**ANNEXURE 1**

**SPECIMEN APPLICATION FOR PRE-DEALING APPROVAL**

Date:

To,

The Compliance Officer,

The Victoria Mills Ltd

Mumbai

Dear Sir/ Madam

**Application for Pre-dealing approval in securities of the Company**

Pursuant to the SEBI (Prohibition of Insider Trading) Regulation, 2015 and the Company’s **Code of Conduct for Prevention of Insider Trading**, I seek approval to purchase / sale/ subscription of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Equity Shares of the Company as per details given below:

|  |  |  |
| --- | --- | --- |
| 1 | Name of the Applicant |  |
| 2 | Designation |  |
| 3 | Number of securities held as on date |  |
| 4 | Folio No. / DP ID / Client ID No.) |  |
| 5 | The Proposal is for | 1. Purchase of securities 2. Subscription to securities 3. Sale of securities |
| 6 | Proposed date of dealing in securities |  |
| 7 | Estimated number of securities proposed  to be acquired/subscribed/sold |  |
| 8 | Price at which the transaction is proposed |  |
| 9 | Current market price (as on date of application) |  |
| 10 | Whether the proposed transaction will be through  stock exchange or off-market deal |  |
| 11 | Folio No. / DP ID / Client ID No. where the  securities will be credited / debited |  |

I enclose herewith the form of Undertaking signed by me

Your faithfully,

**ANNEXURE 2**

**FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE**

**APPLICATION FOR PRE-CLEARANCE**

**UNDERTAKING**

To,

The Victoria Mills Ltd

Mumbai

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I further declare that I am not in possession of or otherwise privy to any unpublished Price Sensitive Information (as define in the Company’s Code of Conduct for prevention of insider Trading (the Code) up to the time of signing this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 transaction for which approval is sought, I shall inform the Compliance Office 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 provision of the Code as notified by the Company from time to time.

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

If approval is granted, I shall execute the deal within 7 trading 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

**ANNEXURE 3**

**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 the said transaction must be completed on or before\_\_\_\_\_\_\_\_\_\_\_ (date) that is within 7 trading days from today.

In case you do not execute the approved transaction / 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 transaction in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken a ‘Nil’ report shall be necessary.

Yours faithfully,

For the Victoria Mills Ltd

COMPLIANCE OFFICER

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**ANNEXURE 4**

**FORMAT FOR DISCLOSURE OF TRANSACTIONS**

To,

The Compliance Officer,

The Victoria Mills Ltd

Mumbai

I hereby inform that i

* Have not bought / sold subscribed any securities of the Company
* Have bought/sold/subscribed to \_\_\_\_\_\_\_\_\_ securities as mentioned below on \_\_\_\_\_\_\_(date)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Name of holder | No. of securities  dealt with | Bought/Sold/  Subscribed | DP ID/Client ID/  Folio No. | Price (Rs) |
|  |  |  |  |  |

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 year and produce to the Compliance officer/ SEBI any of the following documents:

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 (application in case of sale transaction).

I agree to hold the above securities for a minimum period of six months. In case there is any urgent need to sell these securities within the said period, I shall approach the Compliance officer for necessary approval. (applicable in case of purchase/ subscription).

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

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

Name:

Designation: