

Code of Conduct for Prohibition of Insider Trading
[Pursuant to Regulation 9 of the SEBI [Prohibition of Insider Trading] Regulations, 2015]

The Board of Directors of Deem Roll-Tech Limited [the Company] have at the Meeting No.7/2023-24 held on ____ August, 2023, adopted this Code of Conduct for Prevention of Insider Trading [Code of Conduct] to comply with the SEBI [Prohibition of Insider Trading] Regulations, 2015 amended from time to time.

This Code of Conduct shall come into force from the date on which the Company's equity shares get listed on EMERGE- SME Platform of National Stock Exchange of India Limited.

1. Applicability

This Code of Conduct is applicable to all Designated Persons and their Immediate Relatives.

2. Definitions

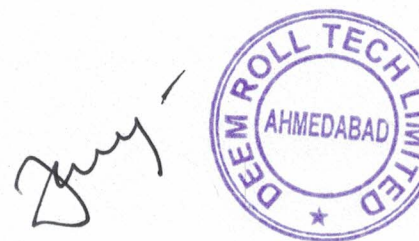
For the purpose of this Code –

- [1] "Act" means the Securities and Exchange Board of India Act, 1992 and any amendments thereto.
- [2] "Board" means the Securities and Exchange Board of India
- [3] "Board of Directors" means the Board of Directors of Deem Roll-Tech Limited
- [4] "Code" or "Code of Conduct" shall mean the Code of Internal Procedures and Conduct regulating, monitoring and reporting of trading by insiders of Deem Roll-Tech Limited as amended from time to time.
- [5] "Company" means Deem Roll-Tech Limited
- [6] "Companies Act" means the Companies Act, 2013 and Rules framed there under and any amendments thereto.
- [7] "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 the SEBI 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in SEBI Regulations under the overall supervision of the Board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 definition '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 cash flows.

- [8] "Connected Person" means:

- [i] Any person who is or has during the 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] an immediate relative of connected persons specified in [i] above; 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 or



[h] an official or an employee of a self-regulatory organization recognized or authorized 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

Note: It is intended that a connected person who has a connection with the company that is expected to put him in possession of unpublished price sensitive information. Immediate relatives and other categories of persons specified above are also presumed to be connected persons but such a presumption is a deeming legal fiction and is rebuttable. This definition is also intended to bring into its ambit persons who may not seemingly occupy and position in the company but are in regular touch with the Company and its officers and are involved in the know of the Company's operations. It is intended to bring within its ambit those who would have access to or could access unpublished price sensitive information about any company or class of companies by virtue of and connection that would put them in possession of unpublished price sensitive information.

[9] "Designated Person[s]" means:

[a] Directors of the Company

[b] Chief Executive Officer/Chief Operating Officer/Chief Financial Officer/Company Secretary

[c] Heads of Departments

[d] Personal Assistant/Secretary to all the above

[e] Permanent invitees/invitees to the meetings of the Board and its Committees

[f] All other employees of the Company irrespective of their cadres working in accounts, finance, secretarial, legal and compliance departments, internal audit department, investors relations and corporate communications department

[g] Any other persons as may be notified by the Compliance Officer as per the directions of the Board.

[10] "Dealing in securities" means an act of subscribing to, buying, selling or agreeing to subscribe to, buy, sell or deal in the equity shares of the Company either as principal or as an agent.

[11] "Director" means Director appointed on the Board of Directors the Company.

[12] "Generally Available Information" means information that is accessible to the public on a non-discriminatory basis.

Note: It is intended to define what constitutes generally available information so that it is easier to crystalize and appreciate what unpublished price sensitive is. Information published on the website of a stock exchange would ordinarily be considered generally available.

[13] "Immediate Relative" means a spouse of a person and includes parents, siblings and child of such person or 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: It is intended that immediate relatives of a "Connected person" too become connected persons for the purposes of this Code. Indeed, this is a rebuttable presumption.

[14] "Insider" means any person who is:

[i] a connected person or

[ii] in possession of or having access to unpublished price sensitive information.

It is clarified that any person in receipt of unpublished price sensitive information pursuant to a 'legitimate purpose' shall be considered an 'Insider' for the purpose of this Code.

Note: Since 'generally available information' is defined, it is intended that anyone in possession of or having access to unpublished price sensitive information should be considered 'insider' regardless of how any one came in possession of or had access to such information. Various circumstances are provided for such a person to demonstrate that he has not indulged in insider trading. Therefore, this definition is intended to bring within its reach and person who is in receipt of or has access to unpublished price sensitive information. The onus of showing that a certain person was in possession of or had access to unpublished price sensitive information at the time of trading would, therefore, be on



the person levelling the charge after which the person who has traded when in possession of or having access to unpublished price sensitive information may demonstrate that he was not in such possession or that he has not traded or he could not access or that his trading when in possession of such information was squarely covered by the exonerating circumstances.

[15] "Key Managerial Personnel [KMP]" means person appointed as such by the Board of Directors of the Company pursuant to the provisions of the Companies Act.

[16] "Legitimate purpose" shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with lender[s], banker[s], collaborator[s], customer[s], supplier[s], legal advisor[s], auditors or other consultant[s] or advisor[s] , provided that such sharing has not been carried out to evade or circumvent the prohibitions provided under these regulations.

[17] "Material Facts " The materiality of a fact depends upon the circumstances. It is stated that a fact is considered material, is upon coming into public domine , it is likely to affect the market price of the securities . The material information can both be positive or negative. The material information can relate to any aspect of the business of a company or its affiliates or any type of security.

The examples of material information include [but shall not be limited to] the facts concerning the following;

[a] corporate earnings or earnings forecasts

[b] dividends

[c] business performance developments like merger , amalgamation , takeover or acquisition, significant borrowings of financing defaults on borrowings ,

[d] issue or buyback of securities

[e] major expansion plans

[f] disposal of whole or substantial part of the undertaking

[g] significant changes in policies, plans or operations of the company.

[18] 'Material Financial Relationship' means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift 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.

[18] " Need to know basis" means that the unpublished price sensitive information should be disclosed only to those within the Company who need the information for the discharge of their duties and whose possession of such information will not give rise to any conflict of interest or misuse of information.

[19] " Non-public Information " means the information not available to general public. In order for information to be considered public, it must be widely disseminated in a manner making it generally available to the investors by distribution to stock exchanges, where the Company's shares are listed or through press, television, journals or similar broad distribution channels in India and abroad.

[20] "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 modifications thereof

[21] "Promoter Group" 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 modifications thereof

[22] "Regulations" shall mean the SEBI [Prohibition of Insider Trading] Regulations, 2015 as amended from time to time.

[23] "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.

[24] "Stock Exchange" shall mean any recognized stock exchange on which the Company's securities are listed.

[25] "Trading" means and includes subscribing, buying, selling, dealing or agreeing to subscribe, buy, sell, deal in the



equity shares of the Company, and 'trade' shall be construed accordingly.

Note: Under the parliamentary mandate, since the Section 12 A[e] and Section 15G of the Act employs the term 'dealing in securities' it is intended to widely define the term 'trading' to include dealing. Such a construction is intended to curb the activities based on unpublished price sensitive information which are strictly not buying, selling or subscribing such as pledging etc. when in possession of unpublished price sensitive information.

[26] Trading day" means a day on which the recognized stock exchanges are open for trading.

[27] "Trading Window" shall refer to specified period during which the trading in the equity shares of the Company is permitted. During the closure of Trading Window, trading in the equity shares of the Company is prohibited for designated persons and are restricted for other employees.

[28] "Unpublished Price Sensitive Information [UPSI]" means 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 Securities of the Company and shall, ordinarily include but not be 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.

Note: It is intended that information relating to a company or securities, that is not generally available would be unpublished price sensitive information if it is likely to materially affect the price upon coming into public domain. The types of matters that would ordinarily give rise to unpublished price sensitive information have been listed above to give illustrative guidance of unpublished price sensitive information.

All other words and phrases not defined in this Code will have the meaning as defined in the Securities and Exchange Board of India Act, 1992, the Regulations, Securities Contracts [Regulations] Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and the rules and regulations thereunder and amendments made thereto.

In the event of any dispute between the provisions of this Code and the Regulations, the provisions of the Regulations will prevail over the Code in the matter.

3. Restrictions on communication and trading by Insiders

When in possession of any unpublished price sensitive information pertaining to the Company, any Insider [including the Designated Persons] shall not:

[a] [i] Trade in the securities of the Company, either on their own behalf or on behalf of any other person, except provided otherwise. When in possession of the UPSI of the Company, a person has traded in the equity shares of the company, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession

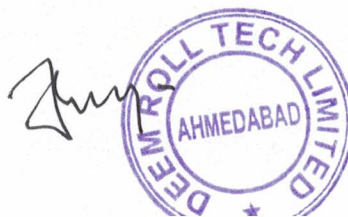
[a] [ii] Communicate, counsel, procure or allow access to any UPSI to/from any person/insider, except in furtherance of a legitimate object, or performance of duties or discharge of legal obligations.

[b] Designated Persons shall maintain the confidentiality of all the UPSI. Designated Persons shall not pass on such information to any person directly or indirectly by way of making a recommendation for trading in the securities of the Company.

[c] All information shall be handled within the organisation on a need-to-know basis and no UPSI shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of his legal obligations.

4. Trading Plans

[1] An Insider shall be entitled to formulate a trading plan as provided in the Regulations, to enable him to plan for



trades to be executed in future and submit the same to the Compliance Officer for approval and also for the public disclosure in the format as per Annexure-I and pursuant to which trades may be carried out on his behalf in accordance with such plan.

[2] On submission of the trading plan by an insider, the Compliance Officer shall review the plan to assess whether the plan would have any possibilities for violation of the Regulations. The Compliance Officer shall be entitled to seek such express undertakings for his assessment and approval and monitoring of the implementation of the plan. The pre-clearance of the trades shall not be required for a trade executed as per an approved trading plan. Also, trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

[3] The trading plan once approved by the Compliance Officer, shall be irrevocable and the Insider shall have to mandatorily implement the plan and he shall not be entitled to either deviate from it or to execute and trade in the securities outside the scope of the trading plan.

[4] The implementation of the trading plan shall not be commenced if at the time of the formulation of the plan the Insider is in possession of any UPSI, which at the time of commencement of the implementation of the plan has not become generally available. In such an event the Compliance Officer shall have to confirm that the commencement is deferred until the UPSI becomes generally available information.

[5] The Compliance Officer shall, upon approval of the trading plan, notify the plan to the stock exchanges on which the securities are listed.

5.Circumstances and Procedure for bringing people 'Inside'

[a] Circumstances

In the following circumstances people may be brought inside:

[a] availing of consultancy from the professionals for confidential matters

[b] availing of assistance within the organization from another department for any corporate actions like merger, demerger, restructuring etc. – the information whereof is not a generally available information.

[c] in the course of conducting of due diligence under any provision of law

[d] other situations not arising in the ordinary course of business, based on the inputs received from time to time from the Managing Director/Whole-Time Director/Chief Executive Officer and other Designated persons handling unpublished price sensitive information.

[b] Procedure

The procedure for bringing people 'Inside' shall be as below:

[a] an employee of the Company can be brought 'inside' only if he/she is conversant with his/her obligations to strictly preserve confidentiality and after obtaining the approval of the Managing Director/Whole-Time Director/Chief Executive Officer. Also while seeking the approval the need for the person to know the unpublished price sensitive information shall also be stated.

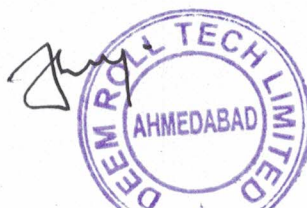
[b] the information about sharing of the UPSI shall be promptly informed to the Compliance Officer for updating the database.

[c] a person other than an employee of the company can be brought 'inside' only after ensuring that the organization represented by such person has appropriate code in place covering the compliance to be to be ensured by the fiduciary/intermediary under the Regulations.

[d] confidentiality agreement shall be entered into with the person other the employees of the Company before sharing of the UPSI.

[e] once a person is brought 'inside', the PAN or any other identifier authorized by the law, when PAN is not available, shall be immediately shared with the Compliance Officer for updating the database.

[f] the Compliance Officer may require the person brought 'inside' and his immediate relatives, to make disclosures holdings and trading in securities of the Company in Form D prescribed under the Regulations and at such frequency



as he may deem fit for monitoring compliance with the Regulations.

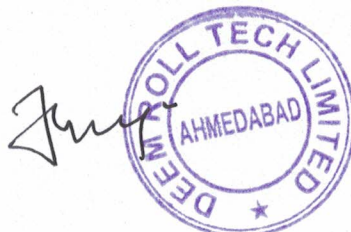
6. Mechanism for Prevention of Insider Trading

The Company shall put in place effective and adequate internal controls for ensuring compliance with the requirements of the Regulations for preventing insider trading. The internal controls shall include the following.

- [1] The employees who have access to the UPSI shall be identified as Designated Persons.
- [2] The UPSI shall be identified and its confidentiality shall be maintained by the designated persons and others who have knowledge of the same.
- [3] Adequate restrictions shall be placed on procurement, communication and sharing of the UPSI by the designated persons and others who have knowledge of the same.
- [4] The list of employees and other persons with whom the UPSI is shared shall be maintained and confidentiality agreement shall be executed or notice shall be served to all such employees and other persons.
- [5] The Compliance Officer shall be promptly informed about the sharing of the UPSI for legitimate purpose with other details required to be given to the Compliance Officer as provided in the Regulations.
- [6] Where the UPSI is required to be shared with any person other than the Designated Persons of the Company, such person shall be required to execute agreement for confidentiality and non-disclosure obligations on the part of such person. Further such person shall keep the information so received confidential. Also such person shall not trade in the equity shares of the Company when he is in possession of the UPSI.
- [7] It will be ensured that the gap between the approval of the financial results/financial statements by the Audit Committee Meeting and the Board Meeting is as narrow as possible and preferably on the same day to avoid leakage of material information.
- [8] The Compliance Officer shall be under obligation to monitor trading activity for the persons referred above, especially around important events such as earnings announcements and such other events material the Company's value and are in the nature of the UPSI.
- [9] Any instance of leakage or the suspected leakage of the UPSI, shall be immediately brought to the notice of the Compliance Officer in the manner provided, before it is made generally available to the public through the Stock Exchange/s where the equity shares of the Company are listed. Also an inquiry shall be initiated in case of leak of suspected leak of the UPSI as per the policy and procedure prescribed in 'Annexure A' to this Code.
- [10] The Managing Director & CEO of the Company shall be responsible to review the process and evaluate effectiveness of the internal controls and at-least once in a year update the Audit Committee for verification of the adequacy and effectiveness of the internal controls.
- [11] The Compliance Officer shall submit reports to the Chairman of the Audit Committee or to the Chairman of the Board at such intervals stipulated by the Board, but not less than once in a year.
- [12] The timing of re-opening of the trading window shall be determined by the Compliance Officer considering various factors including the UPSI in question generally available being capable of assimilation by the market, but in any event shall not be earlier than 48 hours after the information becomes generally available.

7. Chinese Wall Policy

- [1] For preventing the misuse of the UPSI, the Company has adopted a 'Chinese Wall Policy' which separates those working areas of the Company which routinely have access to the confidential information viz. finance, secretarial, strategy departments considered 'inside areas' from those areas which deal sales and other departments providing support services considered 'public areas'.
- [2] The employees working in the insider areas are not allowed to share any UPSI with anyone in the public areas.
- [3] As far as possible, the employees in inside areas may be physically separated from the employees in public areas. The Compliance Officer in consultation with the Board shall determine the departments as inside areas.
- [4] the employees from the public area, only in exceptional circumstances, are brought 'over the wall' and given



the UPSI on 'need to know' or 'Legitimate purpose' criteria.

8. Trading Window and Trading Restrictions

[1] The Designated Persons and their immediate relatives shall not trade in the equity shares of the Company during the closure of the 'Trading Window'.

[2] When the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of the UPSI, the Trading Window shall be closed.

[3] The Trading Window shall be closed during the following periods

[a] From 15th April/15th July/15th October/15th January of the financial year or such periods as may be mandated by law from time to time, till 48 hours after the Board meeting held for the announcement of the financial results for the relevant period to the Stock Exchange/s.

[b] From the date of circulation of the agenda for the Board meeting, in which any material, price sensitive information or unpublished events including the following are proposed,

[i] financial results [ii] dividends [iii] change in the capital structure [iv] merger, demerger, acquisitions, disposals or expansion of business, demerger [v] changes in the KMP

the Trading Window shall be open 48 hours after the close of the Board meeting at which the decisions in respect of the above events are taken or after the information in respect of the decision taken in respect of the above events are made public, whichever is later.

[c] On case to case basis and in certain circumstances, as and when deemed fit, a longer closure period may be specified by the Compliance Officer for all the and the appropriate authority [ies], if any.

[4] The communication for closure and opening of the Trading Window shall be sent to all Designated Persons and their immediate relatives by means of intimation to the Stock Exchange[s] where the security[ies] of the Company is /are listed. The persons governed by this Code shall, irrespective of whether such communication has been received or read or not, mandatorily verify with the Compliance Officer, regarding the status of the Trading Window, before undertaking trades in the securities of the Company.

[5] The ignorance of the closure of the Trading Window or non-receipt of the communication of closure of the Trading Window shall not justify trade[s] undertaken by the Designated Person[s] and/or their immediate relatives during such closure of the Trading Window.

9. Procedure of Pre-clearance

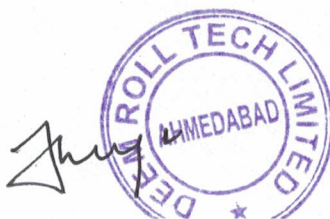
[1] When the trading window is open, the Designated Persons shall require pre-clearance [supported by necessary declarations] from the Compliance Officer regarding the trading in the securities of the Company, where the quantity exceeds 10,000 [Ten Thousand] securities or the trade value of the securities to be traded exceeds Rs.10,00,000 [Rupees Ten Lakhs] whichever is lower in a month [either in one transaction or series of transactions]. Such trading in securities by the Compliance Officer shall require pre-approval of the Managing Director & CEO of the Company.

[2] The Compliance Officer shall grant or deny pre-clearance within 48 [Forty-eight] hours from the receipt the application. If the pre-clearance is not granted by the Compliance Officer within the stipulated period, the request shall be deemed to have been rejected.

[3] If the trades for which pre-clearance has been obtained, are not executed within 7 [Seven] days after the approval of pre-clearance is given, a fresh pre-clearance shall be required to be obtained.

[4] The persons under the pre-clearance requirement and who have granted the same, shall within 30 [Thirty] days of the exercise of the trade, shall file with the Compliance Officer, the details of the transactions done in the prescribed format. Even when the transactions have not been undertaken, the same shall be reported in the prescribed format.

[5] The Compliance Officer shall also consider whether any such declaration is reasonably capable of being rendered



inaccurate.

10. Minimum Holding Period

- [1] The Designated Person who has been permitted to trade shall not execute a contra trade during the period of next 6 [Six] months following the prior trade.
- [2] The Designated Persons shall also not take positions in derivatives transactions in the equity shares of the Company at any time.
- [3] In case the contra trade has become necessary due to personal emergency, the Compliance Officer shall be approached who may grant relaxation from the application of the restriction for the reasons which will be recorded in writing, provided that such relaxation does not violate these regulations.
- [4] If a contra trade is executed inadvertently or otherwise, in violation of the restrictions, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act. But this shall not be applicable for trades pursuant to exercise of stock options.

11. Disclosures

- [1] The Designated Persons and their immediate relatives as also Promoter or Member of the Promoters Group of the Company shall make the disclosures as under to the Compliance Officer regarding the equity shares of the Company held by them.
- [a] The Designated Persons and their immediate relatives as also Promoter or Member of the Promoters Group of the Company and their immediate relatives on the date of taking effect of this Code of Conduct, within 30 [Thirty] days from the date of taking effect of this Code of Conduct, in such form as may be specified from time to time.
- [b] Every person on appointment as a Director or Key Managerial Personnel of the Company or upon becoming a Promoter or member of the Promoter Group and their immediate relatives as on the date of appointment, within 7 [Seven] days of such appointment or becoming a Promoter or member of the Promoter Group, in such form as may be specified from time to time.
- [c] The Designated Persons and their immediate relatives as also Promoter or Member of the Promoters Group of the Company and their immediate relatives shall disclose the equity shares of the Company acquired or disposed of, within 2 [Two] trading days of such transaction, if the value of the securities traded in one transaction or series of transactions in a calendar quarter, exceeds in value of Rs.10,00,000 /- [Rupees Ten Lakhs] or such other value as may be specified, by SEBI from time to time, in such format as prescribed.
- [2] The Company shall notify the parties of such trading to the stock exchange on which the equity shares of the Company are listed within 2 [Two] trading days on receipt of the disclosure or from becoming aware of such information.

12. Other Disclosures

- [1] The Designated Persons shall disclose to the Company, on annual basis and as when the information changes, the names and permanent account number [PAN] or other identifiers as the law authorizes, of the following, in the format in Annexure-II.

[a] Designated Person himself/herself

[b] Immediate Relatives of Designated Person

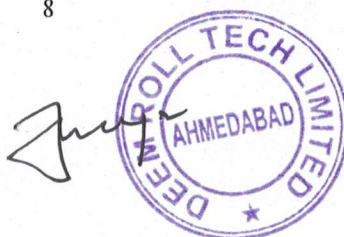
[c] Persons with whom such Designated Person has material financial relationship

[d] Phone and Mobile Numbers used by them

- [2] The Designated Persons shall be responsible for furnishing the information as required under this Code for themselves and their Immediate Relatives. Any non-submission or misstatements in the information as also non-submission of documents shall not make the Compliance Officer responsible for any non-compliance arising therefrom.

13. Responsibilities of the Designated Persons

The responsibilities of the Designated Persons under this Code are as under.



[1] Furnish initial disclosure about the number of equity shares of the Company held by him/her and his/her immediate relatives.

[2] Not to deal in the equity shares of the Company, during certain closed periods as may be notified as provided in Clause 8 of this Code.

[3] Obtain prior clearances of the Compliance Officer before dealing in the equity shares of the Company exceeding the limits as may be notified from time to time as provided in Clause 9 of this Code.

[4] Preserve UPSI

[5] Not to provide or allow access to any UPSI relating to the Company or its equity shares listed or proposed to be listed, to any person including other insiders except where the same is in furtherance of the legitimate purposes or performance of duties or discharge of legal obligations.

[6] Not to pass on any UPSI to any person directly or indirectly by way of making recommendations for trading in the equity shares of the company.

[7] Not to discuss or disclose UPSI in public places

[8] Not to provide UPSI in the situations in which there will be uncertainty regarding conflict of interest or possibility of misuse of information.

[9] Not to disclose UPSI to any employee of the Company who does not need to know the UPSI for discharging of his or her responsibilities or duties.

[10] Not to apply for pre-clearance and trade plan approval when in possession of the UPSI, even though the closed period is not notified and UPSI becomes generally available.

[11] Not to execute the contra trade within 6 [six] months from the date of last transactions either by self or through immediate relatives. It is clarified that the above restriction will not apply for the trades when stock options, if any are exercised.

If opposite transactions are done in violation of the above, the profits from such trades shall be liable to be disgorged for remittance to SEBI for crediting to the Investor Protection and Education Fund administered by SEBI.

If due to personal emergency it is necessitated, such person may apply to the Compliance Officer, with supporting documents for waiver of the contra trade restrictions.

[12] Every Designated Person is required to maintain strict confidentiality of all the UPSI and are prohibited from passing on such information to anyone directly or indirectly. In this regard the attention of every Designated Person is invited to Regulation 3 [1] of the Regulations for compliances.

[13] A Designated Person who has traded in the equity shares of the company, when in possession of the UPSI, his trade would be presumed to have been motivated by the knowledge of such information in his possession.

14. Compliance Officer

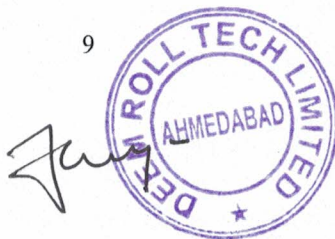
[1] The Company Secretary shall act as the Compliance Officer for the purposes of this Code, unless otherwise designated by the Board. In the absence of the Company Secretary, such person as may be designated by the Managing Director shall discharge the duties of the Compliance Officer for the purposes of this Code.

[2] The Compliance Officer shall maintain all the records of all the declarations/ disclosures for a minimum period of 5[five] years.

[3] The Compliance Officer shall maintain a structured database containing the names of such persons or entities with whom the information is shared under this Code read with the Regulations, along with the PAN or any other identifier authorized by the law, if the PAN is not available. The said database shall be maintained with required internal controls and checks to ensure non-tampering of the database.

[4] The Compliance Officer shall report to the Chairman of the Board at such frequency as stipulated by the Board. However, it shall not be once in a year.

15. Penalties for Contraventions



[1] The persons governed by this Code who trade in the equity shares of the company or communicate any information for the same in contravention of the provisions of this Code shall be penalized and appropriate actions will be taken by the company.

[2] All the Designated Persons shall be individually responsible for complying with the provisions of this Code including to the extent the provisions are applicable to his Immediate Relatives.

[3] The persons governed by this Code who violate the provisions of this Code shall be subject to the disciplinary actions by the Company which will include suspension, wage freeze, recovery and termination etc. The actions for imposing of monetary penalties and the quantum shall be decided on case to case basis and will depend on the gravity of the violation.

[4] Any instance of material violation of this Code, shall be brought to the notice of the Chairman of the Audit Committee and the Chairman of the Board and disciplinary actions shall be initiated after consultation with them and as per their guidance.

[5] Notwithstanding any actions initiated or taken by the Company, the same shall not preclude SEBI from taking any actions for violations of the Regulations or any other applicable laws.

[6] In case it is observed by the Company that there has been violation of the Regulations, the SEBI will be promptly informed by the Company.

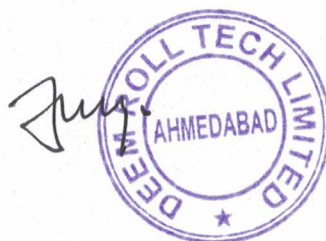
[7] The Designated Person, against whom the Company has furnished information to SEBI for the violations of the Code/ the Regulations, shall provide all information and shall render co-operation to the Compliance Officer/Company and SEBI.

16. Authority to make alterations

The Board of the Company is authorized to make such alterations to this Code as considered necessary, which will not be inconsistent with the provisions of the Regulations as amended from time to time.

17. General

The Designated Persons are advised to study and acquaint themselves with the provisions of this Code and the Regulations carefully.



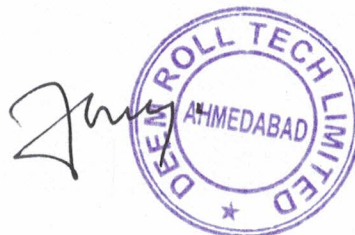
Annexure – A

Policy and procedure for inquiry in case of leak of the UPSI or suspected leak of UPSI

[1] This Policy and Procedure for inquiry in case of leak of UPSI or suspected leak of UPSI [the Policy] has been formulated by the Company in pursuance of Regulation 9A [(5) of the Regulations and shall be effective from the date of listing of the equity shares of the Company and aims to provide a framework for inquiry in case of leak or suspected leak of UPSI.

[2] Procedure of inquiry in case of leak of UPSI or suspected leak of UPSI

- [1] Any instance of leak of UPSI should be on the basis of a direct and first-hand experience of the Whistle Blower. It should not be based on any secondary, unreliable source.
- [2] Inquiry under this Policy shall commence based on receipt of a written complaint.
- [3] Any instances of leakage or suspected leakage of UPSI shall be promptly brought to the notice of the Compliance Officer in writing in a closed and secured envelope.
- [4] The Whistle Blower shall state particulars of the complaine and details of the complaint or report. The Whistle Blower has the option of annexing such documentary evidence, as deemed reasonable for the purpose of substantiating the complaint/ report lodged.
- [5] Within 15 [fifteen] working days of receipt of the complaint the Compliance Officer in consultation of the Chairman of the Audit Committee, if required, shall write to the complaine intimating the details of the complaint/report received and requesting him to give a written representation within 7 [seven] working days of receipt of letter.
- [6] The instance of leak of UPSI made by the Whistle Blower must be genuine with adequate supporting data/proof. If it is established that the allegations were made with mala-fide intentions or was frivolous in nature or was not genuine, the Whistle Blower shall be subject to disciplinary actions.
- [7] Within 7 [seven] working days of receipt of representation, the Compliance Officer shall proceed to investigate in the matter and for such purpose may consult such persons, whether internal or otherwise or obtain such external assistance or opinion, as it may deem expedient in this regard. During the course of such investigation, the Compliance Officer may call for such additional documents, representations, etc. as it may deem fit.
- [8] If no representation is received within the aforesaid stipulated time, the Compliance Officer shall issue notice to the complaine asking him to show cause within 7 [seven] days from the date of notice as to why the Company should not initiate disciplinary proceedings, as applicable, against him.
- [9] Where initial enquiries indicate that further investigation is necessary, this will be carried through either by [a] the Compliance Officer after approval by the Chairman of the Audit Committee or [b] by such other person as may be appointed by the Chairman of the Audit Committee. The investigation would be conducted in a fair manner, as a neutral fact-finding process and without presumption of guilt. A written report of the findings will be made.
- [10] On completion of the above mentioned preliminary investigation, receipt of reply to the show cause notice issued or on non-receipt thereof, the Compliance Officer or by such other person as may be appointed by the Chairman of the Audit Committee shall finalize and submit the report to him.
- [11] The Chairman of the Audit Committee on receipt of the report shall either –
- [a] In case the complaint is proved, accept the findings of the inquiry and make recommendation to the management to take such disciplinary action as he may think fit and also recommend for taking preventive measures to avoid reoccurrence of the matter;



- [b] In case the complaint is not proved, extinguish the matter; or
- [c] Depending upon the seriousness of the matter, Chairman of the Audit Committee may refer the matter to the Board of Directors with proposed disciplinary action/counter measures. The Board, on receipt of such recommendation and after due review, if forms an opinion that the complainee is guilty of leak of UPSI or suspected leak of UPSI, then it will order for necessary disciplinary proceedings.
- [d] Such incident of leak of UPSI or suspected leak of UPSI, inquiries and its results, as soon as it is ascertained and justified, shall be promptly informed to the Stock Exchange where the shares of the Company are listed in the format as set out in 'Annexure III' and to SEBI in the format as set out in 'Annexure IV'. The aforesaid disciplinary action will be in addition to the penal provisions stated under the SEBI [Prohibition of Insider Trading] Regulations, 2015 and any other statutory enactments, as applicable.
- [12] The Company suo moto reserves the right of initiating an inquiry under this Policy against any Insider or Designated Person, if it has reasons to believe that such person has leaked UPSI or suspected to leak UPSI.
- [13] This Policy shall not in any way preclude any referrals, complaints, measures, actions etc. which can be instituted or which are available under the Whistle Blower/ Vigil Mechanism Policy of the Company.



Form P1
Preclearance and Application Form

To
The Compliance Officer
Deem Roll-Tech Limited
Survey No. 110/1, P-1, 110/2, Ganeshpura, Tal: Kalol, Dist.
Mehsana, Gujarat State- 382715

Re: Application for seeking pre clearance of trading in shares/securities of the Company

With reference to SEBI [Prohibition of Insider Trading] Regulations, 2015 and the Code of Conduct, I, _____, son/daughter/wife of _____ being a Director/ Designated Person of Deem Roll-Tech Limited do hereby seek your approval for subscribing/buying/selling/dealing or agreeing to subscribe/buy/sell/deal [Trade] in _____

[_____] equity shares of the Company in my/immediate relative's name.

In this connection, I hereby state that –

- [a] I have no access to nor do I have any information that could be construed as "Unpublished Price Sensitive Information" as defined in the Code of Conduct upto the time of signing this undertaking;
- [b] In the event that I have access to or received any information that could be construed as "Unpublished Price Sensitive Information" as defined in the Code of Conduct, after signing of this undertaking but before executing the trade for which approval is sought, I shall intimate the same and shall completely refrain from dealing in the equity shares of the Company and shall not communicate, provide or allow access to such information, to any person including other employee[s], immediate relative[s] and/or any other person[s] until such information becomes public; except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations;
- [c] I have not contravened provisions of the Code of Conduct, Shristi Fair Disclosure Code, SEBI Regulations, as applicable from time to time;
- [d] I have made full and true disclosure in the matter and understand that this pre clearance will be processed by the Company / Compliance Officer relying on my affirmations and undertakings, contained herein specifically that I will not trade in Company's equity shares while being privy to any 'Unpublished Price Sensitive Information' and that for any default, I shall be solely responsible, to the complete exclusion of the Company and / or its Directors, Employees and Compliance Officer;
- [d] If approval is granted, I shall execute the trade in respect of the proposed shares/securities of the Company within 7 [seven] days after the approval of pre clearance is given. In the event of the trade not being executed within 7 [seven] days from the said approval, I shall again apply for pre clearance approval for the trade;
- [f] I have not traded in the last 6 [six] months prior to the date of this pre clearance application and shall not enter into an opposite trade during the next 6 [six] months following the trade under this approval;
- [g] I shall file the details of trade undertaken by me under the pre clearance approval within 30 [Thirty] from the date of execution of the Trade and in case the aforesaid trade is not undertaken, a 'NIL' report to that effect within 30 [Thirty] days from the date of expiry of 7 [seven] days from the date of pre clearance approval. However, if the value of the shares/securities traded, whether in one trade or a series of trade over any calendar quarter, aggregates to a traded value in excess of Rs. 10,00,000/- [Rupees Ten Lakhs], I shall disclose to the Company about the number of shares/securities traded within 2 [two] trading days of such trade in Form C or in such format as may be specified by SEBI from time to time;
- [h] shall also not take positions in derivative trade in the shares/securities of the Company at any time; and
- [i] I undertake that I shall indemnify as under:



[i] to hold the Company, its Directors, Compliance officer and Employees faultless in the event of any investigation against me for insider trading by any regulatory authority;

[ii] to make good to the Company, its Directors, Compliance officer and Employees for all economic losses, fines or penalty, if any, imposed on the Company, its Directors, Compliance officer and /or Employees as a result of any investigation by any regulatory authority/ authorities into any of the trade entered by me in the shares/securities of the Company; and

[iii] to compensate the Company, its Directors, Compliance officer and Employees for and towards all legal expenses incurred in defending itself in such investigations, including advocate's fees.

Signature:

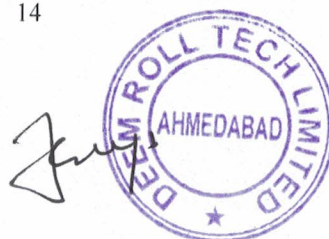
Name:

Designation:

Department:

Date:

Place:



Form P2
Preclearance Approval

Date:

To

Mr. / Ms.

Designation:

Location:

Dear,

Sub: Approval for trade in shares/securities applied vide pre clearance application[(Pre Clearance Approval)]

Your application dated _____ seeking approval to trade in _____ equity shares of the Company is hereby acknowledged. Having regard to the information furnished, the consent is as under: [see ticked box]

Authorised

☐

Not Authorised

☐

This approval is being issued to you based on various declarations, undertakings & representations made by you in your said application.

Please also note that the said trade must be completed on or before _____ i.e. within 7 [seven] days from the date of this approval. Further, you are advised to adhere to disclosure timelines stated Point [g] of your pre clearance application form in regard to the said trade.

Thanking you.

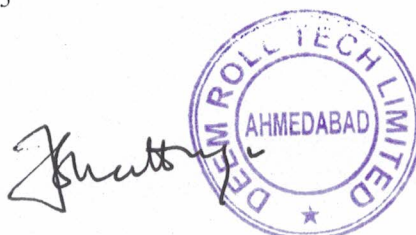
Yours faithfully,

For Deem Roll-Tech Limited

Compliance Officer

Enclosure:

- a. Pre clearance Application Form [Form P1]
- b. Disclosure Forms [Form P3, Form C]



Form P3
Disclosure of trades executed under pre-clearance approval

[To be submitted within 30 days of exercise of trade]

To
The Compliance Officer
Deem Roll-Tech Limited
Survey No. 110/1, P-1, 110/2,
Ganeshpura, Tal: Kalol, Dist. Mehsana,
Gujarat State- 382715

Re: Intimation of trades executed in terms of Shristi Code of Conduct for Prohibition of Insider Trading

I hereby submit that I –

[i] have not traded in the equity shares of the Company.

[ii] have traded in equity shares of the Company on[date[s]] as per the following details.

Name of Applicant [Who applied for preclearance]	No. of Equity Shares traded	Details of trade [whether purchased /sold /subscribed etc])	DP ID/ Client ID / Folio No. of the person in whose name trading has been done	Value [Rs.]

In connection with the aforesaid trade, I hereby agree not to enter into an opposite trade for a minimum period of 6 [six] months in accordance with Clause of Insider Code.

I hereby declare that the above information is correct and that no provision of the Shristi Code and / or applicable laws / regulations have been contravened in effecting the aforesaid trade.

Signature:

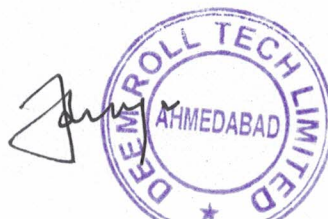
Name:

Designation:

Department:

Date:

Place:



Form A
SEBI [Prohibition of Insider Trading] Regulations, 2015 [Regulation 7[1][a]
read with Regulation 6[2] – Initial disclosure to the company]

Name of the company: _____

ISIN of the company: _____

Details of Securities held by Promoter, Member of the Promoter Group (PG), Key Managerial Personnel [KMP], Director and other such persons as mentioned in Regulation 6[2]

Name, PAN,CIN/DIN and address with contact nos.	Category of Person (Promoters/PG Member/ KMP/Directors/ Immediate Relative/others etc.)	Securities held as on the date of regulation coming into force		% of Shareholding
		Type of security (For e.g. Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5

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 of the company held by Promoter, Member of the promoter group [PG], Key Managerial Personnel [KMP], Director and other such persons as mentioned in Regulation 6[2]

Open Interest of the Future contracts held as on the date of regulation coming into force			Open Interest of the Option Contracts held as on the date of regulation coming into force		
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
6	7	8	9	10	11

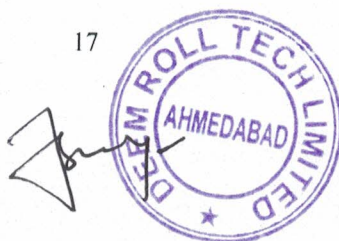
Note: In case of Options, notional value shall be calculated based on premium plus strike price of Options.

Name & Signature: _____

Designation: _____

Date: _____

Place: _____



Form B
SEBI [Prohibition of Insider Trading] Regulations, 2015 [Regulation 7[1] [b] read with Regulation 6[2] – Disclosure on becoming a Director/KMP/Promoter/ Member of the Promoter Group [PG]]

Name of the company: _____
 ISIN of the company: _____

Details of Securities held on appointment of Key Managerial Personnel [KMP] or Director or upon becoming a Promoter/ Member of the promoter group [PG], of a listed company and other such persons as mentioned in Regulation 6[2]

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (Promoters/ PG Member/ KMP /Directors/mediate relative/ others etc.)	Date of appointment of Director /KMP Or Date of becoming Promoter/ PG Member	Securities held as on the date of regulation coming into force		% of Shareholding
			Type of security For e.g. Shares, Warrants, Convertible Debentures 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 of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter/ Member of the promoter group (PG) of a listed company and other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of becoming Promoter/PG Member/ appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/PG Member/ appointment of Director/KMP		
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

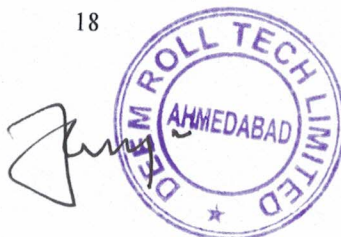
Note: In case of Options, notional value shall be calculated based on premium plus strike price of Options.

Name & Signature: _____

Designation: _____

Date: _____

Place: _____



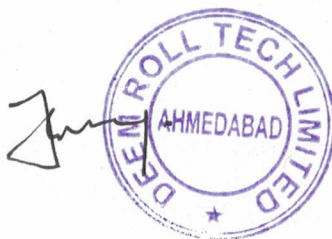
FORM C
SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7(2) read with Regulation 6(2) – Continual disclosure]

Name of the company: _____
 ISIN of the company: _____

Details of change in holding of Securities of Promoter, Member of the promoter group (PG), Designated person or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoter/ PG Member/ Designated person / Directors immediate relative/ 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 specify		Date of intimation to company	Mode of acquisition / disposal (on market/public/ rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. Shares, Warrants, Convertible Debentures etc.)	No. & % of share holding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of share holding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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



Details of trading in derivatives of the company by Promoter, Member of the promoter group (PG), Designated person or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						
Type of contract	Contract Specification	Buy		Sell		Exchange on which the trade was executed
		Value	Number of units (contracts* lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

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

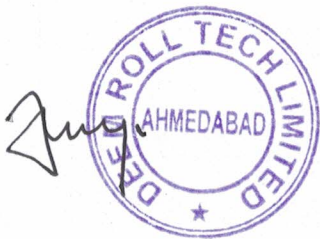
Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

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 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/sale of shares (specify)		Date of intimation to the company	Mode of acquisition /disposal (on market /public/ rights/ Preferential offer / off market/Inter-se transfer, ESOPs etc.)
		Type of Security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. & % of share holding	Type of security (Foreg. - Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (Foreg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of share holding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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




Details of trading in derivatives by other connected persons as identified by the company

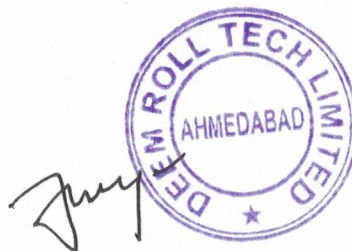
Type of contract	Contract Specification	Trading in derivatives (Specify type of contract, Futures or Options etc.)				Exchange on which the trade was executed
		Value	Buy Number of units (contracts* lot size)	Notional Value	Sell Number of units (contracts * lot size)	
15	16	17	18	19	20	21

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

Name:

Signature:

Place:



Annexure I
Application for approval of Trading Plan to trade in Securities
[Pursuant to Clause 4 of the Code of Conduct]

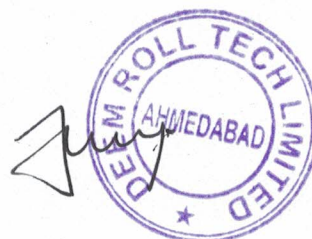
To
The Compliance Officer
Deem Roll-Tech Limited
Survey No. 110/1, P-1,110/2,
Ganeshpura, Tal: Kalol, Dist. Mehsana,
Gujarat State- 382715

Dear Sir,

I hereby submit the Trading Plan for carrying out trades in Securities of the Company by me and / or my Immediate Relative(s) as per the following details for your consideration and approval”:

I. General Information

Sr. No.	Name of Designated Person (DP) / Immediate Relative(s)	PAN of DP / Immediate Relative(s)	Relationship(in case of Immediate Relative)	Date of commencement of Trading Plan	Duration of Trading Plan (minimum 12 months)		Details of previous Trading Plan (Approval, Date and Duration)
					From	To	



II . Details of proposed trades

Sr. No.	Nature of Trades	Dates of Trades or time interval between trades	Nature of Securities to be traded	Date of commencement of trading Plan	Value of Trades (Rs.) or number of securities to be traded	Remarks, if any

Signature:

Date:

Name:

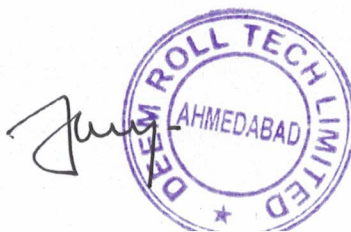
Designation:

Department:

Notes:

1. I hereby confirm / undertake that:

(a) I am not in possession of any Unpublished Price Sensitive Information on the date of this application.



Annexure II

Format for One-Time Disclosure by Designated Person

[In terms of Clause 14 of Schedule B to the SEBI [Prohibition of Insider Trading] Regulations, 2015]

To
The Compliance Officer
Deem Roll-Tech Limited
Survey No. 110/1, P-1, 110/2,
Ganeshpura, Tal: Kalol, Dist. Mehsana,
Gujarat State- 382715

I, _____, in my capacity as a Designated Person of Deem Roll-Tech Limited hereby submit the following details as on _____ [date of becoming a Designated Person].

Details of Designated Person:

PAN/any other identifier authorised by law	Phone, mobile or cell number	Names of Educational Institutions from which designated person have graduated	Names of Past Employers

Details of Immediate Relative(s):

Name of Immediate Relatives	PAN/any other identifier authorised by law

Note: 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 consults such person in taking decisions relating to trading in securities

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

Name of the Person	PAN/any other identifier authorised by law

Note: "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 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.

Date: _____

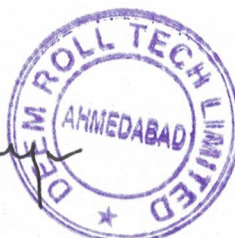
Signature: _____

Name of the Designated Person: _____

Designation: _____

Department: _____

[Handwritten Signature]



Annexure II
Format for Continual / Annual Disclosure by Designated Person
[In terms of Clause 14 of Schedule B to the SEBI [Prohibition of Insider Trading] Regulations, 2015]

To,
The Compliance Officer Deem Roll-Tech Limited
Survey No. 110/1, P-1, 110/2,
Ganeshpura, Tal: Kalol, Dist. Mehsana,
Gujarat State- 382715

I, _____, in my capacity as a Designated Person of Deem Roll-Tech Limited hereby submit the following details as on _____ (date of change for continual disclosure)/1st April, _____ (financial year start date for annual disclosure).

Details of Designated Person:

PAN/any other identifier authorised by law	Phone, mobile or cell number

Details of Immediate Relative(s):

Name of Immediate Relatives	PAN/any other identifier authorised by law

Note: 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 consults such person in taking decisions relating to trading in securities

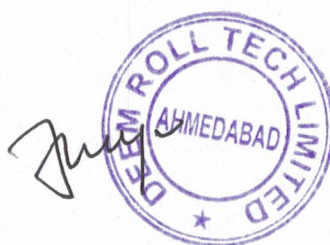
Details of Person(s) with whom Designated Person shares a material financial relationship:

Name of the Person	PAN/any other identifier authorised by law

Note: "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 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.

Date:

Signature:
Name of the Designated Person:
Designation:
Department:



Annexure III

Format of Intimation of Actual or Suspected Leak of UPSI to the Stock Exchanges

To
National Stock Exchange Limited
Mumbai
Code:
Dear Sir / Madam,

Sub: Intimation of actual or suspected leak of UPSI

We are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows:

Name of Offender, if known	
Name of the Organisation	
Designation (Employee, Insider, Designated Person or anyother)	
Nature of Information	
Whether any action initiated by the Company.	
If yes, narration of the same	
Any other information	

Request you to take the aforementioned on your records. Thanking
you.

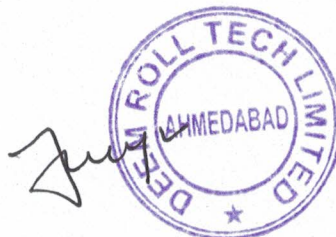
Yours faithfully,

For Deem Roll-Tech Limited

Compliance Officer

Date:

Place:



Annexure IV
Format of Reporting Actual or Suspected Leak of UPSI to SEBI
(Pursuant to Regulation 9A(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015)

To
The Securities and Exchange Board of India
Plot No. C4-A, G Block
Near Bank of India, Bandra Kurla Complex Bandra
East
Mumbai – 400 051
Maharashtra

Dear Sir / Madam,

Sub: Report of actual or suspected leak of UPSI pursuant to Regulation 9A(5) of SEBI(Prohibition of Insider Trading) Regulations, 2015

Pursuant to Regulation 9A(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015, we are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows:

Name of Offender, if known	
Name of the Organisation	
Designation (Employee, Insider, Designated Person or anyother)	
Nature of Information	
Whether any action initiated by the Company.	
If yes, narration of the same	
Any other information	

Request you to take the aforementioned on your records.Thanking
you.

Yours faithfully,

For Deem Roll-Tech Limited

Compliance Officer

Date:

Place:

For, DEEM ROLL-TECH LTD.

DIRECTOR / AUTH. SIGN