



**NATIONAL FERTILIZERS LTD.  
COMPANY SECRETARIAT : CO, Noida**

**CIRCULAR**

SEC/CIR/Insider Trading/2015/

June 08, 2015

**Sub: SEBI (Prohibition of Insider Trading) Regulations, 2015 – submission of initial disclosures of details of shares held by Directors / Key Managerial Personnel / Designated Employees.**

1. Securities and Exchange Board of India vide Notification No.CIR/ISD/01/2015 dated 11<sup>th</sup> May, 2015 have notified the SEBI (Prohibition of Insider trading) Regulations 2015 hereafter referred as **Regulations**. These regulations have come into effect on 15<sup>th</sup> May, 2015.
2. Clause 8 and Clause 9 of the Regulations provide that Board of Directors of a listed company shall formulate and publish Codes of Fair Disclosure and Conduct. The draft Codes prepared have been recommended by the Audit Committee for approval of the Board. The approval of the Board to the Codes is expected within June, 2015 itself.
3. Regulation 7 provide that Promoters, Key Managerial Personnel, Directors of the Listed Company shall disclose his/her holding of securities of the Company as on the date of these Regulations taking effect to the Company within 30 days of these regulations taking effect. In line with clause 7 of the Regulations, Draft Code of Conduct provides that Directors / Officers / Designated Employees (including that of his/her immediate relatives) shall make the initial disclosures.

Designated Employee means a person occupying any of the following position in the Company:

- (a) All Directors..
- (b) Key Managerial Personnel.
- (c) All Executive Directors including Chief Vigilance Officer.
- (d) All General Managers.
- (e) All Heads of Finance of Units/Divisions/Regions.
- (f) All Employees working in Books, Budget, Financial Service and Direct Taxation Sections of Corporate Finance.
- (g) All employees working in Company Secretariat & Legal Deptt..
- (h) All employees working in Secretariat of CMD/Functional Directors.
- (i) All employees of Computer Department.
- (j) Any other key person, who in the opinion of Compliance Officer be covered in the “designated employee.

Contd...P/2

The immediate relative means a spouse of a person, and includes parent, sibling, 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.

**4. All Directors / KMPs / Designated Employees are requested to make the initial disclosure of his/her holding (including of his/her immediate relatives) of NFL securities as on 15<sup>th</sup> May, 2015 latest by 14<sup>th</sup> June, 2015 in the enclosed format. The disclosure should be sent to the Company Secretary.**

We seek the cooperation of all concerned to make the compliance as required under SEBI (Prohibition of Insider trading) Regulations 2015.

**Sd/-  
(Raj Kumar)  
Company Secretary**

**To All Directors /  
Key Managerial Personnel /  
Designated Employees.**

Encl: Format for Initial Disclosures.

**Copy to:**

1. Manager (P&A), CMD Sectt. for kind information of C&MD.
2. SPS to Director (Mktg.) for kind information of Director (Mktg.).
3. Secretary to Director (Tech.) for favour of kind information of Director (Tech.).
4. PS to Director (Finance) for favour of kind information of Director (Finance).
5. ES to CVO for kind information of Chief Vigilance Officer.
6. Chief General Manager, Panipat / Nangal; General Manager I/c, Bathinda / Vijaipur.
7. All Head of Departments at Corporate Office, Noida.
8. All Zonal / State Managers, Marketing Division.

**NATIONAL FERTILIZERS LIMITED**

To

The Compliance Officer,  
National Fertilizers Limited,  
Scope Complex Core-III,  
Institutional Area,  
Lodhi Road,  
New Delhi- 110003.

Dear Sir,

I,.....,Director/Key Managerial Personnel ( KMP) / Designated Employees of National Fertilizers Limited furnish below the details of Securities in NATIONAL FERTILIZERS LIMITED as on 15.05.2015 in my name and/or in the name(s) of my immediate relatives in terms of regulation 2(f) of SEBI (Prohibition of Insider Trading) Regulation, 2015.

Name & Designation of the  
Director/  
Key Managerial Personnel (KMP) /  
Designated Employee:

Department of Designated Employee:

Date of Joining/  
Becoming Director/  
Key Managerial Personnel (KMP) /  
Designated Employee

**SECURITIES AND EXCHANGE BOARD OF INDIA (PROHIBITION OF INSIDER TRADING)  
REGULATIONS, 2015**

*[Regulation 7(1) (a) read with regulation 6(2)]*

Name of the Company: \_\_\_\_\_

ISIN of the company: \_\_\_\_\_

**Details of Securities held by Director/Key Managerial Personnel (KMP)/  
Designated Employees /immediate relatives mentioned in regulation 6(2)**

Name, PAN No., CIN/DIN & Address with contact nos.	Category of person:-  Directors/ KMP/ Designated Employee / immediate relatives	Securities held as on the date of Regulation Coming into force *		% of Share - holding	Open Interest of the future contracts held as on the date of coming into force		Open Interest of the Option Contracts held as on the date of regulation coming into force	
		Type of security: - (For shares, Warrants Convertible Debentures etc.)	No.		Number of units (contracts lot size)	National value in Rupee terms	Number of units ( contracts lot size)	National value in Rupee terms
1	2	3	4	5	6	7		

\* 15<sup>th</sup> May, 2015

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

Signature:

Designation:

E. No.:

CO/Unit/Marketing Divisions

Date:

Place