

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSON
OF
TRISDHA PROJECTS LIMITED

CODE OF CONDUCT OF TRISDHA PROJECTS LIMITED TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSON

Trisdha Projects Limited (the “Company”) is a public company whose equity shares are listed on BSE Limited and subject to the rules and regulations issued by the Securities and Exchange Board of India (SEBI).

The Board of Directors of the Company have adopted this Insider Trading Policy (the “Policy”) to comply with Regulation 9 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 including any statutory modification or re-enactment thereof for the time being in force). (“SEBI Regulations”)

The SEBI Regulations prohibit an Insider from Trading in the securities of a company listed on any stock Exchange on the basis of any unpublished price sensitive information.

Unpublished Price Sensitive Information (“UPSI”) means any information which relates directly or indirectly, to the Company or its securities, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities of the Company.

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

The SEBI Regulations prohibit the communication of Unpublished Price Sensitive Information (UPSI) to any person except as required under law. Further, procuring any person to Trade in the securities of any company on the basis of UPSI is also prohibited under the SEBI Regulations and the securities laws. Violations of the SEBI Regulations and the securities laws subject Insiders to severe penalties including fines and imprisonment.

1. Rules

The rules shall be called ‘Rules for Trading in the securities of the Company by an Insider’ (“Rules”). These Rules shall come into force with immediate effect.

2. Definitions

Words and expressions used but not defined in this Code shall have the same meaning assigned to them in the SEBI (Prohibition of Insider Trading) Regulations, 2015 or the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and the rules and regulations made thereunder, as the case may be or in any amendment thereto.

In this rules unless the context otherwise requires, the following words, expressions and derivations there from shall have the meanings assigned to them as under:–

- i. **“Board”** means the Board of Directors of the Company.
- ii. **“Company”** Means Trisdha Projects Limited
- iii. **“Insider Trading Policy”** means this code of conduct for prohibition of Insider Trading in the securities, as amended by the Board from time to time.

iv. **"Compliance officer"** means Compliance Officer appointed by the Board of Director under Securities and Exchange Board India (Prohibition of Insider Trading) Regulations, 2015.

v. **"Connected Person" means**

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:

- i. by reason of frequent communication with its officers or
- ii. by being in any contractual, fiduciary or employment relationship or
- iii. by being a director, officer or an employee of the company or
- iv. 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.

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:

- i) an immediate relative of connected persons;
- ii) a holding company or associate company or subsidiary company;
- iii) an intermediary as specified in section 12 of the Act or an employee or director thereof;
- iv) an investment company, trustee company, asset management company or an employee or director thereof;
- v) an official of a stock exchange or of clearing house or corporation;
- vi) 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;
- vii) 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;
- viii) an official or an employee of a self-regulatory organization recognised or authorized by the Board;
- ix) a banker of the company;
- x) a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his immediate relative or banker of the company, has more than ten per cent. of the holding or interest;

vi. **"Designated Persons"** shall include the following:

- i) Promoters and Promoter Group of the Company
- ii) Directors of the Company ("Directors")
- iii) Key managerial personnel of the Company
- iv) employees of central Accounts, secretarial, finance, treasury, taxation and Legal departments
- v) employees of the Company in the cadre of Manager and above
- vi) employees associated with executive directors and chief executive officer's office
- vii) chief executive officer, chief financial officer and employees in the cadre of Manager and above of Material Subsidiaries of the Company
- viii) Immediate Relatives of all the above

- ix) Any other personnel designated by the Board in consultation with the Compliance Officer, either for a specific period of time or for an indefinite period of time, based on their role, function, designation and seniority in the Company and the extent to which such person may have access to Unpublished Price Sensitive Information.
- vii. **“Dealing in Securities”** means an act of subscribing to, buying, selling, or agreeing to subscribe to, buy, sell or deal in Securities of the Company either as Principal or Agent.
- viii. **“Fiduciary”** means professional firms such as auditors, accountancy firms, law firms, analysts, insolvency professional entities, consultants, banks etc., assisting or advising Company shall be collectively referred to as fiduciaries.
- ix. **“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.
- x. **“Informant”** means an individual, who voluntarily submits to the SEBI a Voluntary Information Disclosure Form relating to an alleged violation of insider trading laws that has occurred, is occurring or has a reasonable belief that it is about to occur, in a manner Provided under the SEBI PIT Regulations, regardless of whether such individual(s) satisfies the requirements, procedures and conditions to qualify for a Reward.
- xi. **“Insider”** means a Designated Person, Connected Person or any other person who is in Possession of or having access to UPSI; and includes all such personnel with whom the Company or its official shares UPSI for legitimate purpose.
- xii. **“Intermediaries”** shall include such persons as defined in Section 12 of the Securities and Exchange Board of India Act, 1992 viz., Stock Brokers, Sub-brokers, Share Transfer Agents, Banker to an Issue, Trustee of a Trust Deed, Registrar to an Issue, Merchant Banker, Underwriter, Portfolio Manager, Investment Adviser and such other persons associated with Securities Market and registered with SEBI.
- xiii. **“Legal Representative”** means a duly authorised individual who is admitted to the practice of law in India.
- xiv. **“Material Subsidiary”** shall be as defined under the SEBI Listing Regulations and shall mean a subsidiary of the Company whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the Company and its subsidiaries in the immediately preceding accounting year.
- xv. **“Original Information”** means any relevant information submitted in accordance with the SEBI PIT Regulations pertaining to any violation of insider trading laws that is:
- i) derived from the independent knowledge and analysis of the Informant;
 - ii) not known to the SEBI from any other source, except where the Informant is the original source of the information;

- iii) is sufficiently specific, credible and timely to (i) commence an examination or inquiry or audit; (ii) assist in an ongoing examination or investigation or inquiry or audit; (iii) open or re-open an investigation or inquiry; or (iv) inquire into a different conduct as part of an ongoing examination or investigation or inquiry or audit directed by the SEBI;
- iv) not exclusively derived from an allegation made in a judicial or administrative hearing, in a Governmental report, hearing, audit, or investigation, or from the news media, except where the Informant is the original source of the information; and
- v) Not irrelevant or frivolous or vexatious.

Information which does not in the opinion of the SEBI add to the information already possessed by the SEBI is not original information.

- xvi. **"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.
- xvii. **"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.
- xviii. **"Reward"** means any gratuitous monetary amount for which an Informant is declared Eligible as per the provisions of SEBI PIT Regulations.
- xix. **"SEBI"** means Securities and Exchange Board of India.
- xx. **"Securities Laws"** means the Act, the Securities Contract (Regulations) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996), the relevant provisions of any other law to the extent it is administered by the SEBI and the relevant rules and regulations made Thereunder.
- xxi. **"Trading"** means and includes subscribing, buying, selling, dealing, pledging or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- xxii. **"Trading Day"** means a day on which the recognized stock exchanges are open for trading.
- xxiii. **"Trading Plan"** has the meaning ascribed to in Clause 5 of the SEBI PIT Regulations.
- xxiv. **"Trading Window"** means a trading period for dealing in the Company's shares during which Designated Persons and their Immediate Relatives can deal in the shares of the Company.
- xxv. **"Unpublished Price Sensitive Information" (UPS)** means any information, relating to the 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, disposals and expansion of business and such other transactions;
- v. change in key managerial personnel; and
- vi. such other information as communicated by the Compliance Officer

xxvi. “Voluntary Information Disclosure Form” means the form provided in the schedule of the Code.

xxvii. “Voluntarily Providing Information” means providing the SEBI with information before receiving a request, inquiry, or demand from the SEBI, any other Central or State authorities or other statutory authority about a matter, to which the information is relevant.

3. Prohibition on communicating or procuring UPSI

An Insider shall not –

- i. communicate, provide, or allow access to any UPSI, relating to the Company or its securities, to any person including other insiders, except to the extent allowed by these Rules;
- ii. procure from or cause the communication by an Insider of UPSI, relating to the Company or its securities;

Provided that nothing contained above shall be applicable when an UPSI is communicated, provided, allowed access to or procured:

- (i) In furtherance of legitimate purposes, performance of duties or discharge of legal obligations pursuant to appropriate confidentiality and non-disclosure agreements being executed; or
- (ii) In the event the Board of Directors direct or cause the public disclosure of UPSI in the best interest of the Company; or.
- (iii) within a group of persons if such persons have been identified and secluded within a “Chinese wall” or information barrier by the Compliance Officer from the rest of the Company for a particular purpose or for a specified period of time in furtherance of legitimate purposes, performance of duties or discharge of legal obligations, and are subjected to, among other conditions, additional confidentiality obligations, information barriers designed to prevent exchanges of UPSI outside the “Chinese wall”, and the execution of an undertaking by such persons to abstain and / or forego Trading during such seclusion or till the UPSI no longer constitutes UPSI.

4. Prohibition on Insider Trading

a) An Insider shall not, directly or indirectly: –

- i. Trade in securities that are listed or proposed to be listed when in possession of UPSI
- ii. Trade in securities of the Company except when the Trading Window is open and the Insider is not in possession of UPSI.

Provided the restriction in 4 (i) above shall not apply to:

- (a) A transaction that is an off-market inter-se transfer between insider who were in possession of the same UPSI without being in breach of these Rules and both parties had made a conscious and informed trade decision; and

Further, such transactions shall be reported by the Insider to the Company within two working days and Company shall notify the particulars of such trades to the stock exchanges within two working days from receipt of the disclosure of from becoming aware of such information.

- (b) Transactions that are carried out through block-deal window mechanism between persons who were in possession of UPSI, without being in breach of Regulation 3 of SEBI PIT Regulations and both parties had made a conscious and informed trade decision.
- (c) Transaction that is carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction;
- (d) Transaction that is undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations;
- (e) Transaction carried out by non-individual insider, where the individuals who were in possession of UPSI were different from the individuals taking the trading decision and
- (f) the decision making individuals were not in possession of UPSI.
- (g) Trades pursuant to a Trading Plan set up in accordance with these Rules.

iii. When the Trading Window of the Company is closed.

- b. designated Persons shall be governed by this Code for dealing in securities.

Designated Persons may deal in the shares of the Company subject to compliance with the following process:

(i) Trading Window

The Trading Window shall be closed during the time price sensitive information is unpublished.

Trading Restriction starts from end of the quarter till 48 hours after announcement of financial results.

All Designated Persons shall conduct all their dealings in the Securities only when the Trading Window is open and no Designated Person shall deal in the Securities during the period when the Trading Window is closed or during any other period as may be specified by the Compliance Officer from time to time.

The Trading Window shall also be closed when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of UPSI.

Additionally, the Trading Window shall be closed at other times when the price sensitive information remains unpublished, in particular for Designated Persons or class of Designated Persons as may be ascertained by the Compliance Officer.

The timing for re-opening of the trading window shall be determined by the compliance officer taking into account various factors including the UPSI in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.

The trading window restrictions shall not apply in respect of transaction as specified in Clause 4

(ii) Pre-Clearance of Trade

Designated Persons who wish to trade in the Company's Securities, when the trading window is open, where the value of the proposed trade(s), taken together with the value of trade(s) executed over a calendar quarter, is likely to exceed Rs. 5 Lakhs in that calendar quarter or where the shares proposed to be traded exceed 50,000 shares, whichever is lower shall after obtaining approval of the Compliance Officer by submitting an application for pre-clearance of Trade in the format specified in **Annexure 1** and an undertaking as per **Annexure 2**.

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

The Compliance Officer may, after being satisfied that the application and undertaking are true and accurate, approve Trading by a Designated Person, on the condition that the Trade so approved shall be executed within seven trading days following the date of approval as per **Annexure 3**.

Designated Person shall execute pre-cleared trade within 7 (seven) trading days from approval and shall report his trade details to Compliance Officer in **Annexure 4** within 2 (two) trading days from the trade. In case of non-trading, Designated Person shall report his decision of non-trading along with reasons to Compliance Officer in **Annexure 4**

Designated Person who do not complete the transaction within 7 days of pre-clearance shall seek fresh pre-clearance for the transaction. Transactions pre-cleared by Designated Person shall be reported by the Compliance Officer to the Audit Committee.

Designated Person who Trades in securities without complying with the pre-clearance 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 preclearance procedure shall be subjected to the penalties as envisaged in these Rules.

The preclearance of trade shall not be required if the trade has been executed as per the trading Plan approved by the Compliance Officer.

(iii) Additional trading restrictions on Designated Persons

No Designated person shall enter into derivative transactions in respect of the securities of the Company.

Designated Persons are restricted from entering into opposite transactions i.e., sell or buy any number of shares during next six months following the prior transaction.

Explanation: if a Designated Person has bought shares of the company, he can continue to buy the shares (when the Trading Window is open and subject to Pre-clearance) but cannot sell any number of shares for a period of 6 months from the last date when he bought the shares. Similarly, if he sells the shares of the company, he can continue to sell any number of shares but cannot buy any shares for a period of 6 months from the last date when he sold the shares.

In case of personal emergency, the 6 months holding period may be waived by the Compliance Officer after recording in writing the reasons in this regard.

Notwithstanding the above, should the Designated Persons execute an opposite transaction, inadvertently or otherwise, in violation of the restrictions set out above, 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.

However, the above mentioned restrictions shall not be applicable to trades pursuant to exercise of stock options.

5. TRADING PLAN

Insider who wish to trade in Securities may formulate a Trading Plan as prescribed under the SEBI PIT Regulations.

Implementation of the Trading Plan shall be as prescribed under the SEBI PIT Regulations.

6. DISCLOSURE REQUIREMENTS

i. Initial Disclosure

Every Promoter, Member of the Promoter group, Key Managerial Personnel, Director of the Company and each of their Immediate Relatives shall disclose his holding of securities of the Company within thirty days of these Rules taking effect as per **Form A** set out in **Annexure 5**.

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 / her and Immediate Relatives' holding of securities of the Company as on the date of appointment or becoming a promoter or Member of the Promoter group, to the Company within seven days of such appointment or becoming a promoter Member of the Promoter group, as per **Form B** set out in **Annexure 6**.

ii. Continual Disclosure

Every Promoter, Member of the Promoter group, Designated person, Director of the Company shall disclose as per **Form C** set out in **Annexure 7** 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 two working days of:

- i. the receipt of intimation of allotment of shares, or
- ii. the acquisition or sale of shares or voting rights, as the case may be.

iii. Disclosure to the Stock Exchange:

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.

iv. Designated Persons shall disclose Names and Permanent Account Number or any other identifier authorized by law of the following persons to the Company on an annual basis within 30 days from the end of the financial year. In case of any changes in such information, the Designated Person shall inform the Company of such change promptly:

- i) Immediate Relatives
- ii) persons with whom such Designated Person(s) shares a Material Financial Relationship
- iii) Phone numbers including mobile numbers which are used by the above persons

In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one-time basis to the Company.

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

v. Where the Designated Person does not hold any Securities in the Company either in his/her name or in the names of his/ her immediate relatives, he/ she shall furnish the report in the format prescribed, stating the shareholding as NIL.

vi. Where it is subsequently found that the Designated Person was holding Securities of the Company (either directly or in the name of his/ her immediate relatives) and the same was not duly reported, the Designated Person shall be treated as violating the Code of Conduct and the Company may forthwith proceed to take penal action prescribed in serial number 13 of this Code.

7. PENALTY FOR CONTRAVENTION

Designated Persons shall be individually responsible for complying with the applicable provisions of this Code (including to the extent the provisions hereof are applicable to their Immediate Relatives).

Any instance of violation of this Code shall be reported to the Audit Committee or any other Committee of the Board designated for this purpose by the Board.

Any Insider who violates this Code may be penalized and appropriate action may be taken against him/ her, which inter-alia may extend to wage freeze, cancellation of contract, claw back, recovery of profits from the made in the trade, suspension, elimination from employee stock options plan and/ or removal from services of the Company.

The Audit Committee shall have the authority to take appropriate action against Insiders for violation of this Code.

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.

8. MISCELLANEOUS

- i.** The Board of Directors shall be empowered to amend, modify, interpret these Rules and such Rules shall be effective from such date that the Board may notify in this behalf.
- ii.** The Compliance Officer shall provide the Audit Committee of the Board, on a quarterly basis, all the details of Trading in securities by the Designated Persons including any violations of the Rules.
- iii.** The Compliance Officer shall maintain (a) updated list of Designated Persons, (b) records of disclosures and pre-clearance applications and undertakings for a period of five years and (c) a confidential list of any 'restricted securities' to which the Compliance Officer may require Designated Persons to seek pre-clearance before Trading in such 'restricted securities'.
- iv.** The Company shall require all Connected Persons to formulate and adhere to a code of conduct to achieve compliance with these Rules. In case such persons observe that there has been violation of these Rules, then they shall inform the Board of Directors of the Company promptly.
- v.** The Company has adopted the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' available at the website of the Company to regulate the Company's practices and procedures for fair disclosure of UPSI.

FORMS FOR REPORTING REQUIREMENTS

Forms	Particulars	Compliance & Time Line
Annexure 1	Application For Pre-Trading Approval	Designated Person intending to deal in securities in excess of Rs. 5,00,000/- or 50,000 shares, whichever is Lower shall apply for pre-clearance with the Compliance Officer.
Annexure 2	Undertaking To Be Accompanied With The Application For Pre-Clearance	Designated person should submit the undertaking along with Application for Pre-Trading Approval.
Annexure 3	Pre-Clearance Order	The Compliance Officer after being satisfied with the application for pre-clearance from the Designated Person May grant pre-clearance order.
Annexure 4	Disclosure Of Transactions/ Disclosure for decision of not to trade pre-cleared Trade	Designated Person shall disclose within 2 days of transaction/ dealing in securities the trading details or non-trading of pre-cleared trade to the Compliance Officer.
Annexure 5	Form A – Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (a) read with Regulation 6 (2) – Initial disclosure to the company]	Initial Disclosure
Annexure 6	Form B – Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7(1)(b) read with Regulation 6(2) - Disclosure on becoming a Director/KMP/Promoter]	Disclose within 7 days of Appointment as a Director/ Key Managerial Personnel or becoming a promoter.
Annexure 7	Form C – Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]	Disclose within 2 trading days – Every promoter(s)/ designated person/ director is required to inform of trading/ dealing in securities if value of securities (whether in one transaction or more transactions during a calendar quarter) is more than Rs. 10,00,000/- (Rupees Ten lakh)

Annexure - 1
APPLICATION FOR PRE-TRADING APPROVAL

To,
The Compliance Officer,
Trisdha Projects 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 enclose herewith the Undertaking signed by me.

Signature: _____ **Name:**
Date:

Annexure - 2

UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE-CLEARANCE

**To,
The Compliance Officer,
Trisdha Projects Limited**

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:

Annexure -3

PRE-CLEARANCE ORDER

To

Name_____

Designation_____

Place _____

This is to inform you that your request for dealing in_____ (nos) shares of the Company mentioned in your application dated_____ is approved. Please note that the said transaction must be completed on or before_____ (date) that is seven days from today.

In case you do not execute the approved transaction/ deal on or before the aforesaid date you will have to seek fresh pre-clearance before executing any transaction/deal in the securities of the Company. Further, you are required to fill the details of the executed transactions in the attached format within 2 trading days from the date of aforesaid transaction/deal. In case the transaction is not undertaken a "NIL" Report, along with reasons for non-execution of transaction shall be necessary.

Yours Faithfully,

For Trisdha Projects Limited

Compliance Officer

Date: _____

Encl.: Format for submission of details of transaction.

Annexure - 4
REPORTING OF TRADE/TRANSACTIONS
(To be submitted within 2 days of transaction /trading in securities of the Company)

To,
The Compliance Officer,
Trisdha Projects 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 - 5
Form A**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (a) read with Regulation 6 (2) – Initial disclosure to the company]**

**To,
The Compliance Officer,
Trisdha Projects Limited
(ISIN: _____)**

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

Name, PAN No., CIN/DIN & address with Contact Nos.	Category of person (Promoters/KMP/ Directors/immediate relatives/ other etc.)	Securities held as on the date of regulation coming into force		% of Shareholding
		Type of security (For eg - Shares, warrants, Convertible Debentures etc.)	No.	

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

Details of Open Interest (OI) in derivatives of the company held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

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		
(Contract Specifications)	Number of units (contracts * lot size)	Notional value in Rupee terms	(Contract Specifications)	Number of units (contracts * lot size)	Notional value in Rupee terms

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

Name & Signature:

Designation:

Date:

Place:

**Annexure - 6
Form B**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6(2) - Disclosure on becoming a
Director/KMP/Promoter]]**

**To,
The Compliance Officer,
Trisdha Projects Limited
(ISIN: _____)**

Details of Securities held on appointment of Key Managerial Personnel or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2) of SEBI Regulations.

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
			Type of security (For eg.–Shares, Warrants, Convertible Debentures etc.)	No.	

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

Details of Open Interest (OI) in derivatives of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

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		
(Contract Specifications)	Number of units (contracts * lot size)	Notional value in Rupee terms	(Contract Specifications)	Number of units (contracts * lot size)	Notional value in Rupee terms

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

Name & Signature:

Designation:

Date:

Place:

Annexure - 7

FORM C

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

To,
The Compliance Officer,
Trisdha Projects Limited
(ISIN: _____)

Details of change in holding of Securities of Promoter, Designated Person or Director of a listed company and other such persons as mentioned in Regulation 6(2) of the SEBI Regulations.

Name, PAN CIN/ DIN & address with contact nos.	Category of Person (Promoters/ KMP/ Director or s/Immediate Relative to/others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/sale of shares specify		Date of intimation to company	Mode of acquisition / Disposal (on market / public/rights/ preferential offer /off market / Inter-se transfer , ESOPs etc.)
		Type of security (For eg.– Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg.– Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale/ Pledge/ Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		

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

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

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

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

Name & Signature:

Designation:

Date:

Place: