



**Date: 03/04/2019**

✓ Department of Corporate Services/Listing  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai -400001

Manager Listing  
Ahmadabad Stock Exchange  
A-2, Kamdhenu Complex,  
Opposite Sahajanand College,  
Panjara Pol, Ahmedabad,  
Gujarat 380015

Scrip Code: 539922  
Symbol: RGIL

**Sub:- Intimation of adoption of New Insider Trading Code and policy for inquiry of Leak of UPSI**

Respected Sir/Madam,

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended ("Regulations"), the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited (RGIL) ("RGIL Insider Trading Code"). Further, in line with the said Regulations, a Policy on procedures to be followed while conducting an inquiry in the event of leak or suspected leak of unpublished price sensitive information ("RGIL Policy for inquiry of leak of UPSI") has also been adopted by the Board of Directors of the Company by circular of resolution passed on April 03 2019. The said policies will be effective from April 01, 2019.

The RGIL Insider Trading Code and the Policy for inquiry of leak of UPSI is attached herewith. The above policies shall be made available on the Company's Website [www.rotointia.co.in](http://www.rotointia.co.in)

You are requested to kindly take the same on your record.

Thanking You

Yours Faithfully

**For ROTOGRAPHICS (INDIA) LIMITED**

  
(Mohd Sagir)  
Company Secretary &  
Compliance officer



**Encl: As above**

**ROTOGRAPHICS (INDIA) LIMITED**

CIN: L74899DL1976PLC008036

Regd. Office: E-49/303, Dazall House, Jawahar Park, Laxmi Nagar, Delhi-110092, India  
Phone No.: 011-42334176, 011-47366600 Email: [info@rotointia.co.in](mailto:info@rotointia.co.in) Website: [www.rotointia.co.in](http://www.rotointia.co.in)

**THE CODE OF INTERNAL PROCEDURES AND CONDUCT FOR PROHIBITION  
OF INSIDER TRADING IN DEALING WITH THE SECURITIES OF  
ROTOGRAPHICS (INDIA) LIMITED**

**CHAPTER – I**

**PRELIMINARY**

1. (a) This code shall be called “The Code of Internal Procedures and Conduct for prohibition of insider trading in dealing with the securities of Rotographics (India) Limited (“**RGIL**”)”.

(b) It shall be effective from April 01, 2019.

**2. Definitions:**

**A. “Act”** means the Securities and Exchange Board of India Act, 1992 (15 of 1992), as amended;

**B. “Board”** means the Securities and Exchange Board of India;

**C. “Regulations”** means the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.

**D. “Compliance Officer”** means Company Secretary of RGIL unless any senior officer, designated so and reporting to the board of directors, who is financially literate (in terms of the Regulations) and is capable of appreciating requirements for legal and regulatory compliance under the 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 the Regulations under the overall supervision of the board of directors of RGIL.

Explanation – “*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 statement of cash flows.

**E. “connected person” means,**

(i) any person who is or has during the six months prior to the concerned act been associated with RGIL, 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 RGIL or holds any position including a professional or business relationship between himself and RGIL whether temporary or permanent, that allows such person, directly or indirectly, access to Unpublished Price Sensitive Information (UPSI) 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 authorized by the Board; or
- (i) a banker of RGIL; or
- (j) a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of RGIL or his/her immediate relative or banker of RGIL, has more than ten percent of the holding or interest;

**F. “Designated Persons” shall include**

- a) All Directors & Key Managerial Personnel
- b) Associate Directors and Country Head(s);
- c) All Department Heads.
- d) All employees of Accounts, and Corporate Secretarial & Legal Department
- e) Such other persons as may be notified by the Compliance Officer from time to time
- f) Immediate Relatives of all the above persons.

**G. “Generally available information”** means information that is accessible to the public on a non-discriminatory basis;

**H. “Immediate relative”** shall have the same meaning as defined in Regulation 2 (1) (f) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (refer Appendix – I).

**I. “Insider”** shall have the same meaning as defined in Regulation 2 (1) (g) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (refer Appendix – I).

**J. “Legitimate Purpose”** shall include sharing of unpublished price sensitive **information** in ordinary course of business by an Insider with partners, collaborators/lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.

**K. “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.

**L. “Material Subsidiary”** shall mean a subsidiary, whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the Company and its subsidiaries in the immediately preceding accounting year or such other company determined by the Company as material as per its policy on determining material subsidiaries.

**M. “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 modification thereof.

- N. "Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund.
- O. "Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- P. "Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in securities of RGIL, and "trade" shall be construed accordingly;
- Q. "Trading day"** means a day on which the recognized stock exchanges are open for trading;
- R. "Unpublished Price Sensitive Information"** means any information, relating to RGIL 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:
- a) Financial results;
  - b) Dividends;
  - c) Change in capital structure;
  - d) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions; and
  - e) Changes in Key Managerial Personnel.

**CHAPTER – II**  
**APPLICABILITY**

- 3.** This “Code of Internal Procedures and Conduct for prohibition of insider trading in dealing with the securities of Rotographics (India) Limited (RGIL)” shall apply to all “insiders” defined at clause 2 (I) of this Code, including Connected Persons and Designated Persons and their immediate relatives.

## CHAPTER – III

### RESTRICTIONS ON COMMUNICATION AND TRADING BY INSIDERS

4. Communication or procurement of Unpublished Price Sensitive information
- (i) No insider shall communicate, provide, or allow access to any Unpublished Price Sensitive Information, relating to RGIL or securities of RGIL or securities proposed to be listed by RGIL, to any person including other insiders, except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
  - (ii) No person shall procure from or cause the communication by any insider of Unpublished Price Sensitive Information, relating to RGIL or securities of RGIL or securities proposed to be listed by RGIL, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations. It is clarified that any person in receipt of UPSI pursuant to a “legitimate purpose” shall be considered an “insider” for the purposes of the Regulations and this Code, and the Company shall serve due notice on such person to maintain strict confidentiality of such UPSI in compliance with the Regulations and this Code. Further, such persons shall keep the UPSI so received strictly confidential and the Company may also require such parties with whom such UPSI is shared, to contract confidentiality and non-disclosure obligations in order to ensure that such parties shall keep UPSI so received strictly confidential.
  - (iii) Notwithstanding anything contained in this Code, Unpublished Price Sensitive Information may be communicated, provided, allowed access to or procured, in terms of the provisions of Regulation 3(3) and 3(4) of the Regulations.
  - (iv) A structured digital database shall be maintained containing the names of such persons or entities as the case may be with whom information is shared under Regulation 3 of the Regulations along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.
  - (v) No Insider shall trade in securities of the Company that are listed or proposed to be listed while in possession of UPSI, except as provided under the Regulations. When a person who has traded in such securities has been in possession of UPSI, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession, unless the insider proves his innocence by demonstrating the circumstances including the circumstances enumerated under the Regulations.
  - (vi) To prevent the misuse of UPSI, the Company adopts a ‘Chinese Wall’ policy thereby separating those areas or departments of the Company which routinely have access to confidential information, considered as ‘inside areas’ from other areas or departments, considered as ‘public areas’.
  - (vii) Subject to the provisions of the Regulations, the employees in the inside areas shall not communicate any UPSI to any one in public area and may be physically segregated from employees in the public area.
  - (viii) In exceptional circumstances i.e. in furtherance of legitimate purposes, performance of duties or discharge of legal obligations, any Designated Person may be permitted to ‘cross the wall’ and give UPSI to any person on a ‘need to know’ basis.

5. Trading by insiders including promoters, non-individual insiders when in possession of Unpublished Price Sensitive Information shall be governed by Regulation 4 of the “Regulations”.
6. **Trading Plans**
- A. An insider shall be entitled to formulate a trading plan and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan.
- B. Such trading plan shall:–
- i. not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;
  - ii. not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by RGIL and the second trading day after the disclosure of such financial results; the Compliance Officer may consider making the trading restriction period applicable from the end of every quarter till 48 hours after the declaration of financial results.
  - iii. entail trading for a period of not less than twelve months;
  - iv. not entail overlap of any period for which another trading plan is already in existence;
  - v. set out either the value of trades to be effected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be effected; and
  - vi. not entail trading in securities for market abuse.
- C. The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of this Code and Regulations and shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.
- D. The trading plan once approved shall be irrevocable and the insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan. Provided that the implementation of the trading plan shall not be commenced if any Unpublished Price Sensitive Information in possession of the insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation and in such event the Compliance Officer shall confirm that the commencement ought to be deferred until such Unpublished Price Sensitive Information becomes generally available information so as to avoid a violation of this Code or Regulations. It is hereby clarified that in case of Employee Stock Option Plans (“ESOP’s”), exercise of option shall be allowed during the period when the trading window is closed, however, sale of shares allotted on exercise of ESOPs shall not be allowed when trading window is closed.
- E. Upon approval of the trading plan, the Compliance Officer shall notify the plan to the stock exchanges on which the securities of RGIL are listed.
- F. Pre-clearance of trades shall not be required for a trade executed as per an approved trading plan.
- G. Trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

## CHAPTER – IV

### DISCLOSURES OF TRADING BY INSIDERS

#### 7. General provisions

- A. Every public disclosure under this Chapter shall be made within two trading days. The disclosures to be made by any person under this Chapter shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions. The disclosures of trading in securities shall also include trading in derivatives of securities and the traded value of the derivatives shall be taken into account for purposes of this Chapter. Provided that trading in derivatives of securities is permitted by any law for the time being in force.
- B. The disclosures made under this Chapter shall be maintained by RGIL for a minimum period of five years, in such form as may be specified.

#### 8. Disclosures by certain persons

##### A. Initial Disclosures

- a. Every Promoter, member of the promoter group, key managerial personnel and director of RGIL shall disclose his holding of securities in RGIL within thirty days of this policy taking effect, unless the disclosure in this regard has already been made to the Company;
- b. Every person on appointment as a key managerial personnel or a director of RGIL or upon becoming a Promoter or member of the promoter group shall disclose his holding of securities of RGIL as on the date of appointment or becoming a Promoter or member of the promoter group, to the company within seven days of such appointment or becoming a Promoter or member of the promoter group.

##### B. Continual Disclosures

- a. Every Promoter, member of the promoter group, designated person and director of RGIL shall disclose to the company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of 10 (ten) lakh rupees or other such values as may be specified by the Regulations;
- b. The Compliance Officer shall notify the particulars of such trading to the stock exchange on which the securities are listed within two trading days of receipt of the disclosure or from becoming aware of such information.

Explanation. - It is clarified for the avoidance of doubts that the disclosure of the incremental transactions after any disclosure under this sub-regulation, shall be made when the transactions effected after the prior disclosure cross the threshold specified in Regulation 7 (2) (a) of the Regulations.

##### C. Disclosures by other connected persons

RGIL may, at its discretion require any other connected person or class of connected persons to make disclosures of holdings and trading in securities of the company in such form and at such frequency as may be determined by the company in order to monitor compliance with the Regulations.

#### 9. Particulars to be disclosed by Designated Persons

- A. The Designated persons shall be required to disclose names and Permanent Account number, or any other identifier authorized by law of the following persons to the Company on an annual basis and as and when the information changes:



- (a) immediate relatives;
- (b) persons with whom such Designated person(s) shares a Material Financial Relationship; and
- (c) Phone, mobile and cell numbers which are used by them.

**B.** In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one-time basis to the extent possible. In furtherance to Regulation 7(3) of the Regulations, the Company may require entities or persons with whom it has shared UPSI, to make disclosure in relation to their trades, to the Company, in a format prescribed by the Company.

## **CHAPTER – V**

### **10. Principles of Fair Disclosure on Unpublished Price Sensitive Information**

#### **A. RGIL shall**

- i. Make prompt public disclosure of Unpublished Price Sensitive Information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- ii. Ensure uniform and universal dissemination of Unpublished Price Sensitive Information to avoid selective disclosure.
- iii. Compliance Officer / Chief Investor Relations Officer / any other officer designated in this regard shall deal with dissemination of information and disclosure of Unpublished Price Sensitive Information.
- iv. Ensure prompt dissemination of Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- v. Endeavour appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- vi. Ensure that the information shared with analysts and research personnel is not Unpublished Price Sensitive Information.
- vii. Develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
- viii. Ensure that all Unpublished Price Sensitive Information are handled strictly on a need-to-know basis and for legitimate purpose.

**“Legitimate Purpose”** shall include sharing of unpublished price sensitive information in ordinary course of business by an Insider with partners, collaborators/lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.

**B.** Chief Investor Relation Officer shall ensure that the principles of fair disclosures of Unpublished Price Sensitive Information are adopted and adhered to before issuance of any Press Release or during interactions with media, analysts and other investor relations conferences etc.

## CHAPTER – VI

### 11. Trading window

- A. Designated Persons of RGIL shall not deal in any transaction involving the purchase or sale of securities of RGIL either in their own name or in the name of their immediate relatives during the periods mentioned below, when “Trading Window” shall remain closed:

Sl. No.	Events/ Particulars	Restrictive Period	
		From	To
A	Declaration of financial results of first quarter.	To be notified by the Compliance Officer depending upon the date of the Board meeting.	
B	Declaration of Half-yearly financial Results.	To be notified by the Compliance Officer depending upon the date of the Board meeting.	
C	Declaration of first Interim Dividend.	To be decided by Compliance Officer depending upon the record date.	
D	Declaration of financial results of third quarter.	To be notified by the Compliance Officer depending upon the date of the Board meeting.	
E	Declaration of second Interim Dividend.	To be decided by Compliance Officer depending upon the record date.	
F	Declaration of Annual audited financial results and final dividend.	To be notified by the Compliance Officer depending upon the date of the Board meeting.	
G	Any other major events. To be notified by Compliance Officer as and when the relevant proposal is put up to the Board / Committee / Competent Authority with the approval of CMD.		

#### Explanation:

- i. The trading window shall be opened 48 hours after the “Unpublished price Sensitive Information”, for which the trading window is closed, becomes generally available. The Compliance Officer may consider making the trading restriction period applicable from the end of every quarter till 48 hours after the declaration of financial results.
  - ii. The trading window shall also be applicable to any person having contractual or fiduciary relation with the company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the company.
  - iii. The notice of closure and opening of trading window shall be intimated to the Stock Exchanges and uploaded on the intranet and website of RGIL.
- B. The remaining days of a year other than the days mentioned under clause 11(A) above shall be called “Valid Trading Window”. All Designated Persons of RGIL (including those persons covered under explanation (ii) to clause 11(A) shall conduct their dealings in the securities of the Company in “Valid Trading Window” as mentioned above.

- C. The restrictions mentioned in clause 11(A) above shall not be applicable in respect of exercise of an option under Employees Stock Option Scheme (ESOS) or ESOPs. However, shares allotted on exercise of ESOS/ESOPs, shall not be sold during the period mentioned under clause 11(A) when “Trading Window” shall remain closed.

## **12. Pre-clearance of Trades**

- A. All Designated Persons (including those persons covered under explanation (ii) to clause 11 (A)), who intend to deal in the securities of RGIL either in their own name or in the name of their immediate relatives (above the minimum threshold limit mentioned under clause 12 (D) shall obtain preclearance of the transaction as per the pre-dealing procedure as described hereunder. Application for pre-clearance shall be made only during valid trading period. Application submitted during closure of trading window shall be invalid.
- B. Designated Persons (including those persons covered under explanation (ii) to clause 11(A)) shall make pre-clearance application to the Compliance Officer in the format given in Appendix – II. The application shall indicate the estimated number of securities that the Designated Persons (including those persons covered under explanation (ii) to clause 11(A) intends to deal in, the details as to the depository with which he has a security account, the details as to securities in such depository mode and such other details, as may be required by the Compliance Officer from time to time in this behalf.
- C. An undertaking shall be executed in favour of RGIL by such Designated Persons (including those persons covered under explanation (ii) to clause 11(A)). A combined proforma application cum undertaking is annexed to this code as Appendix – II.
- D. The pre-clearance shall not be necessary if the number of shares to be traded is less than 1000 shares in a single transaction or less than 3000 shares in a week. Pre-clearance of trades shall not be required for a trade executed as per an approved trading plan.
- E. Immediately on receipt of the pre-clearance application, the date and time of the receipt of the same shall be recorded thereon. The Compliance Officer shall process the pre-clearance applications and if the pre-clearance application is in accordance and in compliance with the provisions of this Code, the Compliance Officer shall endeavor to communicate the pre-clearance immediately but not later than 2 working days from the time of receiving the application. In the absence of the Compliance Officer, the officer authorized by the Compliance Officer shall give the pre-clearance.
- F. All Designated Persons and their immediate relatives (including those persons covered under explanation (ii) to clause 11(A)) shall execute their order in respect of securities of RGIL within seven trading days after the approval of pre-clearance is given. If the order is not executed within seven trading days after the approval, the Designated Persons and their immediate relatives (including those persons covered under explanation (ii) to clause 11(A)) shall obtain fresh preclearance.
- G. All Designated Persons (including those persons covered under explanation (ii) to clause 11(A)) who buy or sell any number of shares of the Company shall not enter into an opposite transaction i.e. sell or buy any number of shares (including shares allotted in IPO/FPO) during the next six months following the prior transaction. All Designated Persons (including those persons covered under explanation (ii) to clause 11(A)) shall also not take positions in derivative transactions in the shares of the company at any time. The holding period would commence when the securities are actually allotted.

Provided that the above restriction to enter into an opposite transaction shall not be applicable for trades pursuant to exercise of stock options or approved trading plan.

- H. In case the sale of securities is necessitated by personal emergency, the holding period may be waived by the Compliance Officer after recording in writing the reasons in this regard provided that such relaxation does not violate the Regulations.
- I. Should a 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 the Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.
- J. No Designated Persons and their immediate relatives (including those persons covered under explanation (ii) to clause 11(A)) shall apply for pre-clearance of any proposed trade if such Designated Person is in possession of Unpublished Price Sensitive Information even if the trading window is not closed.

### **13. Reporting Requirements for transactions in securities**

- A. All Designated Persons of RGIL shall be required to forward following details of their transactions in securities of RGIL including the transaction in the name(s) of immediate relatives to the Compliance Officer.

#### **Initial disclosure at the time of Joining**

- a) All holdings in securities / position taken in derivatives of RGIL by Designated Persons (including that of immediate relatives) within 2 working days of joining RGIL or on becoming Designated Persons, as the case may be (proforma disclosure form is given at Appendix – III).

#### **Continual disclosure for any Change in shareholding**

- b) Any change in the shareholding (including that of immediate relatives) exceeding 1000 shares, including shares acquired after pre-clearance under clause 12 above, within 2 working days of such change shall be disclosed to the company. Further, such changes are to be reported to Stock Exchanges where RGIL shares are listed if the change exceeds Rs.10 Lakh in value or 25,000 shares or 1% of total shareholding or voting rights, whichever is lower. (proforma disclosure form is given at Appendix – IV);

#### **Annual Disclosure**

- c) Annual statement of all holdings (including that of immediate relatives) in securities /position taken in derivatives of RGIL as on 31<sup>st</sup> March be furnished within 7 days of the close of the financial year (proforma disclosure form is given at Appendix – V)

### **14. Confidentiality of information and procedures to be adopted**

All department of RGIL dealing in confidential information shall adopt and put in place suitable measures (which may include providing restricted access controls, passwords, firewalls, bio-metric access etc.) to ensure that the confidential information in their possession does not get disseminated either directly, indirectly, covertly or overtly. Concerned head of the department shall be responsible to ensure that adequate security measures are implemented at all places which handle / deal in such confidential / Unpublished Price Sensitive Information either frequently or otherwise. All information shall be handled within the organisation on a need-to-know basis and no Unpublished Price Sensitive Information shall be communicated to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of his legal obligations. Due regard to the role and function of the concerned employee shall be had before giving him access to Unpublished Price Sensitive Information, in addition to seniority and professional designation.

## **15. Reporting to Audit Committee and Board of Directors**

The Compliance Officer shall provide a report to the Board of Directors through the Audit Committee with regard to implementation and operation of this Code periodically and at least once in every financial year.

## **16. Maintenance of Records & Registers**

### **A. The Compliance Officer shall maintain:**

- i. Register of the periods of "Closure of Trading Window", wherein he shall record the date of closure and opening of the trading window and purpose for which trading window is closed. A proforma of the register of periods of closure of Trading Window is given at Appendix - VI.
- ii. Register of Pre-clearance for trading in Securities of RGIL and record therein the name and designation of the Designated Persons submitting the application, date of the application, date & time of receipt of the application, nature of the transaction, number of securities, consideration value, name of the immediate relatives, if the transaction is in the name of the immediate relatives and date & details of the actual transaction. A proforma of the Register of Pre-clearance for Trading in Securities of RGIL is given at Appendix – VII.
- iii. Register of Waiver of restriction on holding investment in the securities of RGIL and shall record thereon the name of the Designated Persons/details of securities for which waiver is granted, date of waiver and the ground of the waiver. A proforma of the Register of Waiver is given at Appendix – VIII.
- iv. Register of Designated Personas per proforma given at Appendix – IX.
- v. Records of all the declarations in the appropriate form given by the Designated Persons and their immediate relatives for a minimum period of three years.
- vi. Three separate Registers for recording the Initial disclosure, continual disclosure and Annual disclosure received under sub-clause 13 (A) above. Proforma of the Registers to be maintained are given in Appendix - X.

## **17. Violation**

### **A. Penalty for contravention of Code of Conduct**

Subject to applicable law, any Director/ Officer designated employee who trades in securities of RGIL or communicates any information for trading in securities of RGIL in contravention of this Code may be penalized and appropriate action may be taken by the Competent Authority. Directors, Officers and employees of RGIL who violate the Code of Conduct shall also be subject to disciplinary action by the Competent Authority.

### **B. Power of SEBI**

The action by RGIL shall not preclude SEBI and other authorities from taking any action in case of violation of the Regulations.

### **C. Information to SEBI in case of violation of the Regulations**

If the Compliance Officer observes any violation of the Regulations, the Compliance Officer shall inform SEBI promptly of such violation after obtaining the approval of the Audit Committee.

## APPENDIX – I

### **“IMMEDIATE RELATIVE”**

In terms of Regulation 2 (1) (f) of the SEBI (Prohibition of Insider Trading) Regulations, 2015

"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”**

In terms of Regulation 2 (1) (g) of SEBI (Prohibition of Insider Trading) Regulations, 2015 the term "Insider" means any person who is:

- (a) A connected person; or
- (b) In possession of or having access to unpublished price sensitive information.

## APPENDIX – II

### APPLICATION FOR PRE-CLEARANCE OF TRADING IN SECURITIES

(In terms of clause 12 (B) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited, (RGIL)

To

The Compliance Officer  
Rotographics (India) Limited  
E-49/303, Dazall House,  
Jawahar Park, Laxmi Nagar,  
New Delhi - 110092

Dear Sir,

I, Shri/Smt. \_\_\_\_\_ a Designated Person of Rotographics (India) Limited intend to carry out transaction(s) in the shares of Rotographics (India) Limited as per the details given below:-

Name & Designation of the Designated Persons:

Department of Designated Persons:

Date of Joining / becoming Designated Person:

S.No	No. of shares held (including by immediate relative(s)) as on the date of application	Folio No. / DP ID & Client ID	Nature of new transaction for which approval is sought	Estimated number of securities to be dealt	Estimated consideration value	Whether proposed transaction is in the name of self or in the name of immediate relatives	Name of the immediate relative(s)/ relationship, if the transaction is in the name(s) of the immediate relative(s)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)

Note: The Designated officer shall also include particulars with regard to trading which he proposed to take up in derivatives in the aforesaid application.

### **UNDERTAKING**

In this connection I solemnly confirm and declare:

- THAT I do not have access and/or have not received any Unpublished Price Sensitive Information up to the time of signing the undertaking;
- 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 of any change in my position and that I shall completely refrain from dealing in the securities of the RGIL till the time such information becomes public;
- THAT I have not contravened the Code of Conduct for prohibition of insider trading as notified by the RGIL from time to time.

- d) THAT I hereby confirm that I abide by the provisions of clause 12 (G) of the Code with regard to time norms for holding/buying/selling securities 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 clause 12 of the Code of Conduct for prohibition of insider trading in dealing with the securities of Rotographics (India) Limited (RGIL).

Signature:

Date:

Name:

Place:

Designation:

**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/Authorised Officer



**APPENDIX – III**

**PROFORMA FOR INITIAL DISCLOSURE OF DETAILS OF SHARES HELD BY  
DESIGNATED PERSONS**

(In terms of clause 13 (A) (a) of the Code of Internal Procedures and Conduct for Prohibition  
of Insider Trading in Dealing with the Securities of Rotographics (India) Limited (RGIL)

To

The Compliance Officer  
Rotographics (India) Limited  
E-49/303, Dazall House,  
Jawahar Park, Laxmi Nagar,  
New Delhi - 110092

Dear Sir,

I, Shri /Smt. \_\_\_\_\_ Designated Person of Rotographics (India) Limited furnish below the details of shareholding in Rotographics (India) Limited as on \_\_\_\_\_ in my name and/or in the name(s) of my immediate relatives in terms of clause 13.1(a) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited (RGIL).

**FORM – A**

- I. Name & Designation of the Designated Person:
- II. Department of Designated Person:
- III. Date of Joining/ becoming Designated Person:
- IV. Name, PAN and Contact No. (Land line and Mobile) of Immediate Relatives\* of the Designated Person:

Sl. No.	Name	Relationship	PAN	Contact No.
1.				
2.				
3.				
4.				

- V. Name, PAN and Contact No. (Land line and Mobile) of the person having a material financial relationship with Designated Person:

Sl. No.	Name	PAN	Contact No.
1.			
2.			
3.			
4.			

- VI. Name of the Educational Institution from which the Designated Person is graduated:

- VII. Name of the past employer of the Designated Person:

## **FORM – B**

Details of shares held or positions taken in derivatives by Director or Officer of a listed company and his immediate relatives

Name, PAN & Address of Director / Officer/ immediate relative(s)	Date of assuming office of Director / Officer	No. & % of shares/ voting rights held at the time of becoming Director/ Officer	Date of intimation to company	Mode of acquisition (market purchase / public/ rights/ preferential Offer etc.)	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the Trade was executed	Buy Quantity	Buy value

Note: The above table shall be applicable with suitable modifications for disclosure of position taken in derivatives also.

Signature:

Date:

Place:

*\*\*“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 insecurities.*

*#“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.*

**APPENDIX – IV**  
**PROFORMA FOR DISCLOSURE OF CHANGE IN SHARE HOLDING HELD BY**  
**DESIGNATED PERSON**

(In terms of clause 13 (A) (b) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited (RGIL))

To

The Compliance Officer  
 Rotographics (India) Limited  
 E-49/303, Dazall House,  
 Jawahar Park, Laxmi Nagar,  
 New Delhi - 110092

Dear Sir,

I, Shri /Smt. \_\_\_\_\_ Director/Officer/Designated Person of Rotographics (India) Limited furnish below the details of transactions of my own/ immediate relatives in terms of Regulation 2(1)(f) of SEBI (Prohibition of Insider Trading) Regulations, 2015 in the shares of Rotographics (India) Limited exceeding 1000 shares during the period from \_\_\_\_\_ to \_\_\_\_\_ as required under clause 13(A)(b) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited(RGIL).

Name & Designation of the Designated Person:

Department of Designated Person:

Date of Joining/ becoming Designated Person:

I hereby confirm that I abide by the provisions of clause 12(G) of the Code with regard to time norms for holding /buying/selling securities.

**Form D**

Details of Change in Shareholding by Director or Officer of a Listed Company and his immediate relatives

Name, PAN & Address of Director/ Officer	No. & % of shares/ voting rights held by the Director/ Officer	Date of receipt of allotment advice/ acquisition/sale of shares/ voting rights	Date of Intimation to company	Mode of acquisition (market purchase / public / rights/P referential offer etc.)	No. & % of shares/post acquisition/ voting rights sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy Quantity	Buy value	Sell Quantity	Sell value

Note:

The above table shall be applicable with suitable modifications to disclosure for position taken in derivatives also.

Signature:

Date:

Place:

## APPENDIX – V

### PROFORMA FOR ANNUAL DISCLOSURE OF SHAREHOLDING OF DESIGNATED PERSON

(In terms of clause 13(A)(C) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited(RGIL))

To

The Compliance Officer  
Rotographics (India) Limited  
E-49/303, Dazall House,  
Jawahar Park, Laxmi Nagar,  
New Delhi - 110092

Dear Sir,

I, Shri /Smt. \_\_\_\_\_ Designated Person of Rotographics (India) Limited furnish below the details of transaction(s) in the shares of Rotographics (India) Limited during the financial year \_\_\_ as well as shareholding as on 31<sup>st</sup> March \_\_\_\_\_.

#### **FORM – A**

- I. Name & Designation of the Designated Person:
- II. Department of Designated Person:
- III. Date of Joining/ becoming Designated Person:
- IV. Name, PAN and Contact No. (Land line and Mobile) of Immediate Relatives\* of the Designated Person:

Sl. No.	Name	Relationship	PAN	Contact No.
1.				
2.				
3.				
4.				

- V. Name, PAN and Contact No. (Land line and Mobile) of the person having a material financial relationship<sup>#</sup> with Designated Person:

Sl. No.	Name	PAN	Contact No.
1.			
2.			
3.			
4.			

- VI. Name of the Educational Institution from which the Designated Person is graduated:

- VII. Name of the past employer of the Designated Person:

## **FORM – B**

I. Details of transaction/shareholding in own name

No. of shares held as on 01.04.2018 (date of previous disclosure)	Date of transaction	Details of shares purchased during the year		Details of shares sold during the year		No. of shares held as on 31.03.2019 (date of present disclosure)	Folio No./ DPID/ Client ID
		No	Value (Rs)	No.	Value (Rs)		

II. Details of transaction/shareholdings of immediate relatives.

Name of the immediate relative	No. of shares held as on 01.04.2018	Details of shares purchased during the year		Details of shares sold during the year		No. of shares held as on 31.03.2019	Folio No./ DPID/ Client ID
		No.	Value (Rs)	No.	Value (Rs)		

Note: The above table shall be applicable with suitable modifications for disclosure of position taken in derivatives also.

I hereby confirm that I abide by the provisions of clause 12.7 of the Code with regard to time norms for holding /buying/selling securities

Signature:

Date:

Place:

*\*\*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 insecurities.

*#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.

**APPENDIX - VI**

**REGISTER OF PERIODS OF CLOSURE OF TRADING WINDOW**

(In terms of clause 16 A (i) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited (RGIL))

<b>Sl. No.</b>	<b>Purpose</b>	<b>Date of Notifying Closure of Trading Window</b>	<b>Start date of closure of Trading Window</b>	<b>Date of Notifying Opening of Trading Window</b>	<b>Date of Opening of Trading Window</b>	<b>Remarks</b>

**APPENDIX – VII****REGISTER OF PRE-CLEARANCE FOR TRADING IN SECURITIES**

(In terms of clause 16 A (ii) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited(RGIL))

<b>Sl. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Department</b>	<b>Date &amp; time of Receipt of Preclearance Application</b>	<b>Nature of Transaction (purchase or Sale)</b>	<b>Estimated Number of Securities Indicated in the Application</b>
1	2	3	4	5	6	7

<b>Estimated Consideration value Indicated In The Application</b>	<b>Name of the Immediate Relative(s) if The Transaction Is in the Name of the Immediate Relative(s)/ Relationship</b>	<b>Date of Communication of the Clearance By the Compliance officer</b>	<b>Reasons For non Clearance, If not Cleared</b>	<b>Date of placing before the Committee</b>	<b>Number of Securities Actually Traded, if Intimated</b>	<b>Remarks</b>
8	9	10	11	12	13	14

Note: The above table shall be applicable with suitable modifications to clearances given for trading in derivatives also.

**APPENDIX - VIII**

**REGISTER OF WAIVER OF RESTRICTION FOR DISPOSAL OF SECURITIES**

(In terms of clause 16 A (iii) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited(RGIL))

<b>Sl. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Department</b>	<b>Name of the Immediate Relative(s), if the Shares held in the name of Immediate Relative(s)</b>	<b>Number of Shares</b>	<b>Consideration value</b>	<b>Reasons for Waiver</b>	<b>Date of Waiver</b>	<b>Remarks</b>

Note: The above table shall be applicable with suitable modifications to disclosure for position taken in derivatives also





**APPENDIX - X****REGISTER OF DISCLOSURE OF SHAREHOLDING BY DESIGNATED PERSONS**

(In terms of clause 16 A (vi) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of Rotographics (India) Limited(RGIL))

Name & Designation of the Designated Person:

Department of Designated Employee:

Date of Joining/ becoming Designated Person:

<b>INITIAL DISCLOSURE</b>					
<b>Sl. No.</b>	<b>Date of receipt of information</b>	<b>Number of Securities (RGIL)</b>	<b>Date of acquisition</b>	<b>Consideration Value (Rs.)</b>	<b>Name of the immediate relative(s)/ relationship if securities held in the name of immediate relative(s)</b>
1	2	3	4	5	6

<b>CHANGE IN HOLDING</b>					
<b>Date of receipt of information</b>	<b>Number of Securities (RGIL)</b>	<b>Date of transaction</b>	<b>Nature of transaction (purchase/sale)</b>	<b>Consideration Value (Rs.)</b>	<b>Name of the immediate relative(s) /relationship if securities held in the name of immediate relative(s)</b>
7	8	9	10	11	12

<b>YEAR END DISCLOSURE</b>				
<b>Date of receipt of information</b>	<b>Number of Securities (RGIL)</b>	<b>Aggregate Value (Rs.)</b>	<b>Name of the immediate relative(s)/ relationship if securities held in the name of immediate relative(s)</b>	<b>Remarks</b>
13	14	15	16	17

## ROTOGRAPHICS (INDIA) LIMITED

### Policy on procedures to be followed while conducting an inquiry in the event of leak or suspected leak of unpublished price sensitive information (Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015)

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- I. This “Policy on procedures to be followed while conducting an inquiry in the event of leak or suspected leak of unpublished price sensitive information”, as may be amended from time to time (the “**Policy**”) has been formulated under Regulation 9A(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended (the “**Insider Trading Regulations**”), with an objective to put in place a framework for inquiry in the event of leak or suspected leak of unpublished price sensitive information.

## II. DEFINITIONS

For the purpose of this Policy, unless the context otherwise requires, the following words, expressions and derivations there from shall have the meanings assigned to them as under:

- (a) “**Board of Directors**” or “**Board**” shall mean the Board of Directors of the Company;
- (b) “**Insider Trading Regulations**” shall mean the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
- (c) “**Policy**” shall mean this “Policy and procedures for inquiry in case of leak or suspected leak of unpublished price sensitive information”, as amended from time to time, formulated under Regulation 9A(5) of the Insider Trading Regulations;
- (d) “**Unpublished Price Sensitive Information**” or “**UPSI**” shall mean any information, relating to the 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 the securities and shall, ordinarily including but not restricted to, information relating to the following:
- financial results;
  - dividends;
  - change in capital structure;
  - mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions; and
  - changes in key managerial personnel.

Words and expressions used and not defined herein shall have the meanings assigned to them in the Insider Trading Regulations.

## III. INQUIRY COMMITTEE

The Board shall constitute a committee namely “Inquiry Committee” which shall comprise of Director (Operations), Director (Technical) and Director (Finance) (the “**Inquiry Committee**”), who shall:

- (a) deal with any leak of UPSI or suspected leak of UPSI, upon becoming aware of such leak;
- (b) conduct inquiries as laid out in this Policy in case of such leaks or suspected leaks and inform the Board promptly of such leaks, inquiries and result of such inquiries.

#### IV. NO CONFLICT OF INTEREST

Before commencement of any Inquiry under this Policy, each member of the Inquiry Committee will confirm to the Chairman of the Board of Directors that he/she has not direct or indirect conflict of interest in conducting the inquiry against the Relevant Person or Persons.

#### V. QUORUM OF THE INQUIRY COMMITTEE PROCEEDINGS

While conducting an inquiry, a minimum of two members of the Inquiry Committee shall be present either in person or through electronic mode. The Inquiry Committee may designate additional persons or third parties to also attend and participate in an inquiry conducted by the Inquiry Committee. If a minimum of two members of the Inquiry Committee are not present or not available, or any member of the Inquiry Committee is under investigation, then any of the members of the Board shall have the power to nominate alternate member(s) in place of the member who is not available or cannot be present to conduct the inquiry.

#### VI. INQUIRY PROCESS

- (a) Upon receipt of information or upon becoming aware of a leak or suspected leak of UPSI, the Inquiry Committee shall send details of the information to be sought to the head of the relevant department viz., finance, company secretarial department etc., which had access to the UPSI or to which the UPSI is related (“**Relevant Person**”). The indicative list of questions and information to be sought from the Relevant Person are given in **Annexure A** to this Policy.
- (b) The Inquiry Committee may appoint external advisers as consultants as may be necessary to assist them in the inquiry.
- (c) The Inquiry Committee can separately obtain from the IT department, all emails and records of the relevant persons in the department where the leak could have originated and any other information as it deems fit from other departments of the Company.
- (d) The Relevant Person shall file its reply to the information sought by the Inquiry Committee, along with the list of documents, names and addresses of persons with whom the information may have been shared etc., within the period stipulated by the Inquiry Committee.
- (e) The Relevant Person may be required by the Inquiry Committee to produce any Company account statements, demat account statements, transaction statements or any other document, for the Relevant Person as well as for the Relatives, if applicable.
- (f) The Inquiry Committee will give an opportunity of being heard to the Relevant Person.
- (g) The Inquiry Committee shall make transcripts or records of proceedings of meetings with Relevant Persons and ensure that requisite information and documentation is made available to the Board.
- (h) Upon perusal of information provided by the Relevant Person and pursuant to the inquiry proceedings, the Inquiry Committee shall submit its report and recommendations to the Board. Such inquiry shall be completed by the Inquiry Committee in a timely manner.
- (i) The Board shall take such action as prescribed under the code of conduct to regulate, monitor and report trading by insiders as well as the Insider Trading Regulations.

- (j) During the pendency of the inquiry proceedings, the Inquiry Committee may restrain the Relevant Person from accessing the documents/emails, from which the Inquiry Committee believes, the leak or suspected leak originated and may give any other directions as it may deem fit.

## **VII. POWERS OF THE INQUIRY COMMITTEE**

- (a) The Inquiry Committee shall have the powers to summon and enforce the attendance of any person and conduct an examination, request the discovery and production of documents and / or any other matter which may be prescribed and deemed necessary for the inquiry process.
- (b) Any refusal by any employee of the Company to attend the inquiry proceedings when summoned or to provide to the Inquiry Committee any documents and / or information within his / her power or possession shall constitute misconduct, rendering such employee for adverse action as the Inquiry Committee or Board may deem fit.
- (c) The Inquiry Committee itself may, suo moto, call for the details of any leak or suspected leak of USPI or upon receipt of any such information, may investigate or deal with such matter per this Policy. The Inquiry Committee may seek information from the IT department including details of the persons accessing personal email id from office computers, from where the USPI may have been leaked, or seek information/documents from any other department of the Company, as the Inquiry Committee may deem fit.
- (d) The Inquiry Committee shall have the right to terminate the inquiry proceedings or to give an ex-parte decision on the Relevant Person, if the Relevant Person fails, without sufficient cause, to present themselves, for any meeting convened by the Inquiry Committee.
- (e) The Inquiry Committee may also direct the Relevant Person not to delete/erase records from the mobile devices in use by the Relevant Person and also submit such mobile device(s) to the Inquiry Committee for inspection.

## **VIII. AUTHORITY TO MAKE ALTERATIONS**

- (a) The Board is authorised to make such alterations to this Policy from time to time as considered appropriate.
- (b) The provisions of the Policy have to be read along with the Insider Trading Regulations and if there is any inconsistency/contradiction between the two, the provisions of the Insider Trading Regulations shall prevail.

The indicative list of questions and information that may be sought from the Relevant Person are given below:

- Relevant Person to provide details of documents/files/information shared with different team members and also provides details of the medium through which such information was shared i.e. email, common access controlled shared folders, password protected files, etc.
- Relevant Person to provide a detailed timeline from which it was made aware of the UPSI till the date of receipt of notice of information sought from the Inquiry Committee.
- Relevant Person to evaluate role of each and every employee including employee from the support function who were part of the meetings in which UPSI was discussed and whether the Relevant Person noticed any suspicious activity on part of all persons attending these meetings.
- Relevant Person to provide details of all trading activities undertaken by it and its relatives.
- Whether the Relevant Person is aware of any activity of a person in its department who may be involved in the said leak of UPSI.
- Whether adequate safeguards per existing procedures were undertaken by the Relevant Person while dealing with UPSI.
- Whether access to the room where the documents in relation to UPSI were stored, was given to a limited set of authorized personnel.
- Whether the documents in relation to UPSI were disposed of in a proper manner.
- Whether access to the internet/USB drive was provided on computers on which sensitive data regarding UPSI was stored.