



**Shriram Properties Limited**

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

**Updated w.e.f., August 12, 2025**

**SHRIRAM PROPERTIES LIMITED**  
**Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by**  
**Insiders**

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The Board of Directors of the Company has adopted this Code for conduct to regulate, monitor and report trading by insiders ("**Code**") pursuant to Regulation 9 read with Schedule B of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("**SEBI Regulation**").

The SEBI Regulates an Insider from Trading in the securities of a company listed on any stock exchange on the basis of any Unpublished Price Sensitive Information.

**a) Definitions**

1. "Act" means the Securities and Exchange Board of India Act, 1992.
2. "Board" means the Board of Directors of the Company.
3. "Code" or "Code of Conduct" shall mean the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders of Shriram Properties Limited as amended from time to time.
4. "Company" means Shriram Properties Limited.
5. "Compliance Officer" means Company Secretary or such other senior officer, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations designated so and reporting to the Board of Directors and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of UPSI, 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. Compliance officer will function as "Chief Investor Relations Officer" for the purpose of this Code and for the relevant Fair Practices Code.
6. "Connected Person" means:
  - a. 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 UPSI or is reasonably expected to allow such access.
  - b. 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 specified in clause (a); or
    - ii. a holding company or associate company or subsidiary company; or
    - iii. an intermediary as specified in Section 12 of the Act or an employee or director thereof; or

- iv. an investment company, trustee company, asset management company or an employee or director thereof; or
  - v. an official of a stock exchange or of clearing house or corporation; or
  - 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; or
  - 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; or
  - viii. an official or an employee of a self-regulatory organization recognised or authorized by the Board; or
  - ix. a banker of the Company; or
  - x. a concern, firm, trust, hindu undivided family, company or association of persons wherein a director of the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.
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 Persons" shall consist of Connected Persons who are:
- a. Promoters of the Company;
  - b. Directors of the Company and its subsidiaries;
  - c. Executive Officers of the Company;
  - d. Executive Vice Presidents of the Company;
  - e. Employees named in the Corporate Organization Chart of the Company from time to time;
  - f. Any other Connected Person designated by the Company on the basis of their functional role;
  - g. Immediate Relatives of (a) to (f) above;
9. "Director" shall have the same meaning assigned to it under Companies Act, 2013.
10. "Employee" means every employee of the Company including the Directors in the employment of the Company.
11. "Generally available Information" means information that is accessible to the public on a non-discriminatory basis, [and shall not include unverified event or information reported in print or electronic media
12. "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.
13. "Insider" means any person who,
- a. a connected person; or
  - b. in possession of or having access to UPSI.
14. "Key Managerial Person" means person as defined in Section 2(51) of the Companies Act, 2013.
15. "Officer" shall mean and include
- a. Statutory, Secretarial and Internal Auditor

- b. Person occupying the position as an officer or an employee of the Company or holds a position involving a professional or business relationship between himself and the Company whether temporary or permanent and who may reasonably be expected to have access to UPSI in relation to that company.
  - c. Any other person as decided by the Board of Directors of the Company.
- 16. "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.
- 17. "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.
- 18. "SEBI" means the Security and Exchange Board of India.
- 19. "Takeover regulations" means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.
- 20. "Trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- 21. "Trading Day" means a day on which the recognized stock exchanges are open for trading.
- 22. "Unpublished Price Sensitive Information" or "UPSI" means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:
  - a. financial results;
  - b. dividends;
  - c. change in capital structure;
  - d. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business, award or termination of order/contracts not in the normal course of business and such other transactions;
  - e. changes in key managerial personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
  - f. change in rating(s), other than ESG rating(s);
  - g. fund raising proposed to be undertaken;
  - h. agreements, by whatever name called, which may impact the management or control of the company;
  - i. fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad;
  - j. resolution plan/ restructuring or one time settlement in relation to loans/borrowings from banks/financial institutions;
  - k. admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
  - l. initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/
  - m. siphoning or diversion of funds and receipt of final forensic audit report;

- n. action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company;
- o. outcome of any litigation(s) or dispute(s) which may have an impact on the company;
- p. giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the company not in the normal course of business;
- q. granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
- r. Such other information, in the opinion of the Board, if disclosed is likely to materially affect the prices of the securities.

23. "Regulations" shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.

Words and expressions used and not defined in these regulations but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

#### **b) Role of Compliance Officer**

1. The Company has appointed the Company Secretary as the Compliance Officer who shall report on insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors.
2. The Compliance Officer shall be responsible for setting policies, procedures, monitoring mechanism to the rules for preserving the Unpublished Price Sensitive Information, "Pre-Clearing Trades" of Directors, Designated Persons, and connected persons and implementation of the Code of Conduct under the overall supervision for the Board and assist all employees in addressing any clarifications regarding the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct.

#### **c) Preservation of Unpublished Price Sensitive Information**

1. Directors, Officers and Connected Persons and such other Designated Persons, shall maintain the confidentiality of all Unpublished Price Sensitive Information. Directors, Officers and Connected Persons shall not pass on such information to any person directly or indirectly in any manner, except as allowed under this Code
2. Unpublished Price Sensitive Information is to be handled on a "need to know" basis, i.e., Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty. Preservation of misuse of Unpublished Price Sensitive Information"
3. All Directors, Officers, Connected Persons and such Designated Persons shall be subject to trading restrictions as enumerated below:
  - a) When the trading window is closed, the Directors, Officers, Connected Persons and all such Designated Persons, shall not trade in the Company's securities

- b) The trading window shall be re-opened 48 hours after the information referred hereinabove, is made public.
- c) All directors/officers/Connected Persons and such other Designated Persons shall conduct all their dealings in the securities only when the trading window is open.
- d) All Directors, Officers and such other Designated Persons, shall not engage in dealing in securities, whether on their own account or on behalf of Dependent and shall ensure that their Dependent shall also not engage in dealing in Securities on their own account, if such Director, Officer or such other Designated Persons, is in possession of any UPSI.

Need to Know:

“Need to know” basis means that UPSI should be disclosed only to those within the Company who need the information to discharge their duty for legitimate purpose and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

All non-public information directly received by any employee should immediately be reported to the head of the department.

Limited access to confidential information: Files containing confidential information shall be always kept secure. Computer files must have adequate security.

Prevention of misuse of UPSI: Employees and other Designated Persons in the Company shall be governed by an internal code of conduct governing dealing in securities.

#### **d) Prohibition on communicating or procuring UPSI**

An Insider shall not –

- 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;
- 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.

**e) Prohibition on Insider Trading**

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 (i) above shall not apply to:

- (a) a transaction that is an off-market inter-se transfer between Promoters 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
- (b) Trades pursuant to a Trading Plan set up in accordance with these Rules.

**f) Trading Plan**

An insider shall be entitled to formulate a Trading Plan that complies with the SEBI Regulations for dealing in securities of the Company and present it to the Compliance Officer for approval. Once the Compliance Officer reviews and approves the Trading Plan it should be disclosed to the stock exchange.

Trading Plan shall:

- a) not entail commencement of trading on behalf of the insider earlier than 120 days from the public disclosure of the plan;
- b) not entail overlap of any period for which another trading plan is already in existence;
- c) set out following parameters for each trade to be executed:
  - d) (i) either the value of trade to be effected or the number of securities to be traded;
  - e) (ii) nature of the trade;
  - f) (iii) either specific date or time period not exceeding five consecutive trading days;
  - g) (iv) price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade,
- h) subject to the range as specified below:
  - i) a. for a buy trade: the upper price limit shall be between the closing price on the day
  - j) before submission of the trading plan and upto twenty per cent higher than such
  - k) closing price;
  - l) b. for a sell trade: the lower price limit shall be between the closing price on the day
  - m) before submission of the trading plan and upto twenty per cent lower than such
  - n) closing price.; and
- o) not entail trading in securities for market abuse.

The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law. The commencement of the Plan shall be deferred until such UPSI becomes generally available information. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of trading window announced by the Compliance Officer.

If the insider has set a price limit for a trade under d (iv) above, the insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed.

Explanation: In case of non-implementation (full/partial) of trading plan due to either reasons enumerated above or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:

- (i) The insider shall intimate non-implementation (full/partial) of trading plan to the compliance officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
- (ii) Upon receipt of information from the insider, the compliance officer, shall place such information along with his recommendation to accept or reject the submissions of the insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
- (iii) The decision of the Audit Committee shall be notified by the compliance officer on the same day to the stock exchanges on which the securities are listed.
- (iv) In case the Audit Committee does not accept the submissions made by the insider, then the compliance officer shall take action as per the Code of Conduct.”;

“The compliance officer shall approve or reject the trading plan within two trading days of receipt of the trading plan and notify the approved plan to the stock exchanges on which the securities are listed, on the day of approval.”.

#### **g) Trading Window and Window Closure**

- (i) The trading period of the stock exchanges, called trading window, is available to Officers/Directors and other Designated Persons of the Company to trade in the Company’s securities.
- (ii) The trading window shall be, inter alia, closed immediately from the end of quarter or such other period as may be determined and notified by the Compliance Officer and during the time the UPSI is published.
- (iii) When the trading window is closed, the Designated Persons shall not trade in the Company’s securities.

The Compliance Officer shall intimate the closure of trading window to all the Designated Persons of the Company when it is determined that a designated person or class of designated persons can reasonably be expected to have possession of UPSI. Such closure shall be imposed in relation to such securities to which such UPSI relates.

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 available.

The trading window shall also be applicable to any person having contractual or fiduciary relation with the Company such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Company.

Immediate relatives of designated persons shall not deal in the securities when the trading window is closed. It is the duty of the designated persons to inform the immediate relatives of the closure of trading window and ensure that they do not deal in the securities of the Company.

The trading window shall also apply be applicable to any person having contractual or fiduciary relation with the Company such as auditors, law firms, analysts, consultants etc., assisting or advising the Company.

The trading window shall be, inter alia, closed at the time of:

- (a) Declaration of Financial results (quarterly, half-yearly and annual);
- (b) Declaration of dividends (interim and final);
- (c) Issue of securities by way of public/ rights/bonus, etc.
- (d) Any major acquisition/ expansion plans or execution of new projects
- (e) Amalgamation, mergers, takeovers and buy-back
- (f) Hearing/Judgment of Litigation/dispute with a material impact; and
- (g) Any information which, if disclosed, in the opinion of the person disclosing the same is likely to materially affect the prices of the securities of the Company;

#### **h) Pre-clearance of trades**

All Designated Persons who intend to deal in the securities of the Company should apply for pre-clearance from the Compliance Officer. However, 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 and hence he shall not be allowed to trade. The pre-clearance procedure shall be hereunder:

1. An application may be made in the prescribed form provided under Annexure 2 to the Compliance Officer indicating the estimated number of securities that the Employee intends to deal in, the details as to the depository with which he/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.
2. An undertaking shall be executed in favour of the Company by such Employee incorporating, inter alia, the following clauses, as may be applicable:
  - a. That the Employee/Director/Officer does not have any access or has not received any UPSI up to the time of signing of the undertaking.
  - b. That in case the Employee has access to or receives any UPSI after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his position and that he/she would completely refrain from dealing in the securities of the Company till the time such information becomes public.
  - c. That he/she has not contravened the code of conduct for prevention of insider trading as notified by the Company from time to time.
  - d. That he/she has made a full and true disclosure in the matter.
3. All Designated Persons and their immediate relatives shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given. The Designated Persons shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form. In case the transaction is not undertaken, a report to that effect shall be filed.
  - a. If the order is not executed within seven days after the approval is given, the employee/director must pre-clear the transaction again.

- b. All Designated Persons who buy or sell any number of shares of the Company shall not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction. All Designated Persons shall also not take positions in derivative transactions in the shares of the Company at any time. In case of any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI under the Act. In case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.
- c. The Compliance Officer may waive off the holding period in case of sale of securities in personal emergency after recording reasons for the same. However, no such sale will be permitted when the trading window is closed.

### **Other Restrictions**

- d. The disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.
- e. The disclosures of trading in securities shall also include trading in derivatives of securities and the traded value of the derivatives shall be taken into account for purposes of this Code.
- f. The disclosures made under this Code shall be maintained for a period of five years.

## **i) Reporting Requirements for transactions in securities Initial Disclosure**

### **Initial Disclosure**

- a) Every promoter/ Key Managerial Personnel / Director / Officers or such other Designated Persons of the Company, within thirty days of these regulations taking effect, shall forward to the Company the details of all holdings in securities of the Company presently held by them including the statement of holdings of dependent family members in the prescribed Form A set out in Annexure 4.
- b) Every person on appointment as a key managerial personnel or a director of the Company or upon becoming a promoter shall disclose his holding of securities of the Company as on the date of appointment or becoming a promoter, to the Company within seven days of such appointment or becoming a promoter, in the prescribed Form B set out in Annexure 5.

## **j) Continual Disclosure**

- 1. Every promoter, promoter/ Key Managerial Personnel / Director / Officers or such other Designated Persons of the Company shall disclose to the Company as per Form C set out in Annexure 6 the number of such securities acquired or disposed of within two trading days of such transaction, if the transaction over any calendar quarter, aggregates to a traded value in excess of the value prescribed by SEBI from time to time. The disclosure shall be made within 2 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.

#### **k) Disclosure by the Company to the Stock Exchange(s)**

Within 2 days of the receipt of intimation under Clause above, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

The Compliance officer shall maintain records of all the declarations in the appropriate form given by the Directors/Officers/Designated Persons for a minimum period of five years.

#### **l) Disclosures by other Connected Persons**

The Compliance Officer may require any other Connected Person to disclose the holdings and trading in securities of the Company as per Form D set out in Annexure 7 at such frequency as he may determine.

#### **m) Dissemination of Unpublished Price Sensitive Information**

No information shall be passed by Designated Persons by way of making a recommendation for the purchase or sale of securities of the Company.

Disclosure/dissemination of Unpublished Price Sensitive Information with special reference to analysts, media persons and institutional investors:

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

1. Only public information to be provided.
2. At least two Company representatives be present at meetings with analysts, media persons and institutional investors.
3. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes Unpublished Price Sensitive Information, a public announcement should be made before responding.
4. Simultaneous release of information after every such meet.

#### **n) Penalty for contravention of the code of conduct**

Designated Persons 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). A Designated Person who acts in contravention of these Rules shall be liable to have his services or relationship with the Company, as the case may be, terminated.

Any Designated Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalised and appropriate action may be taken by the Company.

Designated Person who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in employee stock option plans, etc.

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. The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015.

**o) Miscellaneous**

- (a) 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.
- (b) 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.
- (c) 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'.
- (d) 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 a violation of these Rules, then they shall inform the Board of Directors of the Company promptly.
- (e) The Company has adopted the amended 'Corporate Policy Statement on Investor Relations' available at [www.shriramproperties.com](http://www.shriramproperties.com) to regulate the Company's practices and procedures for fair disclosure of UPSI.

**p) General**

Employees are encouraged to thoroughly read and understand the provisions of this Code as well as the SEBI (Prohibition of Insider Trading) Regulations, 2015, including any amendments made from time to time. For any clarifications or assistance regarding these regulations, employees may contact the Compliance Officer.

### **Annexure 1**

#### **APPLICATION FOR PRE-TRADING APPROVAL**

To,

The Compliance Officer,

Shriram Properties 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,  
Shriram Properties 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

#### DISCLOSURE OF TRANSACTIONS

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

To,

The Compliance Officer,

Shriram Properties 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 4****FORM A**

SEBI (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (1) (a) read with Regulation 6 (2) – Initial disclosure to the company]

Name of the company: \_\_\_\_\_

ISIN of the company: \_\_\_\_\_

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

Name, PAN, CIN/DIN & address with contact nos.	Category of person (promoters/ KMP Directors / Immediate relative Others.	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 &amp; Signature: \_\_\_\_\_

Designation: \_\_\_\_\_

Date: \_\_\_\_\_

Place: \_\_\_\_\_

## ANNEXURE 5

### FORM B

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a director/KMP/Promoter]

Name of the company: \_\_\_\_\_

ISIN of the company: \_\_\_\_\_

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

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relative to/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.)	Security 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 6

### FORM C

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continuous disclosure]

Name of the company: \_\_\_\_\_

ISIN of the 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, CIN/DIN, & address with contact nos.	Category of Person (Promoters/ KMP / Directors /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 share holding	Type of security, For eg. Shares, Warrants, Convertible Debentures etc.)	Security 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:

## Annexure 7

### FORM D (Indicative format)

SEBI (Prohibition of Insider Trading) Regulations, 2015 Regulation 7(3) – Transactions by Other connected persons as identified by the company

Details of trading in securities by other connected persons as identified by the company

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the company	Connection with company	Securities held prior to acquisition		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/Interse 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 by other connected persons as identified by the company**

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:

Place: