



इंडियन रेलवे केटरिंग एण्ड टूरिज्म कॉरपोरेशन लिमिटेड
(भारत सरकार का उद्यम-मिनी रत्न)
INDIAN RAILWAY CATERING AND TOURISM CORPORATION LTD.
(A Govt. of India Enterprise-Mini Ratna)

2019/IRCTC/CS/RIT/355

Dtd: 11th October, 2019

ADVANCE CIRCULAR / NOTICE OF CLOSURE OF TRADING WINDOW

1. As you may be aware, the shares of the Company are proposed to be listed on stock exchanges on Monday, 14th October, 2019.
2. Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 as well as circular issued by stock exchanges on 2nd April, 2019 and IRCTC's Code of Conduct to Regulate, Monitor and Report trading by Insiders, it is hereby notified that the trading window for dealing in shares of IRCTC would remain closed for all "Designated Employees/Insiders" and their immediate relatives, from 14th day, of October, 2019 till 48 hours from the filing of the unaudited financial results for the quarter and half-year ended 30th September, 2019 with exchanges.
3. During the period of window closure all Designated Employees/Insiders shall not deal in shares of the Company, either in their own name or in the name of their immediate relative.
4. Any contravention of the above would attract action as per the above SEBI Regulations and would be subject to disciplinary action as mentioned under the IRCTC's above-mentioned Code. The Code of conduct to Regulate, Monitor and Report trading by Insiders of IRCTC is uploaded on IRCTC's website with weblink <https://irctc.com/assets/images/IRCTC%20CODE%20OF%20CONDUCT%20FOR%20REGULATING%20&%20REPORTING%20TRADING%20BY%20DESIGNATED%20PERSONS%20&%20THEIR%20IMMEDIATE%20RELATIVES.pdf>
5. The definition of Designated employees, Insider and Immediate Relative as mentioned under IRCTC's Code of Conduct for Regulating & Reporting Trading by Designated Persons & their Immediate Relatives is enclosed as **Annexure -I** for ready reference.
6. In case of any exigency/clarifications, please contact the undersigned


(Suman Kalra)

Company Secretary & Compliance Officer

To:

All Designated Employees/Insiders

Annexure-I

“Designated Employees” means a person occupying any of the following position in the Company:

- (a) All Directors and Chief Vigilance Officer
- (b) Key Managerial Personnel
- (c) All Executive Directors/GGMs
- (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 Department.
- (h) All employees working in Secretariat of CMD/Functional Directors
- (i) Any support staff such as IT staff who have access to UPSI
- (j) Any other key person, who in the opinion of Compliance Officer be covered in the “Designated Employee

“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;

“Insider” means any person who is:

- i) a connected person; or
- ii) in possession of or having access to unpublished price sensitive information;

“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 recognised or authorised by SEBI
- (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; (vi) "Designated Employees "means a person occupying any of the following position in the Company: (a) All Directors and Chief Vigilance Officer (b) Key Managerial Personnel (c) All Executive Directors/GGMs (d) All General Managers (e) All Heads of Finance of Units/Divisions/Region

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