

PLACED BEFORE THE
BOARD ON 09/02/2020

**Policy for determination of legitimate purposes of The Dharamsi Morarji Chemical
Company Limited**

(DMCC/ Company)

Regulation 3 (1) and 3(2) of the SEBI (Prevention of Insider Trading) Regulations, 2015 ('PIT Regulations') prohibits the insiders from communicating, providing, allowing access to any Unpublished Price Sensitive Information relating to the Company or its securities, to any persons except where such communication is in furtherance of the legitimate purposes, performances of duties or discharge of legal obligations.

Regulations 3 (2A) of PIT Regulations requires the listed companies to formulate a Policy for determination of legitimate purposes which is annexed to the Code of Fair Disclosures and Conduct of the Company.

The Board of Directors of the Company have approved and adopted this Policy in line with the requirements of the PIT Regulations.

Points of relevance

1. Legitimate purposes shall include sharing of Unpublished Price Sensitive Information (UPSI) in the ordinary course of business by Insiders viz., Promoters / Directors / Key Managerial Personnel and such other persons as are identified having access to UPSI, with the persons mentioned below:-
 - All the Auditors associated with the Company and its wholly owned subsidiary.
 - Banks and Financial Institutions
 - Registrar and Share Transfer Agents
 - Legal consultants
 - Advisors
 - Suppliers
 - Partners, if any
 - Customers
 - Collaborators, if any
 - Consultants
 - Lenders
 - Insolvency Professionals, if any
 - Depositories
 - Investor Relations Advisors / Agencies
 - Such other persons who are not covered above with whom sharing of the UPSI is necessitated / unavoidable.
2. The Insiders shall share the information only on 'Need to know' basis and decide the degree / level of information to be shared with such persons.
3. While parting with the information, care should be taken so as to not to evade or circumvent the provisions of the PIT Regulations
4. The names of such persons shall be informed to the Compliance Officer of the Company who shall include the requisite details viz., name, PANs of such persons in the structured digital database of the Company.



5. Any person who is in receipt of the UPSI pursuant to the legitimate purpose shall be considered as an Insider.
6. Such a person shall be under obligation to maintain the confidentiality of the UPSI shared with him / her and not to trade in the securities of the Company till such time the information becomes publicly available.
7. The Compliance Officer shall be required to give notice of trading window closure also to such persons.

