

Pushpsons Industries Limited

Code of Conduct to Regulate, Monitor
and
Report Trading by Designated Persons

Introduction:

This Code of Conduct to regulate, monitor and report trading by designated persons (the Code of Conduct) has been framed in terms of Regulation 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (the Regulations). All the Directors (Executive, Non-Executive and Independent), Key Managerial Personnel / Senior Management Personnel, Designated Persons, Officers, Employees and Connected persons of the Company are advised to carefully go through and familiarize themselves with and adhere to the Regulations, 2015 and the Code.

The Code has been framed by the Board of Directors of the Company in consistent with the Regulation 9(1) of the Regulations adopting the minimum standards as set out in Schedule B to the Regulation.

Definitions:

1. **“Act”** means the Securities and Exchange Board of India Act, 1992;
2. **“Board”** means the Securities and Exchange Board of India;
3. **“Board of Directors”** means the Board of Directors of the Company.
4. **“Company”** means Pushpsons Industries Limited;
5. **“Compliance Officer”** means the 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board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;
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himself and the company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.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 a company or his immediate relative or banker of the company, has more than ten per cent. of the holding or interest;
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.
8. **"Designated Employees"** shall mean all employees in the grade of Chief Manager and above including Heads of departments, all employees in Finance & Accounts, Legal & Secretarial Department and such other employees who may be so designated, from time to time, by the Compliance Officer for the purpose of this Code and who may be able to have access to any 'unpublished price sensitive information' as defined in this Code or the Regulations.
9. **"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis;
10. **“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;
11. **"Insider"** means any person who is:
- i. a connected person; or
 - ii. in possession of or having access to unpublished price sensitive information;
12. **“Key Managerial Personnel”** means person defined in Section 2(51) of the Companies Act, 2013.

13. **"Officer(s) of the Company"** means any director, secretary, or any person in accordance with whose directions or instructions the Board of Directors or any one or more of the directors is or are accustomed to act including an auditor of the company;
14. **"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;
15. **"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;
16. **"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;
17. **"Takeover Regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
18. **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
19. **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;
20. **"Trading Window"** means a trading period for trading in the Company's Securities.
21. **"Unpublished Price Sensitive Information (UPSII)"** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following: –
 - i. financial results;
 - ii. dividends;
 - iii. change in capital structure;
 - iv. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions; and
 - v. changes in key managerial personnel;

Words and expressions used and not defined in this Code but defined in the Regulations, Act, Companies Act, the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or the Depositories Act, 1996 (22 of 1996) shall have the meanings respectively assigned to them in those legislations, as amended from time to time.

Legitimate Purposes

For the purpose of illustration, the term "legitimate purpose" shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, 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.

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

Communication or Procurement of UPSI:

1. No insider shall communicate, provide, or allow access to any UPSI, 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.
2. No person shall procure from or cause the communication by any insider of UPSI, 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.
3. Notwithstanding anything contained in this regulation, an UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction that would: –
 - i. entail 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 sharing of such information is in the best interests of the company;
 - ii. not attract the obligation to make an open offer under the takeover regulations but where the board of directors of the company 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 two trading days prior to the proposed transaction being effected in such form as the board of directors may determine to be adequate and fair to cover all relevant and material facts”.
4. For purposes of sub-regulation (3), the board of directors 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 sub-regulation (3), and shall not otherwise trade in securities of the company when in possession of UPSI.

Restriction on trading when in possession of UPSI:

- (1) Save as provided in this Code and the Regulations, no insider shall trade in securities of the Company when in possession of UPSI.

Note: When a person who has traded in securities has been in possession of unpublished price sensitive information, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession

- (2) Insiders shall maintain the confidentiality of all UPSI. They shall, while in possession of any UPSI, neither trade in the securities of the Company on the basis of UPSI nor pass on such information to any person directly or indirectly by way of making a recommendation for trading in securities of the Company.

Trading Plans

1. An insider shall be entitled to formulate a trading plan 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.
2. Such 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 (20th) trading day prior to the last day of any financial period for which results are required to be announced and the second (2nd) trading day after the disclosure of such financial results;
 - iii) entail trading for a period not less than twelve (12) 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 affected 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 affected; and
 - vi) not entail trade in securities for market abuse.
3. The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of these regulations and shall be entitled to seek express undertakings that:
 - i) the person is not in possession of UPSI; or
 - ii) they would ensure that any UPSI in his possession becomes generally available before he commences his trades; or such other undertaking as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.
 - iii) The Compliance Officer may thereafter approve the plan.

Provided that pre-clearance of trades shall not be required for a trade executed as per an approved trading plan.

Provided further that trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

4. The trading plan once approved shall be irrevocable and the 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.

Provided that the implementation of the trading plan shall not be commenced if any UPSI in possession of the insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation and in such event the compliance officer shall confirm that the commencement ought to be deferred until such UPSI becomes generally available information.
5. Upon approval of the trading plan, the Compliance Officer shall notify the plan to the stock exchanges.

Regulation, Monitoring and Report of Trading by Designated Person:

1. The Compliance Officer shall report of the dealings in the securities by Directors, KMP, Officers, Designated Persons/Employees and Connected Persons and Other documents accompanying the applications for pre-clearance to the Board of Directors and the Chairman of Audit

committee on a quarterly basis.

2. All information is to be handled within the company on a "need-to-know" basis and no UPSI shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
3. All the designated persons and immediate relatives of designated persons in the Company shall be governed by this code.

4. Trading Window:

Designated persons may execute trades subject to compliance with these regulations. A notional trading window shall be used as an instrument of monitoring trading by the designated persons. The trading window for trading in securities of the Company by insider shall remain closed from:

(i) The period beginning with start of a quarter and ends 48 hours after the said results / dividend detail is made generally available; and

(ii) The period commencing from the time of announcement of the Board Meeting for consideration of all matters, which are deemed to be 'price sensitive in nature other than the above and ending 48 hours after the decision is made generally available, Trading Window may be closed by the Company during such time in addition to the above period, as it may deem fit by the Compliance Officer.

The gap between clearance of accounts by audit committee and board meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.

5. Pre-clearance & trades

When the trading window is open, trading by designated persons / their immediate relatives shall be subject to pre-clearance by the Compliance Officer, if the value of the proposed trade(s) is exceeding Rs. Ten Lakh or 5000 shares, whichever is lower, in one transaction or a series of transactions over a calendar quarter.

- Every Director(s), Promoter(s), KMP(s), Officer(s), Insider(s), Designated Persons / their immediate relatives who intend to deal in the securities of the Company exceeding above limit, shall make an application in the prescribed **Form I** (i.e. an application for obtaining pre-clearance approval - enclosed) to the Compliance Officer for pre-clearance together with necessary undertakings as prescribed **Form II** (i.e. undertaking to be accompanied with the application for obtaining pre-clearance approval – enclosed)
- The Compliance Officer shall grant the approval or reject the application within two working days of the receipt of application for pre-clearance. Prior to approving any trades, the Compliance Officer shall be entitled to seek declarations to the effect that the applicant for pre-clearance is not in possession of any UPSI. He shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.
- Such person shall execute their transactions in respect of securities of the Company within seven (7) trading days after the approval of pre-clearance is given failing which the transaction has to be pre-cleared again. Reporting of transaction executed or not executed in **Form III** (i.e. Disclosure of transaction executed / not executed after obtaining pre-

clearance - enclosed) within four working days thereof.

- They shall not execute a contra trade during the six months following the prior transaction. In case of emergency the six months holding period may be waived by the Compliance Officer, by making an application in **Form IV** (i.e. for waiver of minimum holding period - enclosed) after recording in writing the reasons in this regard provided that such relaxation does not violate this Code/ Regulations.
- In case of the Compliance Officer intending to deal in the securities of the Company beyond the threshold limit, the pre-clearance of the Managing Director or in her absence, the Chairman of the Board, shall have to be obtained. Similarly, in case of emergency Compliance Officer may obtain the waiver from the Managing Director or in his absence, the Chairman of the Board, provided that such relaxation does not violate this Code/ Regulations.
- In case 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 the Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.

6. Disclosure Requirements & Formats:

A. Initial Disclosures of holdings:

Every promoter, member of the promoter group, key managerial personnel and director of the Company shall disclose under his/her holding of securities of the Company as on the date of these Regulations taking effect, to the Company within thirty (30) days of these Regulations taking effect in **Form A (enclosed)**.

- i. 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 holding of securities of the Company as on the date of appointment or becoming a promoter, to the Company within seven (7) days of such appointment or becoming a promoter in **Form B (enclosed)**.

B. Continual Disclosures of trades:

- i. Every promoter, member of the 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 (2) 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.10,00,000/- (Rupees Ten Lakhs) or 5,000 Shares, whichever is lower in **Form C (enclosed)**
- ii. The Company shall notify / informed the particulars of such trading to the stock exchanges on which the securities are listed, as applicable, within two trading days of receipt of the disclosure or from becoming aware of such information.
- iii. The disclosure of the incremental transactions after any disclosure shall be made by persons as specified in (i) above, when the transactions effected after the prior disclosure crosses the threshold specified in this clause.

C. Disclosures by other connected persons:

The company at its discretion requires any other connected person or class of connected persons to make disclosures of holdings and trading in securities of the company in a **Form D (enclosed)** and at such frequency as may be determined by the Compliance Officer in order to monitor compliance with these regulations.

7. Quarterly / Annual Disclosures:

Designated Persons shall furnish to the Compliance Officer the following:

- i. Quarterly details of transactions in securities of the Company in **Form V** to be submitted within 30 days of the end of each quarter. If there is no transaction in a particular quarter, nil statement need not be submitted.
- ii. Annual details of all their holdings in securities of the Company to be submitted within 30 days of the end of each Financial Year in **Form VI**.
- iii. Designated persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the company on an annual basis and as and when the information changes:
 - a. immediate relatives
 - b. persons with whom such designated person(s) shares a material financial relationship
 - c. Phone, mobile and cell numbers which are used by them

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

8. Preservation of disclosures:

The disclosures made under these regulations shall be maintained by the Compliance Officer, for a minimum period of five years.

9. Institutional Mechanism for Prevention of Insider trading

- i. The Managing Director shall put in place adequate and effective system of internal controls to ensure compliance with the requirements to prevent insider trading.
- ii. The internal controls shall include the following:
 - a) all employees who have access to unpublished price sensitive information are identified as designated employee;
 - b) all the unpublished price sensitive information shall be identified and its confidentiality shall be maintained as per the requirements of these regulations;
 - c) adequate restrictions shall be placed on communication or procurement of unpublished price sensitive information as required by these regulations;
 - d) lists of all employees and other persons with whom unpublished price sensitive information is shared shall be maintained and confidentiality agreements shall be signed or notice shall be served to all such employees and persons;
 - e) all other relevant requirements specified under these regulations shall be complied with;
 - f) periodic process review to evaluate effectiveness of such internal controls.
- iii. The board of directors of the Company shall ensure that the Managing Director ensures compliance with regulations.
- iv. The Audit Committee of the Company shall review compliance with the provisions of these regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- v. The Company shall formulate written policies and procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, which shall be approved by board of directors of the Company and accordingly initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the

Board promptly of such leaks, inquiries and results of such inquiries.

- vi. The Company shall have a whistle-blower policy and make employees aware of such policy to enable employees to report instances of leak of unpublished price sensitive information.
- vii. If an inquiry has been initiated by the Company in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, the relevant intermediaries and fiduciaries shall co-operate with the listed company in connection with such inquiry conducted by the Company.

10. Disciplinary action / Penalty for contravention of this code:

Any Director, KMP, Insider, Officer, Designated Persons / Employee and all Connected Persons of the company who trades in securities of the company or communicates any UPSI enabling the trading in securities of the company, in violation / contravention of this code shall be shall also be subject to such disciplinary action including wage / remuneration freeze, suspension, dismissal, withholding of promotion, etc. as may be considered appropriate and decided by the Chairman of the Board of Directors in consultation with the Compliance Officer.

The Disciplinary action also attracts the penalty specified in SEBI Act, and the Regulations thereof.

This amended Code shall be published on the official website (www.pushpsons.com) of the Company.

This Code and every subsequent modification, alteration or amendment made thereto, shall be intimated to where the securities of the company are listed.

Any statutory amendment(s) / modification(s) to SEBI (Prohibition of Insider trading) Regulations, 2015 shall automatically apply to this code.

FORM A

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

Name of the Company: Pushpsons Industries Limited

ISIN of the Company:

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

| Name, PAN No., CIN/DIN & address with contact nos. | Category 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 (contract* lots 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:

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: Pushpsons Industries Limited

ISIN of the Company:

Details of Securities 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).

| Name, PAN No., CIN/DIN & address with contact nos. | Category 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 Share holding | 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 / KPMP | |
|--|---|--|---|-----|--------------------|---|-------------------------------|--|-------------------------------|
| | | | Type of Security (for e.g. – Shares, Warrants, Convertible Debentures etc.) | No. | | Number of units (contracts* lot size) | Notional value in Rupee terms | Number of units (contract* lots size) | Notional value in Rupee terms |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 7 | 8 | 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:

FORM C

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

Name of the Company: Pushpsons Industries Limited

ISIN of the Company:

Details of change in holding Securities of Promoter, employee or Director of a listed Company and other such persons as mention in Regulation 6(2)

| Name, PAN No., CIN/DIN & address of Promoter / Employee / Director with contact nos | Category 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 specify | | Date of intimation to Company | Mode of acquisition (market purchase / public rights / preferential offer / off market / Inter-se transfer etc., | Trading in derivatives (Specify type of contract, Futures or Options etc) | | | | Exchange on which the trader was executed |
|---|--|--|-----|--|-----|-------------------|------------------|---|----|-------------------------------|--|---|--|-------|--|---|
| | | Type of Security (For eg- Shares, Warrants , Convertible Debentures etc.,) | No. | Type of Security (For eg- Shares, Warrants , Convertible Debentures etc.,) | No. | Pre transaction | Post transaction | From | To | | | Buy | | Sell | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 |
| | | | | | | | | | | | | Value | Number of units (contracts * lot size) | Value | Number of units (contracts * lot size) | |

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

Signature:

Designation:

Date:

Place:

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (3) – Transactions by Other connected persons as identified by the Company]

| Name, PAN No., CIN/DIN & address of connected persons as identified by the company with contract nos. | Connection with Company | Securities held prior to acquisition / disposal | | Securities acquired / Disposed | | % of Shareholding | | Date of Allotment advice / acquisition of shares / sale of shares specify | | Date of intimation to Company | Mode of acquisition (market purchase / public rights / preferential offer / off market / Inter-se transfer etc., | Trading in derivatives (Specify type of contract, Futures or Options etc) | | | | Exchange on which the trader was executed | |
|---|-------------------------|--|-----|--|-----|-------------------|------------------|---|----|-------------------------------|--|---|--|-------|--|---|--|
| | | Type of Security (For eg- Shares, Warrant s, Convertible Debentures etc.,) | No. | Type of Security (For eg- Shares, Warrant s, Convertible Debentures etc.,) | No. | Pre transaction | Post transaction | From | To | | | Buy | | Sell | | | |
| | | | | | | | | | | | | Value | Number of units (contracts * lot size) | Value | Number of units (contracts * lot size) | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 | |
| | | | | | | | | | | | | | | | | | |

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:

Form I
Pushpsons Industries Limited
Pro-forma for Application for Obtaining Pre-Clearance Approval

To
The Compliance Officer,
Pushpsons Industries Limited
B-40, Okhla Industrial Area,
Phase-I, New Delhi – 110020
Dear Sir / Madam

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and Pushpsons Industries Limited Code of Conduct to Regulate, Monitor and Report Trading by Insiders, I seek approval to purchase / sale / subscribe for not above _____ securities of the Company (having approximately Market value of Rs. _____ as on the date of application) as per the details given below:

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

Yours Faithfully

Place:
Date:

(Signature)
(Name)

Form II
Pushpsons Industries Limited
Pro-forma for undertaking to be accompanied with the
application for obtaining Pre-clearance approval

Undertaking

To

The Compliance Officer,
Pushpsons Industries Limited
B-40, Okhla Industrial Area,
Phase-I
New Delhi – 110020
Dear Sir / Madam

I, _____ (name of the Designated Person), _____ (designation) of the Company residing at _____ (address of the designated Person) hereby declare that I am not in possession of any Unpublished Price Sensitive Information (as defined in the Pushpsons Industries Limited Code of Conduct to Regulate, Monitor and Report Trading by Insiders) up to the date of signing of this Undertaking.

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

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

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

I undertake to submit Form III within four (4) working days of execution of the transaction / a NIL report in case the transaction is not executed.

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

Faithfully

Place:
Date:

(Signature)
(Name)

Form III
Pushpsons Industries Limited
Pro-Forma for Disclosure of Transactions Executed / Not
Executed After Obtaining Pre-Clearance

To
The Compliance Officer,
Pushpsons Industries Limited
B-40, Okhla Industrial Area,
Phase-I
New Delhi – 110020
Dear Sir / Madam,

I hereby inform that in respect to pre-clearance order by the Company dated _____
(dd/mm/yyyy) that:

I have purchased / sold / subscribed for _____ securities of the Company for
Rs. _____ (in words Rupees _____ only) dated _____ (dd/mm/yyyy).

(OR)

*I have not purchased / sold / subscribed for _____ securities of the Company for Rs.
_____ (in words Rupees _____ only) dated _____ (dd/mm/yyyy).

In connection with the aforesaid transaction(s), please find enclosed copy of the following for your records:

Broker's contract note / Proof of payment to/from brokers / Extract of bank passbook / statements
(in case of demat transaction) / Copy of Delivery instruction slips (applicable in case of sale
transactions)

I hereby undertake to preserve for a period of 5 years and produce to the Compliance Officer /
Securities Exchange Board of India, of any document stated above.

I agree to hold the above securities for a minimum period of six months. I shall not enter into a
contra trade within 6 months from the previous transaction.

I submit the following details of change in holding of securities of the Company Yours

Faithfully,

Place:

(Signature)

Date:

(Name)

*Note: Specify reason if not opts to trade in securities.

Form IV
Pushpsons Industries Limited
Pro-Forma for Waiver of Minimum Holding Period

To
The Compliance Officer,
Pushpsons Industries Limited
B-40, Okhla Industrial Area,
Phase-I
New Delhi – 110020

Dear Sir / Madam,

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and Pushpsons Industries Limited Code of Conduct to Regulate, Monitor and Report Trading by Insiders, I _____ (name of designated person) _____ (designation) had _____ (provide the details of purchase / sale / subscribe for securities singly or jointly as the case may be) _____ securities of the Company on _____ (dd/mm/yyyy) after obtaining pre-clearance dated _____ (dd/mm/yyyy).

The details of transaction executed were submitted on _____ (dd/mm/yyyy) in a prescribed Form III. I, seek your approval to waive off the time restrictions and permit to execute a contra trade for _____ (number of securities) of the Company due to _____. (specific reason)

I, declare that, I am not in possession of any Unpublished Price Sensitive Information as defined in the Pushpsons Industries Limited - Code of Conduct to Regulate, Monitor and Report Trading by Insiders upto the date of this application.

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

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

Yours Faithfully,

Place:
Date:

(Signature)
(Name)
(Designation, Address)

Enclosed:

1. Copy of Pre-clearance approval
2. Copy of Form I & III

Form V

Quarterly details of transactions in securities of the Company Designated Persons / (including immediate relatives)

The Compliance Officer,
Pushpsons Industries Limited
B-40, Okhla Industrial Area,
Phase-I
New Delhi – 110020

Dear Sir / Madam,

Details of transaction executed during _____ (1st Qtr, 2nd Qtr, 3rd Qtr, 4th Qtr) of _____ (Year) in securities of the Company.

1. Quarterly statement of transactions in securities of the Company in of Promoter(s), Key Managerial Personnel, Director(s)/Connected Persons

| | |
|---|--|
| Name | |
| Designation | |
| Department | |
| No. of Shares held on 1st day of quarter | |
| No. of shares bought during the quarter | |
| No. of shares sold during the quarter | |
| No. of shares held on last day of quarter | |

2. Details of shares held by relatives/Dependent Family Members (as applicable)

| | |
|---|--|
| Name of relative | |
| Relationship | |
| No. of Shares held on 1st day of quarter | |
| No. of shares bought during the quarter | |
| No. of shares sold during the quarter | |
| No. of shares held on last day of quarter | |

I / We declare that I / we have complied with the requirements of minimum holding period of 30 days with respect to the shares sold.

Yours Faithfully,

Place:

Date:

(Signature)

(Name)

(Designation, Address)

Form VI

Annual details of all their holdings in securities of the Designated Persons (including immediate relatives)

The Compliance Officer,
Pushpsons Industries Limited
B-40, Okhla Industrial Area,
Phase-I
New Delhi – 110020

Dear Sir / Madam,

I, _____ (name of the Designated Person), _____ (designation) of the Company residing at _____ (address) hereby declare that –

- (i) quarterly disclosures made by me in Form IV to the Company was / were a true and complete disclosure of transaction(s) made by me during the Financial year _____.

In accordance with the quarterly disclosures made by me, the following is the consolidated statement of transactions made during the Financial Year _____:

| | |
|--|--|
| Opening balance of securities of the Company held as on 01 st April _____ | |
| No. of securities bought during the year | |
| No. of securities sold during the year | |
| Closing balance of securities of the Company held as on 31 st March _____ | |

- (ii) * I have traded / not traded_of securities of the Company during the Financial Year _____.

I / We declare that the shares sold have been held by me / us for 30 days. I / We further declare that the above disclosure is true and correct and is in accordance with the previous disclosures given to the Company.

Yours Faithfully,

Place:

(Signature)

Date:

(Name)

(Designation, Address)

*Please delete / modify as per the factual position