

KEWAL KIRAN CLOTHING LIMITED(KKCL)

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY DESIGNATED PERSONS

(Effective from 1st April, 2019 as amended on 12th May 2025)

In compliance of SEBI (Prohibition of Insider Trading) (Amendment) Regulation, 2018, the Board of Directors of KKCL have in their meeting held on March 7, 2019 approved the amendments to code of code of internal procedure and conduct for regulating, monitoring and reporting of trading in respect of securities of the company. The Board of Directors have in their meeting held on May 12, 2025 further amended the said code. The revised code will be applicable w.e.f. April 1. 2019 as amended on 12th May 2025.

Insider Trading- Code of Conduct

This Policy is only an internal code of conduct and one of the measures to avoid Insider Trading. It will be the responsibility of each person covered under the SEBI Insider Trading Regulation to ensure compliance of the SEBI Act, Guidelines and other related statutes.

INSTRUCTIONS FOR DESIGNATED PERSONS

Do not engage in insider dealing;

- Trading in KKCL's Securities when you have inside information or sharing it with others is illegal and can result in severe penalties. Never indulge in forward dealings in securities of the Company. Both these are prohibited activities.
- Never buy or sell any KKCL's or any companies' Securities if you have inside information.
- Never spread false information to manipulate the price of KKCL's listed securities.
- Trading indirectly when in possession of inside information of KKCL and/or its Securities, for example through family members or others, or providing 'tips' is also prohibited.
- Follow the same principles in relation to inside information of KKCL's its holding, subsidiary(s) or Associate Companies, if any.

Remember these rules continue to apply even when you are no longer a KKCL employee

Note: In case of any doubt(s), check with Legal & Secretarial Department.

Chapter 1: Preliminary and Restrictions on Insider Trading

1.1 BACKGROUND

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended (“PIT Regulations” or “the Regulations”) seek to govern the conduct of insiders, connected persons and persons who are deemed to be connected persons on matters relating to Insider Trading.

Insider Trading involves trading in the securities of a company listed or proposed to be listed, by connected or any persons in possession of or with access to unpublished price sensitive information not available to the general public, who can take advantage of or benefit from such unpublished price sensitive information. Trading in securities by an ‘insider’ is regarded unfair when it is predicated upon utilisation of ‘inside’ information to profit at the expense of other investors who do not have access to the same information.

KKCL – Code of Conduct was first adopted by the Board in its meeting held on May 14, 2015 and was further amended on March 7, 2019 and May 12, 2025.

1.2 OBJECTIVE OF THIS CODE OF CONDUCT

This Code of Conduct has been prepared by adopting the standards set out in Schedule B of the Regulations in order to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons towards achieving compliance with the Regulations. Unless otherwise stated, this Policy applies to the Designated Persons of the Company and their immediate relatives.

In order to fully understand the scope of restrictions on insider trading, it is useful to understand the following terms/definitions.

1.3 DEFINITIONS

- a. “Company” means Kewal Kiran Clothing Limited (“KKCL”).
- b. “Compliance Officer” means any senior officer, designated so and reporting to the board of directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these Regulations under the overall supervision of the board of directors of the listed company or the head of an organization, as the case may be;

Explanation – For the purpose of this regulation, “financially literate” shall mean a person who has the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account, and statement of cash flows.”

c. “*Connected person*” means:

(i) Any person who is or has during the 6 (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) a 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 authorised 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;
- (k) a firm or its partner or its employee in which a connected person specified in sub-clause (i) of clause (c) is also a partner; or
- (l) person sharing household or residence with a connected person specified in sub-clause (i) of clause (d).

d. “*Contra Trade*” means a trade or transaction which involves buying or selling any number of Shares of the Company and within 6 months trading or transacting in an opposite transaction involving sell or buy following the prior transaction.

(d) *“Dealing in securities”* means an act of subscribing, buying, selling or agreeing to subscribe, buy or sell any securities by any person either as principal or agent. It would also include the act of creation, invocation or revocation of pledge;

e. *“Designated Persons”* means:

- (i) Promoters and Members of the Board of Directors of KKCL
- (ii) Management Committee Members
- (iii) CEO, Company Secretary, CFO
- (iv) Employees of the Accounts, Finance, Legal & Secretarial Department of KKCL at Head Office as may be identified by the CFO/Compliance Officer.
- (v) CFOs & CEOs and CSs of the Holding Company and Subsidiary Company;
- (vi) Head of Internal Audit Department, Legal Department;
- (vii) Secretaries/Executive Assistants reporting to the Chairman or the Managing Director/Whole Time Director/CFO/CS;
- (viii) All Departmental Heads of the Company (For eg. Finance Head, Purchase Head, Sales Head etc);
- (ix) Employees of other Departments/Divisions on a case-to-case basis, who could be reasonably expected to have access to unpublished price sensitive information(s) relating to the Company, to be decided by the Chairman/Managing Director/Whole-Time Director/ Compliance Officer/Chief Financial Officer; and
- (x) Employees of material subsidiary of the company designated on the basis of their functional role or access to UPSI in the organisation by their Board of Directors.
- (xi) All promoters of the Company;
- (xv) Employees upto two levels below of Chief Executive Officer of the Company and its material subsidiaries irrespective of their functional role in the company or ability to have access to unpublished price sensitive information;
- (xii) Any support staff of the Company, such as IT staff or secretarial staff Legal Staff, Finance Staff, Strategy Staff who have access to unpublished price sensitive information.
- (xiii) Such other persons as may be identified by the Compliance Officer.

f. *“Generally available information”* means information that is accessible to the public on a non- discriminatory basis and shall not include unverified event or information reported in print or electronic media.

g. *“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.

Note: if spouse is financially independent and doesn't consult an insider while taking trading decisions, the spouse won't be exempted from the definition of immediate relative. A spouse is presumed to be an “immediate relative”, unless rebutted so.

- h. *"Insider"* means any person who is:
- (i) Designated person(s) & their immediate relatives
 - (ii) a connected person; or
 - (iii) in possession of or having access to unpublished price sensitive information.
- i. *"Material financial relationship"* shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift by the designated person during the immediately preceding twelve months, equivalent to at least 25% of such payer's annual income but shall exclude relationships in which the payment is based on arm's length transactions.
- j. *"Promoter"* 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.
- k. *"Relative"* shall have the meaning assigned to it under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2024 or any modification thereof and shall mean:
- (i) spouse of the person;
 - (ii) parent of the person and parent of its spouse;
 - (iii) sibling of the person and sibling of its spouse;
 - (iv) child of the person and child of its spouse;
 - (v) spouse of the person listed at sub-clause (iii); and
 - (vi) spouse of the person listed at sub-clause (iv).
- l. *"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.
- m. *"Sensitive Transactions"* shall mean any proposed / ongoing transaction or activity of and relating to KKCL (including its Subsidiary, Holding & Associate Companies) and/or its securities, directly or indirectly, information of which is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily include but not restricted to, information relating to the transaction(s) and/or events as mentioned in the definition of UPSI of this Code.
- n. *"Trading"* means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities and "trade" shall be construed accordingly. Gifts, Off-market transactions, creation of pledge are also construed as a trade.
- o. *"Trading day"* means a day on which the recognized stock exchanges are open for trading.
- p. *"Unpublished price sensitive information" ("UPSI")* shall mean 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 include but not restricted to, information relating to the following;

- (i) Periodical Financial Results of the Company;
- (ii) Intended declaration of dividends (Interim and Final);
- (iii) Change in capital structure i.e. Issue of securities, buy - back of securities or any forfeiture of shares or change in market lot of the Company's shares;
- (iv) Mergers, De-mergers, Amalgamation, Acquisitions, De-listing of Securities, Scheme of Arrangement or Takeover, Disposals, Spin Off or Selling Division of Whole or Substantially Whole of the Undertaking and Expansion of Business and such other transactions;
- (v) Any major expansion plans or execution of new projects or any significant changes in policies, plans or operations of the Company;
- (vi) Changes in Key Managerial Personnel; and
- (vii) Material events in accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per the threshold defined under the internal framework of the Company; and
- (viii) Any other matter as may be prescribed under the Listing Regulations and/or Corporate Law to be price sensitive, from time to time.

Words and expressions used and not defined in this code but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), SEBI (Listing Obligations and Listing Requirements) Regulations, 2015 and SEBI (Prohibition of Insider Trading) Regulations, 2015, the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislations/rules/regulations.

1.4 COMPLIANCE OFFICER

KKCL has appointed the Company Secretary, as the Compliance Officer for the purposes of the Regulations, who shall work subject to guidance of the Managing Director and/ or the Chairman and the Board of Directors.

1.5 RESPONSIBILITY OF MANAGING DIRECTOR / CHIEF EXECUTIVE OFFICER

The Managing Director/CEO of KKCL shall formulate/amend this Code with the approval of the Board of Directors of the Company to regulate, monitor and report trading by its designated persons and their Immediate relatives towards achieving compliance with SEBI (Prohibition on Insider Trading) Regulations, 2015, as amended ("PIT Regulations"), adopting the minimum standards set out in Schedule B of PIT Regulations, as may be amended from time to time, without diluting the provisions of its regulations in any manner.

1.6 DETERMINATION OF DESIGNATED PERSONS

The Board of Directors shall in consultation with the Compliance Officer of the Company, shall determine the list of designated persons on the basis of their role and function in the organization and the access that such role and function would provide to unpublished price sensitive information in addition to seniority and professional designation, who shall be covered by this code.

1.7 APPLICABILITY OF THIS CODE

This Code is applicable to the designated persons as may be specified by the Board of Directors and their immediate relatives.

1.8 COMMUNICATION OR PROCUREMENT OF UPSI

(1) No insider shall communicate, provide, or allow access to any UPSI relating to KKCL or securities listed or proposed to be listed by KKCL, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

(2) No person shall procure from or cause the communication by any insider of UPSI, relating to KKCL or securities listed or proposed to be listed by KKCL, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

(3) Notwithstanding anything contained herein, UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction that would:

(i) entail an obligation to make an open offer under the takeover regulations where the Board of Directors of KKCL is of informed opinion that the sharing of such information is in the best interests of the Company;

(ii) not attract the obligation to make an open offer under the takeover regulations but where the Board of Directors of KKCL is of informed opinion that the proposed transaction is in the best interest of the Company and the information that constitutes 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 KKCL's Board of Directors may determine.

(iii) within a group of persons if such persons have been identified and secluded within a "Chinese wall" or information barrier by the Compliance Officer from the rest of the Company for a particular purpose or for a specified period of time in furtherance of legitimate purposes, performance of duties or discharge of legal obligations, and are subjected to, among other conditions, additional confidentiality obligations, information barriers designed to prevent exchanges of UPSI outside the "Chinese wall."

(4) For purposes of point (3) above, the Company shall require the parties to execute agreements/memorandum of understanding to ensure confidentiality and non-disclosure

obligations on the part of such parties and such parties shall keep information so received confidential, except for the purpose of the above point (3), and shall not otherwise trade in securities of KKCL when in possession of UPSI.

1.9 PROHIBITION ON INSIDER TRADING:

(i) Restriction on trading in KKCL Securities

No Insider shall trade in KKCL Securities at any time when he/she is in possession of any unpublished price sensitive information. Such insider shall also maintain the confidentiality of all price sensitive information and shall not pass on such information to any person directly or indirectly by way of making recommendation for the purchase or sale of KKCL Securities.

Note: When a person who has traded in securities has been in possession of unpublished price sensitive information, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.

(ii) Joint holding

When a person who has traded in Securities has been in possession of unpublished price sensitive information, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.

The provisions of this Code shall also be applicable for trading either as a first named shareholder or as a joint holder

1.10 DEFENSE TO INSIDER WHEN TRADING IN KKCL SECURITIES WHEN HAVING UPSI

Trading in KKCL Securities when in possession of any unpublished price sensitive information, the insider may prove his innocence by demonstrating the circumstances including the following:

- a)* the transaction is an off-market inter-se transfer between promoters who were in possession of the same unpublished price sensitive information without being in breach of regulation 3 and both parties had made a conscious and informed trade decision;
- b)* transaction carried out through the block deal window mechanism between persons who were in possession of the UPSI without being in breach of regulation 3 of SEBI (Prohibition of Insider Trading) Regulations, 2018 and both parties had made a conscious and informed trade decision.
- c)* transaction is 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) transaction for 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 the Board;
- f) transactions which are undertaken in accordance with respective regulations made by the Board 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 or transactions which are undertaken through such other mechanism as may be specified by the Board from time to time.
- g) in the case of non-individual insiders: –
 - the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and
 - appropriate and adequate arrangements were in place to ensure that these regulations are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached;
- h) *the* trades were pursuant to a trading plan submitted by the insider to the COMPLIANCE OFFICER.

1.11 CHINESE WALL

To prevent the misuse of confidential information, KKCL has laid down Chinese Walls procedures which separate those areas of KKCL that routinely have access to confidential information, considered "inside areas" from those which deal with sale/marketing/investment advice or other departments providing support services, considered "public areas".

- (i) The employees in the inside area shall not communicate any Unpublished Price Sensitive Information to anyone in public area.
- (ii) The Company shall have process of maintaining securely, computer files containing confidential information and physical storage of documents relating to UPSI.
- (iii) All the unpublished price sensitive information is to be handled on "need to know basis", i.e., Unpublished Price Sensitive Information should be disclosed only to those within KKCL 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. All the non-public information directly received by any employee should immediately be reported to the head of the department. 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.

1.12 PRE-CLEARANCE OF TRADES

(i) All Designated Persons who intend to trade in the securities of KKCL (either in their own name or in any immediate relative's name) i.e. buy or sell securities and if the value of the securities likely to be traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs. 10,00,000/- (Rupees Ten Lakh Only), should obtain pre-clearance for the transactions by making an application in the format set out in Annexure 1 to the Compliance Officer indicating the estimated number of units of securities that the designated person or immediate relative(s) intends to trade, the details as to the depository with which(s) he has a security account, the details as to the securities in such depository mode and such other details as specified in the form and also declare that the applicant is not in possession of unpublished price sensitive information.

Provided that the pre-clearance is not applicable for subscription to the stock grants upon its vesting. However, for any subsequent sale of shares acquired under Employee Stock Options Plans / Schemes (ESOPs), pre-clearance shall be applicable as per limits prescribed as above.

(ii) An undertaking in Annexure 2 executed in favour of the Company, forming part of the Application Form as mentioned hereinabove, shall incorporate, *inter alia*, the following clauses:

- That the Designated Person(s) and their immediate relative(s) does not have any access or has not received "Price Sensitive Information" upto the time of signing the undertaking.
- That in case the Designated Person(s) and their immediate relative(s) has access to or receives "Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction, he / she shall inform the Compliance Officer of the fact and that he / she would completely refrain from dealing in the securities of the Company till the time such information becomes public.
- That he / she has not contravened the Code of Conduct for prevention of Insider Trading as notified by the Company/SEBI from time to time.
- That he / she has made a full and true disclosure in the matter.

(iii) No designated person shall apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information even if the trading window is not closed.

(iv) The Compliance Officer shall also determine whether any such declaration is reasonably capable of being rendered inaccurate.

(v) All Designated Persons of KKCL and their immediate relatives shall execute their order in respect of securities of KKCL within 7 (seven) days after the approval of pre-clearance in

Annexure 3 is given. If the order is not executed within 7 (seven) days after the approval is given, the employee must obtain the pre-clearance for the transaction again.

(vi) All Designated Persons of KKCL and their immediate relatives shall inform the company within 2 days of the dealing in the shares of the company about the transaction i.e the number of shares purchased/ sold and the value on which the shares purchased/ sold in Annexure 4 or the non- execution of the trade as per the pre-clearance taken.

1.13 TRADING WINDOW CLOSURE PERIOD:

(i) The trading period during which KKCL's securities can be traded is called trading window. The trading window shall be closed during the time the price sensitive information is unpublished.

(iii) The trading window shall be, *inter-alia* closed at the time of UPSI identified by the Company.

(iv) The Compliance Officer shall also close the trading window when he determines that a designated person or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.

(v) The trading window shall be opened 48 (Forty Eight) hours after the unpublished price sensitive information becomes generally available.

(vi) The trading window shall be closed for all Designated persons from the first day immediately following the relevant calendar quarter till the conclusion of 48 hours after disclosure of such quarterly/ annual financial results of the Company to Stock Exchanges. The gap between clearance of accounts by audit committee and board meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.

(vii) The trading window shall also be applicable to any person having contractual or fiduciary relation with KKCL, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising KKCL.

(viii) The Compliance Officer shall intimate the closure of Trading Window to all the Designated Person(s) of the Company when he / she determines that a designated person or class of Designated Person(s) can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.

(ix) The Compliance Officer after taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, shall decide the timing for re-opening of the trading window, however in any event it shall not be earlier than 48 (FortyEight) hours after the information becomes generally available.

1.14 HOLDING PERIOD/CONTRA TRADE

(i) Designated person (including their immediate relatives) who is permitted to trade shall not execute a contra trade i.e. enter into an opposite transaction during the next 6 (six) months following the prior transaction (“contra trade”). However, the restriction on contra trade shall not apply to:

- (a) Exercise of the options under the Company’s ESOPs;
- (b) Sale of shares acquired under the Company’s ESOPs, provided that designated person is not in possession of UPSI at the time of sale.

(ii) In case of any contra trade be 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 SEBI for credit to the Investor Protection and Education Fund administered by SEBI.

(iii) The Compliance Officer may be empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate these regulations.

1.15 TRADING BY PORTFOLIO MANAGERS

This Code is also applicable to insiders who engage Portfolio Managers to trade in shares and hence the insiders are expected to take due precaution while trading in securities through Portfolio Managers by:

- Informing Portfolio Managers about closure of trading window.
- Ensuring to seek pre-clearance, wherever applicable, when the Portfolio Manager proposes to trade in the KKCL’s shares exceeding threshold limit and also make continual disclosures, wherever applicable, as provided in this Code.
- Ensuring that the portfolio manager abides by the requirement of minimum holding period and not do contra trade as provided in this Code.
- Prohibiting the Portfolio manager to trade in securities of KKCL at his own discretion or when the Insider is in possession of UPSI.

Despite the above, if any trading is done by portfolio managers, it will be treated as trading done by the Insider, and therefore the insider will be held responsible for any such non-compliance and subject to such penalties as specified in this Code.

TRADING PLAN

- 1) An insider shall be entitled to formulate a trading plan that complies with the SEBI Regulations (“trading plan”) and present it to the Compliance Officer for approval and

public disclosure pursuant to which Trades may be carried out in his behalf in accordance with such plan.

- 2) The Compliance Officer shall review and approve the Trading Plan, if it complies with the SEBI Regulations and shall disclose the Trading Plan to the Stock Exchanges.
- 3) Trading plan shall:

- i. Not entail starting of trading on behalf of the insider earlier than one hundred and twenty calendar days from the public disclosure of the plan.
- ii. Not entail overlap of any period for which another trading plan is already in place.
- iii. Set out following parameters for each trade to be executed:
 - a) either the value of trade to be effected or the number of securities to be traded;
 - b) nature of the trade;
 - c) either specific date or time period not exceeding five consecutive trading days;
 - d) price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
 - a. for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;
 - b. for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent lower than such closing price.

Note:

(i) While the parameters in sub-clauses a), b) and c) shall be mandatorily mentioned for each trade, the parameter in sub-clause d) shall be optional.

(ii) The price limit in sub-clause d) shall be rounded off to the nearest numeral.

(iii) Insider may make adjustments, with the approval of the compliance officer, in the number of securities and price limit in the event of corporate actions related to bonus issue and stock split occurring

- iv. Not entail trading in securities for market abuse.
- 4) The compliance officer after reviewing the plan would either approve or reject the plan within two trading days of its receipt and notify the approved plan to the stock exchanges on which the securities are listed, on the day of approval.
- 5) Implementation of the trading plan shall not be commenced if any UPSI in possession of insider at the time of formulating the plan has not become available at the time of implementation of the plan. However, if the insider has set a price limit for a trade, the insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed.

- 6) The trading plan once approved shall be irrevocable and the insider shall mandatorily have to implement the plan without being entitled to execute any trade in the securities out the scope of the plan.
- 7) In case of non-implementation (full/partial) of trading plan due to either reasons enumerated in sub-regulation 4 or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:
 - a. The insider shall intimate non-implementation (full/partial) of trading plan to the compliance officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
 - b. Upon receipt of information from the insider, the compliance officer, shall place such information along with his recommendation to accept or reject the submissions of the insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
 - c. The decision of the Audit Committee shall be notified by the compliance officer on the same day to the stock exchanges on which the securities are listed.
 - d. In case the Audit Committee does not accept the submissions made by the insider, then the compliance officer shall take action as per this Code of Conduct.

Chapter 2: Disclosures & Reporting

Apart from the restrictions mentioned in Chapter 1, KKCL is required to obtain certain disclosures and levy penalties as and when deemed fit.

The disclosures to be made by any person under this Chapter shall also include those relating to such person's immediate relatives and any other person for whom such person takes trading decisions.

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 Chapter: Provided that trading in derivatives of securities is permitted by any law for the time being in force.

2.1 INITIAL DISCLOSURE

(i) Every person on appointment as a Key Managerial Personnel or a Director of KKCL or upon becoming a Promoter shall disclose his holding of securities of the Company within 7 (seven) days of such appointment or becoming a Promoter / Key Managerial Personnel / Director inform the Company in Annexure 5 (as prescribed or amended by SEBI, from time to time).

2.1 CONTINUAL DISCLOSURE

Every Promoter, Designated person (including their immediate relatives) and Director of KKCL shall disclose to the Company in the format set out in Annexure 6 (as prescribed or amended by SEBI, from time to time), the number of such securities acquired or disposed of within 2 (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 Rs.10,00,000/- (Rupees Ten Lakh Only) or such other value as may be specified.

The Company shall notify the particulars of such trading to the Stock Exchanges within 2 trading days of receipt of disclosure or from being aware of such information.

Once the transaction exceeding the said threshold is executed, the designated persons are required to disclose the said transaction to the Company and subsequently, by the Company to the stock exchanges within the timelines as specified above. However, SEBI through SEBI Circulars SEBI/HO/ISD/ISD/CIR/P/2020/168 and SEBI/HO/ISD/ISD/CIR/P/2021/617 dated September 09, 2020, and August 13, 2021 respectively the procedure disclosure under Regulation 7(2) has been automated subject to the compliance of the procedure as laid down in the SEBI Circular dated September 09, 2020. Hence, the designated persons whose details are updated in the designated depository system can be exempted from such manual disclosure.

2.3 DISCLOSURE BY OTHER CONNECTED PERSONS

The Compliance Officer at his discretion may require any other connected person or class of connected persons to make disclosures of holdings and trading in securities of KKCL as and when he deems fit in order to monitor compliance with these Regulations in the format set out in Annexure 7 (as prescribed or amended by SEBI, from time to time).

2.4 DISCLOSURE BY DESIGNATED PERSONS

One Time:

The Designated person, Promoter, member of promoter group, KMP and Director of the Company shall disclose the following information (in a format set out in Annexure 8), on one-time basis, to KKCL:

- (i) his/her Phone, mobile and cell numbers
- (ii) his/her Permanent Account Number or any other identifier authorized by law

Annual Disclosure and Continual Disclosure:

Every Designated Person, Promoter, member of promoter group, KMP and Director of the Company shall on annual basis, disclose to the Company, the details of all holdings in Securities of the Company held by him including statement of holding of their Immediate Relatives in a format set out in Annexure 9.

Also, the Designated person Promoter, member of promoter group, KMP and Director of the Company shall disclose the following information (in a format set out in Annexure 9) on continual disclosure basis, as and when the information changes:

- (i) Name of Immediate Relatives
- (ii) Persons with whom such designated person(s) shares a Material Financial Relationship
- (iii) Permanent Account Number or any other identifier authorized by law of (i) & (ii)
- (iv) Phone, mobile and cell numbers of (i) & (ii)

2.5 DISSEMINATION OF PRICE SENSITIVE INFORMATION

(i) No information shall be passed by Designated Persons by way of making a recommendation for the purchase or sale of securities of the Company.

(ii) Disclosure/dissemination of Price Sensitive Information with special reference to analysts, media persons and institutional investors.

The following guidelines shall be followed while dealing with analysts and institutional investors:-

- Only public information to be provided.
- At least 2 (two) Company representatives be present at meetings with analysts, media persons and institutional investors.

- Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.
- Simultaneous release of information after every such meet.

2.6 REPORTING TO THE BOARD AND MAINTENANCE OF DISCLOSURES

(i) The Compliance Officer shall place before the Chairman of KKCL and audit committee on a quarterly basis, details of trading in KKCL Securities by the Designated Persons and the accompanying documents that such persons had executed under the pre-clearance procedure as envisaged under this Code.

(ii) The Compliance Officer shall maintain records of all the declarations in appropriate forms given by the Designated Persons for a minimum period of 5 (Five) years.

(iii) The Secretarial Department shall acknowledge receipt of the declaration form received.

2.7 AMENDMENT OF THIS CODE

The Board of Directors (including Managing Committee of the Board of Directors) of KKCL is authorised to change / amend this Code from time to time pursuant to any amendments made in the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended.

Chapter 3: Penalties

3.1 PENALTY FOR NON-COMPLIANCE UNDER PIT REGULATIONS

Any insider who trades in securities in contravention of the provisions of this Code or the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended shall be guilty of insider trading and shall be *inter-alia* liable for punishment and penalty as mentioned in this Code and the Securities & Exchange Board of India Act, 1992, as mentioned below.

3.2 PENALTY FOR NON- COMPLIANCE WITH THE CODE OF CONDUCT

Any employee/ officer / Director or Designated Person of the Company who trades in securities or communicates any information for trading in securities, in contravention of the code of conduct may be penalised and appropriate action may be taken by KKCL. *Categories of Non-Compliances*

| Categories of Non-Compliances | Penal/disciplinary actions proposed |
|---|--|
| Procedural Non-Compliances | |
| i) Executing transaction after expiry of 7 (Seven) days from date of pre-clearance. | a) Written warning notice for first instance of non- compliance. |
| ii) Non reporting of completion of transaction after pre-clearance. | b) For second repeated act-Rs. 10,000/- (Rupees Ten Thousand Only) minimum and up to Rs.25,000/- (Rupees Twenty-Five Thousand Only) for third repeat non- compliance. |
| iii) Non reporting of transactions aggregating to Rs.10,00,000/- (Rupees Ten Lakh Only) per calendar quarter (such transaction should not be based on UPSI and should not be undertaken during trading window closure periods). | c) Beyond third repeated act of non-compliance, it would be treated as substantive non-compliance resulting in such action the Managing Committee of the Board may deem fit, which may include suspension, freeze on increment /promotion, demotion, employment termination, recovery, clawback as deemed appropriate. |
| Substantive Non-Compliances | |
| i) Trading in KKCL Securities during trading window closure period | Any of the following or combination thereof depending on the severity of the case: |
| ii) Dealing in KKCL Securities without obtaining pre-clearance | a) If the gain or loss avoided is less than Rs.10,000/- (Rupees Ten Thousand Only), the penalty is Rs.10,000/- (Rupees Ten Thousand Only). |
| iii) Undertaking opposite transactions / derivative transactions | |

| | |
|---|---|
| iv) <i>Passing on price sensitive information or making recommendations directly or indirectly for dealing in securities on the basis of such information</i> | b) <i>If the gain or loss avoided is more than Rs.10,000/- (Rupees Ten Thousand Only), twice the actual gain made or loss avoided.</i> c) <i>Such action the Managing Committee of the Board may deem fit which may include suspension, freeze on increment/promotion, demotion, employment termination, recovery, clawback.</i> |
|---|---|

Notes:

- a) The action by KKCL shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading), Regulations, 2015, as amended.*
- b) In case it is observed by the Compliance Officer that there has been a violation of the Regulations, SEBI shall be informed by KKCL.*
- c) The Managing Committee of the Board or the Compliance Officer may decide the penalty within the above framework by taking into consideration the factors such as knowledge of price sensitive information, level of management responsibility of the individual concerned, number of securities transacted, whether the breach occurred as a result of deliberate intent or not, etc.*
- d) Penalties recovered as per framework will be remitted to SEBI Investor Protection and Education Fund account.*

3.3 PENALTIES FOR NON-COMPLIANCE WITH SECURITIES & EXCHANGE BOARD OF INDIA ACT, 1992

Chapter VI A provides for various penalties, extracts of which are:

15A. If any person, who is required under this Act or any rules or regulations made thereunder -

- a. to furnish any document, return or report to the Board, fails to furnish the same, he shall be liable to a penalty of one lakh rupees for each day during which such failure continues or one crore rupees, whichever is less;*
- b. to file any return or furnish any information, books or other documents within the time specified therefore in the regulations, fails to file return or furnish the same within the time specified therefore in the regulations, he shall be liable to a penalty of one lakh rupees for each day during which such failure continues or one crore rupees, whichever is less;*
- c. to maintain books of accounts or records, fails to maintain the same, he shall be liable to a penalty of one lakh rupees for each day during which such failure continues or one crore rupees, whichever is less.*

15G. If any insider who -

- i. either on his own behalf or on behalf of any other person, deals in securities of a body corporate listed on any stock exchange on the basis of any unpublished price sensitive information; or*

- ii. *communicates any unpublished price sensitive information to any person, with or without his request for such information except as required in the ordinary course of business or under any law; or*
- iii. *counsels, or procures for any other person to deal in any securities of any body corporate on the basis of unpublished price sensitive information, shall be liable to a penalty twenty-five crore rupees or three times the amount of profits made out of insider trading, whichever is higher.*

24. (1) *Without prejudice to any award of penalty by the adjudicating officer under this Act, if any person contravenes or attempts to contravene or abets the contravention of the provisions of this Act or of any rules or regulations made thereunder, he shall be punishable with imprisonment for a term which may extend to ten years, or with fine, which may extend to twenty-five crore rupees or with both.*

(2) *If 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 twenty-five crore rupees or with both.*

Without prejudice to the directions under regulation 11, if any person violates provisions of these regulations, he shall be liable for appropriate action under Sections 11, 11 B, 11D, Chapter VIA and Section 24 of the Act.

Chapter 4: Amendments

Amendment Pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018

4.1 NEW POLICY FOR DETERMINATION OF “LEGITIMATE PURPOSES FOR SHARING UPSI”

The Board of Directors of KKCL shall formulate, approve and implement a policy for determination of “legitimate purposes for sharing UPSI” as a part of “Codes of Fair Disclosure and Conduct” which shall be in sync with SEBI (Prohibition of Insider Trading) (Amendment) Regulation, 2018.”

4.2 NEW POLICY OF “PROCEDURE FOR ENQUIRY IN CASE OF LEAK OF UPSI”

The Managing Director of KKCL shall formulate written policies and procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, which shall be approved by Board of Directors of the company and accordingly initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.

4.3 IDENTIFICATION OF UPSI AND MAINTAINING ITS CONFIDENTIALITY

All the unpublished price sensitive information shall be identified and its confidentiality shall be maintained as per the requirements of this Code and PIT regulations;

4.4 DIGITAL DATABASE OF PERSONS WITH WHOM UPSI IS SHARED

The Board of Directors shall ensure that a structured digital database is maintained containing the names of such persons who have shared the information, names of such persons or entities as the case may be with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available.

Such databases shall be maintained with adequate internal controls and such as time stamping and audit trails to ensure non-tampering of the database.

4.5 PROCESS FOR HOW AND WHEN PEOPLE ARE ON-BOARDED ON SENSITIVE TRANSACTIONS.

The Compliance Officer in consultation with MD or CFO of the Company shall decide on how and when any person(s) should be on-boarded on any proposed or ongoing sensitive transaction(s).

A person(s) shall be brought inside on any proposed or ongoing sensitive transaction(s) of the Company who may be an existing or proposed partners, collaborators, lenders, customers,

suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants etc. for legitimate purpose which shall include the following;

- (i) in the ordinary course of business.
- (ii) in furtherance of performance of duty(ies);
- (iii) for discharge of legal obligation(s).
- (iv) for any other genuine or reasonable purpose as may be determined by the Compliance Officer of the Company.
- (v) for any other purpose as may be prescribed under the Securities Regulations or Company Law or any other law for the time being in force, in this behalf, as may be amended from time to time.

4.6 INTIMATION OF DUTIES AND RESPONSIBILITIES AND THE LIABILITY TO THE PERSON(S) WHO HAS/HAVE BEEN BROUGHT INSIDE' ON SENSITIVE TRANSACTION(S).

Any person(s) who has/have been brought inside on any proposed and/or ongoing sensitive transaction(s) and in receipt of unpublished price sensitive information shall be considered an “insider” for purposes of this Code and due notice shall be given to such persons, in the format as set out in by the COMPLIANCE OFFICER in consultation with MD and/or CFO of the Company;

- (i) To make aware such person that the information shared is or would be confidential.
- (ii) To instruct such person to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.
- (iii) To make aware to such person the duties and responsibilities attached to the receipt of such information and the liability attached to misuse or unwarranted use of such information.

4.7 INTERNAL CONTROL SYSTEM

The Managing Director/CEO of KKCL shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in these code and PIT regulations to prevent insider trading.

4.8 REVIEW OF COMPLIANCES OF PIT CODE AND VERIFICATION OF INTERNAL CONTROL SYSTEM

The Audit Committee of KKCL shall review compliance with the provisions of these Code and PIT Regulations at least once in a Financial Year and shall verify that the systems for internal control are adequate and are operating effectively.

*Amendments to Insider Trading -Code of Conduct is adopted by the Board in its Meeting held on March 7, 2019 and further amended on May 12, 2025

ANNEXURE 1

SPECIMEN OF APPLICATION FOR PRE-TRADING APPROVAL

Date:

To,
The Compliance Officer,
Kewal Kiran Clothing Limited
Mumbai

Dear Sir/Madam,

Application for Pre-trading approval in securities of the Company

Pursuant to the SEBI (prohibition of Insider Trading) Regulations, 2015, as amended 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/Connection with Company | | |
| 3. | Number of securities held as on date | | |
| 4. | Folio No./DP ID/ Client ID No. | | |
| 5. | The proposal is for | (a) Purchase of securities (b) Subscription to securities (c) Sale of securities | |
| 6. | Proposed date of trading 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.

Yours faithfully,

ANNEXURE 2

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

UNDERTAKING

**To,
Kewal Kiran Clothing Limited
Mumbai**

I, _____ (having PAN: 10 Digit and Aadhaar No: 16 Digit), Employee/ Supplier/
any other (please specify) of the Company residing at _____, am desirous of trading in <number of
shares> of the Company as mentioned in my application dated _____ for pre-clearance of the
transaction.

I further declare that neither me nor my immediate relative are 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 or my immediate relative 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 Officer of the same and shall completely refrain from trading 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.

In the event of this transaction being in violation of the Code of Conduct or the applicable laws,

(a) I will, unconditionally, release, hold harmless and indemnify to the fullest extent, the
Company and its directors and officers, (the 'indemnified persons') for all losses, damages, fines,
expenses, suffered by the indemnified persons,

(b) I will compensate the indemnified persons for all expenses incurred in any investigation,
defence, crisis management or public relations activity in relation to this transaction and

(c) I authorize the Company to recover from me, the profits arising from this transaction and
remit the same to the SEBI for credit of the Investor Protection and Education Fund administered
by the SEBI.

I undertake to submit the necessary report within four 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 days of the receipt of approval failing which I shall seek pre-clearance afresh.

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

Date:

Signature : _____

ANNEXURE 3

FORMAT FOR PRE-CLEARANCE ORDER

To,
Name :
Designation:
Place:

This is to inform you that your request for trading in ____ (nos) shares of the Company as mentioned in your application dated _____ is approved/rejected. 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 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 transactions 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 Kewal Kiran Clothing Limited

(Compliance Officer)

Date:

Encl.: Format for submission of details of transaction

ANNEXURE 4

FORMAT FOR DISCLOSURE OF TRANSACTIONS

(To be submitted within 2 days of transactions/trading in securities of the Company)

To,
The Compliance Officer,
Kewal Kiran Clothing Limited
Mumbai

I hereby inform that I

- have not bought/sold/subscribed any securities of the Company

OR

- have bought/sold/subscribed to _____ securities as mentioned below on _ (date)
(Strike out whichever is not applicable)

| 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 years 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 (applicable 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:

ANNEXURE 5

FORMAT FOR INITIAL DISCLOSURE OF SECURITIES ON APPOINTMENT

To,
Kewal Kiran Clothing Limited
ISIN of the Company: INE401H01017

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 no. | Category of Person (Promoters/ KMP/ Directors/ immediate relatives/ others etc. | Date of appointment of Director/ KMP or date of becoming a promoter | Securities held at the time of becoming Promoter/Appointment of Director/KMP | | % of shareholding |
|---|---|---|--|-----|-------------------|
| | | | Type of security (For eg. – Share, Warrants, Convertible Debentures etc.) | No. | |
| 1 | 2 | 3 | 4 | | 5 |
| | | | | | |

| 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 | | |
|---|--------------------------------------|------------------------------|---|--------------------------------------|------------------------------|
| Contract specifications | Number of units (contracts lot size) | Notional value in rupee term | Contract specifications | Number of units (contracts lot size) | Notional value in rupee term |
| 6 | 7 | 8 | 9 | 10 | 11 |
| | | | | | |

Signature:

Date:

Designation:

Place:

ANNEXURE 6

FORMAT FOR CONTINUAL DISCLOSURE OF SECURITIES BY DESIGNATED PERSONS

To,
Kewal Kiran Clothing Limited
ISIN of the Company: INE401H01017

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 7(2)

| Name, PAN No., CIN/DIN & address of Promoter, Director, Employee with contact no. | Category of Person (Promoters/ KMP/ Directors / immediate relatives/ 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 | |
|---|--|--|----------------------------|--|-------------------------------------|-------|---|--|----------------------------|--|----|
| | | Type of security (For eg. – Share, Warrants , Convertible Debentures etc.) | No. and % of share holding | Type of security (For eg. – Share, Warrants , Convertible Debentures etc.) | No. | Value | Transaction Type (Purchase/sale/ Pledge / Revocation / Invocation/ Others -please specify) | Type of securities (For eg. – Shares, Warrants , Convertible Debentures, Rights entitlement, etc.) | No. and % of share holding | From | To |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 |
| | | | | | | | | | | | |
| Date of intimation to company | Mode of acquisition (market purchase/ public rights/ preferential offer/ off market/ inter-se transfers ESOPs etc. | Trading in derivatives (specify type of contract, futures or options etc) | | | | | | | | Exchange on which the trade was executed | |
| | | Type of Contract | Contract Specifications | Buy | | Sell | | | | | |
| | | | | Value | Number of units (contract lot size) | Value | Number of units (contract lot size) | | | | |
| 13 | 14 | 15 | 16 | 17 | 18 | 19 | 20 | 21 | | | |

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

(ii) In case of Options, notional value shall be calculated based on Premium plus strike price of options

Signature:

Designation:

Date:

Place:

ANNEXURE 7

FORMAT FOR CONTINUAL DISCLOSURE OF SECURITIES BY CONNECTED PERSONS AS IDENTIFIED BY THE COMPANY

Name of the Company: Kewal Kiran Clothing Limited

ISIN of the Company: INE401H01017

Details of change in holding of Securities of other such persons as mentioned in Regulation 7(2)

| Name, PAN No., CIN/DIN & address of connected persons as identified by company with contact no. | Connection with company | Securities held prior to acquisition | | Securities acquired/ disposed | | % of shareholding | | Date of allotment advice/acquisition of shares/ sale of shares | |
|---|-------------------------|---|-----|---|-----|-------------------|------------------|--|----|
| | | Type of security (For eg. – Share, Warrants, Convertible Debentures etc.) | No. | Type of security (For eg. – Share, Warrants, Convertible Debentures etc.) | No. | Pre transaction | Post transaction | From | To |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 |
| | | | | | | | | | |

| Date of intimation to company | Mode of acquisition (market purchase/ public rights/ preferential offer/ off market/ inter-se transfers etc. | Trading in derivatives (specify type of contract, futures or options etc) | | | | | | Exchange on which the trade was executed |
|-------------------------------|--|---|-------------------------|-------|-------------------------------------|-------|-------------------------------------|--|
| | | Type of Contract | Contract Specifications | Buy | | Sell | | |
| | | | | Value | Number of units (contract lot size) | Value | Number of units (contract lot size) | |
| 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 |

Signature:

Designation:

Date:

Place:

ANNEXURE 8

FORMAT FOR INITIAL DISCLOSURE BY DIRECTOR, KEY MANAGERIAL PERSONNEL AND DESIGNATED PERSONS

Details Required for making entry into Register of Designated Persons

To,
The Compliance Officer,
Kewal Kiran Clothing Limited

I, _____, in my capacity as Designated Person of the Company, hereby submit the following details :-

I. Educational Institution from which graduated:

II. Past Employer :

III. Details of Immediate Relatives/ Persons with whom material financial relation is shared:

Pursuant to the provision of SEBI (Prohibition of Insider Trading) Regulations, 2018 and the Company's Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons, I hereby declare that I have the following Immediate Relatives*: -

| Sr. No. | Name of the Immediate Relative/ Persons with whom material financial relation is shared | Relation with Director/ Officer/ Designated Person | PAN No. | No. of shares | Folio No. / DP ID – Client ID |
|---------|---|--|---------|---------------|-------------------------------|
| | | | | | |
| | | | | | |
| | | | | | |

IV. Mobile Number held by me:

V. My Permanent Account No. (PAN):

I hereby undertake to inform the changes in the above details from time to time. I hereby declare that the above details are true, correct and complete in all respects.

Date:

Signature:

ANNEXURE 9

FORMAT FOR ANNUAL / CONTINUAL DISCLOSURE OF SECURITIES BY DIRECTOR, KEY MANAGERIAL PERSONNEL AND DESIGNATED PERSONS

Details Required for making entry into Register of Designated Persons

To,
The Compliance Officer,
Kewal Kiran Clothing Limited

I, _____, in my capacity as _____ of the Company,
hereby submit the following details of securities held in the Company as on 31st March,
_____.

| | | | | | | |
|--|----|---------------|-----------------|--------------|---------------|-----------------|
| For the year ended 31st March _____. | | | | | | |
| Name of the Director / Officer / Connected Person | | | | | | |
| Date of purchase | of | No. of shares | Price per share | Date of Sale | No. of shares | Price per share |
| | | | | | | |
| TOTAL | | | | TOTAL | | |
| Total no. of shares held at the beginning of the Year | | | | | | |
| Total no. of shares held at the end of the Year | | | | | | |
| Name of the Immediate Relative | | | | | | |
| Relationship | | | | | | |
| Date of purchase | of | No. of shares | Price per share | Date of Sale | No. of shares | Price per share |
| | | | | | | |
| TOTAL | | | | TOTAL | | |
| Total no. of shares held at the beginning of the Year | | | | | | |
| Total no. of shares held at the end of the Year | | | | | | |
| Name of the Immediate Relative | | | | | | |
| Relationship | | | | | | |
| Date of purchase | of | No. of shares | Price per share | Date of Sale | No. of shares | Price per share |
| | | | | | | |
| TOTAL | | | | TOTAL | | |
| Total no. of shares held at the beginning of the Year | | | | | | |
| Total no. of shares held at the end of the Year | | | | | | |

In case of any change,

I. Educational Institution from which graduated:

II. Past Employer :

III.Details of Immediate Relatives/ Persons with whom material financial relation is shared:

Pursuant to the provision of SEBI (Prohibition of Insider Trading) Regulations, 2018 and the Company's Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons, I hereby declare that I have/ had the following Immediate Relatives*-

| Sr. No. | Name of the Immediate Relative/ Persons with whom material financial relation is shared | Relation with Director/ Officer/ Designated Person | PAN No. | Cell No. |
|----------------|--|---|----------------|-----------------|
| | | | | |
| | | | | |
| | | | | |

IV. Mobile Number held by me:

V. My Permanent Account No. (PAN):

VI. Changes if any to the aforesaid declaration:

I hereby undertake to inform the changes in the above details from time to time. I hereby declare that the above details are true, correct and complete in all respects.

Date:

Signature: