



**DEPUTY GENERAL MANAGER  
INTEGRATED SURVEILLANCE DEPARTMENT**

**SEBI/HO/ISD/ISD-PoD-2/P/OW/2023/0000029686/1  
July 25, 2023**

**Mr Salim Jhumka**  
Rama Mines (Mauritius) Ltd  
C/o Port Louis Management Services Ltd  
3<sup>rd</sup> Floor, Harbour Front Building,  
President John Kennedy Street  
Port Louis, Mauritius

Sir,

**Sub: Request for an Interpretative Letter under the Securities and Exchange Board of India (Informal Guidance) Scheme, 2003**

1. This has reference to the letter dated May 18, 2023 seeking an interpretive letter under the Securities and Exchange Board of India (Informal Guidance) Scheme, 2003.
2. In the said letter, you have inter alia made the following submissions:
  - 2.1. Rama Mines (Mauritius) Ltd. {"RMML"} and Australian Indian Resources Ltd., Australia ("AIRL") are promoters of Deccan Gold Mines Ltd. ("DGML"). DGML is a company incorporated under Companies Act, 1956 and equity shares of same are listed on BSE Ltd..
  - 2.2. Yandal Investments Pty. Ltd. ("YIPL") holds 48.98% shares of RMML and 22.45% of AIRL. Halcyon Investments Ltd. ("HIL") holds 24.75% of RMML and 30.88% of AIRL.
  - 2.3. AIRL was allotted shares of DGML on Mar 02, 2023 which are subject to a lock-in for a period of 18 months.
  - 2.4. RMML proposes to sell equity shares of DGML in the open market (stock exchange platform).
3. You have sought guidance in the form of interpretive letter to the following query:

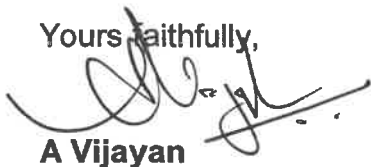
*Whether provision of contra-trade apply to trades made by an individual promoter or whether the entire category of Promoter & Promoter Group is considered for the same. E.g. if an entity*



*in the Promoter Group has acquired shares (Purchase by AIR in this case on Mar 2, 2023), then whether the restriction on contra trade apply to it separately or will it apply to the entire Promoter & Promoter Group (which includes RMML).*

4. Without necessarily agreeing with the analysis given in your letter under reference, the interpretation on the above query is as under:
  - 4.1. Consequent to the provisions of regulation 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") and clause 3 and 10 of Schedule B of the PIT Regulations, provision of contra trade restrictions may apply to trades made by the promoter individually.
  - 4.2. However, in this case, both promoters of DGML i.e. RMML & AIRL are corporates which in turn have common promoter shareholders (i.e., HIL and YIPL) with majority shareholding in RMML & AIRL. Thus RMML and AIRL are being controlled by same corporates.
  - 4.3. Therefore, in the instant matter, provision of contra trade restrictions shall apply to RMML and AIRL jointly i.e., if AIRL has purchased the shares of DGML then restriction on contra trades shall apply to AIRL as well as RMML.
5. Further, vide your letter under reference, you have requested for confidentiality in respect of your application. Accordingly, it has been decided that the letter issued to you in this matter will not be made public for a period of 90 days from the date of issuance of this letter.
6. This position is specific to the information furnished in the letter under reference. Different facts or conditions may entail different interpretation. Further, this letter does not contain any decision of the Board on the queries referred.
7. It may also be noted that the above views are expressed only with respect to the clarification sought in the letter under reference with respect to the PIT Regulations and do not affect the requirements or applicability of any of the provisions of law including the Securities and Exchange Board of India Act, 1992 and the Rules, Regulations, Guidelines or Circulars framed thereunder that are administered by the Securities and Exchange Board of India or of the laws administered by any other authority.

Yours faithfully,



A Vijayan