



**CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING
OF
PARAMATRIX TECHNOLOGIES LIMITED
(Formerly known as "Paramatrix Technologies Private Limited")**

Registered Office: E-102, 1st Floor, Sanpada Railway Station Complex, Sanpada, Navi
Mumbai - 400705, Maharashtra, India

CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING

Paramatrix Technologies Limited (herein after referred to as the "Company") is committed to the preserving the confidentiality and preventing the misuse of any un-published price sensitive information. The Company is further committed to adherence to all the applicable laws and regulations set forth by the Securities and Exchange Board of India ("SEBI") or the Stock Exchanges with regards to prevention of insider trading.

The Board of Directors of the Company has adopted this Code of Conduct for Prohibition of Insider Trading to comply with the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.

Trading on insider information is not only illegal, but also tarnishes corporate credibility of the Company. The Company is committed to ensuring transparency and fairness in dealing with all stakeholders of the Company.

Pursuant to regulation 9(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereof, the Board of Directors of the Company hereby adopts the "**Code of Conduct for regulating, monitoring and reporting of trading by Designated Persons**".

This policy shall be applicable to all Insiders (as defined herein) of the Company including designated persons and immediate relatives of designated persons as defined in this policy. The SEBI Regulations prohibit an Insider from Trading in the securities of a company listed on any stock exchange when in possession of any unpublished price sensitive information.

1. OBJECTIVE

The objective of the Code is to regulate, monitor and report trading by Designated Employees and other Connected Persons towards achieving compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended. This Code shall apply to all Insiders, including Designated Persons and their immediate relatives.

2. DEFINITIONS

As used in this code:

- (a) "**Act**" means the Securities and Exchange Board of India Act, 1992, as amended from time to time;
- (b) "**Board**" means the **Board** of Directors of the Company;
- (c) "**Compliance Officer**" means any senior officer, designated so and reporting to the board of directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the Insider Trading 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 these regulations under the overall supervision of the board of directors of the listed company or the head of an organization, as the case may be. "Financially literate" shall mean the ability to read and understand basic financial statements i.e., balance sheet, profit and loss account, and statement of cash flows;

(d) **"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 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 authorized by SEBI; or
- (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;

(e) **"Designated Persons"** means a person occupying any of the following position in the Company:

- (i) Promoters and members of the Promoter Group of the Company
- (ii) Directors
- (iii) Key Managerial Personnel
- (iv) Senior Management Personnel
- (viii) Any other key person, who in the opinion of the Compliance Officer in consultation with the Board be considered to be a 'Designated Person'.

(f) **"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis;

(g) **"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;

(h) **"Informant"** means an individual(s), who voluntarily submits to SEBI a voluntary information disclosure form relating to an alleged violation of insider trading laws that has occurred, is occurring or has a reasonable belief that it is about to occur, in a manner provided under these regulations, regardless of whether such individual(s) satisfies the requirements, procedures and conditions to qualify for a reward;

- (i) **"Insider"** means any person who is:
(i) a connected person; or
(ii) in possession of or having access to unpublished price sensitive information;
- (j) **"Insider Trading Regulations/ Regulations"** means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
- (k) **"Key Managerial Personnel"** in relation to the Company, means-
- the Chief Executive Officer or the Managing Director or the manager;
 - the Company Secretary;
 - the Whole-time Director;
 - the Chief Financial Officer;
 - such other officer as may be prescribed
- (l) **"Promoter"** shall have the meaning assigned to it under Regulation 2(1)(oo) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended;
- (m) **"Promoter Group"** shall have the meaning assigned to it under Regulation 2(1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended;
- (n) **"Proposed to be Listed"** shall include securities of an unlisted company:
(i) if such unlisted company has filed offer documents or other documents, as the case may be, with SEBI, stock exchange(s) or registrar of companies in connection with the listing; or
(ii) if such unlisted company is getting listed pursuant to any merger or amalgamation and has filed a copy of such scheme of merger or amalgamation under the Companies Act, 2013;
- (o) **"Reward"** means any gratuitous monetary amount for which an Informant is declared eligible as per the provisions of these regulations;
- (p) **"Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956, as amended;
- (q) **"Specified"** means specified by SEBI in writing;
- (r) **"Takeover Regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended;
- (s) **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- (t) **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;
- (u) **"Unpublished Price Sensitive Information"** means any information, relating to a 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: -
i) financial results;
ii) dividends;
iii) change in capital structure;
iv) mergers, de-mergers, acquisitions, delistings, disposals and expansion of

business and such other transactions;
v) changes in key managerial personnel.

Words and expressions used and not defined in this Code of Conduct but defined in the Insider Trading Regulations, Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

3. COMPLIANCE OFFICER

- a. The Compliance Officer shall report to the Board. All reports with regard to the Insider Trading Regulations or the Code shall be submitted to the Chairman of the Audit Committee. Such reports shall be provided every quarter.
- b. The Compliance Officer shall assist all employees in addressing any clarifications regarding the Insider Trading Regulations and the Company's Code of Conduct.
- c. In the absence of the Compliance Officer for any reason, any senior officer, reporting to the Board or the CEO, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the Regulations, shall carry out the responsibilities of the Compliance Officer as required under this Code, and the Regulations.

4. COMMUNICATION OR PROCUREMENT OF UNPUBLISHED PRICE SENSITIVE INFORMATION

It would be governed in terms of regulation 3 of chapter II of the Regulations as amended from time to time.

5. RESTRICTION ON TRADING WHEN IN POSSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION

It would be governed in terms of regulation 4 of chapter II of the Regulations as amended from time to time.

6. RESPONSIBILITIES OF DESIGNATED PERSONS

All Designated Persons and their Immediate Relatives shall maintain strict confidentiality with respect to all Unpublished Price Sensitive Information.

a. Need to Know

- Unpublished Price Sensitive Information is to be handled on a "need to know" basis, i.e., Unpublished Price Sensitive Information should be disclosed only to those within and outside the Company who need to know such Unpublished Price Sensitive Information to discharge their duty and whose possession of such Unpublished Price Sensitive Information will not give rise to a conflict of interest or appearance of misuse thereof. No Unpublished Price Sensitive Information shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations, or in any other manner which is contrary to Regulation 3 of the Insider Trading Regulations. It is clarified that the term 'legitimate purpose', shall have the same meaning as provided under the Company's policy on '**Code of Fair Practices & Disclosure**'.

- While communicating or allowing access to the Unpublished Price Sensitive Information, the Designated Person(s) is required to give due notice to such person(s) with whom the Unpublished Price Sensitive Information is shared, to maintain confidentiality of such Unpublished Price Sensitive Information in compliance with the Regulations and the Code.

b. Chinese Walls

- Additionally, while dealing with or handling Unpublished Price Sensitive Information within the Company, the Company shall establish policies, procedures, and physical arrangements (collectively “**Chinese Walls**”) designed to manage confidential information and prevent the inadvertent spread and misuse of Unpublished Price Sensitive Information, or the appearance thereof.
- Chinese Walls shall be used to separate areas that have access to Unpublished Price Sensitive Information (“**Insider Areas**”) from those who do not have such access (“**Public Areas**”) within the Company.
- Where Chinese Walls arrangements are in place persons working within an Insider Area are prohibited from communicating any Confidential or Unpublished Price Sensitive Information to any person in Public Areas without the prior approval of the Compliance Officer.
- Persons in Insider Areas have a responsibility to ensure the Chinese Wall is not breached deliberately or inadvertently. Known or suspected breaches of the Chinese Wall must be referred to the Compliance Officer immediately.
- A person may cross the Chinese Wall to enter the Insider Areas only with the prior approval of the Compliance Officer, and would be subject to all restrictions that apply to such areas.
- The establishment of Chinese Walls does not suggest or imply that Unpublished Price Sensitive Information can circulate freely within Insider Areas. This provision shall be applicable within Insider Areas as well.

7. TRADING PLANS

- a. All Designated Persons and their Immediate Relatives shall be entitled to formulate a trading plan in accordance with the principles set out in in this code read with the Insider Trading regulations. The Trading Plan so formulated shall be presented to the Compliance Officer and for public disclosure and such Designated Person(s) or their Immediate Relative(s) may Trade only in accordance with their Trading Plan.
- b. The Trading Plan shall:
 - not entail commencement of trading on behalf of the Designated Person or their Immediate Relatives earlier than 3 (Three) months from the public disclosure of the Trading Plan;
 - not entail overlap of any period for which another trading plan is already in existence
 - set out either the value of trade to be effected or the number of securities to be traded;
 - nature of the trade;
 - either specific date or time period not exceeding five consecutive trading days;

- price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:

a. **for a buy trade:** the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;

b. **for a sell trade:** the lower price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent lower than such closing price. The price limit shall be rounded off to the nearest numeral. Price Limit shall be an optional field. Designated Person shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the Designated Person, the trade shall not be executed

Designated Persons and their Immediate Relatives may make adjustments, with the approval of the compliance officer, in the number of securities and price limit in the event of corporate actions related to bonus issue and stock split occurring after the approval of trading plan and the same shall be notified on the stock exchanges on which securities are listed.

- not entail trading in securities for market abuse.
- c. The Compliance Officer shall review the Trading Plan to assess whether such plan would have any potential for violation of the Insider Trading Regulations and shall be entitled to seek such express undertaking 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 Designated Person or his Immediate Relative who has formulated the said Trading Plan, shall mandatorily have to implement the Trading Plan and shall not be entitled to deviate from it or to execute any trade outside the scope of the Trading Plan, except due to permanent incapacity or bankruptcy or operation of law. Provided that the implementation of the trading plan shall not be commenced if any unpublished price sensitive information in possession of the designated Person at the time of formulation of the plan has not become generally available at the time of the commencement of implementation.
- e. Pre-clearance of trades shall not be required for a trade executed as per an approved trading plan.

8. PROCESS TO BE FOLLOWED IN CASE OF NON-IMPLEMENTATION OF TRADING PLAN

- a. The insider shall intimate non-implementation (full/partial) of trading plan to the compliance officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
- b. Upon receipt of information from the insider, the compliance officer, shall place such information along with his recommendation to accept or reject the submissions of the insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
- c. The decision of the Audit Committee shall be notified by the compliance officer on the same day to the stock exchanges on which the securities are listed.

9. TRADING WINDOW

- a. The Compliance Officer shall specify a trading period for trading in the Securities.
- b. The Compliance Officer shall intimate the closure of trading window to all the designated persons or class of designated persons of the Company when he determines that a designated persons or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information. Designated persons and their immediate relatives shall not trade in securities when the trading window is closed.
- c. Trading restriction period shall be made applicable from the end of every half year till 48 hours, after the declaration of financial results. The gap between clearance of accounts by audit committee and board meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.
- d. The trading window restrictions shall not apply in respect of -
 - i. transactions specified in clauses (i) to (iv) and (vi) of the proviso to sub-regulation (1) of regulation 4 of the Insider Trading Regulations, as mentioned below and in respect of a pledge of shares for a bonafide purpose such as raising of funds, subject to pre-clearance by the compliance officer and compliance with the respective regulations made by SEBI;
 - the transaction is an off-market inter-se transfer between insiders who were in possession of the same unpublished price sensitive information without being in breach of regulation 3 of the Insider Trading Regulations and both parties had made a conscious and informed trade decision. Provided further that such off-market trades shall be reported by the insiders to the company within two working days. Every company shall notify the particulars of such trades to the stock exchange on which the securities are listed within two trading days from receipt of the disclosure or from becoming aware of such information.
 - the transaction was carried out through the block deal window mechanism between persons who were in possession of the unpublished price sensitive information without being in breach of regulation 3 and both parties had made a conscious and informed trade decision;
 - the transaction in question was carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction.
 - the transaction in question was undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations.
 - the trades were pursuant to a trading plans.
 - ii. transactions which are undertaken in accordance with respective regulations made by the Board such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering of shares in a buy-back offer, open offer, delisting offer;
 - iii. any other transactions as permitted by SEBI.
 - iv. The timing for re-opening of the trading window shall be determined by the compliance officer taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assim-

lation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.

10. PRE-CLEARANCE OF TRANSACTIONS

- a. When the trading window is open, trading by Designated Person shall be subject to pre-clearance by the Compliance Officer. All Designated Persons who intend to trade in the securities of the Company (either in their own name or in any immediate relative's name) i.e. buy or sell securities during the trading window open period and if the value of the securities likely to be traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs. 5,00,000/- (Rupees five Lakh Only), should pre-clear the transactions by making an application in the format set out in **Form I** to the Compliance Officer indicating the estimated number of units of securities that the designated person or immediate relative(s) intends to trade and such other details as specified in the form I.
- b. Prior to approving any trades, the Compliance Officer shall be entitled to seek declarations in favor of the Company by such Designated Person as prescribed in **Form II** to the effect that the applicant for pre-clearance is not in possession of any unpublished price sensitive information. He shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.
- c. All Designated Person(s) shall execute their order in respect of securities of the Company within seven (7) Trading Days after the approval of pre-clearance. Once the order is executed within the specified period, he/she shall inform the Compliance Officer in the prescribed **Form III**. If the order is not executed within the aforementioned specified period, the Designated Person shall be required to apply for pre-clearance for the transaction again.
- d. In case a Designated Person decides not to execute the trade after securing pre-clearance, he/she shall inform the Compliance Officer of such decision in the prescribed **Form IV**.
- e. All Designated Person(s) who buy or sell any number of Securities of the Company shall not enter into an opposite transaction i.e. sell or buy any number of securities during the next six months following the prior transaction.
- f. If a Designated Person intends to enter into a contra trade, he/she shall submit an application to the Compliance Officer in Form V. Such contra trade may be made only with prior approval of the Compliance Officer. The Compliance Officer while approving such exception, shall record in writing the reasons for which such exception was granted, provided that such relaxation does not violate the Insider Trading Regulations.
- g. In case of contra trade is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Education and Protection Fund administered by SEBI under the Act.

Provided that the above mentioned restrictions shall not be applicable for trades pursuant to exercise of stock options and on participation in buy-back offers, open offers, rights issue, further public offers, bonus issues and exit offer.

11. MECHANISM FOR PREVENTION OF INSIDER TRADING

- a. The Compliance Officer, Chief Executive Officer, Managing Director or Board of Directors of the company, shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in these regulations to prevent insider trading.
- b. The internal controls shall include the following:
 - i. all employees who have access to unpublished price sensitive information are identified as designated persons;
 - ii. all the unpublished price sensitive information shall be identified and its confidentiality shall be maintained as per the requirements of these regulations;
 - iii. adequate restrictions shall be placed on communication or procurement of unpublished price sensitive information as required by these regulations;
 - iv. lists of all employees and other persons with whom unpublished price sensitive information is shared shall be maintained and confidentiality agreements shall be signed or notice shall be served to all such employees and persons;
 - v. all other relevant requirements specified under these regulations shall be complied with;
 - vi. periodic process review shall be undertaken to evaluate effectiveness of such internal controls.
- c. The Audit Committee of the Company shall review compliance with the provisions of these regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- d. The Compliance Officer in consultation with Managing Directors or Board of Directors shall formulate written policies and procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, and accordingly initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.
- e. The company has a whistle-blower policy through which it makes employees aware of such policy to enable employees to report instances of leak of unpublished price sensitive information.
- f. The Company may also initiate an inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information.

12. DISCLOSURES

a. Form A:

Details of number of shares or voting rights held by every person on appointment as a Key Managerial Personnel or a Director of the company or upon becoming a promoter or member of the promoter group, within 7 days of such appointment shall be submitted to the Company.

b. Annual disclosure:

Designated person 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:

- immediate relatives
- persons with whom such designated person(s) shares a material financial relationship
- Phone, mobile and cell numbers which are used by them.

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.

The term "material financial relationship" shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift from a designated person during the immediately preceding twelve months, equivalent to at least 25% of the annual income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.

c. Form B:

Details of number of securities acquired or disposed of by every promoter, member of promoter group, designated person and director, within 2 trading days of such transaction if the value of the securities traded (in one transaction or a series of transactions) over any calendar quarter aggregates to a traded value in excess of Rs. 10,00,000/- or such other value as may be specified.

d. Form C:

The Compliance Officer may, as per his discretion require any other connected person or class of connected persons to make disclosures of holdings and trading in securities of the company in **Form C** and at such frequency as may be determined by the Compliance officer in consultation with Managing Director(s)/ Board of Directors of the Company in order to monitor compliance with these regulations.

13. REPORTING OF ALLEGED VIOLATION OF COMPANY'S CODE OF CONDUCT

Any person desirous to report to SEBI for an alleged violation of insider trading laws that has occurred, is occurring or has reasonable belief that it is about to occur, may do so in accordance with the provisions of Chapter IIIA of the SEBI (Prohibition of Insider Trading) Regulations, 2015. The eligible informant shall be entitled for "Informant Reward" in accordance with the provisions of Chapter IIIA of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

14. PENALTY FOR CONTRAVENTION

Any contravention of this Code and the Insider Trading Regulations shall be penalized and appropriate action shall be taken by the Compliance Officer in consultation with Managing Director(s)/Board of Directors of the Company & shall be communicated to them. Violation of this Code shall also be subject to disciplinary action by the company, which may include wage, salary freeze, suspension, withholding of promotions etc. The action by the Company shall not preclude SEBI from taking any action in case of violation of the Insider Trading Regulations.

Moreover, any insider who either on his own behalf/ on behalf of any other person, deals in securities of the Company on the basis of any unpublished price-sensitive information; or communicates any unpublished price-sensitive information except as required in the ordinary course of business or under any law; or counsels, procures for

any other person to deal in any securities of body corporate on the basis of unpublished price-sensitive information, shall be liable to a penalty as per the provisions of the Insider Trading Regulations.

15. WAIVERS AND AMENDMENTS OF THE CODE

Any change in the Policy shall be approved by the Board of Directors of the Company (including its duly constituted committees wherever permissible). The Board of Directors shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Any subsequent amendment/modification in the SEBI Regulations or the Rules framed thereunder or the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

16. SCOPE AND LIMITATION

In the event of any conflict between the provisions of this Policy and the Insider Trading Regulations; or any other statutory enactments, rules, the provisions of such Insider Trading Regulations / Act, or statutory enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force.

17. DISSEMINATION OF THE POLICY

The policy shall be hosted on the website of the Company i.e. www.paramatrix.com.

Note:

1. This Policy shall come into effect from December 27, 2023.

FORM I
APPLICATION FOR PRE-CLERANCE OF TRANSACTIONS

Date:

To:
The Compliance Officer

.....
.....

Dear Madam/Sir,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct of the Company, I seek approval to purchase/sale/subscribe [•] Securities of the Company (having approximately market value of Rs. 5,00,000/- as on the date of application) as per the details given below:

1. Name of Person
2. Designation
3. Number of Securities held as on date
4. Folio No./DP ID/Client ID
5. Nature of transaction
6. Proposed date of dealing in securities
7. Estimated number of Securities proposed to purchase/sale/subscribe
8. Estimated price at which the transaction is proposed to be executed
9. Whether the transaction would be through Stock Exchange or off-market deal
10. In case of Off- market deal, Folio no./DP ID/Client ID where the securities will be credited

Thanking You,
Yours Truly,

(Signature of the Connected Person/Designated Person/Promoter/member of the Promoter Group)

(Name of the Connected Person/Designated Person/Promoter/member of the Promoter Group)

FORM II

**FORMAT OF DECLARATION TO BE ACCOMPANIED WITH THE APPLICATION FOR OBTAINING
PRE-CLEARANCE APPROVAL**

DECLARATION

Date:

The Compliance Officer

.....
.....
.....

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct of the Company, I,(name of the Connected Person/Designated Person/Promoter/member of the Promoter Group),.....(designation) of the Company residing at (address of the Connected Person/Designated Person/Promoter/member of the Promoter Group) hereby declare/undertake that I am not in possession of any unpublished price sensitive Information (as defined in the code of conduct of the Company) up to the date of signing of this declaration.

I further declare that in case I have access to any Unpublished Price Sensitive Information after the signing of declaration and before the execution of Trade for which pre-clearance is requested in Form I (enclosed), I shall:

1. Promptly inform the Compliance Officer
2. Refrain from trading in securities of the Company.
3. Apply afresh for obtaining pre-clearance approval from the Compliance Officer of the Company in Form I only after 2 days of such unpublished price sensitive Information become public.

Upon obtaining preclearance for trading in securities of the Company, I declare to execute the transaction within seven (7) trading days failing which I shall seek pre-clearance again.

I declare that I have made true and complete disclosure in the matter.

Thanking You,
Yours Truly,

(Signature of the Connected Person/Designated Person/Promoter/member of the Promoter Group)

(Name of the Connected Person/Designated Person/Promoter/ member of the Promoter Group)

**FORM III
CONFIRMATION OF DEAL**

Date:

The Compliance Officer

.....
.....
.....

Dear Madam/Sir,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and para 7 of the Code of Conduct of the Company, I confirm that the securities dealing for which approval was granted on was completed on for purchasing/selling/subscription for (numbers) equity shares of the Company at a price of Rs.

Designated Person:

Designation:

Thanking you,
Yours truly,

(Signature of the Designated Person)

(Name of the Designated Person)

FORM IV

FORMAT FOR DISCLOSURE OF TRANSACTIONS NOT EXECUTED AFTER OBTAINING PRE-CLEARANCE APPROVAL

Date:
The Compliance Officer
.....
.....
.....

Dear Madam/Sir,

With reference to your trading approval granted to me vide your letter dated _____, I hereby. Inform that I have not bought/sold/subscribed for..... Equity Shares of the Company pursuant to the SEBI (Prohibition of Insider Trading) Regulation, 2015. Form I dealing with application for pre-clearance of transactions is enclosed for your reference.

Thanking You,
Yours Truly,

PARAMATRIX

FORM V
APPLICATION FOR WAIYER OF MINIMUM HOLDING PERIOD

Date:

The Compliance Officer

.....
.....

Dear Madam/Sir,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and para 7 of the Code of Conduct of the Company, I (name and designation of the Designated Person) had.....(provide the details of purchase/sale/subscribe for shares as the case may be) (number of securities) of the Company on after obtaining pre- clearance on _____. The details of transaction executed were submitted on (date) in Form III. I seek your approval to waive off the time restrictions and permit to execute a contra-trade for (number of securities) of the Company due to (valid reason(s) for executing contra trade).

I declare that I am not in possession of any Unpublished Price Sensitive Information (as defined in the Code of Conduct of the Company) up to the date of the application.

I further declare that in case I have access to any Unpublished Price Sensitive Information after the signing of this application and before executing a contra trade (if permitted), I shall:

1. Promptly inform the Compliance Officer
2. Refrain from trading in securities of the Company.

Thanking you,
Yours truly,

(Signature of the Designated Person)

(Name of the Designated Person)

FORM A

Formats for Disclosures under SEBI (Prohibition of Insider Trading) Regulations, 2015

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a Key Managerial Personnel/Director/Promoter/Member of the promoter group]

Name of the Company: _____

ISIN of the Company: _____

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (KMP / Director or Promoter or member of the promoter group/ Immediate relative to/others, etc.)	Date of appointment of KMP/Director / OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or member of the promoter group		% of Shareholding
			Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	
1	2	3	4	5	6

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

Details of Open Interest (OI) in derivatives on the securities of the company held on appointment of KMP or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group			Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options.

Name & Signature:

Designation:

Date:

Place:

FORM B**SEBI (Prohibition of Insider Trading) Regulations, 2015**
[Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]

Name of the Company: _____

ISIN of the Company: _____

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoter/ member of the promoter group/designated person/ Director s/immediate relative to/others etc.)	Securities held prior to acquisition/ disposal		Securities acquired/Disposed			
		Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/ sale Pledge / Revocation / Invocation / Others please specify)
1	2	3	4	5	6	7	8

Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/ disposal of shares, specify		Date of intimation to company	Mode of acquisition /disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of share-holding	From	To			
9	10	11	12	13	14	15

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.**(ii) Value of transaction excludes taxes/brokerage/any other charges.**

Details of trading in derivatives on the securities of the company by Promoter, member of the Promoter Group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2)

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature:

Designation:

Date:

Place:

FORM C

SEBI (Prohibition of Insider Trading) Regulations, 2015

Regulation 7(3) – Transactions by Other connected persons as identified by the company

Details of trading in securities by other connected persons as identified by the company

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the company	Connect ion with company	Securities held prior to acquisition/disposal		Securities acquired/Disposed			
		Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/Sale/ Pledge/ Revocation / Invocation/ Others please specify)
1	2	3	4	5	6	7	8

Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ disposal of shares specify		Date of intimation to company	Mode of acquisition/ disposal (on market/ public/ rights/ Preferential offer / off market/Interse transfer, ESOPs etc.)	Exchange on which the trade was executed
Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of share holding	From	To			
9	10	11	12	13	14	15

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

(ii) Value of transaction excludes taxes/brokerage/any other charges.

Details of trading in derivatives on the securities of the company by other connected persons as identified by the company

Trading in derivatives (Specify type of contract, Futures or Options etc.)				Exchange on which the trade was
Type of Contract	Contract specifications	Buy	Sell	

		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	Type of executed
16	17	18	19	20	21	22

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options.

Name & Signature:

Designation:

Date:

Place:

PARAMATRIX