



# Petronet LNG Limited

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PAN: AAACP8148D

GST: 07AAACP8148D1ZI

CS/PLL/LISTING/2023

Date: 18.04.2023

**The Manager**  
**The Bombay Stock Exchange Ltd**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street, Mumbai – 400 001**

**The Manager**  
**National Stock Exchange of India Ltd**  
**Exchange Plaza, Bandra Kurla Complex**  
**Bandra East, Mumbai – 400 051**

**Subject: Intimation of amended Comprehensive Code of Conduct under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**

Dear Sir/ Madam,

The Board of Directors, in its Meeting held on 23.03.2023, has adopted the Comprehensive Code of Conduct to regulate, monitor and report trading in the securities of Petronet LNG Limited (PLL) by the Insiders including Code of practices and procedures for fair disclosure of unpublished price sensitive information & Policy for determination of legitimate purposes & Policy for inquiry in case of leak or suspected leak of unpublished price sensitive information (Comprehensive PIT Policy) in place of existing Code for prevention of Insider Trading in the securities of Petronet LNG Limited.

The Comprehensive PIT Policy is available at the website of the Company at [www.petronetlng.in](http://www.petronetlng.in).

The Comprehensive PIT Policy is enclosed for the information and records please.

**For Petronet LNG Limited**

**(Rajan Kapur)**  
**Company Secretary**

**Encl:** as above

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**Dahej LNG Terminal:**

GIDC Industrial Estate, Plot No. 7/A, Dahej  
Taluka Vagra, Distt. Bharuch - 392130 (Gujarat)  
Tel.: 02641-257249 Fax: 02641-257252

**Kochi LNG Terminal:**

Survey No. 347, Puthuvypu  
P.O. 682508, Kochi  
Tel. · 0484-2502268



PETRONET LNG LIMITED

**COMPREHENSIVE CODE OF CONDUCT**  
**TO REGULATE, MONITOR AND REPORT TRADING IN THE**  
**SECURITIES OF PETRONET LNG LIMITED (PLL) BY THE**  
**INSIDERS**

**INCLUDING**

**CODE OF PRACTICES AND PROCEDURES FOR FAIR**  
**DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE**  
**INFORMATION**

**&**

**POLICY FOR DETERMINATION OF LEGITIMATE PURPOSES**

**&**

**POLICY FOR INQUIRY IN CASE OF LEAK OR SUSPECTED LEAK**  
**OF UNPUBLISHED PRICE SENSITIVE INFORMATION**



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## 1. BACKGROUND

With a view to govern the conduct of Insiders on matters relating to insider trading, the Securities and Exchange Board of India (SEBI) issued the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (SEBI PIT Regulations) which requires all listed companies to frame a Code of Conduct to regulate, monitor and report trading by Insiders.

These Regulations prohibit communication of Unpublished Price Sensitive Information (UPSI) to any person except in compliance with applicable law. Trading, directly or indirectly, in the securities of any company when in possession of UPSI is prohibited under the law. Violations of such regulations invite severe penalties including disgorgement of profits, fines, and imprisonment as per law.

The Board of Directors of Petronet LNG Limited ('Company' or 'PLL'), at its meeting held on 30.07.2015, approved and adopted 'Code of Conduct for Prevention of Insider Trading in the Securities of Petronet LNG Limited' with effect from 15.05.2015. The said Code, as reviewed and amended on 09.04.2019 and again on 23.03.2023, is now called as the '*Comprehensive Code of Conduct to Regulate, Monitor and Report Trading in the Securities of PLL by Insiders*'.

## 2. EFFECTIVE DATE

In order to align it with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, the Code has been updated, as approved by the Board, and shall become effective from 23.03.2023.

## 3. PREAMBLE & OBJECTIVE

PLL intends that no undue advantage should accrue to a certain category of persons on account of their access to Unpublished Price Sensitive Information and assumes that in this regard, any actions of the Compliance Officer, Board of Directors or other entities entrusted with ensuring adherence to the SEBI PIT Regulations, are to ensure compliance in letter and spirit to the said Regulations and not otherwise. Accordingly, this Code aims:



- (i) To ensure compliance with the *SEBI (Prohibition of Insider Trading) Regulations, 2015* and other applicable laws;
- (ii) To provide a '*Comprehensive Code of Conduct to regulate, monitor and report trading in the Securities of PLL by the Insiders who have access of Unpublished Price Sensitive Information of the Company in furtherance of the performance of their respective duties or discharge of legal obligations*;
- (iii) To provide norms for appropriate Chinese Walls procedures, and processes for permitting any Designated Person to "*cross the wall*";
- (iv) To provide a '*Code of practices and procedures for fair disclosure of unpublished price sensitive information*';
- (v) To provide a '*Policy for determination of legitimate purposes*';
- (vi) To provide a '*Policy for inquiry in case of leak or suspected leak of UPSI*'.

#### 4. DEFINITIONS

The following terms referred to in this Code shall have the following meanings, unless the context otherwise requires:

- 4.1. "*Audit Committee*" shall mean Committee of the Board of the Company constituted pursuant to Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 4.2. "*Board of Directors*" or "*Board*" shall mean the Board of Directors of PLL, as constituted from time to time;
- 4.3. "*Chief Investor Relations Officer*" shall have the same meaning assigned to it under Clause 3(i) of the PLL's '*Code of practices and procedures for fair disclosure of UPSI*';
- 4.4. "*Chinese wall*" means policies, procedures and physical arrangements designed to manage and safeguard UPSI and prevent inadvertent transmission or communication thereof;
- 4.5. "*Code*" means this '*Comprehensive Code of Conduct to Regulate, Monitor and Report Trading in the Securities of PLL by Insiders*', including modifications



made thereto from time-to-time;

- 4.6. *“Company”* or *“PLL”* means Petronet LNG Limited (CIN: L74899DL1998PLC093073);
- 4.7. *“Compliance officer”* means any senior officer, designated so and reporting to the Board of Directors, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under this Code and the SEBI PIT 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 this Code and the SEBI PIT Regulations, under the overall supervision of the Board of Directors.

*Explanation* –For the purpose of this Code, “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;

- 4.8. *“Connected person”* means:
- (i) any person who is or has during the six months prior to the concerned act been associated with PLL, 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:
    - an immediate relative of connected persons specified in clause (i); or
    - a holding company or associate company or subsidiary company; or
    - an intermediary as specified in section 12 of the SEBI Act, 1992 or an



employee or director thereof; or

- an investment company, trustee company, asset management company or an employee or director thereof; or
- an official of a stock exchange or of clearing house or corporation; or
- 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
- 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
- an official or an employee of a self-regulatory organization recognised or authorized by SEBI; or
- a banker of the Company; or
- 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;

4.9. *“Designated Employee”* means the following employees of PLL and its Material Subsidiaries in the:-

- (i) Senior Management;
- (ii) Secretariats of the Directors and the Senior Management;
- (iii) The Finance & Accounts, Secretarial, Legal, Information Technology, Internal Audit, Marketing, Business Development, Corporate Communications, Corporate Ethics, Contracts & Procurement, and Projects Department;
- (iv) Any other employee as may be decided by the Managing Director & Chief Executive Officer of PLL on recommendation of the Compliance Officer from time to time;

4.10. *“Designated Person”* means -

- (i) Promoter(s) and member(s) of Promoter Group of PLL;
- (ii) Director(s);
- (iii) Key Managerial Personnel;
- (iv) Designated Employee;
- (v) Any other person as may be specified by the Managing Director & Chief Executive Officer of PLL in consultation with the Compliance Officer, from time to time;





- 4.11. ***“Director”*** means a director appointed to the Board of Directors of the Company in accordance with the provisions of the Companies Act, 2013;
- 4.12. ***“Generally Available Information”*** means information that is accessible to the public on a non-discriminatory basis;
- 4.13. ***“Immediate Relative”*** means a spouse of a person, and includes parent, sibling, and child of that person or of the spouse, if they are either dependent financially on such person, or consult such person in taking decisions relating to Trading in Securities;
- 4.14. ***“Insider”*** means any person who is:
- (i) a Designated Person; or
  - (ii) a Connected Person; or
  - (iii) in possession of or having access to Unpublished Price Sensitive Information for any reason whatsoever;
- 4.15. ***“Insider Trading Laws”*** means the following provisions-
- (i) Section 15G of the SEBI Act;
  - (ii) Regulation 3 of the SEBI PIT Regulations;
  - (iii) Regulation 4 of the SEBI PIT Regulations;
  - (iv) Regulation 5 of the SEBI PIT Regulations; and
  - (v) Regulation 9 or Regulation 9A of the SEBI PIT Regulations, in so far as they pertain to Trading or communication of UPSI;
- 4.16. ***“Investor Protection and Education Fund”*** means the Investor Protection and Education Fund created by the SEBI under Section 11 of the SEBI Act;
- 4.17. ***“Informant”*** means the individual(s) who voluntarily submits to the SEBI, a Voluntary Information Disclosure Form related to the alleged violation of Insider Trading Laws that has occurred, or is occurring or has a reasonable belief that it is about to occur, in a manner provided under the SEBI PIT Regulations, regardless of whether such individual(s) satisfies the requirements, procedures and conditions to qualify for a reward;
- 4.18. ***“Key Managerial Personnel”*** or ***“KMP”*** in relation to PLL, means-
- (i) the Chief Executive Officer or the Managing Director or the Manager;



- (ii) the Company Secretary;
  - (iii) the Whole-time Director;
  - (iv) the Chief Financial Officer;
  - (v) such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board; and
  - (vi) such other officer as may be prescribed under Section 2(51) of the Companies Act, 2013;
- 4.19. ***“Legitimate Purpose”*** shall include sharing of UPSI in the ordinary course of business on a need to know basis, with PLL’s collaborators, lenders including perspective lenders, customers, suppliers, merchant bankers, legal advisors, auditors, credit rating agencies, insolvency professionals, practicing company secretaries, registered valuers or other advisors, service providers or consultants, provided that such sharing has not been carried out with a view to evade or circumvent the prohibitions of the SEBI PIT Regulations;
- 4.20. ***“Material financial relationship”*** means a relationship in which one person is recipient of any kind of payment such as by way of loan or gift from Designated Person during the immediately preceding twelve months, equivalent to at least 25% of the annual income of such Designated Person but excludes relationships in which the payment is based on arm’s length transactions;
- 4.21. ***“Material Subsidiary”*** shall mean a subsidiary of PLL, whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of PLL and its subsidiaries in the immediately preceding accounting year;
- 4.22. ***“Promoter”*** shall have the meaning assigned to it under Regulation 2(oo) of the *Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018* or any modification thereof;
- 4.23. ***“Promoter Group”*** shall have the meaning assigned to it under Regulation 2(pp) of the *Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018* or any modification thereof;
- 4.24. ***“SEBI”*** means the Securities and Exchange Board of India, established under Section 3 of the *Securities and Exchange Board of India Act, 1992*;



- 4.25. **"SEBI Act"** means the *Securities and Exchange Board of India Act, 1992*, as amended from time to time;
- 4.26. **"SEBI PIT Regulations"** means *Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015*, as amended from time to time.
- 4.27. **"Securities"** shall have the meaning assigned to it under Section 2(h) of the *Securities Contracts (Regulation) Act, 1956* or any modification thereof, except units of a mutual fund;
- 4.28. **"Securities laws"** means the *Securities Contract (Regulations) Act, 1956*, the *SEBI Act, 1992*, the *Depositories Act, 1996*, the relevant provisions of any other law to the extent it is administered by SEBI and the relevant rules and regulations made thereunder;
- 4.29. **"Senior Management"** for the purpose of this Code and in relation to PLL, means-
- (i) Officers of PLL above CGM & VP level,
  - (ii) Officials of PLL directly reporting to any Whole-time Director;
- 4.30. **"Stock Exchanges"** means recognized stock exchange(s) on which the Securities of PLL are listed;
- 4.31. **"Takeover Regulations"** means the *SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011*, as amended from time to time;
- 4.32. **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and *"trade"* shall be construed accordingly.

*Explanation-* For avoidance of doubts, trading includes creation/invoation/revocation of pledge. In addition, 'gifting' shall be construed as dealing in securities and hence, is covered under 'trading';

- 4.33. **"Trading Day"** means a day on which the recognized stock exchanges are open for Trading;



- 4.34. *“Trading Window”* means a period during which Securities of PLL can be traded;
- 4.35. *“Unpublished Price Sensitive Information”* or *“UPSI”* means any information, relating to PLL or its Securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the Securities and shall, ordinarily including but not restricted to, information relating to the following–
- (i) Financial results;
  - (ii) Dividends;
  - (iii) Change in capital structure;
  - (iv) Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
  - (v) Changes in Key Managerial Personnel;
- 4.36. Words and expressions used and not defined in this Code but defined in the SEBI PIT Regulations, the SEBI Act, 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 legislations.

## **5. RESTRICTIONS ON COMMUNICATION OR PROCUREMENT OF UPSI AND TRADING BY INSIDERS**

### **5.1 Communication or Procurement of UPSI**

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- (i) All Insiders shall maintain the confidentiality of the UPSI coming into their possession and control. No Insider shall communicate, provide, or allow access to any UPSI, relating to PLL or Securities, listed or proposed to be listed, to any person including other Insiders except where such communication is in furtherance of Legitimate Purposes, performance of duties or discharge of legal obligations.
- (ii) No person shall procure from an Insider or cause the communication by an Insider of UPSI, relating to PLL or Securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.



- (iii) UPSI may be allowed to be communicated, provided, allowed access to or procured in the following cases:
  - a. where open offer is required to be made under the Takeover Regulations and in the informed opinion of the Board, sharing of such information is in the best interests of the Company.
  - b. where open offer is not required to be made under the Takeover Regulations but, in the informed opinion of the Board, sharing of such information is in the best interests 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 manner as the Board of Directors may determine to be adequate and fair to cover all relevant and material facts.

## 5.2 Fair Disclosure of UPSI by PLL

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- (i) The SEBI PIT Regulations require the Board of Directors to formulate and publish a Code of practices and procedures for fair disclosure of UPSI.
- (ii) To ensure fair disclosure of events and occurrences that could impact price discovery for Securities issued by PLL in the market, Insiders shall abide by principles stated in the '*Code of practices and procedures for fair disclosure of unpublished price sensitive information*' provided in **Appendix-I**.
- (iii) The formulation of '*Code of practices and procedures for fair disclosure of UPSI*' and every amendment thereto, shall be promptly intimated to the Stock exchanges.

## 5.3 Determination of Legitimate Purpose

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To maintain confidentiality of UPSI shared by Insiders in the ordinary course of business, a '*Policy for determination of Legitimate Purposes*' for sharing such UPSI with any other person including outsiders, is provided in **Appendix-II**.

## 5.4 Preservation of UPSI & Norms for appropriate Chinese Wall procedures

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- (i) UPSI should be maintained within the Chinese Walls at all times. In the



event any person, not being a Designated Person is required to be wall-crossed, meaning thereby, such person is brought over the Chinese Wall in order to obtain access to the UPSI for a specific purpose, prior approval of the Managing Director & the Chief Executive Officer must be sought, who shall consider whether such person being wall-crossed, is being provided UPSI on a need-to-know basis. Also, the information shared with such wall-crosser should be limited to the specific transaction or purpose for which their assistance is required.

- (ii) All persons who have to be wall-crossed should be notified that he would be considered as a Designated Person under this Code and he shall therefore, be required to comply with all the applicable provisions of the Code and the SEBI PIT Regulations.
- (iii) UPSI is to be handled on a '*need -to-know basis*'. It should be disclosed only to those who need the information to discharge their duties or legal obligations and possession of UPSI by them will not give rise to a conflict of interest or misuse of UPSI.
- (iv) As far as practical, files containing UPSI shall be kept secured with restricted access and computer files containing UPSI should be protected with the help of login, passwords, etc. E-mails of all the Designated Persons containing UPSI shall be mandatorily marked to a common e-mail ID, access to which shall rest with the Compliance Officer.
- (v) In case of any transaction involving UPSI, the Managing Director & Chief Executive Officer in consultation with the Compliance Officer, shall identify Designated Person(s) who may have access to any inside information relating to sensitive transaction(s). While dealing with such information, these Designated Person(s) shall, to the extent applicable, adhere to the provisions of the norms provided under this Clause 5.4.

## **5.5 Trading in Securities of PLL by Insiders when in possession of UPSI**

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- (i) No Insider shall, either on his behalf or on behalf of any other person, trade in Securities of PLL when in possession of any UPSI.



- (ii) When an Insider or any person acting on instructions/directions of Insider, trades in Securities of the Company while in possession of UPSI, the said trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.
- (iii) In the case of Connected Persons, the onus of establishing that they were not in possession of UPSI, shall be on such connected persons and in other cases, the onus would be on the SEBI.

## **6. PROCEDURE FOR TRADING BY INSIDERS IN THE SECURITIES OF PLL**

### **6.1 Trading Window norms**

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- (i) All Designated Persons may execute trades in the Securities of PLL, subject to the compliance with this Code and the SEBI PIT Regulations.
- (ii) Designated persons and their Immediate Relatives shall trade only when the Trading Window is open and shall not execute any trade in the Securities of PLL during the period when the Trading Window is closed or any other period as may be specified by the Compliance Officer from time to time. The Trading Window norms shall not be applicable for trades carried out in accordance with an approved trading plan.
- (iii) Whenever any particular information about any event which is considered as UPSI is shared with any employee or come to his/her knowledge and such employee is not already covered in the list of Designated Persons, then he/she shall be considered as Designated Person for the purposes of this Clause 6.1 till the time such UPSI is published by the Company or abandoned by the Company.
- (iv) Trading Window shall be closed at the direction of the Compliance Officer when he determines that a Designated Person or class of designated persons can reasonably be expected to be in possession of UPSI. Trading Window shall be closed for such Securities to which UPSI relates.
- (v) The Compliance Officer shall duly communicate to the Designated





Persons the commencement date of closure of Trading Window by way of e-mail and intimation on the website or any other mode as he deems fit, prior to the commencement of Trading Window closure date.

(vi) Trading Window Periodic Restrictions:

The Trading Window shall be closed for the following purposes:

S.N.	Event	Trading Restriction Period
a.	Declaration of standalone and consolidated financial results (quarterly and annual), of the Company	Starting from the end of every quarter till 48 hours after the declaration of financial results. <i>Note:</i> The gap between the 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.
b.	Declaration of dividends (both interim and final)	Starting from the date of notice of the Board meeting till at least 48 hours after the UPSI becomes generally available.
c.	Issue of Securities by way of public, bonus, rights issue etc. or buy-back of Securities and changes in capital structure	
d.	Change in Key Managerial Personnel	
e.	Mergers, demergers, amalgamations, acquisitions, delisting, disposals, expansion of business and such other transactions; and	
f.	Such other event as the Compliance Officer may prescribe from time to time.	

(vii) The Compliance officer shall close the Trading Window when in possession of UPSI even if the transaction resulting from that UPSI was





yet to be placed before the Board of Directors for approval.

(viii) The Compliance Officer shall maintain a register of the periods of "Closed Trading Window", wherein he shall record the date of opening and closure of the Trading Window and the purpose for which Trading Window is closed as per the format prescribed in **Appendix-III**.

(ix) The Trading window restrictions shall not apply in respect of-

- a. Transactions specified in sub-clauses (i) to (iv) and (vi) of the proviso to Regulation 4 (1) of SEBI PIT Regulations and in respect of a 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 SEBI.
- b. Transactions which are undertaken in accordance with respective regulations made by the SEBI such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering shares in a buyback offer, open offer, delisting offer or transactions which are undertaken through such other mechanism as may be specified by SEBI from time to time.

## 6.2 Trading plans

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- (i) An Insider shall be entitled to formulate a Trading plan and present it to the Compliance Officer as per the format prescribed in **Appendix-IV**, for approval and public disclosure pursuant to which trades may be carried out in the Securities of PLL, on his behalf in accordance with such plan.
- (ii) Such Trading plan shall:
  - a. not entail commencement of Trading on behalf of the Insider earlier than six months from the public disclosure of the plan;
  - b. not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by PLL and the second trading day after the disclosure of such financial results;



- c. entail trading for a period of not less than twelve months;
  - d. not entail overlapping of any period for which another Trading plan is already in existence;
  - e. 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; and
  - f. not entail trading in securities for market abuse.
- (iii) The Compliance Officer shall review the Trading plan to assess whether the plan would have any potential for violation of the SEBI PIT Regulations and may seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.
- (iv) Upon approval of the Trading plan, the Compliance Officer shall notify the Trading plan to the Stock exchange(s).
- (v) 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. However, the implementation of the Trading plan shall not be commenced if any UPSI 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. In such an event the Compliance Officer shall confirm that the commencement ought to be deferred until such UPSI becomes generally available information so as to avoid violation of Clause 5.5(i) of this Code.
- (vi) If at the time of Trading as per the Trading plan, the Designated Person is in possession of a UPSI which was not existing at the time of formulation of Trading plan, then the Trading can be carried out as per the Trading plan, even if the new UPSI has not been made generally available.
- (vii) Trading Window norms, pre-clearance of trades and restrictions on contra trade shall not be applicable for trades executed as per an approved Trading plan.



### 6.3 Pre-clearance of trades

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- (i) In the absence of a Trading plan duly approved by the Compliance Officer, Trading by Designated Persons or their Immediate Relatives in the Securities of PLL when the Trading Window is open, is subject to pre-clearance by the Compliance Officer, if the value of the proposed trades is above the threshold limit of Rs. 10 lakhs, either in a single transaction or multiple transactions during a financial year.
- (ii) The pre-clearance of trades shall not be required on exercise of stock options by the employees of PLL. However, sale of shares by employees obtained after exercise of options shall be subject to pre-clearance.
- (iii) Whenever any particular information about any event which is considered as UPSI is shared with any employee who is not already covered in the list of Designated Persons, then such employee shall be considered as Designated Person for the purposes of this Clause 6.3 till the time such UPSI is published by the Company or abandoned by the Company.
- (iv) The procedure for pre-clearance of trades is prescribed below:
  - a. An application for pre-clearance of trade shall be made to the Compliance Officer alongwith an undertaking, at least fifteen days prior to the date of closure of the Trading Window, if any, in the format prescribed in **Appendix-V**. The application should be filed alongwith the 'Statement of Holding in Securities of the PLL' at the time of pre-clearance.
  - b. The Compliance Officer may approve or reject a pre-clearance request after necessary assessment as per this Code and the SEBI PIT Regulations. Pre-clearance order regarding approval shall be made by the Compliance Officer and in his absence, by an officer authorized by the Compliance Officer, in the format prescribed in **Appendix-VI**, within five days from the receipt of the application, after being satisfied:
    - with the accuracy of such information as may be necessary from



- the applicant;
- with the accuracy of undertaking submitted by applicant that he is not in the possession of UPSI;
  - that the applicant has not done any prior contra trade within the period of six months; and
  - that the securities for which pre-clearance has been sought is not covered under the restricted list.
- (v) The Compliance Officer shall make an entry in the register of pre-clearance, maintained as per the format prescribed in **Appendix-VII**.
- (vi) Pre-cleared trades shall be executed within seven trading days from the date of approval, failing which fresh pre-clearance shall be obtained for the trades to be executed in the Securities of PLL after which a Report of the trades executed is required to be submitted within two Trading Days from trade in the format prescribed in **Appendix - VIII**.
- (vii) Where a trade is not executed after obtaining pre-clearance from the Compliance Officer, the concerned person shall intimate the same to the Compliance Officer in the format prescribed in **Appendix-IX**, within two Trading Days after the expiry of seven Trading Days from the date of pre-clearance by the Compliance Officer.

#### **6.4 Trading by the Compliance Officer as an Insider**

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In case, the Compliance Officer or any of his Immediate Relatives intend to trade in Securities of PLL during a financial year, whether on-market or off-market, he/she shall be subject to the provisions of this Code in the same manner as applicable to other Designated Persons, provided that the Managing Director & Chief Executive Officer of PLL shall be the Approving Authority.

### **7. CONTRA TRADE RESTRICTIONS**

- 7.1. All Insiders or their Immediate Relatives shall not enter into contra trade i.e., opposite or reverse transactions, in the Securities of PLL during six months following the prior transaction.



- 7.2. Contra trade restriction is not applicable for trades carried out in accordance with the Trading plan approved as per Clause 6.2 of this Code and for trades pursuant to exercise of stock options. Further, the restriction of contra trade shall also not apply in case of buy back offers, open offers, right issues, FPOs, bonus issue, etc. by PLL provided the initial transaction of buy/sell have been completed in accordance with SEBI PIT Regulations. However, if the first trade is an acquisition by way of rights issue/FPO, then subsequent sale of shares before six months from the date of acquisition would be considered as a contra trade.
- 7.3. Contra Trade restrictions are applicable on each and every trade irrespective of whether the trades are below or above the threshold limit of pre-clearance prescribed under Clause 6.3(i) of this Code.
- 7.4. The Compliance Officer can grant relaxation from strict application of such restriction on an application made in this behalf by the concerned Designated person and after recording reasons in writing in this regard, provided that such relaxation does not violate the provisions of this Code and the SEBI PIT Regulations. Immediate Relatives shall not take any positions in derivative transactions in the Securities of PLL at any time.

## **8. DISCLOSURE AND REPORTING REQUIREMENTS**

- 8.1. The Compliance Officer shall ensure that true and timely public disclosures required under Chapter III of the SEBI PIT Regulations are made in accordance with this Code.
- 8.2. The disclosures to be made by any person shall include those relating to trading by such person's Immediate Relatives, and by any other person for whom such person takes trading decisions.
- 8.3. The disclosures of trading in Securities of PLL shall also include trading in derivatives of Securities and the traded value of the derivatives shall be taken into account for purposes of disclosure, provided that trading in derivatives of Securities is permitted by any law for the time being in force.
- 8.4. The disclosures made under this Code shall be preserved by the Compliance



Officer for a period of at least five years.

8.5. Initial Disclosures:

Disclosures required	Disclosure by	Disclosure to	Time Limit
Disclosure of holding of Securities of PLL, as on the date of appointment or becoming a Promoter or member of the Promoter Group	Director or KMP or Promoter or member of Promoter Group	Compliance Officer or any other Officer Authorised by the Board in this regard.	Within 7 days of such appointment as a Director/KMP or becoming Promoter or member of the Promoter Group, as per format prescribed in <b>Appendix-X</b> .

8.6. Continual Disclosures:

Disclosures required	Disclosure by	Disclosure/ Reporting to	Time Limit
Disclosure of the number of Securities acquired or disposed of by any of them, whether in one transaction or a series of transactions over any calendar quarter, value of which exceeds Rs. 10 lakhs <i>Explanation</i> -Disclosure of the incremental transactions after any disclosure as stated above, shall be made, when the transactions effected after the prior disclosure crosses the specified threshold.	Promoter, member of Promoter Group, Designated Person and Director	Compliance Officer or any other Officer Authorised by the Board in this regard.	Within two Trading Days of such transaction as per the format prescribed in <b>Appendix-XI</b> .
Disclosure* of the particulars of Trading in listed equity shares and derivative	Compliance Officer or any other Officer	Stock Exchange(s) where	Within two Trading Days of receipt of

Disclosures required	Disclosure by	Disclosure/ Reporting to	Time Limit
instruments as disclosed by the Director(s), Designated Person(s), Promoter(s) or members of Promoter Group.  <i>*System Driven Disclosures (SDD) shall be made for the aforesaid disclosure of the particulars of Trading in listed equity shares and derivative instruments.</i>	Authorised by the Board in this regard.	Securities of PLL are listed	the disclosure or becoming aware of such information.

**Notes:**

- (i) Disclosure is not required in the case of allotment of shares by way of bonus issue, rights issue or shares received pursuant to the scheme of amalgamation or mergers.
- (ii) In case of pledge/revocation of Securities of PLL, for the purposes of calculation of the threshold limit, the market value of the Securities pledged as on the date of pledge/revoke transaction, shall be considered and not the value at which the transaction has been carried.

8.7. Disclosures by Connected person:

Disclosures required	Disclosure by	Disclosure to	Time Limit
Disclosure of holdings and Trading in the Securities of PLL	Any Connected Person or class of connected persons	Compliance Officer or any other Officer Authorised by the Board in this regard	Within thirty days from the end of financial year, in the format as prescribed in <b>Appendix-XII.</b>

8.8. Annual Disclosures:

Disclosures required	Disclosure by	Disclosure to	Time Limit
Disclosure of the	Designated	Compliance	Within thirty



Disclosures required	Disclosure by	Disclosure to	Time Limit
following information of the Immediate Relatives of Designated Person and Persons with whom the designated person shares a Material Financial Relationship - Name - PAN or any other identifier authorized by law - Phone, mobile and cell numbers which are used	Person(s)	Officer or any other Officer Authorised by the Board in this regard.	days of the end of financial year and whenever there is a change in information, within thirty days from such change, as per the format prescribed in <b>Appendix-XIII</b> .

8.9. One-time disclosure:

Disclosures required	Disclosure by	Disclosure to	Time Limit
Disclosure of the following information of the Designated Person and Person - names of the educational institutions from which Designated Persons graduated, - names of their past employers	Designated Person(s)	Compliance Officer or any other Officer Authorised by the Board in this regard.	One-time Disclosure, as per the format prescribed in <b>Appendix-XIV</b> .

8.10. Disclosure on resignation by Designated Person from service:

Disclosures required	Disclosure by	Disclosure to	Time Limit
Disclosure of following information	Resigned Designated	Compliance Officer or any	Information shall be maintained by





Disclosures required	Disclosure by	Disclosure to	Time Limit
on resignation by Designated Person from service: - address - contact details	Person(s)	other Officer Authorised by the Board in this regard.	PLL for one year after resignation by Designated Person from service. It shall be updated as and when there is a change in information

**9. OTHER MECHANISMS FOR PREVENTION OF INSIDER TRADING**

**9.1 Institutional Mechanism for Prevention of Insider trading**

- (i) The Managing Director & Chief Executive Officer shall put in place adequate and effective system of internal controls to ensure compliance with the SEBI PIT Regulations and this Code to prevent insider trading. Such internal control system shall ensure the following:
  - a. all employees who have access to UPSI are identified as Designated Persons;
  - b. all the UPSI are identified and its confidentiality is maintained;
  - c. adequate restrictions are placed on communication or procurement of UPSI;
  - d. lists of all employees and other persons with whom UPSI is shared is maintained and confidentiality agreements are signed or notice is served to all such employees and persons;
  - e. all other relevant requirements specified under the SEBI PIT Regulations are complied with;
  - f. periodic process review to evaluate effectiveness of such internal controls is carried out.
- (ii) The Compliance Officer shall implement such adequate and effective system of internal control and ensure compliance with the requirements of the Code to prevent insider trading.
- (iii) The Compliance Officer shall submit a compliance report to the Board of



Directors and to the Chairman of the Audit Committee at the end of every financial year.

- (iv) The Audit Committee shall review compliance with the provisions of this Code and/or the SEBI PIT Regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- (v) The Company shall ensure that confidentiality or non-disclosure agreements are executed with parties in cases where permission for communication of or access to UPSI is allowed and such parties, except for the limited purpose as mentioned above, shall not otherwise trade in Securities of the Company when in possession of UPSI.
- (vi) The Designated Persons shall ensure that information which may amount to UPSI, is informed to the Compliance Officer well in advance, so that requisite actions may be initiated as per this Code.
- (vii) The Board of Directors shall maintain a well-structured digital database internally with adequate internal controls and checks ensuring non-tampering of database. It shall also be ensured that the database is not outsourced and contains information including the following:
  - a. Details of UPSI;
  - b. Details of persons or entities, as the case may be, with whom information is shared under this Code along with the Permanent Account Number (PAN) or any other identifier authorised by law, where PAN is not available;
  - c. Details of persons who have shared the information.
- (viii) The Board of Directors shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.
- (ix) All Designated Persons need to ensure that details of the individuals or



entities with whom UPSI is shared, is submitted to the Compliance Officer within two days of sharing of UPSI, to enable maintenance of the structured database.

- (x) Any question with respect to the action of Compliance Officer whether or not extraneous to the powers so conferred according to the SEBI PIT Regulations and this Code, may be referred to the Board of Directors and the Audit Committee for examination and appropriate actions in accordance with the extant laws and the relevant facts of the case.

## 9.2 Inquiry in case of leak or suspected leak of UPSI

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- (i) Instances of leakage of UPSI shall be reported by the employees of PLL in accordance with the Vigil Mechanism/Whistle Blower Policy uploaded on Company's official website.
- (ii) For inquiries into the information/complaint(s) in case of leak or suspected leak of UPSI, appropriate action shall be taken in accordance with the procedure prescribed under the '*Policy for inquiry in case of leak or suspected leak of UPSI*' provided in **Appendix-XV**, as approved by the Board of Directors.

## 9.3 Voluntary Disclosure of violation of the Code to SEBI

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- (i) Any employee of PLL, being a director, partner, regular or contractual employee but not an advocate, who during employment becomes privy to information relating to violation of the Insider Trading Laws, may file a Voluntary Information Disclosure Form to the Office of Informant Protection of SEBI, either by himself or through a legal representative, in the format prescribed in **Appendix-XVI**. Such Informant employee may be suitably rewarded by SEBI if it deems fit, subject to the fulfillment of conditions stated under Chapter-III A of the SEBI PIT Regulations.

*Explanation-* For avoidance of doubts, it is clarified that no amnesty or immunity shall be provided to the Informant for violation of the Securities Laws.

- (ii) The identity and details provided by the Informant employee shall remain



confidential.

- (iii) The Company shall provide suitable protection to Informant employee and ensure that no such person shall be discharged, terminated, demoted, suspended, threatened, harassed, discriminated, directly or indirectly, irrespective of whether the information is considered or rejected by SEBI or he or she is eligible for a reward under the SEBI PIT Regulations, by reason of:
  - a. filing a Voluntary Information Disclosure Form before SEBI;
  - b. testifying in, participating in, or otherwise assisting or aiding SEBI in any investigation, inquiry, audit, examination or proceeding instituted or about to be instituted for an alleged violation of Insider Trading Laws or in any manner aiding enforcement action taken by SEBI; or
  - c. breaching any confidentiality agreement or provisions of any terms and conditions of employment or engagement solely to prevent any employee from cooperating with SEBI in any manner.
  
- (iv) If an Informant employee believes that he/ she has been subject to retaliation or victimization by his Head of Department or any other senior officer, he may approach the competent court or tribunal for appropriate relief in accordance with the provisions of Chapter-III A of the SEBI PIT Regulations or under any other law in force.
  
- (v) Notwithstanding to the above, the SEBI may penalize the concerned Head of Department or senior officer for retaliation or victimization of the Informant employee by way of penalty, debarment, suspension and/or criminal prosecution, however, no direction shall be given by the SEBI for re-instatement or compensation to the aggrieved Informant employee.
  
- (vi) Any agreement (oral or written) entered into between PLL and its employee(s) which purports to preclude any person, other than an advocate, from submitting to the SEBI information relating to the violation of the Securities Laws that has occurred, is occurring or has a reasonable belief that it would occur shall be void.
  
- (vii) PLL shall not require an employee to notify it of any Voluntary Information Disclosure Form filed with the SEBI or to seek prior



permission or consent or guidance of any officer of the Company before or after such filing.

## 10. PENALTY FOR CONTRAVENTION OF THE CODE

- 10.1. Any Designated Person or their Immediate Relative who trades in Securities of PLL or communicates any UPSI in contravention of this Code, may be penalized and appropriate disciplinary actions such as wage freeze, suspension, recovery, etc., would be taken by the Competent Authority against such Designated Person as provided in PLL Code of Conduct for employees, after giving a reasonable opportunity of being heard in the matter. Any amount so collected by PLL as penalty shall be remitted to SEBI for credit to the Investor Protection and Education Fund.
- 10.2. In case Trading in Securities or communication of UPSI is done in contravention of this Code by any Insider, then the Compliance Officer shall report such case to the SEBI and to the Stock Exchanges (*as per format prescribed in Appendix-XVII*) for taking appropriate action. The reporting of such action shall be in addition to the action envisaged as per the terms of the contract/agreement for the breach of contract/agreement, if any.
- 10.3. The actions by PLL, SEBI and/or Stock Exchange(s) shall not preclude any other regulatory Authority from taking any action against any person for violation of this Code, relevant provisions of SEBI PIT Regulations or any other provision of the applicable laws.
- 10.4. In case an Insider or their Immediate Relative executes a contra trade, inadvertently or otherwise, in violation of the restriction mentioned in Clause 7 of this Code, the profits from such trade shall be liable to be disgorged and transferred to the Investors Protection and Education Fund of SEBI.

## 11. DUTIES OF THE COMPLIANCE OFFICER

For the purpose of this Code, the Compliance Officer shall discharge all the functions and duties as prescribed in the Code and the SEBI PIT Regulations, as amended from time to time or as may be laid down by the Board of Directors in this regard.



## **12. INTERPRETATION OF THE CODE**

- 12.1. The Compliance Officer/Company Secretary of PLL shall have the authority to interpret any provision of this Code.
- 12.2. In case of any difficulty in interpretation of any provision of this Code, the matter may be referred to the Audit Committee by the Company Secretary of PLL through the Managing Director & Chief Executive Officer.

## **13. REVIEW & AMENDMENT/MODIFICATION**

- 13.1. This Code may be reviewed by the Board of Directors from time to time as it may deem fit.
- 13.2. Any amendment/modification to the SEBI PIT Regulations, or any other applicable law having an impact on the provisions of this Code, shall mutatis mutandis be applicable and as a consequence the relevant provisions shall stand amended or modified to that extent without any further approval from the Board. Such amendment/modification shall be effected in the existing Code by Compliance Officer/Company Secretary with the approval of Managing Director & Chief Executive Officer. The said amendment/modification shall be ratified by the Board at the time of review of the Code.

## **14. DISCLAIMER**

This Code enumerated above is a framework for prohibition of insider trading in Securities of PLL. However, it is the responsibility of every Insider to familiarize and ensure compliance with this Code, SEBI PIT Regulations or any amendment thereof and other applicable laws.



## Appendix - I

### CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[See Clause 5.2(ii)]

#### 1. INTRODUCTION

The Regulation 8 read with Schedule A of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (SEBI PIT Regulations) require Petronet LNG Ltd. (the 'Company' or 'PLL') to formulate this '*Code of practices and procedure for fair disclosure of Unpublished Price Sensitive Information*' for adherence to each of the principles set out in Schedule A of the SEBI PIT Regulations for fair disclosure of UPSI.

#### 2. OBJECTIVE

The objective of this Code is to lay down the principles and practices to be followed by PLL pertaining to disclosure of Unpublished Price Sensitive Information.

#### 3. DEFINITIONS

- (i) "*Chief Investor Relations Officer*" or "*CIRO*" means Director (Finance) as designated by the Board of Directors of PLL and in the absence of the Director (Finance), such other official of PLL as authorized by the Managing Director & Chief Executive Officer in this regard from time to time for the purpose of this Code;
- (ii) "*Code*" means this '*Code of practices and procedure for fair disclosure of Unpublished Price Sensitive Information*', including modifications made thereto from time-to-time;
- (iii) The words and expressions used but not defined herein, shall have the meanings as ascribed to them in the Company's '*Comprehensive Code of Conduct to Regulate, Monitor and Report Trading in the Securities of PLL by Insiders*'.





#### 4. FAIR DISCLOSURE OF UPSI

PLL shall ensure:

(i) Prompt public disclosure of Unpublished Price Sensitive Information:

PLL will comply with all periodic reporting and disclosure requirements contained in the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI PIT Regulations and other applicable laws, rules and regulations. PLL shall make prompt disclosure of Unpublished Price Sensitive Information that would impact price discovery no sooner than credible and concrete information comes into being, in order to make such information generally available.

(ii) Uniform and universal dissemination of UPSI:

PLL shall disseminate the Unpublished Price Sensitive Information uniformly and universally without any selective disclosure.

(iii) Person Responsible for disclosure of Information:

The CIRO shall be responsible for:

- a. dissemination of information and disclosure of UPSI in a fair and unbiased manner; and
- b. dissemination of information to the Stock Exchange(s) and on the website of PLL when it becomes concrete and credible in such format as may be prescribed under SEBI PIT Regulations from time to time.

(iv) Prompt disclosure of information that get disclosed inadvertently or selectively:

CIRO shall promptly disseminate the Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise by any Insider, to make such information generally available by informing to the Stock Exchange(s). Such disclosure must not be made later than 48 hours after the CIRO learns that communication of such UPSI has taken place.





- (v) Appropriate response to queries on news reports and market rumours:
- a. The CIRO shall provide an appropriate and fair response to queries in relation to UPSI on news reports and requests for verification of market rumors by regulatory authorities. Managing Director & Chief Executive Officer of PLL in consultation with CIRO may also decide whether a public announcement is necessary for verifying or denying rumors and in case it is necessary.
  - b. A 'No Comment' policy shall be maintained by PLL and CIRO on market rumors except when requested by regulatory authorities to verify such rumours.
- (vi) Information shared with analyst and research personnel/Third party dealings:
- a. PLL shall ensure that the information shared with analyst and research personnel is not Unpublished Price Sensitive Information.
  - b. In order to avoid misrepresentation or misquoting, endeavour shall be made that at least two representatives of the Company are present in the meetings or conference calls with analysts and research personnel.
  - c. The presentation and audio/video recordings of meetings with analysts and research personnel shall be promptly made available on the website and also disseminated to the Stock Exchange(s) and in any case, before the next trading day or within 24 hours from the conclusion of such calls, whichever is earlier.
  - d. The transcripts of such calls shall be made available on the website and also be disseminated to the Stock Exchange(s) within 5 working days of the conclusion of such calls.
- (vii) Unpublished Price Sensitive Information on need-to-know basis:
- a. Unpublished Price Sensitive Information shall be handled on a need-to-know basis, i.e., Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and shall not be communicated to any person except in furtherance of the Legitimate Purposes, performance of duties or discharge of legal obligations.
  - b. PLL shall follow the policy for determination of 'legitimate purpose'



in relation to UPSI, which is provided in Appendix-II of the '*Comprehensive Code of Conduct to Regulate, Monitor and Report Trading in the Securities of PLL by Insiders*', as approved by the Board of Directors.

## 5. AMENDMENT

Any amendment in this Code shall be approved by the Board of Directors of PLL and shall be promptly intimated to the Stock Exchange(s) by the CIRO.



## Appendix - II

### POLICY FOR DETERMINATION OF "LEGITIMATE PURPOSE"

[See Clause 5.3]

#### 1. INTRODUCTION

Regulation 3(1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (SEBI PIT Regulations) prohibits communication/sharing/access to Unpublished Price Sensitive Information (UPSI) in relation to Petronet LNG Ltd. (the 'Company' or 'PLL') or its securities, with any other person, including outsiders, except for legitimate purposes.

#### 2. OBJECTIVE

The objective of formulating this '*Policy for Determination of Legitimate Purposes*' is to lay down the factors that shall be considered by before sharing of UPSI with any other person.

#### 3. DETERMINATION OF LEGITIMATE PURPOSE

- (i) "Legitimate Purpose" shall include sharing of UPSI in the ordinary course of business on a need to know basis, with PLL's collaborators, lenders including perspective lenders, customers, suppliers, merchant bankers, legal advisors, auditors, credit rating agencies, insolvency professionals, practicing company secretaries, registered valuers or other advisors, service providers or consultants, provided that such sharing has not been carried out with a view to evade or circumvent the prohibitions of the SEBI PIT Regulations;
- (ii) The sharing of UPSI shall be deemed to be for "Legitimate Purpose" if it satisfies the following criteria:
  - a. it is in the interest of the Company,
  - b. it is in ordinary course of business or in furtherance to a genuine commercial purpose,
  - c. it is for performance of duties,



- d. it is for discharging legal obligations,
  - e. if the nature of UPSI being shared is commensurate with the purpose for which access is sought to be provided to the recipient,
  - f. it is in compliance with the requirements of the law.
- (iii) Whether sharing of UPSI for a particular instance tantamount to 'Legitimate Purpose' would entirely depend on the specific facts and circumstances of each case.

#### **4. MEASURES TO PROTECT UPSI WHEN SHARED FOR LEGITIMATE PURPOSE**

- (i) Any person in receipt of UPSI pursuant to a Legitimate Purpose shall be considered an "Insider" for the purpose of 'Comprehensive Code of Conduct to Regulate, Monitor and Report Trading in the Securities of PLL by Insiders' as well as SEBI PIT Regulations and due notice shall be given to such person which would *interalia* include the following:
- a. The information shared is in the nature of UPSI, to maintain confidentiality of such UPSI must be maintained and such UPSI must not be disclosed by the recipient in any manner except in compliance with the SEBI PIT Regulations.
  - b. The recipient must not trade in the Securities of PLL while in possession of UPSI, except when provided by law.
- (ii) The Insider sharing UPSI shall ensure that such third party with whom the UPSI is shared, is also bound by non-disclosure or and confidentiality agreements and shall mention the duties and responsibilities of such person with respect to such UPSI and the liabilities involved if such person misuses or uses such UPSI in breach of the Code or SEBI PIT Regulations, except for the purpose provided thereunder.
- (iii) PLL shall maintain a structured digital database, as per the SEBI PIT Regulations, containing the nature of UPSI and the name, Permanent Account Number (PAN) or where there is no PAN, any other identifier authorized by law, of the recipients of UPSI.



Appendix - III

**REGISTER OF CLOSURE AND OPENING OF TRADING WINDOW**

*[See Clause 6.1 (viii)]*

S.No.	Date of notifying Trading Window Closure	Date of Trading Window Closure	Date of Opening of Trading Window	Purpose for closure of Trading Window



**Appendix - IV**

**APPLICATION FOR APPROVAL OF TRADING PLAN BY INSIDERS**

*[See Clause 6.2(i)]*

To,  
The Compliance Officer  
Petronet LNG Limited

Dear Sir,

I, Shri / Smt. ...., in my capacity as ....., being an insider of PLL intend to deal in securities of PLL during the financial year ..... and hereby submit the proposed trading plan with respect to dealing with securities as per details given below:

Name	
Emp. Code, if any	
Designation	
Department	
PAN	
Email id	

Details of proposed trading plan in securities of PLL:

Name	Relationship	Opening balance as on 01.04.....	Trading Plan details			Closing balance as on 31.03.....	DP Id. / Client Id or Folio No.
			Date	Transaction (Buy / Sell)	Quantity		



Date :

Signature :

Place:

Name & Designation:

### UNDERTAKING

I understand that public disclosure of the above-mentioned trading plan would be made by PLL by notification to the stock exchanges where securities of PLL are listed. I further declare as under:

- (i) The Trading Plan submitted is irrevocable and I shall mandatorily 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.
- (ii) I shall not entail commencement of trading earlier than six months from the public disclosure of the plan;
- (iii) I shall not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by PLL and the second trading day after the disclosure of such financial results;
- (iv) I shall not entail overlap of any period for which another trading plan is already in existence;
- (v) I shall not entail trading in securities for market abuse.
- (vi) The trading plan shall not be commenced, if any unpublished price sensitive information was in my possession at the time of formulation of the plan and the same has not become generally available at the time of the commencement of implementation.

Date :

Signature :

Place:

Name & Designation:



Appendix - V

**APPLICATION FOR PRE-CLEARANCE OF TRADING IN SECURITIES**

*[See Clause 6.3(iv)(a)]*

To,  
The Compliance Officer  
Petronet LNG Limited

Dear Sir,

I, Shri / Smt. ...., a Designated Person of PLL, seek approval to purchase / sell / subscribe securities of the Company in my own name or on behalf of my immediate relative.....as per details given below:

(i)	Name of the Applicant	
(ii)	Designation	
(iii)	Relationship with the Applicant (self/immediate relative)	
(iv)	Number of securities held as on date	
(v)	Folio No. / DP ID / Client ID No.	
(vi)	The proposal is for: a) Purchase of securities b) Subscription to securities c) Sale of securities d) Pledge	
(vii)	Type of securities proposed to be traded	
(viii)	Proposed date of trading in securities	
(ix)	Estimated number of securities proposed to be purchased/subscribed/sold/pledge/gifted	
(x)	Current market price (as on date of application)	
(xi)	Whether the proposed transaction will be through stock exchange or off-market trade	
(xii)	Folio No. / DP ID / Client ID No. where the securities will be credited / debited	





I enclose herewith the Undertaking signed by me.

Date :

Signature :

Place:

Name & Designation:

**UNDERTAKING**

With reference to my application for pre-clearance of trades in Securities, I solemnly confirm and declare:

- (i) That I am not in possession of any Unpublished Price Sensitive Information up to the time of signing this Undertaking.
- (ii) That in the event that I have access to or receive any Unpublished Price Sensitive Information 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 PLL until such information becomes public.
- (iii) That I have not contravened the provisions of the '*Code of Conduct to Regulate, Monitor and Report Trading in the Securities of Petronet LNG Limited (PLL) by the Insiders*' as notified by the Company from time to time.
- (iv) That I hereby undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken.
- (v) That if approval is granted, I/my Immediate Relative shall execute the trade within seven days of the receipt of approval failing which I shall seek pre-clearance afresh.
- (vi) That I hereby undertake not to make contra trade transactions in the Securities of the Company.
- (vii) In case the traded value exceeds Rs. 10 lakh or any such other value as may be specified, disclosures required under the Code of Conduct will be immediately furnished by me.
- (viii) That I am aware that I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time.
- (ix) That I have made full and true disclosure in the matter.



Pre-clearance may kindly be accorded in terms of the '*Code of Conduct to Regulate, Monitor and Report Trading in the Securities of Petronet LNG Limited (PLL) by the Insiders*'.

Date :

Signature :

Place:

Name & Designation:



Appendix - VI

**PRE-CLEARANCE APPROVAL ORDER FORMAT**

*[See Clause 6.3(iv)(b)]*

To,  
Name:  
Designation:

Dear Sir / Madam,

With reference to your Application cum Undertaking for Pre-clearance dated \_\_\_\_\_, we would like to inform you that your application to purchase/sale/etc. \_\_\_\_\_ securities of the Company is hereby approved.

Kindly note the following provisions which you are required to, strictly observe in terms of the SEBI PIT Regulations while dealing in the Securities.

1. You (and/or your Immediate Relative) are permitted to execute your trade within 7 trading days i.e., till \_\_\_\_\_
2. You are required to submit a report of the trade details within two trading days from trade, or in case no trade was executed, you are required to submit a 'Nil' report.
3. Securities thus acquired should be held for six months.
4. In case, you (and/or your Immediate Relative) do not execute a trade before \_\_\_\_\_, you shall submit a fresh pre-clearance application before you (and/or your Immediate Relative) execute any transaction in the Securities of the Company.

Thanking you,

Yours faithfully,

For, Petronet LNG Limited

Compliance Officer



Appendix - VII

**REGISTER OF PRE-CLEARANCE FOR TRADING IN SECURITIES**

*[See Clause 6.3(v)]*

S. No.	Name	Designation	Department	Date & Time of Receipt of Pre-Clearance Application	Name of person in whose name transaction is being made	Relationship
1	2	3	4	5	6	7

Nature of Transaction (Buy / Sell)	Estimated no. of securities	Estimated Consideration	Date of communication of the clearance by the Compliance Officer	Reasons for non-clearance, if any	No. of securities actually traded and date of transaction
8	9	10	11	12	13



Appendix - VIII

**REPORTING OF PRE-CLEARED TRADES**

*[See Clause 6.3(vi)]*

Date: .....

To,  
The Compliance Officer  
Petronet LNG Limited

I hereby inform that I (and/or my immediate relative) have bought/sold/subscribed the Securities of PLL on .....for which the Pre-clearance was granted on.....

The particulars of the Securities bought/ sold/ subscribed/ dealt are as under:-

<b>Name of the Designated Person/ Immediate Relatives</b>	<b>Folio No./ DP ID/ Client ID No.</b>	<b>Type of Securities</b>	<b>Nature of Dealing (Bought/Sold/ Subscribed/ Dealt)</b>	<b>No. of Securities *</b>	<b>Price Contracted</b>

\*For each transaction, the particulars to be stated separately giving the contract price for each security.

b) I further declare that the above dealing was not on the basis of any Unpublished Price Sensitive Information relating to PLL.

Date :

Signature :

Place:

Name & Designation:



## Appendix -IX

### REPORTING OF UNEXECUTED PRE-CLEARED TRADES

*[See Clause 6.3(vii)]*

To,  
The Compliance Officer  
Petronet LNG Limited

I hereby inform that I (and/or my immediate relative) have not bought/sold/subscribed the securities of PLL for which the Pre-clearance was granted on \_\_\_\_.

The details of the pre-clearance approved un-executed transaction are as under:

<b>Name of Applicant and Relationship with Designated Person</b>	<b>No. of Securities not purchased / sold</b>	<b>Market Price on the date of Application for Pre-clearance (in Rs.)</b>	<b>DP ID &amp; Client ID / Folio No.</b>

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

Date :

Signature :

Place:

Name & Designation:



**FORM B**

**SEBI (Prohibition of Insider Trading) Regulations, 2015**  
**[Regulation 7 (1) (b) read with Regulation 6(2) - Disclosure on**  
**becoming a Key Managerial Personnel/Director/Promoter/Member of**  
**the promoter group]**  
*[See Clause 8.5]*

Name of the Company: Petronet LNG Limited

ISIN of the Company: INE347G01014

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (KMP / Director or Promoter or member of the promoter group/ Immediate relative to/others, etc.)	Date of appointment of KMP/Director / OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or member of the promoter group		% of Shareholding
			Type of securities (For e.g., - Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	
1	2	3	4	5	6



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

Details of Open Interest (OI) in derivatives on the securities of the Company held on appointment of KMP or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group			Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group		
Contract specifications	Number of units (Contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (Contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name & Signature:

Designation:

Date:

Place:





**FORM C**  
**SEBI (Prohibition of Insider Trading) Regulations, 2015**  
**[Regulation 7 (2) read with Regulation 6(2) - Continual Disclosure]**  
*[See Clause 8.6]*

Name of the Company: Petronet LNG Limited

ISIN of the Company: INE347G01014

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with	Category of Person (Promoter/m ember of the promoter	Securities held prior to acquisition/ disposal	Securities acquired/Disposed	Securities held post acquisition/ disposal	Date of allotment advice/ acquisition of shares/ disposal of shares, specify	Date of intimation to Company	Mode of acquisition /disposal (on market/ public/	Exchange on which The trade was executed
--	--	---	------------------------------	--	--	--	---	---



contact nos.	group/designated person/ Director s/immediate relative to/others etc.)	Type of securities (For e.g., - Shares Warrants Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For e.g., - Shares, Warrants, Convertible Debenture s, Rights entitlement t, etc.)	No.	Value	Transacti on Type (Purchas e/sale Pledge / Revocati on / Invocatio n/ Others- please specify)	Type of securities (For e.g., - Shares, Warrants, Convertibl e Debenture s, Rights entitlemen t, etc.)	No. and % of shareho lding	From	To			rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	

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



(ii) Value of transaction excludes taxes/brokerage/any other charges

Details of trading in derivatives on the securities of the Company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

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		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature:

Designation:

Date:

Place:



**FORM D**  
**SEBI (Prohibition of Insider Trading) Regulations, 2015**  
**Regulation 7(3) - Transactions by Other connected persons as identified by the Company**  
*[See Clause 8.7]*

Details of trading in securities by other connected persons as identified by the Company:

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the Company	Connection with Company	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/acquisition of shares/disposal of shares specify		Date of intimation to Company	Mode of acquisition/disposal (on market/public/rights/ Preferential offer /off market/ Inter-Se transfer, ESOPs etc.)	Exchange on which the Trade was executed
		Type of securities (For e.g., - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	Type of securities (For e.g., Shares, Warrants Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/Sale/Pledge/Revocation /Invocation/ Others-please specify)	Type of securities (For e.g., - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15



--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

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

(ii) Value of transaction excludes taxes/brokerage/any other charge

Details of trading in derivatives on the securities of the Company by other connected persons as identified by the Company:

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		
		Notional Value	Number of Units (contracts * lot size)	Notional Value	Number of Units (contracts * lot size)	
16	17	18	19	20	21	22

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options.

Place:

Name:

Signature:



Appendix -XIII

**ANNUAL DISCLOSURES BY THE DESIGNATED PERSONS**

*[See Clause 8.8]*

From:

Name of the Designated Person:

Designation & Department:

To:

The Compliance Officer

Petronet LNG limited

I, ....., in my capacity as a Designated Person of Petronet LNG Limited, hereby submit the following details as on ..... as a part of Annual Disclosures required under Clause 14 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of Immediate Relatives:

Name of Immediate Relatives	Relationship	PAN/other identifier	Phone, mobile or cell number

Details of Person(s) with whom Designated Person shares a material financial relationship:

Name of the Person	PAN/other identifier	Phone, mobile or cell number

Date :

Signature :

Place:

Name & Designation:



Appendix -XIV

**ONE-TIME DISCLOSURE BY THE DESIGNATED PERSONS**

*[See Clause 8.9]*

Name of the Designated Person:

Designation & Department:

To:

The Compliance Officer

Petronet LNG limited

I,..... in my capacity as a Designated Person of Petronet LNG Limited hereby submit the following details as on.....(date of becoming a Designated Person).

Details of Designated Person:

PAN	Phone, mobile or cell number	Names of Educational Institutions from which designated person have graduated	Names of Past Employers

Details of Immediate Relatives:

Name of Immediate Relatives	Relationship	PAN	Phone, mobile or cell number



Details of Person(s) with whom Designated Person shares a material financial relationship:

Name of the Person	PAN	Phone, mobile or cell number

Date :

Signature :

Place:

Name & Designation:





**POLICY AND PROCEDURE FOR INQUIRY IN CASE OF LEAK OR SUSPECTED LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

*[See Clause 9.2(ii)]*

**1. INTRODUCTION**

This Policy has been formulated by PLL in pursuance of Regulation 9A(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, as amended from time to time and has been approved by the Board of Directors of PLL and shall be effective from 23.03.2023.

**2. PURPOSE**

The Policy aims to provide a framework for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information (UPSI). However, any instance of leak or suspected leak of Unpublished Price Sensitive Information reported under the Whistle Blower Policy of PLL shall be dealt with as per the said Whistle Blower Policy.

**3. DEFINITIONS**

In this policy, the following words and expressions, unless inconsistent with the context, shall bear the meanings assigned hereto:

3.1. ***“Competent Authority”*** means:

- (i) The Managing Director, in case of leak or suspected leak of UPSI involving any person other than the Director(s) of the Company;
- (ii) The Chairperson of the Audit Committee, in case of leak or suspected leak of UPSI involving any Director of the Company, other than the Chairperson of the Audit Committee of the Company; and
- (iii) The Chairperson of the Board of Directors of the company, in case of leak or suspected leak of UPSI involving the Chairperson of the Audit Committee.

3.2. ***“Policy”*** means *‘Policy and procedure for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information’*, as amended from time to



time.

- 3.3. *"Suspect"* means a person who the Competent Authority thinks that he/she may be guilty of/responsible for leaking UPSI.
- 3.4. The words and expressions used, but not defined herein shall have the meanings as ascribed to them in the *'Comprehensive Code of Conduct to Regulate, Monitor and Report Trading in the Securities of PLL by Insiders'*.

#### **4. INQUIRY PROCEDURE**

- 4.1. The Competent Authority shall initiate inquiry on receipt of any complaint regarding leak or suspected leak of UPSI or by way of Report on instance(s) of leakage under the Whistle Blower policy or otherwise upon becoming aware regarding such leak of UPSI.
- 4.2. The Competent Authority may also *suo-moto* initiate an inquiry under this Policy.
- 4.3. The information/complaint regarding any leak or suspected leak of UPSI shall be reviewed by the Competent Authority. If an initial review by the Competent Authority indicates that the said information/complaint has no basis or it is not a matter to be investigated under this Policy, it may be dismissed at the initial stage itself and the decision shall be documented. All such cases shall be reported to the Audit Committee in its next meeting.
- 4.4. Where initial inquiry indicates that further investigation is necessary, the Competent Authority shall make further investigation in such matter and may, where necessary, provide an update to the Board of Directors in this regard. The Competent Authority may appoint one or more person(s)/entity(ies) including external consultant(s) to investigate or assist in the investigation of any instance of leak or suspected leak of UPSI and such person(s)/entity(ies) appointed by the Competent Authority, as the case may be, may collect documents, evidence and record statements of the person(s) concerned.
- 4.5. Suspects shall have a right to consult with any person or persons of their choice, other than the Competent Authority/inquirer. Suspects shall be



free at any time to engage any counsel at their own cost to represent them in the inquiry proceedings.

- 4.6. The decision taken by the Competent Authority to conduct an investigation is by itself not an accusation and is to be treated as a neutral fact-finding process.
- 4.7. Suspects shall have a responsibility not to interfere with the inquiry. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened or intimidated by the Suspects.
- 4.8. If an inquiry has been initiated in case of leak or suspected leak of UPSI, the relevant intermediaries and fiduciaries of PLL shall co-operate in connection with such inquiry conducted as per this Policy.
- 4.9. The Competent Authority shall endeavor to complete the investigation within 60 days of the receipt of the information/complaint of the leak or suspected leak of UPSI or such instance coming to the knowledge of Competent Authority, as the case may be. Where the Competent Authority requires additional time to complete the inquiry, it may, where necessary, provide an interim update to the Board of Directors.

## **5. DOCUMENTATION AND REPORTING**

- 5.1. The Competent Authority will make a detailed written record of the investigation of each instance of the leak or suspected leak of UPSI. The record will include:
  - (i) Facts of the matter
  - (ii) Findings of the investigation
  - (iii) Disciplinary/other action(s) to be taken against any person.
  - (iv) Any corrective actions required to be taken.
- 5.2. The details of inquiries made in these cases and results of such inquiries shall be informed to the Audit Committee and Board of Directors.
- 5.3. The Board, after reviewing the matter, if forms an opinion that the Suspect is guilty of leak / suspected leak of UPSI, it will take such actions against



the offender as may be deemed fit and required by law.

5.4. Further, the Board shall inform the Securities and Exchange Board of India promptly of such leaks, inquiries and results of such inquiries.

## **6. AMENDMENT**

The Board of Directors reserves the right to amend or modify this Policy in whole or in part, as it may deem appropriate.



**FORM FOR INFORMANT’S VOLUNTARY INFORMATION**  
**DISCLOSURE**  
*[See Clause 9.3(i)]*

<b>I. PERSONAL INFORMATION OF THE INFORMANT</b>		
A. INDIVIDUAL 1:		
Last Name:.....	First Name:.....	Title:.....
Address:	City / State:	PIN:
Telephone (with State Code):	Mobile:	E-Mail address:
Employment Details*:	Permanent Account Number, if available:	
<b>II. LEGAL REPRESENTATIVE (where applicable)</b>		
Last Name:.....	First Name:.....	Title:.....
Firm Name (if not self-employed):		
Contact address :	City / State:	PIN:
Residence address:	City / State:	PIN:
Telephone (with State Code):	Mobile:	E-Mail address:
Bar Council Enrolment Number:		
<b>III. SUBMISSION OF ORIGINAL INFORMATION</b>		
1. Is it a violation of insider trading laws? Yes / No		



2. If yes to question (1), please describe the type of violation:
3. Has the violation: Occurred / Occurring / Potential to occur in future
4. If the violation has occurred, date of occurrence: dd/mm/yyyy (in case exact date is not known, an approximate period may be entered)
Have the individual(s) or their representatives had any prior communication(s) or representations with the Board concerning this matter? Yes (Details thereof) / No
6. Does this violation relate to an entity of which the individual is or was an officer, director, counsel, employee, consultant or contractor? Yes (Details thereof) / No
7. If yes to question (6), was the original information submitted first to your Head or internal legal and compliance office? Yes / No
8. If yes question (7), then please provide, Date of submission of original information: dd/mm/yyyy
Please describe in detail how the information submitted by you constitutes a violation of insider trading laws. The details must include specific information with respect to: <ul style="list-style-type: none"> <li>- details of the securities in which insider trading is alleged;</li> <li>- the unpublished price sensitive information based on which insider trading is alleged;</li> <li>- date on which the unpublished price sensitive information was made public;</li> <li>- details of circumstances/evidence leading to possession of unpublished price sensitive information by the alleged violator(s);</li> <li>- details of insiders/suspects and their trades (i.e., purchase/sale and quantity purchased/sold) along with dates/period of trades.</li> </ul>
10. What facts or supporting material is your allegation based on? Please include self-certified copies of all the relevant documents. Please attach any additional documents to this form, if necessary.
11. Identify any documents or other information in your submission that you believe could reasonably be expected to reveal your identity and explain the basis for your belief that your identity would be revealed if the documents were disclosed to a third party.



12. Provide details of connection amongst the Informant, the Company whose securities are involved and the person against whom information is being provided:

#### IV. DECLARATION

I/we hereby declare that-

- A. I/we have read and understood the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- B. I/we accept that mere furnishing of information by me/us does not by itself confer on me/us right to get reward and that I/we may not get any Reward at all. I/we would be bound by the decisions that the authority competent to grant reward may take;
- C. I/we accept that the Securities and Exchange Board of India is under no obligation to enter into any correspondence regarding action or inaction taken as a result of my/our information.
- D. In the event of my/our death before the reward is paid to me/us, it may be paid to (Details of nominee)
- E. I/we declare that the information contained herein is true, correct and complete to the best of my/our knowledge and belief and not obtained from the categories of persons indicated in sub-regulation (2) and sub-regulation (6) of regulation 7G of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and agree to indemnify the Board in case it is not so found. I/we fully understand that I/we may be subject to action under securities laws as well as Section 182 of the Indian Penal Code, 1860 (45 of 1860) and ineligible for Reward if, in my/our submission of information or in any other dealings with the Board, I/we knowingly and willfully make any false, fictitious, or fraudulent statements or representations, or use any false writing or document knowing that the writing or document contains any false, fictitious, or fraudulent statement.

Signature: .....

Date: dd/mm/yyyy

Place:



**V. CERTIFICATE BY LEGAL REPRESENTATIVE (where the information is submitted through legal representative)**

**I HEREBY CERTIFY AS FOLLOWS-**

- (a) I have reviewed the completed and signed Voluntary Information Disclosure Form for completeness and accuracy and the information contained therein is true, correct and complete to the best of my knowledge;
- (b) I have irrevocable consent from the Declarant, to provide to the Securities and Exchange Board of India, the original Voluntary Information Disclosure Form in the event of a request for it from the Securities and Exchange Board of India due to concerns that the Informant has not complied with these regulations or where the Securities and Exchange Board of India requires the said information for the purpose of verification for declaring any gratuitous reward to the Informant or where the Securities and Exchange Board of India determines that it is necessary to seek such information to accomplish the purpose of the Securities and Exchange Board of India Act including for the protection of investors, sharing with foreign securities regulators and foreign and Indian law enforcement agencies, etc.;
- (c) I am and shall continue to be legally obligated to provide the original Voluntary Information Disclosure Form without demur within seven (7) calendar days of receiving such request from the Securities and Exchange Board of India.

**Signature:.....**

**Date: dd/mm/yyyy**

**Place:**





Appendix -XVII

**Report by Petronet LNG Limited for violations related to Code of Conduct  
under SEBI (Prohibition of Insider Trading) Regulations, 2015  
[See Clause 10.2]**

S.N.	Particulars	Details
1.	Name of the Listed Company/ Intermediary/Fiduciary	
2.	Please tick the appropriate checkbox. Reporting in the capacity of : Listed Company Intermediary Fiduciary	
3.	A. Details of Designated Person (DP)	
	i. Name of the DP	
	ii. PAN of the DP	
	iii. Designation of DP	
	iv. Functional Role of DP	
	v. Whether DP is Promoter or belongs to Promoter Group	
	B. If Reporting is for immediate relative of DP	
	i. Name of the immediate relative of DP	
	ii. PAN of the immediate relative of DP	
	C. Details of transaction(s)	
	i. Name of the scrip	
	ii. No of shares traded and value (Rs.) (Date- wise)	
	D. In case value of trade(s) is more than Rs.10 lacs in a calendar quarter	
4.	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under regulation 7 of SEBI (PIT) Regulations, 2015	
	ii. Date of intimation of trade(s) by Company to stock exchanges under regulation 7 of SEBI (PIT) Regulations, 2015	



5.	Details of violations observed under Code of Conduct	
6.	Action taken by Listed company/ Intermediary/ Fiduciary	
7.	Reasons recorded in writing for taking action stated above	
8.	Details of the previous instances of violations, if any, since last financial year	
9.	If any amount collected for Code of Conduct violation(s)	
	i. Mode of transfer to SEBI - IPEF (Online/Demand Draft)	
	ii. Details of transfer/ payment In case of Online:	
	Particulars	Details
	Name of the transferor	
	Bank Name, branch and Account number	
	UTR/Transaction reference Number	
	Transaction date	
	Transaction Amount (in Rs.)	
	In case of Demand Draft (DD):	
Particulars	Details	
Bank Name and branch		
DD Number		
DD date		
DD amount (in Rs.)		
10.	Any other relevant information	

**Yours faithfully,**

**Name and Signature of Compliance Officer**

Date:

Place:

