

# THE STATE TRADING CORPORATION OF INDIA LIMITED

## Board Secretariat & Parliament Division

STC/BS&P/BS/10032/2017/CIR

Date: 19.02.2024

### CIRCULAR No.247

**Subject: Standard Operating Process under SEBI (Prohibition of Insider Trading) Regulations, 2015 for ensuring compliance with Structured Digital database (“SDD”).**

1. As per the provisions of Regulations 3(5), 3(6) and other applicable provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, all listed Companies have to maintain Structured Digital Database (SDD). The said Regulation mandates that the Board of Directors or the head(s) of the organization or every person who is required to handle Unpublished Price Sensitive Information shall ensure that the database is maintained as per the requirements of the PIT Regulations, 2015 while sharing the Unpublished Price Sensitive Information (UPSI).
2. Accordingly, being a listed entity, the Regulation is applicable to STC and all designated persons of STC are required to comply with the said SEBI (PIT) Regulations, 2015.
3. In this regard, STC’s Insider Trading Code prescribed, Designated Persons, Designated Employees and their immediate relatives as the following:
  - (i) **“Designated Persons”** includes the Promoter, Designated Employees, their immediate relatives, and the Directors on the Board of STC including Independent Directors and Government Nominee Directors
  - (ii) **“Designated Employees”** shall include:
    - a) Top three tier of executives i.e. Directors, Chief General Managers and General Managers.
    - b) All Employees of Corporate Office.



- c) Any other Employee of the Corporation that may be notified by the Compliance Officer, from time to time, with the approval of CMD.

In case any of the Designated Employee leaves the services of the Corporation, he/she shall continue to be considered as Designated Employee of the Corporation for a further period of six(6) months subsequent to the date of his/her leaving STC as envisaged under SEBI (PIT) Regulations, 2015.

- (iii) “**Immediate relative**” as defined in regulation 2(f) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.
4. As per the above referred Regulation, all Insiders or designated persons (refers to connected person, in possession of or having access to UPSI or in receipt of UPSI pursuant to “legitimate purpose”) of STC need to ensure that details of the persons/entities, including Name and Permanent Account Number (PAN) or any other identity proof issued by Government of India where PAN is not available, with whom UPSI is shared, is immediately submitted to the Compliance Officer of STC in format enclosed as **Form 1** to enable maintenance of the Structured Digital Database(SDD) as required under SEBI Insider Trading Regulations.
5. The Compliance Officer of the Corporation shall, on receipt of the information from the Insider or of such UPSI shared by him directly with other Insiders, maintain a structured digital database containing the nature of UPSI, purpose of sharing of UPSI and the names & other details of Insider who have shared the information and other Insider with whom information is shared along with time stamping and audit trails.
6. The above mentioned structured digital database of STC shall be 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, whichever is later. Therefore, it is

paramount that correct and complete information is submitted to the Compliance Officer.

7. Every Designated Person/Insider, who Trades in Securities of the Corporation, or communicates any UPSI, in contravention of the Insider Trading Regulations and other applicable rules/regulations, shall be individually responsible for such violation (including to the extent the provisions hereof are applicable to their Immediate Relatives). Any violation of this Code shall, in addition to any other penal action that may be taken by the Corporation pursuant to applicable law, also be subject to disciplinary action by the Corporation as per applicable rules/policies.
8. Moreover, in reference to Clause 8.1 and 8.2 of the STC's Code of Conduct for Regulating and Reporting Insider Trading and SEBI (Prohibition of Insider Trading) Regulations, 2015, Designated Persons of STC, who intend to deal in the securities of the Corporation (above the minimum threshold limits of 2000 shares in a calendar month) shall obtain pre clearance of the transaction from the Compliance Officer. The revised application for obtaining pre clearance is enclosed as **Form -2**.
9. A copy of this circular is also available on STC website at [www.stclimited.co.in](http://www.stclimited.co.in)
10. All concerned are advised to comply accordingly with the provisions of the Regulations while dealing with UPSI and also Regulation of Insider Trading Code of STC while trading in the shares.
11. For any query concerning this Circular, Designated Persons/Insider, kindly contact the Compliance Officer i.e Company Secretary, STC.
12. This issues with the approval of the Chairman and Managing Director, STC.

  
19.02.2014  
**(Sonal Taneja)**  
**DGM (BS&P)**

**FORM-1**

**THE STATE TRADING CORPORATION OF INDIA LIMITED**

**(Contents of SDD to be submitted by Designated Person)**

Supplier of Information			Recipient of Information ( Ref Note 1)		
Name	PAN	Employee No	Name	PAN	Any other information
Nature of UPSI ( Ref Note 2)					
Type of Sharing(one time/ongoing sharing)					
Date of Sharing of UPSI (dd/mm/yyyy)					
Period of sharing					
Mode of Sharing (through email/file sharing)					
Purpose of Sharing Information					
Information Description(type of documents shared)					
Remark, if any					

<p><b>Note 1(tick(√) the option applicable)</b></p> <ol style="list-style-type: none"> <li>1. Collaborators</li> <li>2. Auditors</li> <li>3. Lenders including Prospective Lenders</li> <li>4. Customers</li> <li>5. Suppliers</li> <li>6. Merchant Bankers</li> <li>7. Legal Advisors</li> <li>8. Credit Rating Agency</li> <li>9. Insolvency Professionals</li> <li>10. Service Providers</li> <li>11. Consultants</li> <li>12. Others (including Employee*)</li> </ol> <p>* In case of Employee, please mention Employee No. in "Any Other Information".</p>	<p><b>Note-2</b></p> <p><b>Unpublished Price Sensitive Information/UPSI (Nature of UPSI)</b></p> <p>means any information, relating to a Corporation 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:</p> <ol style="list-style-type: none"> <li>(i) financial results</li> <li>(ii) dividends</li> <li>(iii) change in capital structure</li> <li>(iv) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions</li> <li>(v) changes in Key Managerial Personnel</li> </ol>
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Date:  
Place:

Signature:  
Name:

**FORM - 2**

**THE STATE TRADING CORPORATION OF INDIA LIMITED**

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

To,  
The Compliance Officer  
The State Trading Corporation of India Limited  
Jawahar Vyapar Bhawan,  
Tolstoy Marg, New Delhi -110 001.

Dear Sir,

I,.....a Director / KMP / Designated Employee of the Corporation intend to carry out transaction(s) in the shares of The State Trading Corporation of India Limited as per the details given below:

1.	Employee No.	
2.	Employee Name	
3.	Designation	
4.	Department/Division/Region	
5.	Date of Joining / becoming the Director/ KMP / Designated Employee (dd/mm/yyyy)	
6.	PAN	

**7. The other details are:**

No. of shares held (including immediate relative) as on the date of application	Folio No./ DP& Client ID	Nature of new transaction for which approval is sought (Purchase or sale of the subscription of the Securities)	Estimated number of securities to be dealt	Estimated consideration value	Whether proposed transaction is in the self-name or in the name of immediate relatives. If yes, name of the relatives along with PAN	Date of transaction (dd/mm/yyyy)
1	2	3	4	5	6	7

**Note: All the fields are mandatory**

## UNDERTAKING

In this connection, I solemnly confirm and declare:

- a) **THAT** I do not have access and/or have not received any "Unpublished Price Sensitive Information" up to the time of signing the undertaking;
- b) **THAT** in case I have access to or receive "Unpublished Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction, I shall inform the Compliance Officer about such "Unpublished Price Sensitive Information" and that I shall completely refrain from dealing in the securities of the Corporation till the time such information becomes public.
- c) **THAT** I have not contravened the Insider Trading Code as notified by the Corporation from time to time.
- d) **THAT** I shall not undertake any contra trade for a minimum period of six months from the date of this pre-clearance.

I hereby solemnly declare that I have made a full and true disclosure in this regard to the best of my knowledge and belief. Pre-clearance may kindly be accorded in terms of provisions of the Insider Trading Code of STC.

Signature :  
Name :  
Date :  
Place :

## OFFICE USE

Serial number of the application received :  
Date & time of receipt of the Application :  
Date & time of communication of the pre-clearance or otherwise :  
Reasons for not giving pre-clearance :

**Signature of the Compliance Officer/  
Authorized Office**