

SMC Global Securities Limited

Registered Office: 11/6-B, Shanti Chamber,
Pusa Road, New Delhi-110005
E-mail: smc@smcindiaonline.com
Website: www.smcindiaonline.com
CIN: L74899DL1994PLC063609



NOTICE

To,

All Designated Persons & Insiders
All employees of SMC Global Securities Ltd and its subsidiaries
All Fiduciaries

We are delighted to inform you that the total outstanding equity shares of the Company i.e. 11,31,34,450 equity shares having face value of Rs. 2/- each will be listed on the Main Board of BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) on 24th February, 2021 *vide* listing and trading approval received from BSE & NSE on 22nd February, 2021.

Accordingly, trading of equity shares of the Company shall commence from 24th February, 2021.

The details of the Symbol & Scrip code are as follows:-

National Stock Exchange of India Limited Lower Parel, Mumbai	BSE Limited, P J Towers, Dalal Street, Mumbai -400001, India
Symbol: SMCGLOBAL Series: BE	Scrip ID: SMCGLOBAL Scrip Code: 543263

Further, pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, an Insider, Designated Persons, their immediate relatives in terms of the “Company’s Code on Prohibition of Insider Trading” and including all other employees of the Company and its subsidiaries (*hereinafter Insider, Designated Persons, their immediate relatives and all other employees of the Company and its subsidiaries shall be jointly referred as “Defined Persons”*) may trade in the equity shares of the Company subject to the conditions specified herein below:-

- No Defined Persons having possession of **Unpublished Price Sensitive Information (UPSI)** shall trade in securities of the Company or in the securities of the Client Companies of the Company that are listed or proposed to be listed.
- No Defined Persons shall provide advice/tips to any third party on trading in Company’s securities or in the securities of the Client Companies of the Company while in possession of UPSI.
- Any Defined Persons who intend to trade, directly and indirectly, in the securities of the Company or the securities of the Client Companies i.e. buy or sell securities during the trading window open period and if the value of the securities likely to be traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in

excess of **Rs.10,00,000/- (Rupees Ten Lakh Only)**, should get such transactions pre-cleared by making an application to the Compliance Officer in the format set out in **Annexure-A** indicating the estimated number of units of securities that the Insider and the Designated Persons intends to trade and such other details as specified in the form and also declare by way of an undertaking that the applicant is not in possession of Unpublished Price Sensitive Information of the Company or the Client Company as per **Annexure – B**.

- Trading shall be done only upto the number of securities for which the approval is granted by the Compliance Officer.
- The Defined Persons shall, within 2 working days of Trading in the securities of the Company or the securities of the Client Company, submit the details of such Trade to the Compliance Officer as per **Annexure – C**.
- If the pre-cleared Trade is not executed within seven trading days after the approval is given, the Defined Persons must secure pre-clearance of the transaction again.
- All Defined Persons who Trade in the securities of the company shall not enter into a Contra Trade during the next six months following the prior transaction. In case of any Contra Trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by SEBI.
- If Defined Persons pledges his shares, he/she cannot de-pledge the shares within a period of 6 months. Further, he/she cannot even change the banker with whom the shares are pledged as it will amount to de-pledge of shares and again pledge of shares.

Accordingly, all the Defined Persons are advised to adhere with the conditions as given herein above for buying, selling, dealing, or agreeing to buy, sell, deal in any securities **till further modification or fresh notification is issued in this matter**.

Notes:

1. **“Immediate relative”** means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person or consults such person in taking decisions relating to trading in securities.
2. **“Contra trade”** means a trade or transaction which involves buying or selling any number of securities of the Company or of the Client Companies and within 6 months trading or transacting in an opposite transaction involving sell or buy following the prior transaction.”
3. **“Designated Person”** shall mean the Promoters including members of the Promoter Group, Designated Employees and their Immediate Relatives, notified as such by the Board in line with Insider Trading Regulations.
4. **“Designated Employees”** shall mean and include the following:-
 - a) Board of Directors, including Chief Executive Officer, Key Managerial Personnel’s and employees up to two levels below Chief Executive Officer of the Company and its material subsidiaries;

- b) Specified Executives of Senior Management of SMC Group as decided by Managing Director & CEO along with the Compliance Officer from time to time, their Executive Assistants and the Secretaries.
- c) Specified functional personnel/employee who has access to UPSI related to company, in regular course of activities.
- d) Any support staff of the Company and its material subsidiaries such as IT staff or secretarial staff, legal staff, finance & accounts staff, strategy staff having access to Unpublished Price Sensitive Information;
- e) Permanent invitees to the meetings of the Board of Directors of the Company and such other Committees as may be constituted from time to time;
- f) all other employees of the Company and its material subsidiaries who have access to or is reasonably expected to have access to the Unpublished Price Sensitive Information;
- g) foreign national employees who are trading in ADR's/GDR's of the Company, if any;
- h) Such other persons as may be notified by the Compliance Officer from time to time.

5. **"Insider"** means any person who is:

- i) a Connected Person; or
- ii) in possession of or having access to unpublished price sensitive information, whether a Connected Person or not; or
- iii) in receipt of unpublished price sensitive information pursuant to a Legitimate Purpose.

6. **"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 clause (i); or
- (b) a holding company or associate company or subsidiary company; or
- (c) an intermediary as specified in section 12 of the Act or an employee or director thereof; or
- (d) an investment company, trustee company, asset management company or an employee or director thereof; or

- (e) an official of a stock exchange or of clearing house or corporation; or
 - (f) a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
 - (g) a member of the board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
 - (h) an official or an employee of a self-regulatory organization 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; or
 - (k) fiduciaries such as auditors, accountancy firms, law firms, analysts, insolvency professional entities, consultants, banks etc., assisting or advising the Company.
7. **“Fiduciaries”** includes Professional firms such as auditors, accountancy firms, law firms, analysts, insolvency professional entities, consultants, banks etc., assisting or advising the Company shall be collectively referred to as fiduciaries for the purpose of SEBI Regulations.
8. *Specific attention is drawn to all the persons for procuring Pre-Clearance before execution of any trade having a trade value in excess of Rs.10,00,000/- and also not to enter into any Contra Trade as mentioned above.*
9. Pursuant to SEBI Circular No.CIR/MRD/DP/02/2012 dated January 20, 2012 the scrip will be in Trade-for-Trade segment for 10 trading days.
10. All the Defined Persons are advised to be vigilant and keep visiting the website of the Company for further notifications in this regard before entering into any trade.

**For and on behalf of
SMC Global Securities Limited**

Sd/-

Suman Kumar

E.V.P.-Corporate Affairs & Company Secretary cum Compliance Officer

Email:- sumankumar@smcindiaonline.com

Contact No.:- 011-30111333 Ext: 7728/29

Date: 23.02.2021

Place: New Delhi

Dissemination:-

- 1. All Insider & Designated Persons as per Code on Prohibition of Insider Trading.**
- 2. For all the employees of the Company and its subsidiaries via Human Resource Dept.**
- 3. All fiduciaries.**

ANNEXURE- A

FORMAT OF APPLICATION PRE-CLEARANCE OF TRADING

To,

The Compliance Officer
SMC Global Securities Limited

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct to regulate, monitor and report trading in Securities of the Company and the Code of Practices and Procedures for fair disclosure of UPSI, I seek approval for purchase/sale of the Securities of the Company as per the details given below:-

1.	Name of the Applicant (Insider/Designated Person/Employee)	
2.	Designation	
3.	PAN of the Insider/Designated Person/ Employee	
4.	Applicant applying for pre-clearance is (Self/Immediate Relative)	
5.	Name of Immediate Relative, if applicable.	
6.	Relationship of Immediate Relative with Designated Person	
7.	PAN of Immediate Relative of Designated Person	
8.	Number of securities held as on date	
9.	Folio No. / DP ID / Client ID No.	
10.	The proposal is for	(a) Purchase of securities (b) Subscription to securities Sale of securities Dealing of securities such as pledge etc. Agreeing to Purchase/Subscribe/Sell/Deal
11.	Proposed date of trading in securities	
12.	Estimated number of securities proposed to be traded	
13.	Estimate value of securities proposed to be traded	
14.	Nature of proposed trade	
15.	Current market price (as on date of application)	
16.	Whether the proposed transaction will be through stock exchange or off-market trade	
17.	Folio No. / DP ID / Client ID No. where the securities will be credited / debited	

I hereby confirm and declare that:

- i) I am not in possession/ knowledge of any information that could be construed as Unpublished Price Sensitive Information (UPSI) as defined in the Policy upto the time of signing this undertaking;
- ii) In the event that I am in possession/knowledge of any information that could be construed as UPSI, after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer immediately and shall completely refrain from dealing in the securities of the Company until such information becomes public;
- iii) I have not and shall not enter into any opposite transaction (buy / sell) i.e. a Contra Trade during the previous/ next six months from the date of last transaction.
- iv) I undertake to submit the necessary forms/ documents within the prescribed timelines.
- v) I am aware that, I shall be liable to face penal consequences including disciplinary action in case the above declarations are found to be misleading or incorrect at any time;
- vi) I agree to comply with the provisions of the Code at all times and provide any information relating to the trade as may be required by the Compliance Officer and permit the Company to disclose such detail to SEBI, if so, required by SEBI.
- vii) I further hereby agree to indemnify and keep the Company and its Directors indemnified from and against all and any penalties/fines that may be imposed on them by the SEBI and/or any other statutory authorities as a result of violation by me of the SEBI (Prohibition of Insider Trading) Regulations 2015 as amended from time to time and the Code prescribed by the Company.

Date :

Signature: _____

(Insider/Designated Person/Employee)

Signature: _____

(Immediate Relative)

Name:

Designation:

Please provide all the information. Incomplete forms will not be accepted

For use of Compliance Officer:

Pre Clearanc e Order No.	Applicatio n receiving date	Approva l Date	Approval Granted for (Type of transaction)	Approva l granted for (No. of shares)	Pre-clearance valid upto (dd/mm/yyyy)	Complianc e Officer's signature

ANNEXURE - B

UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE-CLEARANCE

To,

The Compliance Officer
SMC Global Securities Limited

I, _____ (name) residing at _____, am desirous of trading in securities of the Company as mentioned in my application dated for pre-clearance of the transaction.

I further declare that I am not in possession of any unpublished price sensitive information up to the time of signing this Undertaking.

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 the Company until such information becomes public.

I declare that I have not contravened the provisions of "Code on Prohibition of Insider Trading" as notified by the Company from time to time and other regulations issued by SEBI.

In the event of this transaction being in violation of the Regulations or the applicable laws, (a) I will, unconditionally, release, hold harmless and indemnify to the fullest extent, the Company and its directors and officers, (the 'indemnified persons') for all losses, damages, fines, expenses, suffered by the indemnified persons, (b) I will compensate the indemnified persons for all expenses incurred in any investigation, defense, crisis management or public relations activity in relation to this transaction and (c) I authorize the Company to recover from me, the profits arising from this transaction and remit the same to the SEBI for credit of the Investor Protection and Education Fund administered by the SEBI.

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

If approval is granted, I shall execute the trade within seven days of the receipt of approval failing which I shall seek pre-clearance afresh.

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

Signature : _____

Name:

Designation:

Date :

Place:

ANNEXURE - C

DISCLOSURE OF TRANSACTIONS

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

To,
The Compliance Officer,
SMC Global Securities Limited.

I hereby inform that I:-

- have not bought / sold/ subscribed/ dealt / agreed to subscribe or buy or sell or deal in any securities of the Company
- have bought/sold/subscribed/dealt/agreed to buy or subscribe or sell or deal in _____ securities as mentioned below on _____ (date)

(strike out whichever is not applicable)

Name of holder	No. of securities traded	Bought / sold / Subscribed/ Dealt / Agreed to buy or sell or subscribe or deal in	DP ID/Client ID/Folio No.	Price (Rs.)

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

Yours truly,

Name & Signature:

Designation:

Date:

Place: