to be reasonably certain unless such authorisation has been granted.

2.3.2 ***Manner of Disclosure***

To ensure fair, uniform and universal disclosure, information that is intended to be made generally available shall be reported to the stock exchanges on which the securities of the Company are listed for wide dissemination to investors and members of the exchanges through the websites and/or trading terminals of the stock exchanges before such information is disclosed on any other forum. Upon the information being sent to the stock exchanges, the information shall be deemed to be generally available and shall no longer be treated as Unpublished Price Sensitive Information.

2.3.3 ***Further Dissemination of Generally Available Information***

Once any information is made generally available, the information may be unloaded on the Company's website in a suitable form and may be shared with any person or disseminated using any means without any restriction. It is clarified that the mere changing of the form of the information without affecting its essence shall not result in the information being treated as new information.

2.3.4 ***Public Disclosure of Information Disclosed Selectively***

In the event that any Unpublished Price Sensitive Information is disclosed selectively, inadvertently or otherwise, to any person, and the Company does not have the power to require such person not to trade in the securities of the Company on the basis of such information and not to communicate such information to any other person, such Unpublished Price Sensitive Information shall be promptly made generally available in accordance with this Code. The Group CEO shall decide based on the facts of the case, whether the Company has the power to require the receiver of such selective information, not to trade in the securities of the Company on the basis of such information and not to communicate such information to any other person.

2.4 Responding to requests for information

2.4.1 Requests for information from investors, research analysts, etc.

Any request for information received by the Company from any investor, research analyst, journalist or other member of the public shall be responded to, based on information that is in essence generally available. It is clarified that the sharing with a specific person or persons, of information which about the Company or the industry(ies) that the Company operates in which is general in nature, or any information that is derived from or is a mere elaboration of generally available information and is not inconsistent with such generally available information, or any information that is not likely to impact the price-discovery process of the Company's securities shall not be treated as selective disclosure by the mere fact of the information not being publicly disseminated earlier in the same form.

2.4.2 *Requests for verification of information from regulatory authorities*

Any queries on material published in the media or requests for verification of market rumours received from regulatory authorities or stock exchanges shall be responded to promptly and in a manner that is not misleading.

2.5 Access to Conference Calls and Presentation Material

The Chief IRO shall provide all investors access to the Company's conference calls and presentation materials by placing on the Company's website, the dial-in information and instructions for any conference calls organised by or on behalf of the Company to discuss the financial performance of or any strategic transaction by the Company at the earliest practicable once the arrangements for the conference call have been finalised, and any presentation materials used by the Company at any investor conference or analyst meet.

2.6 Nomination of Chief Investor Relations Officer

The Group CEO shall nominate an employee of the Company as the Chief IRO for the purposes of the Regulations. Such Chief IRO must be financially literate and conversant with the workings of the stock market, and shall be the primary contact person for research analysts and investors seeking to interact with the Company. The Chief IRO may have other responsibilities within the Company and may be given a suitable title to reflect his or her functions and level within the organisation.

JINDAL SAW LTD.
JINDAL TOTAL PIPE SOLUTIONS

Code of Conduct

For

Prevention of Insider Trading of

Jindal Saw Limited

INDEX

Chapter	1	Introduction	3
Chapter	2	Preservation of Price Sensitive Information	6
Chapter	3	Prevention of misuse of Price Sensitive Information	7
Chapter	4	Other restrictions	11
Chapter	5	Reporting Requirements	13
Chapter	6	Penalty for contravention of Code	15
Chapter	7	Forms	16

CHAPTER – 1

Introduction

This code shall be known as **"Code of Conduct for Prevention of Insider Trading of Jindal Saw Limited"** ("**Code**") made pursuant to Regulation 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

1.1 Applicability

This code shall apply to

1. Directors, Key Managerial Personnel, Designated Employees of Jindal Saw Limited Enterprises Limited ("**the Company**") and their dependents;
2. Employees of Indian Subsidiaries of the Company in grade of director and above and their dependents;
3. Key Managerial Personnel of Indian Subsidiaries of the Company and their Dependents.

1.2 Definitions

(a) ***"Act"*** means the Securities and Exchange Board of India Act, 1992; (b) ***"Board"***

means a Securities and Exchange Board of India.

(c) ***"Body Corporate"*** means a body corporate as defined in section 2(11) of the Companies Act, 2013;

(d) ***"Compliance Officer"*** means Company Secretary of the Company and in his absence any other senior officer, designated so and reporting to the Board of Directors as mentioned in the Regulations.

(e) ***"Dealing in Securities or Trading "*** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any Securities, and "trade" shall be construed accordingly.

(f) ***"Dependent(s)"*** includes 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.

(g) ***"Designated Employee(s)"*** shall include

(i) every employee in the grade of General managers and above;
(ii) every employee in the finance, accounts, secretarial and legal department as may be determined and informed by the Compliance Officer; and
(iii) any other employee as may be determined and informed by the Compliance Officer from time to time.

(h) ***"Director(s)"*** means a Director appointed on the Board of the Company..

(i) ***"Insider(s)"*** means any person who is:

i) a connected person; or
ii) in possession of or having access to unpublished price sensitive information;

(j) ***"Key Managerial Personnel"*** means person as defined in Section 2(51) of the Companies Act, 2013.

(k) ***"Regulations"*** means SEBI (Prohibition of Insider Trading) Regulations, 2015

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

1.3 Words denoting the singular shall include the plural and vice versa and words denoting masculine gender shall include reference to feminine or neuter gender

1.4 Words and expressions used and not defined in this code but defined in the SEBI (Prohibition of Insider Trading) Regulations, 2015, Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act,

1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

1.5 Unless the context requires otherwise, employee shall mean employee of the Company.

1.6 **Compliance Officer**

1.6.1 The Compliance Officer shall be responsible for setting forth policies and procedures and monitoring adherence to the rules for the preservation of unpublished price sensitive information, pre-clearing of all Directors/Key Managerial Personnel/Designated Employees and their Dependents trades (through respective department heads, if any), monitoring of trades and implementation of this Code under the overall supervision of the Board of the Company.

1.6.2 The Compliance Officer shall maintain a record of the Designated Employees and any changes made in the list of Designated Employees.

1.6.3 The Compliance Officer shall assist all employees, Directors and Designated Employees of the Company in addressing any clarification regarding Regulations and the Company's Code.

1.6.4 The Compliance Officer shall report to the Board of Directors and shall provide reports to the Chairman of the Audit Committee of the Company, whenever required.

CHAPTER – 2

PRESERVATION OF PRICE SENSITIVE INFORMATION

2.1 No Director/Key Managerial Personnel/Designated Employee/Connected person shall communicate, provide, or allow access to any Unpublished price sensitive information, relating to the Company or Securities listed or proposed to be listed, to any person including other Insiders except where such communication is in furtherance of the Insider's legitimate purposes, performance of duties or discharge of legal obligations or as permitted in the Regulations.

2.2 Need to Know

(i) "need to know" basis means that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

(ii) All non-public information directly received by any employee should immediately be reported to the head of the department.

2.3 Limited access to confidential information

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

CHAPTER 3

PREVENTION OF MISUSE OF 'PRICE SENSITIVE INFORMATION

3.1 All Directors/ Key Managerial Personnel/Designated Employees/Connected persons of the Company shall be subject to trading restrictions as enumerated below.

3.2 Trading Window

3.2.1 The Company shall specify a trading period, to be called "trading window", for trading in the Company's Securities. The trading window shall be closed during the time the information referred to in para 3.2.3 is unpublished.

3.2.2 When the trading window is closed, the Directors/ Key Managerial Personnel /Designated Employees/Connected persons and their Dependents shall not trade in the Company's Securities in such period except where trading plan has been approved by the Compliance Officer.

3.2.3 The trading window shall be, *inter alia*, closed at the time of :—

a) Declaration of financial results;

b) Declaration of dividends;

c) change in capital structure by way of public/rights/preferential issue;

d) mergers, de-mergers, acquisitions, de-listings, disposals and expansion of business and such other transactions;

e) changes in Key Managerial Personnel; and

f) material events in accordance with the listing agreement.

3.2.4 The time for commencement of closing of trading window and re-opening of trading window shall be decided by the Company. However, in any case:

a) unless communicated otherwise, trading window will close at least 48 hours before the information referred to in para 3.2.3 becomes public.

b) the re-opening of trading window shall not be earlier than 48 hours after the information referred to in para 3.2.3 becomes public.

3.2.5 All Directors/Key Managerial Personnel/Designated Employees/Connected person of the Company shall conduct all their dealings in the Securities of the Company only in a valid trading window or as per approved trading plan and shall not deal in any transaction involving the purchase or sale of the Company's Securities during the periods when trading window is closed or where there is no pre-approved trading plan, or during any other period as may be specified by the Company from time to time.

3.2.6 In case of ESOPs, exercise of option may be allowed in the period when the trading window is closed. However, sale of shares allotted on exercise of ESOPs shall not be allowed when trading window is closed.

3.3 Trading Plan

3.3.1 Trading plan is a plan under which an Insider can trade in Securities even when trading window is closed. It gives an option to Insiders who may be perpetually in possession of Unpublished price sensitive information and enabling them to trade in Securities in a compliant manner. This provision would enable the formulation of a trading plan by an insider to enable him to plan for trades to be executed in future. By doing so, the possession of Unpublished price sensitive information when a trade under a trading plan is actually executed would not prohibit the execution of such trades that he had pre-decided even before the Unpublished price sensitive information came into being.

3.3.2 Every Insider shall be entitled to formulate a trading plan and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan.

3.3.3 While presenting the trading plan, following points shall be kept in mind:

a) There must be a gap of 6 months between the public disclosure of plan and commencement of trading.

In any case, it should be remembered that this is only a statutory cool-off period and would not grant immunity from action if the Insider was to be in possession of the same Unpublished price sensitive information both at the time of formulation of the plan and implementation of the same.

b) In any case, trading will not be permitted between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the Company and the second trading day after the disclosure of such financial results.

c) Trading plan shall entail trading for a period of not less than twelve months.

d) Trading plan shall not entail overlap of any period for which another trading plan is already in existence.

e) Trading plan 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 intervals at, or dates on which such trades shall be effected.

f) Trading on the basis of such a trading plan would not grant absolute immunity from bringing proceedings for market abuse.

3.3.4 While granting the approval, the Compliance Officer shall be entitled to seek such express undertakings as he may think necessary to assess and approve the plan.

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

Provided that the implementation of the trading plan shall not be commenced if any Unpublished price sensitive information in possession of the Insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation.

3.3.6 Once the trading plan is approved, the Compliance Officer shall notify the plan to the stock exchanges on which the Securities are listed.

3.4 Pre-clearance of Trades

3.4.1 All Directors/Key Managerial Personnel/Designated Employees and their Dependents who intend to deal in the Securities of the Company shall pre- clear the intended transactions including those of 'Dependent' in the Securities of the Company as per the pre-dealing procedure described hereunder.

3.4.2 Such pre-clearance of trade would be applicable wherever any Key Managerial Personnel/Designated Employee/his Dependent intends to deal in the Securities of the Company in excess of the minimum threshold limit of market value exceeding Rs. 10,00,000/- or 20,000 Securities whichever is less. Trades of the Compliance Officer which require pre-clearance in terms of the above shall be approved by the Managing Director or any Whole Time Director of the Company.

3.4.3 An application in **"Form I",** as prescribed in Chapter 7, shall be made to Compliance Officer, after obtaining the approval of departmental head, if any, indicating the estimated

number of Securities that Director/ Key Managerial Personnel /Designated Employee intends to deal in and details

of depository with which he has a depository account and such other details as may be required by any rule made by the Company in this behalf.

3.4.4 An undertaking in **"Form** I" shall be executed in favour of the Company by such Director/Key Managerial Personnel/ Designated Employee.

CHAPTER 4

OTHER RESTRICTIONS

4.1 Where any transaction has been approved, the Director /Key Managerial Personnel/ Designated Employee and their Dependents shall execute the order within one week of the clearance of the transaction, and where any transaction has been approved with any additional restrictions, the same shall be executed within the above time in accordance with the additional restrictions specified. If the order is not executed within one week after the approval is given, the Director/Key Managerial Personnel/ Designated Employee must pre-clear the transaction again.

4.2 The Compliance Officer shall have a right to revoke any clearance granted to any transaction or add further additional restrictions to any clearance, before the relevant transaction has been executed.

4.3 In case any transaction has been refused, the Director /Key Managerial Personnel/ Designated Employee and their Dependents shall be free to re- apply for pre-clearance of the transaction, which was refused, to the next higher authority i.e to Managing Director/Whole-Time Director, if Compliance Officer has refused the transaction.

4.4 All Directors/ Key Managerial Personnel/ Designated Employees who buy or sell any number of Securities of the Company shall not enter into a contra trade or opposite transaction i.e. sell or buy any number of Securities during the next six months following the prior transaction.

However, buying of shares pursuant to exercising of stock options and then selling of those shares within a period of six months shall not be deemed to a contra trade provided such trade does not violate the Code and the Regulations.

4.5 No Director/ Key Managerial Personnel/ Designated Employee shall take positions in derivative transactions in the Securities of the Company at any time.

4.6 In case the sale of Securities is necessitated by personal emergency, the holding period may be waived by the Compliance Officer/ Managing Director/ Whole-Time Director on recommendation of head of department, if any, after recording in writing his/her reasons in this regard provided such relaxation does not violate the Regulations.

However, if a contra trade is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.

CHAPTER 5

REPORTING REQUIREMENTS

5.1 All Directors / Key Managerial Personnel / Designated Employees/Connected persons are required to forward the following details of their Securities transactions to the Compliance Officer.

5.1.1 Initial Disclosure

All Directors/ Key Managerial Personnel shall be required to forward their details (including details of their Dependents) (as per **"Form B"** in Chapter 7) of all holdings in Securities or voting rights held and positions taken in derivatives by such person to the Compliance Officer at the time of joining of the Company within 7 days of joining/appointment.

5.1.2 Event Based Disclosure

Disclosures by Employees/Directors

Every employee, Director of the Company and every Designated Employee shall disclose to the Company the number of such Securities acquired or disposed of within two trading days of such transaction if the value of the Securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified by Board in Form C.

Explanation 1: 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.

Explanation 2: It is clarified for the avoidance of doubts that the disclosure of the incremental transactions after any disclosure under this rule, shall be made when the transactions effected after the prior disclosure cross the threshold specified.

5.2 The Compliance Officer shall maintain a record of all the declarations given by all promoters, Directors, employees, Designated Employees and Connected persons for a minimum period of five years.

5.3 The Compliance Officer shall place before the Chairman of Audit Committee or in his absence before the Managing Director / CEO or a Committee notified by the Company, on a quarterly basis all the details of the dealing in the Securities of the Company by the Directors, Designated Employees and Connected Persons received by him and the accompanying documents that such persons had executed under the pre-dealing procedure as envisaged in this Code, wherever applicable.

CHAPTER 6

Penalty for Contravention of the Code

6.1 Any Director/Key Managerial Personnel/Designated Employee/Connected person who trades in Securities or communicates any information for trading in Securities in contravention of this Code may be penalised and appropriate action may be taken by the Company.

6.2 Directors/Key Managerial Personnel/Designated Employees of the Company who violate this Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, render ineligible for future participation in employee stock option plans, etc.

6.3 The action by the Company shall not preclude Board from taking any action in case of violation of Regulations.

6.4 In case the Company observes that there has been a violation of these Regulations, the Company shall inform Board.

CHAPTER 7
FORMS
Form I

Date:

To,
The Compliance Officer
Jindal Saw Limited

From: Name: Designation: Department:

Through: Head of Department(if any)

With reference to the Code of Conduct for Prevention of Insider Trading of the Company, I, the undersigned, seek your approval to buy/sell as a principal/agent in Equity Shares of the Company, aggregating in value Rs._____ (approx.)

STATEMENT OF HOLDINGS AT THE TIME OF PRE-CLEARENCE

I. DETAILS OF SHAREHOLDING OF DIRECTOR/ KEY MANAGERIAL PERSONNEL/ DESIGNATED EMPLOYEES HELD IN THEIR OWN NAME

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

II. DETAILS OF SHARES HELD BY DEPENDANTS

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

Please tick the appropriate case:

I/We hereby declare that I have not purchased any share in last 6 months (If approval is sought for selling of shares)	
I/We hereby declare that I have not sold any share in last 6 months (If approval is sought for purchase of shares)	
The Shares to be dealt in are allotted under ESOP Scheme of the company and are not subject to lock in period of 6 month.	

Signature

Name of Director/Key Managerial Personnel/ Designated Employee

Name of Department Head
Signature

**In case the sale of securities is necessitated by personal emergency, Director/ Key Managerial Personnel / Designated Employees shall specify the reasons.
Reasons

_____

_____

_____

Enclosure: Undertaking

FORMAT OF UNDERTAKING TO BE ACCOMPANIES WITH THE APPLICATION FOR PRE-CLEARANCE

UNDERTAKING

To,

Jindal Saw Limited
Delhi

I _____ of the Company residing at _____ am desirous of dealing in _____ * shares of the Company as mentioned in my application dated _____ for pre-clearance of the transaction.

I further declare that I am not in possession of or otherwise privy to any unpublished Price Sensitive Information (as defined in the Company's Code of Conduct for prevention of Insider Trading (the Code) up to the time of signing this Undertaking.

In the event that I have access to or received any information that could be construed as "Price Sensitive Information" as defined in the Code, after the signing of this undertaking but before executing the transactions for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from dealing in the securities of the Company until such information becomes public.

I declare that I have not contravened the provisions of the Code as notified by the Company from time to time.

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

If approval is granted, I shall execute the deal within 7 days of the receipt of approval failing which I shall seek pre-clearance.

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

Date : Signature : _____

*indicate number of shares

FORMAT FOR PRE-CLEARANCE ORDER

To,

Name : _____
Designation : _____
Place : _____

This is to inform you that your request for dealing in _____ (nos.) shares of the Company as mentioned in your application dated _____ is approved. Please note that the said transaction must be completed on or before _____ (date) that is within 7 days from today.

In case you do not execute the approved transactions / deal on or before the aforesaid date you would have to seek fresh pre-clearance 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 2 days from the date of transactions/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Yours faithfully,
For JINDAL SAW LIMITED

COMPLIANCE OFFICER

Date : _____

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/immediate relatives/others etc.)	Date of appointment of Director /KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter/appointment of Director/KMP		% of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP		Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP	
			Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot	Notional value in Rupee terms
1	2	3	4	5	5	6		7	

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEEI (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 (Promoters/ KMP / Directors/ immediate 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 intimation to company	Mode of acquisition (market purchase/public 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
												Buy		Sell		
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre tran-saction	Post tran saction	From	To			Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

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

Signature:
Designation:
Date:
Place: