

# **SARTHAK GLOBAL LIMITED**

**CODE OF CONDUCT TO REGULATE,  
MONITOR AND REPORT TRADING BY  
INSIDERS.**

# INDEX

Sr. No.	Particulars	Page No.
1.	INTRODUCTION	3
2.	REFERENCES	3
3.	INTERPRETATION	3
4.	SCOPE & APPLICABILITY	3
5.	DEFINITIONS	3
6.	ROLE OF COMPLIANCE OFFICER	8
7.	CHIEF INVESTOR RELATIONS OFFICER (CIRO)	8
8.	PRESERVATION OF “UNPUBLISHED PRICE SENSITIVE INFORMATION”	9
9.	PREVENTION OF MISUSE OF “UNPUBLISHED PRICE SENSITIVE INFORMATION”	10
10.	CHINESE WALLS PROCEDURES	10
11.	INTIMATION OF DUTIES & RESPONSIBILITIES TO THE RECIPIENT OF UPSI	11
12.	DIGITAL DATABASE OF RECIPIENT OF UPSI	11
13.	INTIMATION OF DUTIES & RESPONSIBILITIES TO THE RECIPIENT OF UPSI	12
14.	TRADING PLAN	12
15.	TRADING WINDOW AND WINDOW CLOSURE	14
16.	PRE-CLEARANCE OF TRADES	14
17.	OTHER DISCLOSURES	15
18.	REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES	15
19.	DISCLOSURE BY THE COMPANY TO THE STOCK EXCHANGE(S)	16
20.	DISSEMINATION OF PRICE SENSITIVE INFORMATION	16
21.	PENALTY FOR CONTRAVENTION OF THE CODE OF CONDUCT	16
22.	RESPONSIBILITY	17
23.	PROTECTION OF EMPLOYEES AGAINST RETALIATION AND VICTIMIZATION	17
24.	MISCELLANEOUS	17
25.	REVIEW OF THE POLICY	17
26.	AMENDMENTS IN LAW	17

# **CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**

## **I. INTRODUCTION**

Insider trading means trading in securities of a company by its Directors, Employees or other insiders based on Unpublished Price Sensitive Information. Such trading by insiders erodes the investor's confidence in the integrity of the management and is unhealthy for the capital markets.

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the investors in general, had formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015 under the powers conferred on it under the SEBI Act, 1992. These regulations came into force with effect from May 15, 2015 and the same were made applicable to all the companies whose shares were listed on Indian Stock Exchange.

This Code has been designed to fulfill the responsibility cast on the Company by the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.

This policy shall be applicable to all Insiders (as defined herein) of the Company including designated persons and immediate relatives of designated persons as defined in this policy. The SEBI Regulations prohibit an Insider from Trading in the securities of a company listed on any stock exchange when in possession of any unpublished price sensitive information.

In compliance with the above requirements, Sarthak Global Limited initially implemented a Code of Conduct for Prevention of Insider Trading which was amended from time to time in line with the amendments in SEBI (Prohibition of Insider Trading), Regulations, 1992.

## **II. REFERENCES**

This Code should be referred to in conjunction, amongst others, with the following:

- SEBI (Prohibition of Insider Trading) Regulations 2015, as amended from time to time;
- Applicable provisions of Companies Act, 2013 as amended from time to time;
- Company's Code of Business Conduct & Ethics.

## **III. INTERPRETATION**

Words and expressions not defined in this Policy shall have the same meaning as contained in the SEBI (Prohibition of Insider Trading) Regulations, 2015 (SEBI PIT Regulations), 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.

## **IV. SCOPE & APPLICABILITY**

This Code is applicable to all Insiders. Every Insider must review this code. Questions regarding this Code should be directed to the Compliance Officer at email Id [sgl@sarthakglobal.com](mailto:sgl@sarthakglobal.com)

## **V. DEFINITIONS**

1. **"Act"** means the Securities and Exchange Board of India Act, 1992.
2. **"Audit Committee"** shall mean Committee of the Board of the Company constituted pursuant to Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. **"Associated"** For the purposes of the Code, a person (being an individual or a legal person, such as a company) is "Associated" with Insider if, but only if, he or she (not being himself such a designated employee) is:

- a. Immediate relative of an Insider or;
  - b. except where the context otherwise requires, a body corporate in which the designated employee along with any other Associated person hold at least 10 per cent. of the equity share capital or are entitled to exercise or control the exercise of 10 percent. or more of the voting rights or in practice where his or her directions or instructions are normally followed or;
  - c. a body corporate in which Insider or someone who is otherwise a connected person, is a director or a senior executive who has the power to make management decisions affecting the future development and business prospects of that body corporate or;
  - d. a person acting in his/her capacity as a trustee of any trust the beneficiaries of which include:
    - i. the Insider, his/her spouse and any children of the director/employee/ consultant; or
    - ii. a body corporate with which he/she is associated or of a trust whose terms confer a power on the trustees that may be exercised for the benefit of the Insider, his/her spouse, children or any such body corporate or
  - e. a person acting in his/her capacity as partner of that Insider;
  - f. a person acting in his/her capacity as a partner of any person who is:-
    - i. that Insider's spouse;
    - ii. that Insider's child;
    - iii. a body corporate with which that Insider is Associated; or
    - iv. a person acting in his/her capacity as a trustee of any trust of a type specified in paragraph d above.
4. **“Board”** means the Board of Directors of the Sarthak Global Limited (SGL).
5. **“Code” or “Code of Conduct”** shall mean the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders of Sarthak Global Limited as amended from time to time.
6. **“Policy”** shall mean Policy or Code formulated as per SEBI (Prohibition of Insider Trading) Regulations, 2015, for fair disclosure of unpublished price sensitive information by the Board of Directors of Sarthak Global Limited as amended from time to time.
7. **“Company”** means Sarthak Global Limited
8. **“Compliance Officer”** means Company Secretary or such other senior officer, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations designated so and reporting to the Board of Directors and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board of Directors of the Company, or the head of an organization, as the case may be.
9. **“Chief Investor Relations Officer”/“CIRO”** shall mean a senior officer designated deal with dissemination of information and disclosure of unpublished price sensitive information.
10. **“Connected Person” means:**
- i. any person who is or has been, during the six months prior to the concerned act, associated with a company, in any capacity, directly or indirectly, 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, whether temporary or permanent, with the company, that allows such a 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) a 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
- 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 relative or banker of the company, has more than ten per cent. of the holding or interest; or
- k) a firm or its partner or its employee in which a connected person specified in sub-clause (i) of clause (9) is also a partner; or
- l) a person sharing household or residence with a connected person specified in sub-clause (i) of clause (9);

**11. “Contra Trade”** means a trade or transaction which involves buying or selling any number of Securities of the Company and within 6 months of trading or transacting in an opposite transaction involving such sell or buy following the prior transaction

**12. “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.

**13. “Designated Employee(s)”** shall include :

- (i) Promoter of the Company;
- (ii) Directors and Key Managerial Personnel of the Company;
- (iii) every employee in the grade of Assistant Vice President and above;
- (iv) every employee in the finance, accounts, secretarial , legal and IT department as may be determined and informed by the Compliance Officer; and
- (v) Employees of material subsidiaries designated on the basis of their functional role or access to UPSI in the organization by their board of directors;
- (vi) any other employee as may be determined and informed by the Compliance Officer from time to time

**14. “Designated Person(s)”** shall include all such persons as specified in Clause 9(4) of the SEBI PIT Regulations.

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

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

**17. “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;

18. **“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.
19. **“Insider”** means any person who is:
- (i) A connected person; or
  - (ii) In possession of or having access to unpublished price sensitive information.
20. **“Key Managerial Person”** means a person as defined in Section 2(51) of the Companies Act, 2013.
21. **“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.
22. **“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
23. **“Promoter/Promoter Group”** shall have the meaning assigned to it under the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof.
24. **“Regulations”** shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.
25. **“Relative”** shall mean the following:
- (i) spouse of the person;
  - (ii) parent of the person and parent of its spouse;
  - (iii) sibling of the person and sibling of its spouse;
  - (iv) child of the person and child of its spouse;
  - (v) spouse of the person listed at sub-clause (iii); and
  - (vi) spouse of the person listed at sub-clause (iv)
26. **“Securities”** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof.
27. **“Specified”** means specified by the Board in writing.
28. **“Specified Persons”** means the Directors, connected persons; the insiders, the Designated Employees and the promoters and immediate relatives are collectively referred to as Specified Persons.
29. **“Stock Exchange”** means the Stock Exchange where the shares of the Company are listed.
30. **“Takeover Regulations”** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.
31. **“Trading”** means and includes subscribing, buying, selling, dealing, pledging or agreeing to subscribe, buy, sell, deal, pledge in any securities, and "trade" shall be construed accordingly.
32. **“Trading Day”** means a day on which the recognized stock exchanges are open for trading;
33. **“Unpublished price sensitive information”** 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, delistings, disposals and expansion of business 23[, award or termination of order/contracts not in the normal course of business] and such other transactions;
- (v) changes in key managerial personnel 24 [*other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;*]
- (vi) change in rating(s), other than ESG rating(s);
- (vii) fund raising proposed to be undertaken;
- (viii) agreements, by whatever name called, which may impact the management or control of the company;
- (ix) 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;
- (x) resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
- (xi) 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;
- (xii) initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;
- (xiii) 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;
- (xiv) outcome of any litigation(s) or dispute(s) which may have an impact on the company;
- (xv) 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;
- (xvi) granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

*Explanation 1- For the purpose of sub-clause (ix):*

- a.** 'Fraud' shall have the same meaning as referred to in Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.
- b.** 'Default' shall have the same meaning as referred to in Clause 6 of paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

*Explanation 2- For identification of events enumerated in this clause as unpublished price sensitive information, the guidelines for materiality referred at paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be specified by the Board from time to time and materiality as referred at paragraph B of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended shall be applicable.*

Words and expressions used and not defined in these regulations but defined in 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 rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

All definitions set forth herein shall be interpreted in accordance with the meanings ascribed to them under the applicable regulations, as amended from time to time. In the event of any inconsistency between the definitions provided in this Policy and those contained in the relevant regulations, the definitions under the regulations, including any subsequent amendments, shall prevail and supersede the definitions stated herein.

## **VI. ROLE OF COMPLIANCE OFFICER**

- a) The Compliance Officer shall report on insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors, but not less than once in a year.
- b) The Compliance Officer shall assist all employees in addressing any clarifications regarding the SEBI PIT Regulations and the Company's Code of Conduct.
- c) To assist the Board in identifying the Designated Persons to be covered by the code of conduct on the basis of their role and function in the organisation and the access that such role and function would provide to unpublished price sensitive information in addition to seniority and professional designation.
- d) Compliance officer shall be responsible for maintenance of records required in terms of the policy, including the following:
  - Structured Digital Database of persons or entities with whom UPSI is shared as per the policy;
  - Details of Trades pre-cleared and executed pursuant to pre-clearance;
  - Holdings of Designated Persons in the securities of the Company;
  - Disclosure of trades furnished by Designated Persons;
  - Notification of trading plans to the concerned Stock Exchanges;
  - Closure and Opening of Trading Window;
  - Details of violations under the Code and Regulations by Designated Persons and their Immediate Relatives.
  - Monitoring adherence to the regulations for the preservation of UPSI;
  - Grant of pre-clearance approvals to the Specified Persons for trading in the Company's Securities by them their Immediate Relatives and monitoring of such trading;
  - Implementation of Code of Conduct under the general supervision of the Audit Committee and the overall supervision of the Board of the Company;
  - Educate individuals and make them aware of the duties and responsibilities attached to the receipt of UPSI, and the liability in case of misuse or unwarranted use of such information or communication;
  - Monitoring of trading of shares of the company by insiders during trading window closure period.

## **VII. CHIEF INVESTOR RELATIONS OFFICER (CIRO)**

The Company Secretary and Compliance Officer of the Company is designated as the CIRO, to deal with dissemination of information and disclosure of unpublished price sensitive information (UPSI).



## **VIII. PRESERVATION OF “UNPUBLISHED PRICE SENSITIVE INFORMATION”**

- a) All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of his legal obligations.
- b) Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:

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

However, the Board of Directors shall require the parties to execute agreements 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 limited purpose and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

- The Board shall ensure that a structured digital database is maintained and shall contain information as per the regulations including the details of the unpublished price sensitive information, names of such persons or entities as the case may be with whom information is shared under this regulation code or Insider Trading Regulations along with the permanent account number or any other identifier authorized by law where permanent account number is not available and details of persons who have shared the information.
  - Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non- tampering of the database.
- c) Need to Know:
- (i) “need to know” basis means that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
  - (ii) All non-public information directly received by any employee should immediately be reported to the head of the department.
  - (iii) 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 and has become generally available.
- d) Limited access to confidential information

Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password, etc.

## **IX. PREVENTION OF MISUSE OF “UNPUBLISHED PRICE SENSITIVE INFORMATION”**

1. An Insider shall not, directly or indirectly, –
  - a) Trade in securities of the Company that are listed or proposed to be listed when in possession of UPSI;
  - b) Trade in securities of the Company except when the Trading Window is open and the Insider is not in possession of UPSI.
  - c) Provide advise/ tips to any third party on trading in Company’s securities while in possession of UPSI and
2. An insider who has ceased to be associated with the Company shall not, for a period of six months from date of such cessation, directly or indirectly trade in the Company’s Securities while in possession of UPSI.

### **3. Trading in Securities of other companies**

No Insider may, while in possession of unpublished price sensitive information about any other public company gained in the course of employment with the Company, (a) trade in the securities of the other public company, (b) “tip” or disclose such material non-public information concerning that company to anyone, or (c) give trading advice of any kind to anyone concerning the other

4. The restriction in VIII (i) above may not apply to:
  - (a) a transaction that is an off-market inter-se transfer between Insiders 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;
  - (b) a transaction carried out through block deal window mechanism between persons who were in possession of UPSI without being in breach of these Rules and both parties had made a conscious and informed Trade decision;
  - (c) a transaction carried out pursuant to statutory or regulatory obligation;
  - (d) a transaction undertaken pursuant to the exercise of stock options and the exercise price is pre- determined with applicable regulations; and
  - (e) Trades pursuant to a Trading Plan set up in accordance with these Rules and SEBI Regulations.

When a person has traded in securities while 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.

The exceptions in paragraph VIII(4) above reflect the statutory exceptions in Regulation 4(1) of the SEBI Regulations, and nothing above shall preclude the prior approval or other requirements in relation to Trading in Company’s Securities under the Code, as set out herein.

## **X. CHINESE WALLS PROCEDURES**

In terms of the Code, Designated Persons are considered as persons having access or expected to have access to UPSI. To prevent the misuse of UPSI, the Company will maintain “*Chinese Walls*” and segregate the premises into inside areas and public areas. Inside areas refer to those areas and departments of the Company in which UPSI may ordinarily be available. Public areas refer to those areas where any UPSI would ordinarily not be available, and to which any outside person may be allowed access.

- a) Identification of Inside Areas and Public Areas: To prevent the misuse of confidential information the Company shall establish procedures and processes which separate/demarcate those areas of the Company which routinely have access to Unpublished Price Sensitive Information, considered "Inside Areas" from other departments providing support services, considered "Public Areas".
- b) Inside areas shall be accessible in normal course only to Designated Persons. Designated Persons in the inside area shall not communicate any UPSI to anyone in public area. Further, Employees who are Designated Persons are to be physically segregated from Employees in public area. In exceptional circumstances Employees from the public areas may be brought "over the wall" and given confidential information on the basis of "need to know" criteria, under intimation to the Compliance Officer.
- c) Wherever there is a requirement of sharing UPSI by any Designated Person with another Employee / external third parties, etc., in furtherance of legitimate purposes, performance of duties or discharge of his/ her/ its legal obligations, the person to whom such information is proposed to be shared, shall be "wall-crossed" through wall-crossing procedure set out below.
- d) In the event any person is required to be wall – crossed, i.e., brought over the Chinese Wall in order to obtain access to the UPSI for a specific purpose, prior approval of the Compliance Officer must be sought. The Compliance Officer shall consider whether the person being wall – crossed, is being provided UPSI on a need – to – know basis. Further, UPSI shared with such wall – crosser should be limited to the specific transaction or purpose for which such person's assistance is required.
- e) Persons who are wall – crossed / receive UPSI should be notified that they would be deemed to be 'Designated Person' and 'Insider' under this Code and that consequently, such persons will be required to comply with all applicable provisions of the Code and the SEBI Regulations, till such information remains UPSI.
- f) Appropriate records of all wall crossings will be maintained. Further, the Compliance Officer will be informed of all instances wherein a person has been wall-crossed (at the time of such wall – crossing), in accordance with the procedure set out above, so as to enable the Compliance Officer to maintain appropriate records in this regard.

## **XI. INTIMATION OF DUTIES & RESPONSIBILITIES TO THE RECIPIENT OF UPSI**

Any recipient of UPSI shall be deemed to be 'Designated Person' and 'Insider' for purposes of this Code. Accordingly, such persons shall:

- (a) execute agreements to undertake confidentiality and non-disclosure obligations;
- (b) keep the information so received confidential;
- (c) utilise the UPSI only for the specified purpose; and
- (d) otherwise not Trade in Securities of the Company when in possession of, or having access to, UPSI.

## **XII. DIGITAL DATABASE OF RECIPIENT OF UPSI**

As required under Regulation 3(5) of the SEBI PIT Regulations, Compliance Officer as may be authorized by the Board, shall maintain a structured digital database of such persons or entities as the case may be with whom UPSI is shared, along with the following information pertaining to the recipients;

- Name of the person(s) or entity(ies) who have shared the UPSI, along with their Permanent Account Number (PAN) or any other valid identifier authorized by law where PAN is not available;
- Name of the recipient(s) of the UPSI;
- Name of the organization or entity which the recipient represents;
- Postal address and email ID of the recipient;
- PAN or other legally authorized identifier of the recipient, if PAN is not available.

Such database shall be maintained in accordance with the SEBI PIT Regulations from time to time, including through adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of such database.

Such database shall be maintained internally and shall not be outsourced. It must incorporate adequate internal controls and checks, including time-stamping and audit trails, to ensure the integrity and non-tampering of the database.

In cases where UPSI is received from external sources, such information shall be recorded in the database within two calendar days of receipt.

Pursuant to Regulation 3(6) of the SEBI PIT Regulations, the board of directors or head(s) of the organization of every person required to handle unpublished price sensitive information shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the Board regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

### **XIII. INTIMATION OF DUTIES & RESPONSIBILITIES TO THE RECIPIENT OF UPSI**

There shall be adequate and effective system of internal controls to ensure compliance with the requirements given in this Code and SEBI Regulations to prevent Insider Trading. The internal controls shall include:-

- a) Identifying persons who have access to, or are expected to have access to UPSI, as Designated Persons;
- b) Identifying UPSI and maintaining its confidentiality as required under applicable laws;
- c) Putting in place adequate restrictions on communication, or procurement of UPSI;
- d) Maintaining a list of all persons with whom UPSI is shared and making them aware of their confidentiality and other obligations under the Code;
- e) Periodic review of the measures and internal controls implemented to evaluate their effectiveness.
- f) Not trade in Securities of the Company when in possession of, or having access to, UPSI

### **XIV. TRADING PLAN**

A Designated Person shall be entitled to formulate a trading plan for dealing in securities of the Company and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan in the prescribed **Form (Annexure - 7)**.

1. Trading Plan shall:

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

(iv) not entail trading in securities for market abuse.

2. The Compliance Officer shall consider the Trading Plan made as above and shall approve it forthwith. However, he shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Regulations.
3. 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

However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation.

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.

Further, if the insider has set a price limit for a trade under Point XIII (1) (iii) (d), 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.

In case of non-implementation (full/partial) of trading plan due to either reasons enumerated in Point XIII (3) 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.
4. 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.
5. Deviation from the approved trading plan shall be allowed in following situations:
  - a. permanent incapacity, bankruptcy, death, or operation of law.
  - b. Implementation of trading plan shall not be commenced if any UPSI in possession of the insider at the time of formulation of trading plan has not become generally available at the time of the commencement of implementation;
  - c. If at the time of execution of trade, price of the security is outside the price limit as set by the insider at the time of formulation of trading plan, the trade shall not be executed by the insider.
  - d. In case of full/ partial non-implementation of trading plan due to the reasons mentioned above or failure of execution of trade due to inadequate liquidity in the scrip, the insider must inform the Compliance Officer within two trading days from the end of the trading plan's tenure, providing the reasons and supporting documents, if any. An approved trading plan would automatically lapse upon death of the insider.

- e. In the event of corporate actions related to bonus issue and stock split occurring after the approval of trading plan, adjustments may be made by the insider, in the number of securities to be traded and the price limit, with the approval of the Compliance Officer. The modified trading plan shall be notified on the Stock Exchanges.
- f. trading window restrictions shall not apply in respect of trades pursuant to a trading plan.

The board of directors of the company shall be the approving authority in such cases and may stipulate such procedures as are deemed necessary to ensure compliance with these regulations.

## **XV. TRADING WINDOW AND WINDOW CLOSURE**

- a. The trading period, i.e. the trading period of the stock exchanges, called “trading window”, is available for trading in the Company’s securities. Trading window shall mean a notional trading window which shall be used as an instrument of monitoring trading by Specified Persons.
- b. The trading window shall be closed when the Compliance Officer determines that a Specified Person or class of Specified Persons can reasonably be expected to have possession of Unpublished Price Sensitive Information. Such closure shall be imposed in relation to such Securities to which such Unpublished Price Sensitive Information relates. The Compliance Officer after considering various factors including the Unpublished Price Sensitive Information in question becoming generally available and being capable of assimilation by the market, shall decide the timing for re-opening of the trading window which shall not be earlier than forty-eight hours after the information becomes generally available.
- c. When the trading window is closed, the Specified Persons shall not trade in Securities of the Company.
- d. Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results. 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.
- e. All Specified Persons shall conduct all their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company’s securities during the periods when the trading window is closed, as referred to in Point No. (b ii) above or during any other period as may be specified by the Company from time to time.
- f. In case of ESOPs, exercise of option may be allowed in the period when the trading window is closed. However, sale of shares allotted on exercise of ESOPs shall not be allowed when trading is closed.
- g. Restriction of trading window closure will not be applicable for execution of trades in adherence to pre- approved trading plans.
- h. 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.

## **XVI. PRE-CLEARANCE OF TRADES**

- a) All Specified Persons, who intend to deal in the securities of the Company when the trading window is opened and if the value of the proposed trades is above 50,000 shares or up to Rs. 10 Lakhs (market value) or 1% of total shareholding, whichever is less, should pre-clear the transaction. However, no designated person shall be entitled to apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information even if the trading window is not closed and hence he shall not be allowed to trade. The pre-dealing procedure shall be hereunder:
  - i. An application may be made in the prescribed **Form (Annexure - 1)** to the Compliance officer indicating the estimated number of securities that the Specified Employee intends to deal in, the details as to the depository with which he has a security account, the details as to the securities in such depository mode and such other details as may be required by any rule made by the company in this behalf.



- ii. All Specified Persons and their shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given. The Specified Person shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form. In case the transaction is not undertaken, a report to that effect shall be filed. (Annexure -2).
- iii. If the order is not executed within seven days after the approval is given, the employee/director must pre-clear the transaction again.
- iv. All Specified Persons who buy or sell any number of shares of the Company shall not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction. All Specified Persons shall also not take positions in derivative transactions in the shares of the Company at any time. In case of any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

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

- v. The Compliance Officer may waive off the holding period (as per **Annexure -2**) 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.

## **XVII. OTHER DISCLOSURES**

- a) 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.
- b) 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.
- c) The disclosures made under this Code shall be maintained for a period of five years.

## **XVIII. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES**

### **Initial Disclosure**

- a) 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 (**Annexure - 3**).

### **Continual Disclosure**

- b) Every promoter, member of the promoter group, designated employees/ designated persons, specified persons director of the every Company and such other persons as mentioned in Regulation 6(2) in the prescribed form (Annexure - 5).shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs. 10 lakhs.

The disclosure shall be made within 2 trading days of (as per **Annexure 4**):

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

#### **Disclosure by other Connected Persons**

- c) Every connected person or class of connected person shall at the discretion of the Company, disclose its holdings and trading in securities of the company in such form as determined by the company in order to monitor compliance with these regulations in the prescribed indicative Form (**Annexure - 5**).

The Compliance officer may from time to time review and modify the formats for submitting disclosures, as may be appropriate.

#### **Disclosure by Connected Persons**

- d) Every connected person shall report all holdings in Securities of the Company upon being identified as a Designated Person or any change in information provided earlier within 7 days Form (**Annexure - 6**).

### **XIX. DISCLOSURE BY THE COMPANY TO THE STOCK EXCHANGE(S)**

- a) Within 2 days of the receipt of intimation under Continual Disclosure requirements, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.
- b) The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors / officers / designated employees for a minimum period of five years.

### **XX. DISSEMINATION OF PRICE SENSITIVE INFORMATION**

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

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

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

### **XXI. PENALTY FOR CONTRAVENTION OF THE CODE OF CONDUCT**

- a) Every Specified Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her dependents).
- b) Any Specified Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalized and appropriate action may be taken by the Company.
- c) Specified Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in employee stock option plans, etc.
- d) 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.



## **XXII. RESPONSIBILITY**

It is the responsibility of every Insider to whom the Code is applicable, to follow and comply with the provisions of the Code. When in doubt, the Insiders may seek assistance of the Compliance Officer for any clarification on any provisions of the Code or other related applicable regulations issued by Securities and Exchange Board of India.

## **XXIII. PROTECTION OF EMPLOYEES AGAINST RETALIATION AND VICTIMIZATION**

- Any suspected violation of leak of UPSI or violation of this Code can be reported under whistle blower mechanism.
- Retaliation for reporting suspected violation is strictly prohibited under this Policy.
- Employees who reports any alleged violation of insider trading laws in accordance with the Informant Mechanism introduced vide SEBI (Prohibition of Insider Trading) (Third Amendment) Regulations, 2019 dated September 17, 2019, will be protected against any discharge, termination, demotion, suspension, threats, harassment, directly or indirectly or discrimination

## **XXIV. MISCELLANEOUS**

- a) If any employee has any query relating to this code or its application to any proposed transaction may address to the Compliance Officer.
- b) The code shall remain in force until withdrawn by the Board of Directors of the Company.

## **XXV. REVIEW OF THE POLICY**

The Audit Committee and 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.

## **XXVI. AMENDMENTS IN LAW**

Any subsequent amendment/modification in the SEBI Regulations, Companies Act, 2013 and/or the Listing Regulations and/or other applicable laws in this regard shall automatically apply to this Policy. In case any provisions of this Code are contrary to or inconsistent with the provisions under the Insider Trading Regulations, the provisions of Insider Trading Regulations shall prevail.

## **DISCLAIMER**

**THIS POLICY IS ONLY INTERNAL CODE OF CONDUCT AND ONE OF THE MEASURES TO AVOID INSIDER TRADING. EVERY INSIDER IS REQUIRED TO FAMILIARISE ONESELF WITH SEBI REGULATIONS AS IT WILL BE THE RESPONSIBILITY OF EACH INSIDER (AND HIS RELATIVES) TO ENSURE COMPLIANCE OF THIS CODE, SEBI REGULATION AND US SECURITIES LAWS AND OTHER RELATED STATUTES FULLY.**

Approved by	Board of Directors on 12-08-2025
Reviewed by	Board of Directors on 12-08-2025

**Application by Designated Person for Pre-clearance of trading in Sarthak Global Limited**

To,  
The Compliance Officer  
**Sarthak Global Limited (Formerly 609,  
Floor-6, West Wing, Tulsiani Chambers,  
Nariman Point, Mumbai, (MH)  
400021, India**

Dear Sir/Ma'am,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct to regulate, monitor and report trading in Securities of the Company and the Code of Practices and Procedures for fair disclosure of UPSI, I seek approval for purchase/sale of the Securities of the Company as per the details given below:

**NAME OF DESIGNATED PERSON:** \_\_\_\_\_  
**EMPLOYEE NO.** \_\_\_\_\_ **DESIGNATION** \_\_\_\_\_  
**DEPARTMENT** \_\_\_\_\_ **LOCATION** \_\_\_\_\_  
**REPORTING MANAGER / HEAD** \_\_\_\_\_  
**PAN** \_\_\_\_\_  
**MOBILE NO.** \_\_\_\_\_ **EMAIL ID** \_\_\_\_\_

**Sarthak Global Limited Securities are being purchased /sold / subscribed by me / my immediate  
relative Mr. / Mrs./ Ms/ Minor**

**PAN:** \_\_\_\_\_ **/ Nature of Relationship** \_\_\_\_\_

<b>Nature of Transaction (buy/sell/ subscribe)</b>	<b>No. of securities intended to be bought / sold / subscribed</b>	<b><sup>1</sup>Date of purchase/ allotment/ acquisition</b>	<b><sup>2</sup>Date of previous approval (for purchase)</b>	<b>DP/ CLIENT ID of the account where the securities will be credited / debited</b>
				DP ID. CLIENT ID

I hereby confirm and declare that:

- I am not in possession/ knowledge of any information that could be construed as Unpublished Price Sensitive Information (UPSI) as defined in the Policy upto the time of signing this undertaking;
- In the event that I am in possession/knowledge of any information that could be construed as UPSI, after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer immediately and shall completely refrain from dealing in the securities of the Company until such information becomes public;
- I have not and shall not enter into any opposite transaction (buy / sell) during the previous/ next six months from the date of last transaction.
- I undertake to submit the necessary forms/ documents within the prescribed timelines.

<sup>1</sup> applicable only if the Designated Person is an employee and in respect of sale of Sarthak Global Limited Securities;

<sup>2</sup> applicable only in respect of sale Sarthak Global Limited Securities for which an earlier purchase sanction was granted by the Compliance Officer.;

- e) I am aware that, I shall be liable to face penal consequences including disciplinary action in case the above declarations are found to be misleading or incorrect at any time;
- f) I agree to comply with the provisions of the Code at all times and provide any information relating to the trade as may be required by the Compliance Officer and permit the Company to disclose such detail to SEBI, if so required by SEBI.
- g) I further hereby agree to indemnify and keep the Company and its Directors indemnified from and against all and any penalties/fines that may be imposed on them by the SEBI and/or any other statutory authorities as a result of violation by me of the SEBI (Prohibition of Insider Trading) Regulations 2015 as amended from time to time and the Code prescribed by the Company.

I declare that the order for buying/selling<sup>1</sup> shall be executed within 7 (Seven) days after the approval is granted to me and an intimation of the same will be given to the Compliance Officer within 2 (Two) Working Days thereof.

I further declare that if the order for buying/selling<sup>2</sup> has not been executed within 7 (Seven) days after the approval is granted to me, and further intend to trade in securities, than a fresh approval will be taken in that behalf.

Thanking you,

(Signature and Name of the Designated Person / Immediate Relative)

**Date:**

**Place:**

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**Please provide all the information. Incomplete forms will not be accepted.**

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**For use of Compliance Officer:**

PCO No.	Application recd. date	Approval Date	Approval Granted for (Type of transaction)	Approval granted for (No. of shares)	Pre-clearance valid upto (dd/mm/yyyy)	Compliance Officer's signature
			Sale/ Purchase			

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<sup>1</sup> strike out whichever is not applicable

<sup>2</sup> strike out whichever is not applicable.

## DISCLOSURE OF TRADING

To,  
The Compliance Officer  
**Sarthak Global Limited**

609, Floor-6, West Wing, Tulsiani Chambers,  
Nariman Point, Mumbai, (MH) 400021, India

Dear Sir,

**NAME OF DESIGNATED PERSON:** \_\_\_\_\_  
**EMPLOYEE NO.** \_\_\_\_\_ **DESIGNATION** \_\_\_\_\_  
**DEPARTMENT** \_\_\_\_\_ **LOCATION** \_\_\_\_\_  
**REPORTING MANAGER / HEAD** \_\_\_\_\_  
**PAN** \_\_\_\_\_  
**MOBILE NO.** \_\_\_\_\_ **EMAIL ID** \_\_\_\_\_

I hereby inform you that I/my Immediate Relative(s)<sup>1</sup> have bought/sold/subscribed to the Sarthak Global Limited Securities as mentioned below:

In case of immediate relative fill the following:

**Name of Immediate Relative(s)** \_\_\_\_\_  
**PAN:** \_\_\_\_\_ / **Nature of Relationship** \_\_\_\_\_

Name of holder	<sup>2</sup> F/J	No. of Securities dealt with	Bought / Sold/ Subscribed	DP ID (electronic form) where Securities will be credited or Folio no. (physical)	No./ CLIENT ID where the security is debited or	Price per security (Rs.)

In connection with the aforesaid trading (s), I hereby undertake to preserve, for a period of 3 (three) years and produce to the Compliance Officer/SEBI any of the following documents:

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

I declare that the above information is correct and that no provisions of the Sarthak Global Limited Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and/or applicable laws/regulations have been contravened for effecting the above said transaction(s).

<sup>3</sup> I agree to hold the above Securities for a minimum period of 6 (six) months.

Yours truly,

(Signature and Name of the Designated Person / Immediate Relative)

**Date:**

**Place:**

<sup>1</sup> Strike out whichever is not applicable

<sup>2</sup> "F" first holder "J" joint holder

<sup>3</sup> applicable in case of purchase of Sarthak Global Limited securities only.

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

[illegible]

**Note:** 1) “Securities” shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.  
2) In case of Options, notional value shall be calculated based on premium plus strike price of options

**Name & Signature:**

**Designation:**

**Date:**

**Place:**

**FORM B - CONTINUAL DISCLOSURES**

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: Sarthak Global Limited

ISIN of the company: INE075H01019

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

Name , PAN No., CIN/ DIN & Address with contact nos.	Category of Person (Promoter/ member of the promoter group/designated person/ Director 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 intima tion to com pany	Mode of acquisition / disposal (on market/publi c/ rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)	Exchan ge on which the trade was execute d
		Type of securities (For eg. – Shares, Warrants, Convertible Debenture s, Rights entitlement s etc.)	No. and % of Sharehol ding	Type of securities (For eg. – Shares, Warrants, Convertible Debenture s, Rights entitlement t, etc.)	No.	Val ue	Tran sacti on Type (Pur chas e/sal e Pled ge / Revo catio n / Invo catio n/ Othe rs- pleas e speci fy)	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareho lding	From	To			

1	2	3	4	5	6	7	8	9	10	11	12	13	14	

**Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons 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		
		Contract specifications	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

**Note:**

- 1) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 2) Value of transaction excludes taxes/brokerage/any other charges
- 3) In case of Options, notional value shall be calculated based on premium plus strike price of options.

**Name & Signature:**

**Designation:**

**Date:**

**Place:**



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

**Name of the company: Sarthak Global Limited**  
**ISIN of the company: INE075H01019**

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

[illegible]

**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		
		Contract specifications	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22

**Note:**

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

2) Value of transaction excludes taxes/brokerage/any other charges

3) In case of Options, notional value shall be calculated based on premium plus strike price of options.

**Name & Signature:**

**Designation:**

**Date:**

**Place:**

**ANNEXURE - 6**

**DISCLOSURE OF PERSONNEL DETAILS PURSUANT TO CODE OF CONDUCT TO  
REGULATE, MONITOR AND REPORT TRADING BY INSIDERS OF ABANS HOLDINGS  
LIMITED**

To,  
The Compliance Officer  
Sarthak Global Limited  
609, Floor-6, West Wing, Tulsiani Chambers,  
Nariman Point, Mumbai, (MH)  
400021, India

Dear Sir/Ma'am,

Pursuant to personnel information required under Code of Conduct to regulate, monitor and report trading by insiders of Sarthak Global Limited, please find below my personnel details for your perusal:

**Name of the Employee:** \_\_\_\_\_

**Current Designation:** \_\_\_\_\_

**Address:** \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**PAN:** \_\_\_\_\_

**Demat A/c No.:** 1) \_\_\_\_\_

2) \_\_\_\_\_

3) \_\_\_\_\_

4) \_\_\_\_\_

**Phone, mobile, and cell numbers used by me:** 1) \_\_\_\_\_

2) \_\_\_\_\_

3) \_\_\_\_\_

4) \_\_\_\_\_

**Institutions from where I am graduated:** 1) \_\_\_\_\_

2) \_\_\_\_\_

3) \_\_\_\_\_

4) \_\_\_\_\_

**My Past Employers:** 1) \_\_\_\_\_

2) \_\_\_\_\_

3) \_\_\_\_\_

4) \_\_\_\_\_

**Following are my immediate relatives<sup>8</sup>:**

<b>Sr. No.</b>	<b>Name</b>	<b>Residential Address</b>	<b>Relationship</b>	<b>Phone, mobile, and cell numbers used by them</b>	<b>Their PAN No.</b>	<b>Their Demat A/c No.</b>
1.						
2.						
3.						
4.						
5.						
6.						
7.						
8.						
9.						
10.						
11.						
12.						
13.						
14.						
15.						
16.						

---

<sup>8</sup> “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;

Following are the person with whom, I share material financial relationship<sup>9</sup>:

Sr. No.	Name	Residential Address	Relationship	Phone, mobile, and cell numbers used by them	Their PAN No.	Their Demat A/c No.
1.						
2.						
3.						
4.						
5.						
6.						
7.						
8.						
9.						
10.						

Signature:

Date:

Place:

---

<sup>9</sup> "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 during the immediately preceding twelve months, equivalent to at least 25% of the annual income of designated person but shall exclude relationships in which the payment is based on arm's length transactions.

## APPLICATION FOR ANNUAL TRADING PLAN

Name of the company: Sarthak Global Limited

ISIN of the company: INE075H01019

To,  
The Compliance Officer  
Sarthak Global Limited  
609, Floor-6, West Wing, Tulsiani Chambers,  
Nariman Point, Mumbai, (MH)  
400021, India

NAME OF DESIGNATED PERSON: \_\_\_\_\_  
 EMPLOYEE NO. \_\_\_\_\_ DESIGNATION \_\_\_\_\_  
 DEPARTMENT \_\_\_\_\_ LOCATION \_\_\_\_\_  
 REPORTING MANAGER / HEAD \_\_\_\_\_  
 PAN \_\_\_\_\_  
 MOBILE NO. \_\_\_\_\_ EMAIL ID \_\_\_\_\_

Dear Sir,

I hereby submit annual trading plan for your kind consideration, approval:

1. Name of the Applicant: \_\_\_\_\_ PAN: \_\_\_\_\_
2. No. of securities held in the Company as on date: \_\_\_\_\_
3. Approval sought for: Self/Immediate Relative<sup>10</sup>
4. Trading plan belongs for a period of \_\_\_\_\_ months i.e. for a period commencing from and ending on \_\_\_\_\_
5. Details of the proposed trade:

S. No.	Nature of transaction (Sale/Purchase)	Date of transaction/period/interval for transaction	Value of trade/ No. of securities transacted	Conditions /Remarks

I hereby undertake that:

- a) I will not commence trading earlier than six months from the public disclosure of the plan.
- b) I do not have overlapping trading plan for the same period.
- c) In the event that I am in possession/knowledge of any information that is construed as “Unpublished Price Sensitive Information” as defined in the Policy, at the time of formulation and approval of this plan but which is not made public at the time of trading as per the approved time schedule in the said plan, I shall inform the Compliance Officer of the same and shall completely refrain from dealing in the securities of the Company until such information becomes public;
- d) I have not contravened the provisions of the Insider Trading Policy as notified by the Company from time to time;

<sup>10</sup> Strike off whichever is not applicable

- e) I have made full and true disclosure in the matter.
- f) I undertake to abide by this trading plan once approved and shall furnish such declarations/disclosures as may be deemed necessary by compliance officer for the monitoring of this plan.
- g) I shall not use this trading plan as a tool for market abuse

**Name & Signature:**

**Designation:**

**Date:**

**Place:**