



Office of Company Secretary
Mangalore Refinery and Petrochemicals Limited
(A Subsidiary of Oil and Natural Gas Corporation)
Website: www.mrpl.co.in Email: dinesh@mrpl.co.in
CIN: L85110KA1988GOI008959

22/08/2016

All Directors, Designated Persons and Connected Persons (as prescribed in "The Code of Internal Procedures and Conduct for Prohibition of Insider Trading in dealing with the securities of MRPL.")

Subject: Notice for closure of Trading window.

Notice is hereby given that the "Trading window" for dealing in shares of MRPL, shall remain closed from 26th August, 2016 in view of consideration and approval of the Unaudited Financial Results for the first quarter ended 30th June, 2016 by the Board of Directors at its meeting scheduled for Saturday, the 03rd September, 2016. The Trading Window will open 48 hours after the announcement of the Unaudited Financial Results for the first quarter ended 30th June, 2016.

Pursuant to clause 10.1 of the "Code of Internal Procedures and Conduct for Prohibition of Insider Trading in dealing with the securities of MRPL", all Directors, Designated Persons and Connected Persons shall not deal in MRPL shares, either in their own name or in the name of their dependents, during the closure of the Trading window.


Dinesh Mishra
Company Secretary

Note: "The Code of Internal Procedures and Conduct for Prohibition of Insider Trading in dealing with the securities of MRPL." is available at www.mrpl.co.in and Intranet.

Definitions of Connected Persons & Designated Persons attached as annexure for reference.

DEFINITIONS OF TERMS USED

"**Connected Person**" means,-

- (i) any person who is or has during the six months prior to the concerned act been associated with MRPL, 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 MRPL or holds any position including a professional or business relationship between himself and MRPL whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.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 authorized by the Board; or
 - (i) a banker of MRPL; or
 - (j) a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of MRPL or his immediate relative or banker of MRPL, has more than ten per cent of the holding or interest;

“Designated Persons” shall include -

- (a) All members of the Board of Directors, all executives of MRPL of the level of Group General Managers.
- (b) All Key Executives, not covered in (a) above, as designated by the Executive Committee of MRPL from time to time.
- (c) All employees of the Offices of Managing Director, Director (Finance) and Director (Refinery).
- (d) All employees of Finance & Accounts, Corporate Communications, TS,CP&BD, Marketing and Secretarial Department;
- (e) Any other employee of MRPL to be notified by the Compliance Officer, from time to time, with the approval of the Board;
- (f) Dependent family members of (a) to (e) above.
- (g) Connected Person and Insiders having possession of unpublished price sensitive information
