



FRONTLINE SECURITIES LIMITED

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FRONTLINE SECURITIES LIMITED

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY INSIDERS

1. Definitions

- 1.1 “Act” means the Securities and Exchange Board of India Act, 1992.
- 1.2 “Board” means the Board of Directors of the Company.
- 1.3 “Code” or “Code of Conduct” shall mean the Code of internal procedures and conduct for Regulating, Monitoring and reporting of trading by insiders of Frontline Securities Limited as amended from time to time.
- 1.4 “Company” means Frontline Securities Limited.
- 1.5 “Compliance Officer” means Company Secretary or such other senior officer, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations designated so and reporting to the Board of Directors 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board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 Company.
- 1.6 “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himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.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 recognized 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 the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

1.7 **“Dealing in Securities”** means an act of subscribing to, buying, selling or agreeing to subscribe to buy, sell or deal in the securities of the Company either as principal or agent.

1.8 **Designated Person(s)** shall include:

- (i) Promoter and Promoter Group of the company
- (ii) Directors of the Company
- (iii) Key Managerial Personnel
- (iv) Connected Person(s)
- (v) Immediate Relative(s) of the Person mentioned in point (i) to (iv) above.

1.9 **“Director”** means a member of the Board of Directors of the Company.

1.10 **“Employee”** means every employee of the Company including the Directors in the employment of the Company.

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

1.12 **“Legitimate Purpose”** means and includes sharing of unpublished price sensitive information in ordinary course of business by an insider with partners, collaborators, customers, suppliers, merchant banker, 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.

1.13 **“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 transaction

1.14 **“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.

- 1.15 **"Insider"** means any person who,
- (i) is a Designated person; or
 - (ii) is in possession of or having access to unpublished price sensitive information.
- 1.16 **"Key Managerial Person"** means person as defined in Section 2(51) of the Companies Act, 2013.
- 1.17 **"Promoter"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof;
- 1.18 **"Promoter Group"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018 or any modifications thereof;
- 1.19 **"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;
- 1.20 **"Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- 1.21 **"Trading"** means and includes subscribing, buying, selling dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- 1.22 **"Trading Day"** means a day on which the recognized stock exchanges are open the trading;
- 1.23 **"Unpublished Price Sensitive Information"** means any information relating to a company or its securities, directly or indirectly, that is not generally available which person 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, disposals, disposals and expansion of business and such other transactions;
 - (v) Changes in key managerial personnel; and
 - (vi) Any such other information which may affect the price of the securities..
- 1.24 **"Regulations"** shall means the Securities & Exchange Board of India (Prohibition of insider Trading) Regulations, 2015 and any amendments thereto,
- 1.25 **"Specified Persons"** means the Directors, connected persons, the insiders, the Designated Employees and the promoters and immediate relatives are collectively referred to as Specified Persons. Words and expressions used and not defined in these regulations but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulations) Act, 1956 (42 of 1956), the Depositories Act 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.
- 1.26 **"Officer"** means and includes any Director, Key Managerial Personnel or any person in accordance with whose directions or instructions the Board of Directors or any or more of the directors is or are accustomed to act.



Applicability and Effectiveness

This code of Conduct shall be applicable to all the Designated Persons of the company for trading in securities of the company and it shall be effective from April 1, 2019.

2. Role of Compliance Officer

- 2.1 The Compliance Officer shall report on insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee, if any or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors but not later than once in a year.
- 2.2 The Compliance Officer shall assist all designated person(s) in addressing any clarifications regarding the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct.

3. Communication and Procurement of Unpublished Price Sensitive Information

No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

4. Preservation of "Price Sensitive Information"

- 4.1 All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of his legal obligations.

No Insider shall trade in securities of the company either on their own behalf or on behalf of any other person(s) when in possession of any Unpublished Price sensitive Information.

Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:

An obligation to make an open offer under the takeover regulations where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company; or

Not attracting the obligation to make an open offer under the takeover regulations but where the Board of Directors of the listed Company is of informed opinion that the sharing of such information is in the best interests of the Company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine.

However, the Board of Directors shall require the parties to execute agreements or contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the limited purchase and shall not otherwise trade in securities of the Company when in possession of unpublished price



sensitive information.

Need to Know:

- (i) "need to know" basis means that unpublished Price Sensitive information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of Interest or appearance of misuse of the information.
- (ii) All non-public information directly received by any employee should immediately be reported to the head of the department.

III. All the Insiders shall ensure not to:

1. Pass on the unpublished price sensitive information to any other person directly or indirectly, by way of making a recommendation for the purchase or sale of securities of the company.
2. Disclose unpublished price sensitive information to their family members, friends, business associates or any other individual.
3. Disclose unpublished price sensitive information in public places.
4. Disclose the unpublished price sensitive information to any other employee who does not need to know about such information
5. Recommend anyother person that they may trade in the securities of the company while being in possession, control or knowledge of unpublished price sensitive information.

Provided nothing contained in the above shall apply to any communication of or access to unpublished price sensitive information required in furtherance of legitimate purpose, performance of duties or discharge of legal obligations.

4.2 Limited access to confidential information

Files containing unpublished price sensitive information or confidential information shall be kept secure. Computerfiles must have adequate security of login and password; etc. The files containing confidential information , if not needed, should be deleted or destroyed after being used. Such files should be in custody of the senior management only.

Chinese Wall

The Code speaks of creation of 'insider areas' and 'public areas' within the company, for the purpose of segregation of the two zones. Access to insider areas (zones of confidential information) shall be restricted and segregated from public areas and accordingly, employees engaged in the former shall not communicate price sensitive information to the latter. If in any exceptional circumstance, the employees of the public area have to be given confidential information, it shall be on a 'need to know' basis and shall take place within the insider area. Such exchange must be cleared by the compliance officer

An insider before possessing the unpublished price sensitive information may formulate a trading plan and the same shall be approved by the compliance officer after evaluation with regard to the regulation and shall notify to stock exchange about the same. By doing so, the possession of unpublished price sensitive information will not prohibit the execution of such trade which was approved earlier.

5. Prevention of misuse of "Unpublished Price Sensitive Information"

Designated Person(s) in the Company shall be governed by an internal code of conduct govern dealing in securities.



5.1 Trading Plan

An insider shall be entitled to 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.

5.2 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 the issuer of the securities and the second trading day after the disclosure of such 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.

5.3 The Compliance Officer shall consider the Trading Plan made as above and shall approve it forthwith. However, he 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. Provided that pre-clearance of trades shall not be required for a trade executed as per an approved trading plan. Also the trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with the trading plan.

5.4 The Trading Plan once approved shall be irrevocable and 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.

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 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 unpublished price sensitive information 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.

5.5 Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

5.0 Trading Window and Window Closure

- 5.1(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 day prior to and during the time the unpublished price sensitive information is published.
 - (iii) When the trading window is closed, the Designated 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.

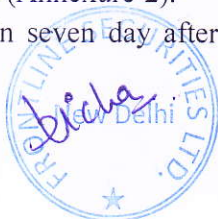


- (v) In case of ESOPs exercise of option may be allowed in the period when the trading window is closed. However, sale of shares allotted on exercise of ESOPs shall not be allowed when trading is closed.

- 5.2 The Compliance Officer shall intimate the closure of trading window to all the designated employees of the Company when he determines that a designated period or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.
- 5.3 The Compliance Officer after taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, shall decide the timing for re-opening of the trading window, however in any event it shall not be earlier than **forty-eight hours** after the information becomes generally available.
- 5.4 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, analysis consultants etc., assisting or advising the Company.

6. Pre-clearance of trades

- 6.1 All Designated Persons, who intend to deal either on their behalf and/ or behalf of their depended family members and immediate relative in the securities of the Company when the trading window is opened and if the value of the proposed trades i.e transaction value is above a minimum of 5000 shares of the company in a calendar month, should pre-clear the transaction. However, no designated person shall be entitled to 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 and hence he shall not be allowed to trade. The pre-dealing procedure shall be hereunder:
- (i) An application may be made in the prescribed form (Annexure 1) to the Compliance Officer indicating the estimated number of securities that the Specified Designated Persons intends to deal in, the details as to the depository with which he has a security account, the details as to the securities in such depository mode and such other details as may be required by any rule made by the company in this behalf.
- (ii) An undertaking shall be executed in favour of the Company by such Designated Person (which is included in Annexure-1 itself) incorporating, *inter alia*, the following clauses, as may be applicable:
- (a) That the designated person/director/officer does not have any access or has not received "Price Sensitive Information" up to the time of signing the undertaking.
- (b) That in case the Designated Person has access to or receives "Price Sensitive information" after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his position and that he/she would completely refrain from dealing in the securities of the Company till the time such information becomes public.
- (c) That he/she has not contravened the code of conduct for prevention of insider trading as notified by the Company from time to time.
- (d) That he/she has made a full and true disclosure in the matter.
- (iii) All Designated Persons shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given. The Specified Person shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form, as applicable to him, in case the transaction is not undertaken, a report to that effect shall be filed. (Annexure 2).
- (iv) If the order is not executed within seven day after the approval is given, the employee/



director much pre-clear the transaction again.

- (v) All Designated Persons 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 during the next six months following the prior transaction. All Specified Persons shall also not take positions in derivative transactions in the shares of the Company at any time. In case of any 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 Securities and Exchange Board of India (SEBI) for credit to the investor Protection and Education Fund administered by SEBI under the Act.

In case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.

- (vi) 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. Other Restrictions

- 7.1 The disclosure 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.
- 7.2 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 Code.
- 7.3 The disclosures made under this Code shall be maintained for a period of five years.

8. Reporting Requirements for transactions in Securities Initial Disclosure

- 8.1 Every promoter/ member of promoter group/ key Managerial Personnel / Director of the Company, within thirty day of these regulations taking effect, shall forward to the Company the details of all holdings in securities of the Company presently held by them including the statement of holdings of dependent family members in the prescribed Form (Annexure 3).
- 8.2 Every person on appointment as a key managerial personnel or a director of the Company or upon becoming a promoter or member of 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. (Annexure-4).

Continual Disclosure and Disclosure by Connected Person

- 8.3 Every promoter, member of promoter group, designated person and director of the Company 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 Rs. Ten Lakhs.



The disclosure shall be made within 2 working days of -

- (a) the receipt of intimation of allotment of shares, or
- (b) the acquisition or sale of shares or voting rights, as the case may be,

The format for Continual Disclosure for promoter, employee and director of the Company and such other person is as per Annexure- 5.

- 8.4 Company may, at its discretion require **any other designated 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 these regulations. The disclosure shall be made within 2 working days of -
- (a) the receipt of intimation of allotment of shares, or
 - (b) the acquisition or sale of shares or voting rights, as the case may be,

The format for Disclosure by other connected persons, as defined under Definition 1.6 is as per Annexure- 6.

All Designated Persons shall be required to disclose name and Permanent Account Number (PAN) or any other identifier authorized by law of the following to the intermediary or fiduciary on an annual basis and as and when the information changes:

- immediate relatives
- person(s) with whom such designated person shares a material financial relationship
- phone, mobile, and cell numbers which are used by the persons referred to in a and b above.

9. Disclosure by the Company to the Stock Exchange(s)

- 9.1 Within 2 trading days of the receipt of intimation under Clause 8.3, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.
- 9.2 The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors/ designated person(s) for a minimum period of five years.

Digital Database

The company shall maintain a digital database with the adequate internal controls to ensure no tampering of the data base containing the following information:

- Name and Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available of the person or entities with whom the unpublished price sensitive information is or intended to be shared.
- Name and Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available of the designated person(s) and their immediate relatives.



Mechanism for Prevention of Insider Trading

For ensuring effective and adequate system of Internal controls, the following procedure shall be followed.

- a) Any person in receipt of unpublished price sensitive information pursuant to legitimate purpose shall be considered as Insider for the purpose of code of conduct.
- b) Advance notice shall be served on such person by way of email/ letter to maintain the confidentiality while in possession of such information.
- c) Such person has to ensure compliance with the Regulations, as amended from time to time and the code of conduct.
- d) Files containing the confidential Information shall at all times be kept fully secured and shall be shared only on Need-to-know basis in accordance with the code of conduct and the Regulations.

The company shall execute a Non- Disclosure Agreement with the parties with whom the company as on March 31, 2019 is negotiating a transaction and has shared unpublished price sensitive information, and also parties with whom the company intends to shares such information.

The Audit Committee shall review the internal controls and compliance with the provisions of the Regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating properly.

Leak of Unpublished price Sensitive information

If any person came to know about the leak of unpublished price sensitive information, he/ she should:

- Immediately inform the Chief Financial Officer, Complaine Officer or Director(s) of the company by writing mail or letter to the concerned person.
- On the basis of the reporting, the Director(s) of the company shall conduct a proper examination about the genuineness of the reporting of leak before conducting further inquiry.
- The director(s) as soon as ascertaining the genuineness of the reporting about the leak of unpublished price sensitive information, intimate to Board of Directors and Audit Committee about the same.
- The company shall take further action as recommended by the Board of Directors or by the Audit Committee.

10. Dissemination of Price Sensitive Information

- 10.1 No Information shall be passed by Designated Persons by way of making a recommendation for the purchase of sale of securities of the Company.
- 10.2 Disclosure/dissemination of Price Sensitive information with special reference to analysts, media persons and institutional investors:

The following guidelines shall be followed while dealing with analysts and institutional investors

- Only public information to be provided.



- At least two Company representatives be present at meetings with analysts, media persons and institutional investors.
- Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.
- Simultaneous release of information after every such meet.

11. Penalty for contravention of the code of conduct

- 11.1 Every Specified Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her dependents).
- 11.2 Any Specified Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalized and appropriate action may be taken by the Company.
- 11.3 Specified Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze suspension, ineligibility for future participation in employee stock option plans etc.
- 11.4 The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of insider Trading) Regulation, 2015.



12. 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:

- (a) The Company shall make promptly public disclosure of price sensitive information to Stock Exchanges on immediate basis and continual basis.
- (b) The Company shall make uniform and universal dissemination of unpublished price sensitive information through Stock Exchanges and the official web site to avoid selective disclosure.
- (c) The Company Secretary of the Company shall act as Chief Investor Relations Officer to deal with the dissemination of information and Disclosure of Unpublished Price Sensitive Information.
- (d) The Company will make prompt dissemination of Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- (e) The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- (f) The Company shall ensure that it will develop best practices to make transcripts or record of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
- (g) The Company shall handle of all Unpublished Price Sensitive Information on a need to-know basis.
- (h) Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.



Annexure 1-**APPLICATION FOR PRE-TRADING APPROVAL**

To,
The Compliance Officer,
Frontline Securities Limited

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Insider Trading Policy, I seek approval to purchase / sell / subscribe _____ equity shares of the Company as per details given below:

1.	Name of the applicant	
2.	Designation	
3.	Number of securities held as on date	
4.	Folio No. / DP ID / Client ID No.	
5.	The proposal is for	(a) Purchase of securities (b) Subscription to securities (c) Sale of securities
6.	Proposed date of trading in securities	
7.	Estimated number of securities proposed to be purchased/subscribed/sold	
8.	Current market price (as on date of application)	
9.	Whether the proposed transaction will be through stock exchange or off-market trade	
10.	Folio No. / DP ID / Client ID No. where the securities will be credited / debited	

-I, _____, of the Company residing at _____, am desirous of trading in _____ shares of the Company as mentioned in my application dated _____ for pre-clearance of the transaction.

-I further declare that I am not in possession of any unpublished price sensitive information up to the time of signing this Undertaking.

-In the event that I have access to or receive any unpublished price sensitive information after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from trading in the securities of the Company until such information becomes public.

-I declare that I have not contravened the provisions of the Rules as notified by the Company from time to time.

-In the event of this transaction being in violation of the Rules or the applicable laws, (a) I will, unconditionally, release, hold harmless and indemnify to the fullest extent, the Company and its directors and officers, (the 'indemnified persons') for all losses, damages, fines, expenses, suffered by the indemnified persons, (b) I will compensate the indemnified persons for all expenses incurred in any investigation, defense, crisis management or public relations activity in relation to this transaction and (c) I authorize the Company to recover from me, the profits arising from this transaction and remit the same to the SEBI for credit of the Investor Protection and Education Fund administered by the SEBI.

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

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

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

Signature : _____

Name:

Date :

bicha



ANNEXURE-2

DISCLOSURE OF TRANSACTIONS

(To be submitted within 2 days of transaction / trading in securities of the Company)

To,
The Compliance Officer,
Frontline Securities Limited

I hereby inform that I

- have not bought / sold/ subscribed any securities of the Company
- have bought/sold/subscribed to _____ securities as mentioned below on _____ (date)
(strike out whichever is not applicable)

Name of holder	No. of securities traded	Bought / sold / subscribed	DP ID/Client ID/Folio No.	Price (Rs.)

I declare that the above information is correct and that no provisions of the Company's Rules and/or applicable laws/regulations have been contravened for effecting the above said transactions(s).

Signature : _____

Name:

Date :



ANNEXURE-3

Initial Disclosure By Promoter, Key Managerial Personnel (Kmp), Director And Other Such Persons :-

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) OF SEBI(PROHIBITION OF INSIDER TRADING) REGULATION 2015-

Name PAN NO./CI N/DIN & address of Director /Officer with contact no.	Category of person (promoters/KMP/ Directors /Immediate Relative/ other etc.)	Securities held as on the date of the regulation coming into force		% of shareholdin g	Open Interest of the future contract held as on the date of regulation coming into force		Open Interest of the option contract held as on the date of regulation coming into force	
		Type e of secu rities	Num ber		No. of units(Cont acts lot size)	Notio nal value (In rupee terms)	No. of units(C ontacts lot size)	Notiona l value(I n rupee terms)

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-4

Initial Disclosure By Key Managerial Personnel (KMP), Director on appointment and a Promoter on becoming a Promoter:-

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 OF LISTED COMPANY AND OTHER SUCH PERSONS AS MENTIONED IN REGULATION 6(2) OF SEBI (PROHIBITION OF INSIDER TRADING) REGULATION 2015-

Name PAN NO./CI N/DIN & address of Director /Officer with contact no.	Category of person (promoters/KMP/ Directors /Immediate Relative/ other etc.)	Date of Appointment of Director/KMP/ P/ date of becoming Promoter	Securities held as on the date of becoming promoter/App pointment of Director or KMP		% of shareholdin g	Open Interest of the future contract held at the time of becoming promoter/App ointment of Director/ KMP		Open Interest of the option contract held at the time of becoming promoter/Appoint ment of Director/ KMP	
			Type of securities	Num ber		No. of units(Cont acts lot size)	Notio nal value (In rupee terms)	No. of units(C ontacts lot size)	Notiona l value(In rupee terms)

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-5

NAME OF THE COMPANY:

ISIN OF THE COMPANY:

DETAILS OF CHANGE IN HOLDING OF SECURITIES OF PROMOTER, EMPLOYEE OR DIRECTORS OF LISTED COMPANY AND OTHER SUCH PERSONS AS MENTIONED IN REGULATION 6(2) OF SEBI (PROHIBITION OF INSIDER TRADING) REGULATION 2015-

Name PAN NO./CIN/DIN & address of Director /Officer with contact no.	Category of person (promoters/KMP/ Directors /Immediate Relative/ other etc.)	Securities held prior to Acquisition/ Disposal		Securities acquired/di sposed		% of shareholding		Date of Allotment/ Advice/Acq uisition of shares/Sale of shares(spec ify)		Date of Intima tion to compa ny	Mode of Acqui sition	Trading Derivatives (Specify Type of contract, future, option etc.)				Exchange on which trade was executed
		Type of secu rities	Num ber	Type of secu rities	Numbe r	Pre Trans action	Post trans action	From	To			Buy		Sell		
												Value	No. of units	Value	No. of units	

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-6

NAME OF THE COMPANY:

ISIN OF THE COMPANY:

DETAILS OF TRANSACTIONS BY OTHER CONNECTED PERSONS AS DEFINED UNDER 1.6 OF CODE OF CONDUCT-

Name PAN NO./CI N/DIN & address of Director /Officer with contact no.	Category of person (promote rs/KMP/ Directors /Immedia te Relative/ other etc.)	Securities held prior to Acquisition/ Disposal		Securities acquired/di sposed		% of shareholding		Date of Allotment/ Advice/Acq uisition of shares/Sale of shares(spec ify)		Date of Intima tion to compa ny	Mode of Acqui sition	Trading in Derivatives (Specify Type of contract, future, option etc.)				Exchange on which trade was executed	
		Typ e of securi ties	Num ber	Typ e of securi ties	Nu mber	Pre Trans action	Post trans action	From	T o				Buy		Sell		
													Val ue	N o. of uni ts	Val ue		No of uni ts

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:

