

CODES OF FAIR DISCLOSURES AND CONDUCT FOR INSIDER TRADING

INTRODUCTION

The Securities and Exchange Board of India (“SEBI”), in its endeavor to protect the interests of investors in general, has notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 (the “Regulations”) on 15 January 2015 which came into force on 15 May 2015. As the Regulations are applicable, inter alia, to all the companies listed on stock exchanges, ELANTAS Beck India Limited (the “Company”) is required to formulate a code for fair disclosure of unpublished price sensitive information and a code of conduct for prevention of insider trading to regulate, monitor and report trading by insiders pursuant to the provisions of the Regulations.

This set of document contains two codes viz.:

- I. Code of Practices and Procedures for Fair Disclosure (“Code for Fair Disclosure”);
- II. Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders (“Code for Trading”);

and shall, when appropriate, be collectively referred to as the “Code”.

OBJECTIVE

The Code for Fair Disclosure is aimed at defining the Company’s responsibility to follow principles of timely and adequate disclosure of unpublished price sensitive information which would impact the price of the Company’s securities, maintaining uniformity, transparency and fairness in dealings with all stakeholders and ensuring adherence to applicable laws and regulations. The Code also requires the Company to preserve the confidentiality of unpublished price sensitive information and to prevent misuse of such information.

The Code for Trading is aimed to enable the Company to regulate, monitor and report trading by insiders towards achieving compliance with the Regulations, adopting the minimum standards set out in the Code without diluting the provisions of the Regulations in any manner.

DEFINITIONS

1. “Act” means the Securities and Exchange Board of India Act, 1992.
2. “Board” means the board of directors of the Company.
3. “Chief Investors Relations Officer” means the Compliance Officer of the Company.
4. “Companies Act” means the Companies Act, 2013 together with the rules and regulations issued there under and any amendments thereto.
5. “Compliance Officer” means Company Secretary or such other senior officer of the Company, designated so and reporting to the Board, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the

Regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of UPSI, monitoring of trades and the implementation of the Code under the overall supervision of the Board.

6. **“Connected Person”** means:

- (i) any person who is or has during the 6 (six) months prior to the concerned act been associated with the 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 UPSI 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 sub-clause (i) above; or
 - (b) a holding company or associate company or subsidiary company of the 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;
 - (f) a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company or 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; or
 - (h) an official or an employee of a self-regulatory organization recognized 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 the Company or his Immediate Relative or banker of the Company, has more than 10 (ten) per cent, of the holding or interest; or
 - (k) 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.

7. **“Designated Person(s)”** shall include:

- (i) every Employee in the grade of one level below Managing Director;
- (ii) every Employee in the finance, accounts, secretarial and legal department as may be determined and informed by the Board in consultation with the Compliance Officer;
- (iii) any other Employee as may be determined and informed by the Board in consultation with the Compliance Officer from time to time; and

- (iv) Connected Persons identified by the Board in consultation with the Compliance Officer as designated persons.
- 8. **“Director”** means a member of the Board.
- 9. **“Employee”** means every employee of the Company including the Directors in the employment of the Company.
- 10. **“generally available”** means, in relation to any information, information that is accessible to the public on a non-discriminatory basis and information in public domain. Information published on the website of the stock exchange would ordinarily be considered generally available. The term “generally available information” shall be construed accordingly.
- 11. **“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.
- 12. **“Insider”** means any person who is:
 - (i) a Designated Person;
 - (ii) a Connected Person; or
 - (iii) in possession of or having access to UPSI.
- 13. **“Key Managerial Person”** means a person as defined in Section 2(51) of the Companies Act.
- 14. **“Promoter”** shall have the meaning assigned to it under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof.
- 15. **“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.
- 16. **“Takeover Regulations”** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.
- 17. **“Trading”** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and “trade” shall be construed accordingly. “Trading” shall not be limited to buying, selling or subscribing of any Securities but shall also include pledging etc.
- 18. **“Trading Day”** means a day on which the recognized stock exchanges are open for Trading.
- 19. **“Unpublished Price Sensitive Information” or “UPSI”** means any information, relating to the Company or its Securities (listed or proposed to be listed), 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, disposals and expansion of business and such other transactions;
- (v) changes in Key Managerial Personnel; and
- (vi) material events in accordance with the listing agreement.

Words and expressions used and not defined in these regulations but defined in the Act, the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act and the rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislations and rules and regulations made thereunder.

Code of Practices and Procedures for Fair Disclosure

The Company shall adhere to the following principles so as to ensure timely and adequate disclosure of UPSI with respect to it or its Securities, which is likely to affect price of the Securities.

1. The Company shall make prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The Company shall make, uniform and universal dissemination of UPSI to avoid selective disclosure.
3. The Chief Investor Relations Officer shall deal with dissemination of information and disclosure of UPSI.
4. The Chief Investor Relations Officer shall make prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Chief Investor Relations Officer shall provide, appropriate and fair response to queries on news reports and request for verification of market rumours by regulatory authorities.
6. The Chief Investor Relations Officer shall ensure that information, if any, shared with analysts and research personnel is not UPSI.
7. The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the website of the Company to ensure official confirmation and documentation of disclosures made.
8. The following guidelines shall be followed while dealing with analysts and institutional investors:
 - (i) only public information to be provided; and
 - (ii) at least 2 (two) Company representatives must be present at meetings with analysts, media persons and institutional investors.
9. The Company shall handle all UPSI on a need-to know basis i.e., UPSI shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
10. The Company will also promptly intimate any amendment to this Code for Fair Disclosure to the stock exchanges, as required under the Regulations.

Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders

1. ROLE OF COMPLIANCE OFFICER

- (i) The Compliance Officer shall set forth policies in relation to the implementation of this Code for Trading and the Regulations in consultation with the Board and the Audit Committee of the Board.
- (ii) The Compliance Officer shall report any incidences of insider trading to the Board and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board at such frequency as may be stipulated by the Board.
- (iii) In absence of the Compliance Officer due to leave etc., the Employee designated by him or her from time-to-time, not being below the level of senior manager and part of the finance or compliance department, shall discharge the function of granting pre-trade approvals.
- (iv) The Company Secretary shall hold the position of Compliance Officer so long as he or she remains the Company Secretary. In the event of the office of the Company Secretary falling vacant, the Managing Director shall act as the Compliance Officer until a successor is appointed.
- (v) In order to discharge his or her functions effectively, the Compliance Officer shall be adequately empowered and provided with adequate manpower and infrastructure. In the performance of his or her duties, the Compliance Officer shall have access to all information and documents relating to Securities of the Company.
- (vi) The Compliance Officer shall assist all Employees in addressing any clarifications regarding the Regulations and this Code for Trading.
- (vii) The Compliance Officer shall grant pre-trade approvals to the Designated Persons for Trading in Securities of the Company by them or their Immediate Relatives.

2. PRESERVATION OF UPSI

- (i) Designated Persons shall maintain confidentiality of all UPSI coming into their possession or control. To comply with this confidentiality obligation, the Designated Persons shall not:
 - (a) communicate, provide or allow access of UPSI to any person directly or indirectly, including by way of making a recommendation for purchase or sale of Securities of the Company unless such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations;
 - (b) discuss UPSI in public places;
 - (c) disclose UPSI to any Employee who does not need to know the information for discharging his or her duties;
 - (d) recommend to anyone that they undertake Trading in Securities of the Company while being in possession, control or knowledge of UPSI; or

- (e) be seen or perceived to be Trading in Securities of the Company while in possession of UPSI.
- (ii) All information shall be handled within the Company on a need-to-know basis and no UPSI shall be communicated to any person except in furtherance of the Designated Person's legitimate purposes, performance of duties or discharge of his or her legal obligations.
- (iii) Need to Know
 - (a) "Need to know" basis means that UPSI 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.
 - (b) All non-public information directly received by any Employee should immediately be reported to the head of the department.
- (iv) Notwithstanding anything contained in this Code, UPSI may be communicated provided, allowed access to or procured, in connection with a transaction which would:
 - (a) entail an obligation to make an open offer under the Takeover Regulations where the Board is of informed opinion that the proposed transaction is in the best interests of the Company;
 - (b) not attract the obligation to make an open offer under the Takeover Regulations but where the Board is of informed opinion that the proposed transaction is in the best interests of the Company and the information that constitute UPSI is disseminated to be made generally available at least 2 (two) Trading Days prior to the proposed transaction being effected in such form as the Board may determine.
- (v) For purposes of Clause 2(iv), the Board shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the purpose of Clause 2(iv) and shall not otherwise trade in Securities of the Company when in possession of UPSI.

3. PREVENTION OF MISUSE OF UPSI

- (i) Designated Persons privy to confidential information shall, in preserving the confidentiality of information, and to prevent its wrongful dissemination, adopt, among others, the following safeguards:
 - (a) files containing confidential information shall be kept secure; and
 - (b) computer files will have adequate security of login through password etc.
- (ii) Chinese Wall

To prevent the misuse of UPSI, the Company may adopt a 'Chinese Wall' policy which separates those departments which routinely have access to UPSI, considered "inside areas" from those departments which deal with sale or marketing or other departments providing support services, considered "public areas".

As per the said policy:

- (a) the Employees in inside areas will not be allowed to communicate any UPSI to anyone in public areas;
- (b) the Employees in inside area may be physically separated from the Employees in public area;
- (c) the demarcation of various departments as inside area shall be determined by the Compliance Officer in consultation with the Board; and
- (d) only in exceptional circumstances, Employees from public areas be brought over the wall and given UPSI on the basis of 'need to know' criteria under intimation to the Compliance Officer.

(iii) Trading Plan

- (a) An Insider shall be entitled to formulate a plan for Trading 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 or her behalf in accordance with such plan (the "Trading Plan"). The Trading Plan should 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.
- (b) Such Trading Plan shall not entail:
 - (I) commencement of Trading on behalf of the Insider earlier than 6 (six) months from the public disclosure of the Trading Plan;
 - (II) 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 Company and the second Trading Day after the disclosure of such financial results;
 - (III) Trading for a period less than 12 (twelve) months;
 - (IV) overlap of any period for which another Trading Plan is already in existence; and
 - (V) Trading in Securities for market abuse.
- (c) The Compliance Officer will review the Trading Plan made as above to assess whether it would have any potential for violation of the Regulations and shall be entitled to seek express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the Trading Plan as per provisions of the Regulations and this Code.
- (d) The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement it, without being entitled to either deviate from it or to execute any trade in Securities outside the scope of the Trading Plan.
- (e) However, the implementation of the Trading Plan shall not be commenced, if at the time of its formulation, the Insider is in possession of any UPSI and the said information has not become generally available at the time of the commencement of implementation. In such event, the commencement of the Trading Plan shall be deferred by the Compliance Officer until such UPSI becomes generally available information. Further, the Insider shall also not be allowed to trade 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 (as defined below) announced by the Compliance Officer.

- (f) Upon approval, the Compliance Officer shall notify the Trading Plan to the stock exchanges on which the Securities are listed.

4. TRADING WINDOW AND WINDOW CLOSURE

- (i) The period during which Trading in Securities of the Company on the stock exchange is permissible by Designated Persons and their Immediate Relatives shall be referred to as the “Trading Window”.
- (ii) All Designated Persons shall conduct all their Trading in Securities of the Company only when the Trading Window is open and no Designated Person or their Immediate Relatives shall trade in Securities of the Company when the Trading Window is closed or during any other similar period as may be specified by the Compliance Officer from time-to-time.
- (iii) Other than the period(s) for which the Trading Window is closed as prescribed hereunder, the same shall remain open for Trading in Securities of the Company. Unless otherwise specified by the Compliance Officer, the Trading Window shall be closed for Designated Persons when the Compliance Officer determines that a Designated Person or class of Designated Persons are reasonably expected to have UPSI, including for the following purposes:
 - (a) declaration of financial results;
 - (b) declaration of dividends;
 - (c) change in capital structure;
 - (d) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - (e) changes in key managerial personnel; and
 - (f) material events in accordance with the listing agreement.
- (iv) The Compliance Officer shall intimate the closure of Trading Window to all Designated Persons of the Company when he or she determines that a Designated Person or a 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. Additionally, the Compliance Officer shall also intimate the closure of the Trading Window to the stock exchange where the Securities of the Company are listed and publish the same on the corporate website.
- (v) The Trading Window for Trading in Securities shall be closed at least 7 (seven) days prior to and during the time the UPSI is published.
- (vi) The Compliance Officer after taking into account various factors including the UPSI 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 48 (forty-eight) hours after the information becomes generally available.
- (vii) In case of Employee Stock Option Plans (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 Window is closed.

- (viii) The restrictions concerning Trading during the period the Trading Window is closed 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.

5. PRE-CLEARANCE OF TRADES

- (i) All Designated Persons and their Immediate Relatives shall trade in Securities of the Company only when the Trading Window is open and provided that they are not in possession of UPSI. In addition, Designated Persons will also have to obtain a pre-trading approval in the circumstances set out below.
- (ii) Pre-trading approval would be necessary if the cumulative Trading (including Trading in derivatives of Securities, if permitted by law) whether in one transaction or a series of transactions in any calendar quarter exceeds INR 10 lakhs (Rupees Ten Lakh) in value, or such other limits as the Board may stipulate. No Designated Person shall be entitled to apply for pre-clearance of any proposed trade if such Designated Person is in possession of UPSI even if the Trading Window is open.
- (iii) The procedure for obtaining a pre-trading approval is set out below:
- (a) An application shall be made in the prescribed form (*see Annexure 1*) to the Compliance officer, indicating the estimated number of securities that the Designated Person or his/her Immediate Relative(s) intend to trade in, nature of trade, the details as to the depository with which he or she 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.
- (b) The application must be accompanied by an undertaking executed in favour of the Company by the Designated Person (*see Annexure 2*), incorporating, inter alia, the following clauses, as may be applicable:
- (I) that the Designated Person is not in possession of, does not have any access to and has not received UPSI up to and at the time of signing the undertaking;
- (II) that in case the Designated Person has access to or receives UPSI after the signing of the undertaking but before the execution of the transaction, he or she shall inform the Compliance Officer of the change in his position and that he or she would completely refrain from Trading in the Securities of the Company till the time such information becomes generally available;
- (III) that he or she has not contravened the Code as notified by the Company from time to time; and
- (IV) that he or she has made a full and true disclosure in the matter.
- (c) All Designated Persons shall execute their order in respect of Securities of the Company within 7 (seven) Trading Days after receiving approval of pre-trading (*see Annexure 3*). The Designated Persons shall file within 2 (two) Trading Days of the execution of the trade, the details of such transaction with the Compliance Officer in the prescribed form (*see Annexure 4*). In case the transaction is not undertaken, a report to that effect shall be filed (*see Annexure 4*).

- (d) If the order is not executed within 7 (seven) Trading Days after receiving the approval, the Designated Person shall apply again for pre-trading approval of the transaction covered under the earlier approval.
- (iv) No Designated Persons shall, within 6 (six) months of buying or selling any number of Securities of the Company, enter into an opposite transaction ('contra trade') i.e., sell or buy, as the case may be, any number of Securities of the Company. Further, no Designated Person shall take positions in derivative transactions in Securities of the Company at any time. If a 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 Protection and Education Fund administered by SEBI under the Act.
- (v) The Compliance Officer may waive off the holding period in case of sale of Securities in a personal emergency after recording reasons for the same. However, no such sale will be permitted when the Trading Window is closed.

6. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

(i) Initial Disclosure

- (a) Every Promoter, Key Managerial Personnel and Director of the Company shall, within 30 (thirty) days of the Regulations taking effect (i.e. by 13 June 2015), forward to the Company the details of all holdings in Securities of the Company presently held by them in the prescribed form (*see Annexure 5*).
- (b) Every person on appointment as a Key Managerial Personnel or a Director of the Company or upon becoming a Promoter shall disclose his or her holding of Securities of the Company as on the date of appointment or becoming a Promoter, to the Company within 7 (seven) days of such appointment or becoming a promoter (*see Annexure 6*).

(ii) Continual Disclosure

- (a) Every Promoter, Employee and Director of the Company shall disclose to the Company the number of Securities acquired or disposed of within 2 (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 INR 10 Lakhs (Rupees Ten Lakhs) (*see Annexure 7*).
 - (b) The disclosure shall be made within 2 (two) Trading Days of:
 - (I) the receipt of intimation of allotment of Securities; or
 - (II) the acquisition or sale of Securities, as the case may be.
 - (c) The Compliance Officer shall within 2 (two) Trading Days of receipt of the disclosure, notify the particulars of the Trading to the stock exchange.
- (iii) The Compliance officer shall maintain records of all the above declarations in an appropriate form for a minimum period of 5 (five) years.

7. OTHER RESTRICTIONS

- (i) The disclosures to be made by any person under the Code for Trading 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 and the traded value of the derivatives shall be taken into account for purposes of the Code for Trading and provided that Trading in derivatives of Securities is permitted by applicable law.

8. PENALTY FOR CONTRAVENTION OF THE CODE

- (i) Every Designated 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).
- (ii) Every Designated Person who trades in Securities or communicates any information for Trading in Securities, in contravention of the Code for Trading may be penalised and appropriate action may be taken by the Company.
- (iii) Every Designated Person who violates the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in ESOPs, etc.
- (iv) The action taken by the Company for violation of the Regulations and the Code against any person shall not preclude SEBI from taking any action in case of violation of the Regulations and the Act.

ANNEXURE 1

SPECIMEN OF APPLICATION FOR PRE-TRADING APPROVAL

Date:

To,
The Compliance Officer,
ELANTAS Beck India Limited,
Pune

Dear Sir/Madam,

Sub.: Application for Pre-trading approval in securities of the Company

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Practices and Procedures for Fair Disclosures and Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders (collectively referred to as the "Code"), [I/my immediate relative _____] seek (s) approval to enter into transaction for purchase / sale / subscription of _____ securities (including derivatives) of the Company as per details given below:

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

I confirm that the transaction will be completed within 7 (seven) trading days after the approval of pre-trading is given, failing which I undertake to pre-clear the transaction

again. I further confirm that I have read the Code and have made an informed judgment as to my possession of unpublished price-sensitive information. The above is a full and true disclosure in the matter.

I enclose herewith the form of Undertaking signed by me.

Yours faithfully,

(Signature of Applicant)

Place:

Date:

ANNEXURE 2

FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE-TRADING APPROVAL

UNDERTAKING

To,
Elantas Beck India Limited,
Pune

[I, _____, _____ of the Company/
my immediate relative _____] residing at _____
_____, am/is desirous of trading in _____
(insert number) securities 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 or otherwise privy to any unpublished price sensitive information as defined in the Company's Code of Practices and Procedures for Fair Disclosures and Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders (collectively referred to as the "Code") up to and at the time of signing this Undertaking.

In the event that I have access to or received any information that could be construed as unpublished price sensitive Information as defined in the Code, after 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 myself (or my immediate relatives) from trading in securities of the Company until such information becomes public.

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

I undertake to submit the necessary report within 2 (two) trading days of execution of the transaction or a 'Nil' report within 9 days of the approval for pre-trading being granted, if the transaction is not undertaken.

If approval is granted, I shall execute the trade within 7 (seven) trading days of the receipt of approval failing which I shall seek pre-clearance again.

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

I agree to comply with the provisions of the Code and provide any information relating to the trade as may be required by the Compliance Officer and permit the Company to disclose such details to SEBI, if so required.

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

Signature:

Date:

Place:

ANNEXURE 3

FORMAT FOR PRE-TRADING APPROVAL ORDER

Approval No: _____ of _____

To,

Name: _____

Designation: _____

Emp. No.: _____

Address: _____

PRE-TRADING APPROVAL/DISAPPROVAL - Your application dated _____

Dear Mr. /Mrs. _____

This is to inform you that your request for trading in _____ (nos) shares of the Company as mentioned in your application dated _____ is hereby [approved/disapproved]. Please note that the said transaction must be completed on or before _____ (date) i.e. within 7 (seven) days from today.

This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application.

In case [you/your immediate relative] do (es) not execute the approved transaction on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction in the securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within 2 (two) trading days from the date of transaction. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Yours faithfully,
for ELANTAS Beck India Limited

COMPLIANCE OFFICER

Date: _____

Encl: Format for submission of details of transaction (Annexure 4)

ANNEXURE 4

FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS

*(To be submitted within 2 trading days of transaction in securities of the Company)
(In case no transaction entered, Nil report to be submitted within 9 days from grant of approval order)*

To,
The Compliance Officer,
Elantas Beck India Limited,
Pune

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)

Name of holder	No. of Securities dealt with	Bought/sold/ subscribed	DP ID/Client ID / Folio No	Price (INR)

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 5 years and produce to the Compliance officer / SEBI any of the following documents:

1. Broker's contract note.
2. Proof of payment to/from brokers.
3. Extract of bank passbook/statement (to be submitted in case of demat transactions).
4. Copy of Delivery instruction slip (applicable in case of sale transaction).

I agree to hold the above securities for a minimum period of 6 months. In case there is any urgent need to sell these securities within the said period, I shall approach the Compliance Officer for necessary approval. *(applicable in case of purchase / subscription).*

I declare that the above information is correct and that no provisions of the Company's Code of Practices and Procedures for Fair Disclosures and Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and/or applicable laws and regulations have been contravened for effecting the above said transactions(s).

Yours faithfully,

Name:

Designation:

Signature:

Date:

ANNEXURE 5

FORMAT FOR INITIAL DISCLOSURE OF PARTICULARS BY PROMOTER / KEY MANAGERIAL PERSONNEL / DIRECTOR

FORM A

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

(Regulation 7 (1) (a) read with Regulations 6(2))

Name of Company: _____

ISIN of 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)	Notional value in Rupee terms
1	2	3	4	5	6		7	

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
FORMAT OF DISCLOSURE BY DIRECTORS, KEY MANAGERIAL PERSONNEL AND
PROMOTERS

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 on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of the Company 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.)	Date of appointment of Director /KMP or Date of becoming Promoter	Securities held at the time of becoming Promoter/appointment of Director/KMP		% of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP		Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP	
			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)	Notional value in Rupee terms
1	2	3	4	5	6	7	8		

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 7

FORMAT FOR DISCLOSURE OF TRANSACTIONS CROSSING CERTAIN THRESHOLDS BY PROMOTER/ DIRECTORS/EMPLOYEES

FORM C

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Regulation 7 (2) read with Regulation 6(2)]

Name of Company: _____

ISIN of Company: _____

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6 (2)

Name, PAN No., CIN/DIN & address of Promoter / Employee / Director with contact nos.	Category of Person (Promoters/ KMP / Directors / immediate relatives/ others etc.)	Securities held prior to acquisition/ disposal		Securities acquired / disposed		% of Shareholding		Date of allotment advice / acquisition of shares / sale of shares	
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Pre transaction	From	To

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
		Buy		Sell		
		Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)	

Note: The disclosure of the incremental transactions after the previous disclosure is required to be made when the transactions effected after the prior disclosure cross the threshold of INR 10 lakhs in the same calendar quarter.