



RAJPUTANA INVESTMENT & FINANCE LIMITED

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY INSIDERS

(Effective from 15th May, 2015)

Code for Prevention of Insider Trading:

PREMABLE

In terms of the Regulation 9(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as the 'Regulations') every listed company is required to frame a Code of Conduct to regulate, monitor and report trading by its employees, including the Directors, and other connected persons in relation to the securities of the company.

Insider trading occurs when any person deals in securities of a company listed or proposed to be listed by making use of some price-sensitive information which is not accessible by the public on a non-discriminatory basis as it has not been made public by the company, with an intention of making gain or avoiding loss. Insider trading is prohibited under the Regulations and such an act is an offence punishable under the SEBI Act.

Rajputana Investment & Finance Limited (hereinafter referred to as "the Company/Rajputana") being a responsible corporate citizen, takes efforts to prevent misuse and maintain confidentiality of unpublished price sensitive information. The Company is committed to transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations.

Every Director, Officer and Designated Employee (Collectively referred to as the 'Designated Persons') of the Company is responsible for preservation of the confidentiality of all such information obtained in their course of duty and to handle the same on 'need-to-know' basis. They must not use their knowledge of undisclosed information to gain benefit or avoid loss or to provide benefit to any third person.

In line with the Regulation 9(1) of the Regulations, and to regulate, monitor and report trading in securities of the Company by the Designated Persons and other connected persons, this Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders (hereinafter referred to as the 'Code') has been adopted by the Board of Directors of the Company by way of resolution by circulation on May 28, 2015

The Code, as approved, shall come into effect from May 15, 2015 and from that date shall also replace the existing Code of Conduct for Prevention of Insider Trading of the Company.

All the Directors, Designated Persons, officers and connected persons of Rajputana Investment & Finance Ltd are advised to carefully go through and familiarize themselves with and adhere to the Regulations and the Code.

1. THE POLICY AND OBLIGATIONS:

The Company endeavors to preserve the confidentiality of Unpublished Price Sensitive Information (“UPSI”) and to prevent misuse of such information. The Company is committed to transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations.

Every Director, Officer, Designated Person and connected person of the Company has a duty to safeguard the confidentiality of all such UPSI obtained in the course of his or her work at the Company. No Director, Officer, Designated Officer and connected persons may use his or her position or knowledge of the Company to gain personal benefit or to provide benefit to any third party.

To achieve these objectives, Rajputana Investment & Finance Limited, (herein after referred to as “the Company”) hereby notifies that this code of conduct is to be followed by all directors, officers ,Designated Persons and connected persons.

2. APPLICABILITY:

This Code shall apply to all Directors, Designated Persons, officers and connected persons of Rajputana Investment & Finance Limited.

3. DEFINITIONS:

- i) **“Act”**, means Securities and Exchange Board of India.
- ii) **“Company”** means Rajputana Investment & Finance Limited.
- iii) **“Body corporate”** means a body corporate as defined under the Companies Act.
- iv) **“Compliance Officer”** means the Company Secretary of the Company
- v) **“Connected Person” means —**
 - i) Any person who is or has during the six months prior to the concerned act been associated with a company,, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
 - ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established,
 - a) an immediate relative of connected persons specified in clause (i); or

- b) a holding company or associate company or subsidiary company; or
- c) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or.
- d) an investment company, trustee company, asset management company or an employee or director thereof; or
- e) an official of a stock exchange or of clearing house or corporation; or
- f) a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
- g) a member of the board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
- h) an official or an employee of a self-regulatory organization recognized or authorized by the Board; or
- i) a banker of the company; or
- j) a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

Explanation: — The words “connected person” shall mean any person who is a connected person six months prior to an act of insider trading.

- vi) **“Unpublished Price Sensitive Information”**, means any information which relates directly or indirectly to a Company and which if published is likely to materially affect the price of the securities of the Company and shall, ordinarily including but not restricted to, information relating to the following:
- Financial Results
 - Dividends
 - change in capital structure;
 - mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions.
 - changes in key managerial personnel.
 - material events in accordance with the listing agreement.

Compliance Officer may decide any other matter also as Price Sensitive Information;

All other 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(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.

- vii) **“Generally available Information”** means information that is accessible to the public on a non-discriminatory basis.
- viii) **“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.

- ix) **"Insider"** means any person who,
(i) A connected person; or
(ii) In possession of or having access to unpublished price sensitive information.
- x) **"Key Managerial Person"** means person as defined in Section 2(51) of the Companies Act, 2013.
- xi) **"Promoter"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof.
- xii) **"Regulation"** shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation 2015 and any amendments thereto.
- xiii) **"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;
- xiv) **"Stock Exchange"** means exchange where the company's shares are listed and traded.
- xv) **"Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- xvi) **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- xvii) **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;
- xviii) **"Trading Window"** means trading period for trading in the Company's Securities. All days shall be the trading periods except when trading window is closed;
- xix) **"Designated Employee"**, means a person occupying any of the following position in the company.
- All Directors and KMPs
 - Every employee in grade of Assistant General Managers and above
 - Every employee in the finance, accounts, secretarial, and legal department as may be determined and informed by the Compliance Officer; and
 - Any other employee as may be determined and informed by the Compliance Officer from time to time.
- xx) **'Prohibited Period' means;**
1. Period as defined in clause 7.1 of this code.
 2. Such other period as may be specified by the Compliance Officer from time to time in consultation with the Chairman & Managing Director.

4) **COMPLIANCE OFFICER:**

For the purpose of this Code, the Company Secretary of the Company shall be the Compliance Officer and shall report to the Board in his absence the Chief Financial Officer (CFO) of the Company or any other person as authorized by the Board shall act as Compliance Officer.

Ms. Neha Yadav, Company Secretary of the Company, shall be the Compliance Officer for the purpose of this code. The Compliance Officer shall report to Mr. Pankaj Kumar Kanodia, Managing Director of the Company.

1.) **Duties of Compliance Officer:**

- 1) The Compliance Officer shall maintain records of all the Promoters and Designated Persons and any change thereof and the declarations / disclosures received from them.
- 2) He may in consultation with the Chairman and shall as directed by the Board, specify Prohibited Period from time to time and immediately make an announcement thereof.
- 3) He shall maintain a record of Prohibited Period specified from time to time.
- 4) Compliance Officer is responsible for compliance with policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades by Designated Persons and the implementation of this Codes under the overall supervision of the Board of Directors of the Company.
- 5) He shall maintain records of all the declarations submitted in the appropriate form given by the Directors, Officers and Designated Persons for a minimum period of five years. The declarations may be taken and preserved in either physical form or electronic form.
- 6) He shall place before the Chairman / Managing Director, at regular intervals, all the details of the dealing in the securities by Designated Persons, Directors and Officers of the company and the accompanying documents that such persons had executed under the pre-dealing procedure as envisaged in these rules.
- 7) He shall assist all the employees/directors in addressing any clarifications regarding SEBI (Prohibition of Insider Trading) Regulation, 2015 and the Company's code of conduct.
- 8) Compliance Officer shall provide a Report on quarterly basis to the Chairman of the Audit Committee covering pre-clearance accorded and trades executed in Securities of the Company by Promoters, Designated Persons, their immediate relatives and other connected persons. The said Report must highlight violations of this Code or the Regulations, if any, by Promoters, Designated Persons, their immediate relatives and other connected persons.
- 9) He shall ensure that prohibited period is intimated to all concerned at least 24 hours before the commencement of the said period.

5) **PRESERVATION OF "PRICE SENSITIVE INFORMATION":**

- a) All Designated Employees and Connected Persons shall maintain the confidentiality of price sensitive information. 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) No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- c) No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- d) 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 attract the obligation to make an open offer under the takeover regulations but where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company and the information that constitute 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

e) **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.

f) **LIMITED ACCESS TO CONFIDENTIAL INFORMATION:**

Files containing confidential information shall be kept secure. Computer files must have

adequate security of login and password, etc.

6) **PROHIBITION ON DEALING, COMMUNICATING OR COUNSELING ON MATTERS RELATING TO INSIDER TRADING:**

No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to the company or its securities, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to the Company or its securities, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that would:

- entail an obligation to make an open offer under the takeover regulations where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company; or
- not attract the obligation to make an open offer under the takeover regulations but where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company and the information that constitute 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.

7) **TRADING RESTRICTION & PREVENTION OF MISUSE OF "UNPUBLISHED PRICE SENSITIVE INFORMATION":**

All Directors, Officers and Designated Persons of the Company including their immediate relatives shall be subject to trading restriction as enumerated below:

1)TRADING PLAN:

An insider 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.

2) TRADING PLAN SHALL:

- not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;
- not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the issuer of the securities and the second trading day after the disclosure of such financial results;
- entail trading for a period of not less than twelve months;
- not entail overlap of any period for which another trading plan is already in existence;
- set out either the value of trades to be effected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be effected; and
- not entail trading in securities for market abuse.

3) 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.

4) The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.

8) TRADING WINDOW:

The period prior to declaration of Unpublished price sensitive information is particularly sensitive for transaction in the Company's securities. This sensitivity is due to the fact that the Directors, Designated Persons and officers will, during that period, often possess unpublished price sensitive information.

The Directors and Designated Persons and their immediate relatives of the Company shall not trade in the company's securities when the trading window is closed. The period during which the trading window is closed shall be termed as Prohibited Period. The intimation of closure shall be made through email and/ or through the website of the Company. The trading window shall be closed when the compliance officer determines that a designated person or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information.

Unless otherwise specified by the Compliance Officer, the Trading Window for Dealing in Securities of the Company shall be closed for the following purposes-

- Financial results
- Dividends
- change in capital structure
- mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions.
- changes in key managerial personnel.

- material events in accordance with the listing agreement.

In respect of declaration of financial results, the Trading Window shall be closed at least 7 days prior to the date of Board Meeting wherein the quarterly or annual standalone / consolidated financial results, as the case may be, are declared.

The closure of Trading Window for purposes other than declaration of financial results and for which a specific notice/intimation is required to be given to stock exchange shall commence from the date on which intimation of the date of Board meeting for consideration of any such Price Sensitive Information is given to Stock Exchange.

However, if the circumstances so warrant, the time for closing the Trading Window may be increased or decreased by the Compliance Officer with the approval of Chairman /Managing Director.

9) **PRE-CLEARANCE OF TRADES:**

All Directors, Officers, Designated Persons of the Company and their immediate relatives who intend to deal in the securities of the company in excess of 20,000/- shares whether in one or a series of transactions over any calendar quarter (i.e. value of all transactions executed during the quarter taken together) shall require prior clearance from the Compliance Officer.

No Director, Officer and designated person shall 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.

The Clearance shall be obtained as per the procedure prescribed below:

- An application is to be made to the compliance officer as per the enclosed format **(Annexure-I)** indicating the estimate number of securities that the director/designated person/Officer intends to deal in, the details of securities held in physical form as to folio no., 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 regard.
- Each Director/ Designated person/ Officer shall execute in favour of the Company an undertaking in the enclosed pro-forma **(Annexure-I)** for getting the trades cleared.

10) **REPORTING AND DISCLOSURE REQUIREMENTS FOR TRANSACTIONS IN SECURITIES:**

- 1) All Directors/Designated Persons/ Officers shall forward to the Compliance Officer following details of their securities transactions including the statement of their immediate relatives:
 - (a) All holdings in securities of the company, at the time of joining the company.
 - (b) Annual statement of all holdings in securities of the Company.

- 2) Every promoter, key managerial personnel and director of every company whose securities are listed on any recognized stock exchange shall disclose his holding of securities of the company as on the date of these regulations taking effect, to the company within thirty days of SEBI (Prohibition of Insider Trading) Regulations 2015 taking effect.
- 3) 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.
- 4) Every promoter, employee and director of every company 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 ten lakh rupees.
- 5) The Compliance Officer shall maintain records of all the declarations/ undertakings/ forms as mentioned in this Code, as received from time to time, for a period of five years.
- 6) The Compliance Officer shall place before Chairman/ Managing Director/ Committee specified by the Company, on a monthly basis, all the details of the dealing in the securities by Designated Persons/director/Officer of the company and the accompanying documents that such persons had executed under the pre-dealing procedure as envisaged in this Code.

11) **DISCLOSURE BY COMPANY TO STOCK EXCHANGE:**

Pursuant to Regulation 7(2)(b) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, within 2 working days of the receipt of the information under Clause 10.2, 10.3 and 10.4 above, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

The Company is required to frame a Code of Fair Disclosure for prevention of Insider Trading and the same is appended hereto.

12) **ANNUAL DISCLOSURE:**

Every Directors, promoters, KMP and Designated employee of the company shall disclose annual statements of their holding, and the holding of their Immediate Relatives and of any other person for whom such person takes trading decisions, of the Company's Securities (including derivatives) to the Compliance Officer as on 31st March every year in such form as prescribed, on or before April 30 of that year.

13) **DISSEMINATION OF PRICE SENSITIVE INFORMATION:**

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

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 are 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.

14) PENALTY FOR CONTRAVENTION OF THE CODE OF CONDUCT:

Every Designated employee 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).

Any Designated employee 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.

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

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.

15) INFORMATION TO SEBI IN CASE OF VIOLATION OF THE SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015:

In case it is observed by the Company and / or Compliance Officer that there has been a violation of the SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI must be informed by the Company.

THIS POLICY IS ONLY INTERNAL CODE OF CONDUCT AND ONE OF THE MEASURES TO AVOID INSIDER TRADING. IT WILL BE THE RESPONSIBILITY OF EACH EMPLOYEE TO ENSURE COMPLIANCE OF SEBI GUIDELINES AND OTHER RELATED STATUTESFULLY.

ANNEXURE-1

To,
The Compliance Officer,
Rajputana Investment & Finance Ltd
18, Rabindra Sarani, Poddar Court
Gate No. 1, Room No. 502, 5th Floor
Kolkata - 700001

Dear Sir/ Madam,

Application for Pre-dealing approval in securities of the Company ((prohibition of Insider Trading) Regulations, 2015 I and/ or my dependents family members propose to trade in securities of the Company as under:-

Sl. No.	Particulars	
1.	Name of the applicant	
2.	Designation	
3.	Employee Pay Roll	
4.	Name of the Dependent family member (applicable if they intend to trade in the securities)	
5.	Number and value of securities in the Company held as on date (with folio/DP ID/Client ID No.)	
6.	Mode in which the securities are held	
7.	Nature of proposed dealing: (a) Acquisition in the open Market (b) Subscription to the securities (c) Sale of securities	
8.	Proposed date of dealing in securities	
9.	Estimated number of securities proposed to be acquired / subscribed / sold	
10.	Price at which the transaction is proposed	
11.	Current market price (as on the date of application)	
12.	Whether the proposed transaction will be through stock exchange or off market deal	
13.	Proposed mode of dealing in securities : Physical / Dematerialized	
14.	If securities are held / proposed to be dealt in dematerialized form then: <ul style="list-style-type: none"> • Name of the Depository • DP ID Number • Client ID number 	

In relation to the above dealing, I undertake that:

I hereby declare that orders in respect of securities of the Company will be executed within one week after the approval of pre-clearance is given failing which I undertake to obtain pre-clearance for the transaction again.

Signature

Name:

Designation:

Address:

ANNEXURE-2

**The Compliance Officer,
Rajputana Investment & Finance Ltd
18, Rabindra Sarani, Poddar Court
Gate No. 1, Room No. 502, 5th Floor
Kolkata - 700001**

UNDERTAKING FROM A DESIGNATED EMPLOYEE

I, do hereby undertake that I have read, understood and updated myself from time to time with all the Regulations mentioned in the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

I further undertake:

- i. That I do not have any access or have not received any "Price Sensitive Information" upto the time of signing this undertaking.
- ii. That in case I have access to or receive "Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction I shall inform the Compliance officer of the change in the position and that I would completely refrain from dealing in the securities of the Company till the time such information becomes public.
- iii. That I have not contravened the Company's Code for prevention of insider trading as notified by the Company from time to time.
- iv. That I have made a full and true disclosure in the matter.

Signature

Name:

Designation:

Address:

ANNEXURE-3

(See clause 4.1 of the Code)

LETTER CONVEYING PRE - CLEARANCE APPROVAL

Date:

To

Mr./Mrs./Miss _____

Dear Sir / Madam,

Please refer to your application dated.....for dealing in the securities of Rajputana Investment & Finance Ltd. Your request has been considered by the Competent Authority and the decision is conveyed to you as under:

Sl. No.	Particulars	
1.	Number & Name of securities held	
2.	Nature of transaction for which approval is sought (Purchase / Sale)	
3.	Number & Name of securities to be dealt	
4.	Approval accorded / not accorded	

For Rajputana Investment & Finance Ltd

(Compliance Officer)

ANNEXURE 4

Format for Disclosure of Transaction

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

Date:

To,
The Compliance Officer,
Rajputana Investment & Finance Ltd
18, Rabindra Sarani, Poddar Court
Gate No. 1, Room No. 502, 5th Floor
Kolkata - 700001

Dear Sir/Madam,

Details of Transaction

Ref: Your approval letter dated _____ (in case of pre-approved transaction)

I hereby inform you that I/my

- have not bought/sold/subscribed any securities of the Company.
- have bought/sold/subscribed to the Securities (give description) as mentioned below on ____
(insert date)

Name of Holder	First/Joint Holder	No. of Securities dealt with	Brought/Sold /Subscribed	DP ID/Client ID (electronic form) no. for physical where the Securities will be debited or credited	Price (Rs.)

In connection with the aforesaid transaction (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:

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



I declare that the above information is correct and that no provisions of the Company's Insider Trading Code and/or applicable laws regulations have been contravened for effecting the above said transaction (s).

I agree not to buy/sell the Securities for a period of six months from the date of the aforesaid transaction (applicable in case of purchase/sell transaction by Specified persons only).

I agree to hold the above Securities for a period of 30 days from the date of allotment (applicable in case of subscription in the primary market (initial public offer) by Specified Persons only).

I agree to hold the above Securities for a minimum period of 30days. In case there is any urgent need to sell these Securities within the said period, I shall approach the Company (Compliance officer) for necessary approval. (Applicable in case of purchase/subscription)

Yours faithfully,

Signature:

Name:

Designation:

ANNEXURE 5

FORMAT FOR INITIAL DISCLOSURE OF SECURITIES

Date:

To,
The Compliance Officer,
Rajputana Investment & Finance Ltd
18, Rabindra Sarani, Poddar Court
Gate No. 1, Room No. 502, 5th Floor
Kolkata - 700001

I, _____, in my capacity as _____ of the Company hereby submit the following details of securities held in the Company as on _____ (date of becoming Specified Person).

I. Details of securities held by me:

Type of Securities	No. of securities held	Folio No	Beneficiary A/c Client ID

II. Details of dependent(s):

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 1992 and the Company's Code of Procedures and Conduct for Prevention of Insider Trading, I hereby declare that i have the following dependents:

Sr. No.	Name of the dependent	Relation with Director/ Officer / Designated Employee

III. Details of securities held by dependent(s):

Name of Relative	Relationship	Type of securities	No. of Securities held	Folio No.	Beneficiary A/c Client ID

Signature

Name:

Designation:

Address:

ANNEXURE 6

DISCLOSURE OF CHANGE IN SHAREHOLDING

Date:

To,
 The Compliance Officer,
 Rajputana Investment & Finance Ltd
 18, Rabindra Sarani, Poddar Court
 Gate No. 1, Room No. 502, 5th Floor
Kolkata - 700001

I, _____, in my capacity as _____ of the Company hereby submit the following details of change in holding of securities of the Company:

Name, PAN No. & address of shareholder	No. of securities held before the transaction	Receipt of allotment advice/ acquisition of /sale of securities	Nature of transaction & quantity			Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed
			Purchase	Sale	Others		

Details of change in securities held by dependent family members:

Name, PAN No. & address of shareholder and relationship	No. of securities held before the transaction	Receipt of allotment advice/ acquisition of /sale of securities	Nature of transaction & quantity			Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed
			Purchase	Sale	Others		

I/We declare that I/We have complied with the requirement of the minimum holding period of six months with respect to the securities purchased/sold.

I hereby declare that the above details are true, correct and complete in all respects.

 Signature

Name:

Designation:

Address:

FORM A

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

[Regulation 7 (1) (a) read with Regulation 6 (2)]

Name of the company: _____

ISIN of the company: _____

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

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relatives/others etc)	Securities held as on the date of regulation coming into force		% of Shareholding	Open Interest of the Future contracts held as on the date of regulation coming into force		Open Interest of the Option Contracts held as on the date of regulation coming into force	
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	7	

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

Signature: _____

Designation: _____

Date: _____

Place: _____

FORM B

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

[Regulation 7 (1) (b) read with Regulation 6(2)]

Name of the company: _____

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).

1	2	3	4	5	6	7
			Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	Number of units (contracts * lot size)	Notional value in Rupee terms

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

Signature:

Designation:

Date:

Place:

FORM C

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

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

Name of the company: _____

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).

1 Name, PAN No., CIN/DIN, & address of Promoter/ Employee / Director with contact nos.	2 Category of Person (Promote rs/ KMP /al Directors/ immediate relatives/ others etc.)	3 Securities held prior to acquisition/dispos al	4 No.	5 Type of security (For eg. – Shares, Warrants, Convertible Debentur s etc.)	6 No.	7 % of shareholding	8 Date of allotment advice/ acquisition of shares/ sale of shares specify	9 Date of informatio n to company	10 Mode of acquisition (market purchase/pu blic rights/ preferential offer / off market/ Inter-se transfer etc.	11 Trading in derivatives (Specify type of contract, Futures or Options etc)			12 Exchange on which the trade was executed				
										Buy	Sell						
										Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)				
1			3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

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

Signature: _____

Designation: _____

Date: _____

Place: _____

Form D (Indicative format)

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

Regulation 7(3) – Transactions by Other connected persons as identified by the company

1	2	3		4	5		6		7		8		9		10	11	12	13			14	15	16	17	
		Type of security acquisition/disposal	Securities held prior to acquisition/disposal		Securities acquired/Disposed	% of shareholding	Pre transaction	Post transaction	Date of allotment advice/acquisition of shares/sale of shares specify	Date of intimation to company	Mode of acquisition (market purchase/public rights/preferential offer / off market/ Inter-se transfer etc.)	Trading in derivatives (Specify type of contract, Futures or Options etc)	Exchange on which the trade was executed												
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To									Buy	Sell	Value of units (contracts * lot size)	Number of units (contracts * lot size)				
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17									

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

Name:

Signature:

Date:

Place:
