



PUSHPANJALI



**CODE OF CONDUCT FOR REGULATING AND REPORTING
TRADING BY INSIDERS AND FOR FAIR DISCLOSURE**

**PUSHPANJALI REALMS AND INFRATECH
LIMITED**

CODE OF CONDUCT FOR REGULATING AND REPORTING TRADING BY
INSIDERS
AND
FOR FAIR DISCLOSURE

PREAMBLE

On January 15, 2015, the Securities Exchange and Board of India (SEBI) have notified the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to be effective from May 15, 2015 i.e. on the 120th day from the notification of the Regulations, replacing the SEBI (Prohibition of Insider Trading) Regulations, 1992.

Regulation 9(1) of the aforesaid Regulation casts a duty upon the board of directors of every listed company and the board of directors or head(s) of the organization of every intermediary shall ensure that the chief executive officer or managing director shall formulate a code of conduct with their approval to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons towards achieving compliance with these regulations, adopting the minimum standards set out in the Schedule B to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

Regulation 9(2) of the aforesaid Regulation casts a duty upon the board of directors or head(s) of the organization, of every other person who is required to handle unpublished price sensitive information in the course of business operations shall formulate a code of conduct to regulate, monitor and report trading by their designated persons and immediate relative of designated persons towards achieving compliance with these regulations, adopting the minimum standards set out in Schedule C to these regulations, without diluting the provisions of these regulations in any manner.

However, as per Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018 new Regulation is inserted namely **Regulation 2A** of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 casts a duty upon the board of directors of a listed company shall make a policy for determination of “*legitimate purposes*” as a part of “*Codes of Fair Disclosure and Conduct*” formulated under **regulation 8** of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

1. Introduction :

Pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, Pushpanjali Realms And Infratech Limited ('the Company') is required to formulate a Code of Fair Disclosure, Code of Conduct, Code of Internal Procedures for Regulating, Monitoring and Reporting of trading by Insiders for prevention of insider trading by Promoters / Directors / Designated Employees / Connected Person of the Company, in relation to the securities of the company.

Accordingly, the Board of Directors ("the Board") of the Company has adopted and formulated Codes, in compliance with the applicable regulations of the SEBI and the Listing Agreement and also to upload these codes on Company's website at www.pushpanjali.co under the broad heading *Investors Centre*.

2. Definitions :

- a) "***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 these 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.

Explanation – For the purpose of this regulation, "***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.

b) "**Connected Person**" means

- (i) any person who is or has during the *six months prior* to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the company or holds any position including a professional or business relationship between himself and the company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
- (ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established, -
 - (a). an immediate relative of connected persons specified in clause (i); or
 - (b). a holding company or associate company or subsidiary company; or
 - (c). an intermediary as specified in section 12 of the Act or an employee or director thereof; or
 - (d). an investment company, trustee company, asset management company or an employee or director thereof; or
 - (e). an official of a stock exchange or of clearing house or corporation; or
 - (f). a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
 - (g). a member of the board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
 - (h). an official or an employee of a self-regulatory organization recognised or authorized by the Board; 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 (i.e. 10%) of the holding or interest;

- (iii) **“Designated Officer/Employees”** shall cover the following:
- i) General Manager and above or its equivalent in all departments;
 - ii) All employees in Secretarial, Finance and Accounts Department;
 - iii) Such other employees as may be specified and determined from time to time by the Compliance Officer and/or Chief Financial Officer and/or Chairman and Managing Director.
- (iv) **“Director”** means a member of the Board of Directors of the Company.
- (v) **“Designated person”** means connected person and/or designated employee
- (vi) **“Generally Available Information”** means information that is accessible to the Public on a non-discriminatory basis.
- (vii) **“Immediate Relative”** means a spouse of an insider and includes parent, sibling, and child of such insider or of the spouse, any of whom is either dependent financially on such insider, or consults such insider in taking decisions relating to trading in securities.
- (viii) **“Insider”** means any person who is:
- (a) a connected person; or
 - (b) in possession of or having access to unpublished price sensitive information;
- (ix) **“Key Managerial Personnel”** means person as defined in Section 2(51) of the Companies Act, 2013.
- (x) **“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.

- (xi) **“Promoter Group”** 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;
- (xii) **“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.
- (xiii) **“Trading”** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities include trading in derivatives of securities, and "trade" shall be construed accordingly;
- (xiv) **“Stock Exchange”** means a stock exchange which is recognized by the Central Government of SEBI under Section 4 of Securities Contracts (Regulations) Act, 1956 (42 of 1956);
- (xv) **“Takeover regulations”** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- (xvi) **“Trading Day”** means a day on which the recognized stock exchanges are open for trading;
- (xvii) **“Trading window”** means a trading period for trading in Company’s Securities by directors, officers and designated person or as specified by the company from time to time;
- (xviii) **“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 the Board, 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;

(xix) “*Unpublished Price Sensitive Information (UPSI)*” 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, delisting’s, disposals and expansion of business and such other transactions; and
- (v) changes in key managerial personnel.

CODE OF CONDUCT

1. Applicability

The Code applies to the following categories of persons including their “*immediate relatives*”:

- Promoters
- Directors
- KMPs (Key Managerial Person as defined under the Companies Act, 2013)
- Designated person

2. Role of Compliance Officer :

The Board of directors shall designate such person as they deem fit as compliance officer for the purpose of these regulations.

The Compliance Officer shall be responsible for setting policies, procedures, monitoring adherence to the rules for the preservation of “Price Sensitive Information” ,“pre-clearing trades” of directors, officers, designated persons and connected persons (directly or through respective department heads as decided by “the company” , monitoring of trades and implementation of code of conduct under the overall supervision of the board.

The Compliance officer shall maintain a record of the designated employee and immediate relatives and changes made in the list of the designated person.

The Compliance Officer shall assist all designated persons and immediate relatives in addressing any clarifications regarding the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company’s aforesaid Codes.

The Compliance Officer shall confidentially maintain a list of such securities as a “restricted list” which shall be used as the basis for approving or rejecting applications for *“pre-clearance of trades”*.

3. Trading Plan:

An insider, in order to plan for trades to be executed in future, shall formulate a trading plan for dealing in securities of the Company 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. The Trading plan shall:

- (a) not entail commencement of trading on behalf of the insider *earlier than six months* from the public disclosure of the plan;
- (b) not entail trading for the period between the *twentieth trading day prior* to the last day of any financial period for which half yearly results (*as the company has listed its securities on SME Exchange*) and annual result are required to be announced by the company and the second trading day after the disclosure of such financial results;
- (c) Trading plan shall entail trading for a period of *not less than twelve months*

- (d) not entail overlap of any period for which another trading plan is already in existence;
- (e) Trading not entail trading in securities for market abuse.
- (f) The compliance officer shall review the trading plan to assess whether the plan would have any potential for violation of these 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.
- (g) The trading plan once approved shall be irrevocable and it shall be mandatorily have to be implemented and without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.

The Compliance Officer shall consider the Trading Plan made as above and shall approve it forthwith. However, the person shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Regulations.

However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any Unpublished Price Sensitive Information (UPSI) and the said information has not become generally available at the time of the commencement of implementation. The commencement of the Plan shall be deferred until such UPSI becomes generally available information. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.

Upon approval of the trading plan, the Compliance Officer shall notify the plan to the stock exchanges on which the securities are listed.

*Insider shall submit the trading plan along-with the declaration and application in **“ANNEXURE-A”** or any other format as may be specified by SEBI or BSE/NSE From time to time.*

4. Notional Trading Window:

- i) The trading period, i.e. the trading period of the stock exchanges, called ‘trading window’, is available for trading in the Company’s securities.

ii) The trading window shall be, inter alia, **closed 7 days prior** before the date of board meeting related with any item that may give rise to UPSI.

iii) When the trading window is closed, the Specified Persons shall not trade in the Company's securities in such period.

iv) All Specified Persons shall conduct all their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company's securities during the periods when the trading window is closed, as referred to in Point No. (ii) above or during any other period as may be specified by the Company from time to time.

The Compliance Officer shall intimate the closure of trading window to all the designated persons and his immediate relatives of the Company when he determines that a designated person or class of designated persons can reasonably be expected to have possession of UPSI. Such closure shall be imposed in relation to such securities to which such UPSI relates.

Trading restriction period can be made applicable **from the end of the every half yearly till 48 hours** after the declaration of financial results.

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.

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 the leakage of material information.

5. Preservation of Unpublished Price Sensitive Information

1. All information shall be handled within the organization on a need-to-know basis.
2. No Connected person or anyone who is in possession of or has access to unpublished price sensitive information relating to the Company shall communicate it to any other person except in furtherance of **legitimate purposes**, performance of his duties or discharge of his legal obligations.
3. The Designated person and immediate relatives and also the Connected persons shall maintain the confidentiality of all Unpublished Price Sensitive Information and shall not disclose or communicate or counsel or procure directly or

indirectly the Unpublished Price Sensitive Information to any person (except in furtherance of legitimate purposes, performance of his duties or discharge of his legal obligations) until the same is made available to the general public.

6. Procedure for pre-clearance:

- I. An Application may be made to the Compliance Officer or in case the applicant is Compliance Officer himself, to the Chairman in the prescribed format refer **“ANNEXURE-B”**.
- II. An Undertaking shall be executed by these Person(s) in the format as prescribed by the Company from time to time refer **“ANNEXURE-C”**.
- III. The “pre-clearance of trades” shall not be required for a trade executed as per an approved trading plan.
- IV. The trading window norms and restrictions on “contra trade” shall not be applicable for trades carried out in accordance with an approved trading plan.

The Compliance Officer shall not approve any proposed Trade by Designated persons and immediate relatives of designated persons if the Compliance Officer determines that such Designated Person is in possession of UPSI even though the trading window is open.

A Designated Person and immediate relatives of designated persons who Trades in securities without complying with the preclearance procedure as envisaged in these Rules or gives false undertakings and/or makes misrepresentations in the undertakings executed by him/her while complying with the pre-clearance procedure shall be subjected to the penalties as envisaged in these Rules.

The Compliance Officer may waive off the holding period in case of sale of securities in personal emergency after recording reasons for the same. However, no such sale will be permitted when the Trading window is closed.

7. Restriction on Trading while in Possession of UPSI

The Promoters, Directors, KMPs, Designated persons and their immediate relatives and Connected persons, when in possession of UPSI shall not trade in securities of the Company either on their own behalf or on behalf of any other person.

However, trades pursuant to a ***“Trading Plan”*** set up in accordance with **Regulation 5** of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 may be permitted subject to the approval of Trading Plan by the Compliance Officer and public disclosure of it on the Stock Exchanges.

Provided that an insider may prove his innocence by demonstrating the circumstances including the following: –

- I. 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 SEBI (Prohibitions of Insider Trading) Regulations 2015 and both parties had made a conscious and informed trade decision.
- II. In the case of non-individual insiders:-
 - a.) the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and
 - b.) appropriate and adequate arrangements were in place to ensure that these regulations are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached;
- III. The trades were pursuant to a trading plan set up in accordance with regulation.

8. Restriction on Contra-Trade for 6 months

In all cases, designated person who is permitted to trade shall not execute a *contra-trade* i.e. he/ she shall not enter into an opposite transaction *within 6 months* following a prior transaction.

If a contra-trade be executed inadvertently or otherwise, in violation of the aforesaid 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 it.

In case of Employee Share Purchase Scheme, allotment of shares by the Company, to the Eligible Employees upon Exercise of Shares granted, may be allowed during the period when the Trading Window is closed. Sale of shares allotted on exercise of Shares granted under ESPS shall not however be allowed when the Trading Window is closed.

The Compliance Officer of the Company shall disclose the information regarding the closure and open of Trading Window to the concerns from time to time.

9. Other Restrictions :

- (i) The disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.
- (ii) The disclosures of trading in securities shall also include trading in derivatives of securities if any and the traded value of the derivatives shall be taken into account for purposes of this Code.

DISCLOSURE

10. Initial Disclosures of Shareholding to the Company:

- ❖ Every promoter, member of the promoter group, key managerial personnel and director of every company whose securities are listed on any recognized stock exchange shall disclose his holding of securities of

the company as on the date of these regulations taking effect, to the company *within thirty days* of these regulations taking effect as per *Form A set out in “ANNEXURE-D”*. (Time period=30 days)

- ❖ 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 shall disclose his holding of securities of the company as on the date of appointment or becoming a promoter, to the company *within seven days* of such appointment or becoming a promoter as per *Form B set out in “ANNEXURE-E”*. (Time period=7 days)

11. Continual Disclosures of Trading in shares to the Company:

- ❖ Every promoter member of the promoter group, designated person and director of every company shall disclose as per *Form C set out in “ANNEXURE-F”* 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 ten lakh rupees or such other value as may be specified; (Time period=2 trading days)
- ❖ Every company 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.
- ❖ The disclosure shall be made *within two trading days* of:
 - the receipt of intimation of allotment of shares, or
 - the acquisition or sale of shares or voting rights, as the case may be.

12. Disclosure to the Stock Exchanges :

The Compliance Officer shall notify the stock exchanges, particulars of the Trades, within two trading days of the receipt of the Continual Disclosure or from becoming aware of such information. (Time period=2 trading days)

13. Disclosure by other Connected persons :

The Compliance Officer may, require any other Connected Person to disclose the holdings and trading in securities of the Company as per *Form D set out in “ANNEXURE-G”* at such frequency as he may determine.

14. Penalty for contravention of the code of conduct :

Every person to whom the code is applicable, shall be individually responsible for complying with the provisions of this code (including to the extent the provisions hereof are applicable his/her immediate relatives).

- i) An Insider who acts in contravention of these Rules shall be liable to have his services or relationship with the Company, as the case may be, terminated.
- ii) Directors, Officers and employees of the Company who violate these rules shall be subject to disciplinary action by the Company, which may include wage freeze, suspension, and ineligibility for future participation in the Company’s stock option plans or termination.
- iii) The SEBI or any other appropriate regulatory authority would also be informed of the violation of these Rules so that appropriate action may be taken.

15. Maintenance Of Structured Digital Database

- i) The Company shall maintain a structured digital database containing the names of such persons or entities as the case may be with whom information may be shared under this code read with PIT Regulations, along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available.
- ii) The said digital database shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

16. Code of Fair Disclosure

A code of practices and procedures for fair disclosure of unpublished price sensitive information for adhering each of the principles is set out below:

I. 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. Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.

III. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

IV. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

V. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

VI. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.

VII. Developing 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. Handling of all unpublished price sensitive information on a need-to-know basis.

IX. Code of fair disclosure on legitimate purpose: *(pursuant to the new provision added under Regulation 3(2A) of SEBI (Prohibitions of Insider trading) Regulations, 2015.*

Insider can share unpublished price sensitive information for “legitimate purpose” with the partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisers, auditors, insolvency professionals or

other adviser or consultant or such other persons with whom sharing of such information is necessary in ordinary course of business.

Any person in receipt of unpublished price sensitive information in pursuant to a “*legitimate purpose*” shall be consider as “insider” for the purpose of these regulations and due notice shall be given to such person to maintain confidentiality of such unpublished price sensitive information in compliance with regulations.

Three elements of legitimate purpose;

- i) Identification of legitimate purpose;
- ii) Sharing of unpublished price sensitive information is necessary for achieving business transaction and;
- iii) Sharing of unpublished price sensitive information is not against the interests and rights of securities holder of listed company.

Basis for determination of legitimate purpose

- i) Sharing of unpublished price sensitive information is necessary for carrying out a business transaction in ordinary course of business.
- ii) Transaction must be for benefit of company.
- iii) It must not share for gaining personal benefit.
- iv) Sharing has not been carried out to evade or circumvent the prohibition of these regulations.
- v) Impact of such sharing does not affect public at large negatively.
- vi) Compliance officer is satisfied with the explanation that sharing of unpublished price sensitive information is in benefit of company.
- vii) Use of information would not be unethical or unlawful in any way.
- viii) No other appreciable alternative is available with insider besides the sharing of unpublished sensitive information for carrying on business transaction in ordinary course of business.

Any person who violates the Code, shall, in addition to any other penal action that may be taken against them under any law, also be subject to disciplinary action of “the Company”, including wage freeze, suspension, etc

In case of any inconsistency of Code with the Regulations and/or for the matters not specified in the Code, the Regulations shall apply accordingly

***For and on behalf of Board of directors
Pushpanjali realms and Infratech limited***



DEEPAK KUMAR

(Managing Director and CEO)

DIN: 01616201

**Address: Nath House Devpura
Haridwar, Uttarakhand 249201
India**

(ANNEXURE-A)

Trading Plan

The Compliance Officer

Pushpanjali Realms and Infratech Limited
Nath House Devpura
Haridwar, Uttarakhand 249401
India

Dear Sir,

Ref: DP's name :

DP ID:

CLIENT ID:

Name of insider:

Address :

Your approval is solicited for proposed Trading Plan purchase & sale of securities of the Company in physical / demats form. I am furnishing details of trade to be made in **six month** after approval of the proposed trading plan:-

| S. No. | Nature of Trade | Number of Securities to be trade | Time intervals between Two Trades | Date of propose Trade |
|--------|-----------------|----------------------------------|-----------------------------------|-----------------------|
| | | | | |
| | | | | |
| | | | | |
| | | | | |

I hereby confirm

- a) that I do not have access to the unpublished price sensitive information and also have not received unpublished price sensitive information till today;
- b) that in case I have access to the price sensitive information or receives it after approving the trading plan I shall inform the change and refrain from dealing in securities till the information becomes public;
- c) that I have not contravened the code of conduct for prevention of insider trading as notified by the Company;
- d) that whatever is stated above is true and correct to the best of knowledge and nothing has been concealed.

Yours truly

(Signature)

Name.....

Designation.....

Employee Code no.....

(ANNEXURE-B)

The Compliance Officer

Date: _____

Pushpanjali Realms and Infratech Limited
Nath House Devpura
Haridwar, Uttarakhand 249401
India

Dear Sir,

APPLICATION FOR PRE-CLEARANCE APPROVAL IN SECURITIES OF THE COMPANY

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading, I seek approval for Purchase/Sale/ Subscription of the _____ Securities (give description) of the Company as per the details given below:

- a) Name _____
b) State whether: (Tick whichever is applicable)
 i. Director _____
 ii. Officer _____
 iii. Designated Employee _____
c) Designation _____
d) Department _____

| Name of Transaction buy/sell | * Name of Proposed Buyer/Seller | Number of Securities | ** Date of Purchase/ Allotment | ***Previous approval No. and date for Purchase/allotment) | DP/BEN ID of the account where Securities will be credited/debited | No. of Securities held in such A/c /Folio No |
|------------------------------|---------------------------------|----------------------|--------------------------------|---|--|--|
| | | | | | | |
| | | | | | | |

* Applicable for off market transaction.

** Applicable only if the application is in respect of sale of Securities.

*** Applicable only if the application is in respect of sale of Securities for which an earlier purchase sanction was granted by the Compliance Officer.

I enclose herewith the form of undertaking signed by me.

Yours faithfully,

(Signature of Employee)

Note: This application has to be necessarily submitted either by hand or through electronic mail at the dedicated e-mail i.e. www.pushpanjali.co and followed by a hard copy.

(ANNEXURE-C)

Format for Undertaking to be accompanied
With the application for pre-clearance

To
The Compliance Officer

Date: _____

Pushpanjali Realms and Infratech Limited
Nath House Devpura
Haridwar, Uttarakhand 249401
India

I, _____, resident of _____, hereby declare that I am Director/
Employee of Pushpanjali Realms and Infratech Limited

I further declare that I am not in possession of or otherwise to any unpublished price sensitive Information as defined in the Company's Code of Conduct for Prevention of Insider Trading (the Code) upto the time of signing this Undertaking.

In case I have access to or I receive any Price Sensitive Information after signing this Undertaking but before execution of the transaction, I shall inform the Compliance Officer of the change in my position and I would completely refrain from dealing in the Securities of the company till the time such Price Sensitive Information becomes public.

I declare that I have not contravened the Code as notified by the Company from time to time.

I undertake to submit the necessary report within four days of execution of the transaction/s 'Nil' report if the transaction is not undertaken.

If approval is granted, I shall execute the deal within 7 days of the receipt of approval failing which I shall seek pre-clearance.

I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect any time.

I hereby agree to indemnify and keep the company and its Directors indemnified from and against all and any penalties/fines that may be imposed on them by the Securities and Exchange Board of India and/or any other statutory authorities as a result of violation by me of the SEBI (Prohibition of Insider Trading) Regulations 2015 and the Code prescribed by the company.

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

Date:

(Signature)

(ANNEXURE-D)

Form A

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (a) read with Regulation 6 (2)]

Name of the company: _____

ISIN of the company: _____

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

| Name, PAN No., CIN/DIN & address with contact nos | Category of Person (Promoters/ KMP / Directors/ immediate relatives/others etc) | Securities held as on the date of regulation coming into force | % of Shareholding | Open Interest of the Future contracts held as on the date of regulation coming into force | Open Interest of the Option Contracts held as on the date of regulation coming into force |
|---|---|--|-------------------|---|---|
|---|---|--|-------------------|---|---|

| | Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.) | No. | | | Number of units (contracts * lot size) | Notional value in Rupee terms | Number of units (contracts * lot size) |
|--|---|-----|--|--|---|-------------------------------|---|
| | | | | | | | |
| | | | | | | | |

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

Signature:
Designation:
Date:
Place:

(ANNEXURE-E)

Form B

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6 (2)]

Name of the company: _____

ISIN of the company: _____

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

| Name, PAN No., CIN/DIN & address with contact nos | Securities held as on the date of regulation coming into force | Category of Person (Promoters/ KMP / Directors/ immediate relatives/ others etc) | % of Shareholding | Open Interest of the Future contracts held as on the date of regulation coming into force | Open Interest of the Option Contracts held as on the date of regulation coming into force | Date of appointment of Director / KMP OR Date of becoming Promoter |
|---|--|--|-------------------|---|---|--|
|---|--|--|-------------------|---|---|--|

| | Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.) | No. | | | Number of units (contracts * lot size) | Notional value in Rupee terms | Number of units (contracts * lot size) | |
|--|---|-----|--|--|---|-------------------------------|---|--|
| | | | | | | | | |
| | | | | | | | | |

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

Signature:
Designation:
Date:
Place:

| | (For eg. – Shares, Warrants, Convertible Debentures etc.) | | | ion | saction | | | | | Value | Number of units (contracts * lot size) | Value | Number of units (contracts * lot size) | |
|--|---|--|--|-----|---------|--|--|--|--|-------|--|-------|--|--|
| | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | |

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

Signature:
Designation:
Date:
Place:

(ANNEXURE-G)

Form D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (3) read with Regulation 6 (2)]

Name of the company: _____

ISIN of the company: _____

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

| Name, PAN No., CIN/DIN & address with contact nos | Securities held prior to acquisition /disposal | Connecti on with company) | Securities Acquired /Disposed | % of Shareholding | Date of Allotment advice/ Acquisition of shares/ sale of shares specify | Date of Intimation to company | Mode of acquisition (market purchase/ public/ rights/ preferential offer / off market/ Inter-se transfer etc.) | Trading in derivatives (Specify type of contract, Futures or Options etc) | Exchange on which the trade was executed |
|---|--|----------------------------|-------------------------------|-------------------|---|-------------------------------|--|---|--|
|---|--|----------------------------|-------------------------------|-------------------|---|-------------------------------|--|---|--|

| | Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.) | No. | | Type of security (For eg. – Shares, Warrants Convertible Debentures etc.) | No. | Pre Transaction | Post Transaction | From | To | | | *Buy | *Sell | |
|--|--|-----|--|---|-----|-----------------|------------------|------|----|--|--|------|-------|--|
| | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | |

* provide the details of Value and Number of Units (Contracts lot size).

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

Signature:

Designation:

Date:

Place: