

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSONS IN SECURITIES OF CENTRUM CAPITAL LIMITED

(APPLICABLE TO CENTRUM CAPITAL LIMITED AND ALL ITS GROUP ENTITIES)

<p>I. PREAMBLE/ BACKGROUND OF THE CODE</p>	<p>With a view to govern the conduct of insiders on matters relating to insider trading, the Securities and Exchange Board of India (SEBI) had formulated SEBI (Prohibition of Insider Trading) Regulations, 1992. The said Regulations recommended a code of conduct for prevention of insider trading to be adopted by listed entities and intermediaries. On January 15, 2015, SEBI (Prohibition of Insider Trading) Regulations, 2015, were published which enacted a new regulatory framework for prohibition of insider trading in securities. Vide these Regulations, the SEBI (Prohibition of Insider Trading) Regulations, 1992, were repealed. The new Regulations became effective from May 14, 2015. On December 31, 2018, SEBI issued (Prohibition of Insider Trading) (Amendment) Regulations, 2018, amending some of the key provisions of the 2015 Regulations.</p> <p>Pursuant to the Amendments to the code in December 2018, the current Code will substitute the earlier code adopted by the Company and is intended to be applicable across the Centrum Group, as may be approved by the Board of Directors of the respective companies.</p>
<p>II. TITLE:</p>	<p>Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons in the Securities of Centrum Capital Limited and/ or who has access to any price sensitive information relating to Centrum Capital Limited.</p>
<p>III. APPLICABILITY</p>	<p>This Code shall be applicable to Centrum Group (as defined below).</p>
<p>IV. OBJECTIVE:</p>	<p>The objectives of this Code are as below:</p> <ol style="list-style-type: none"> 1. To frame and adopt a code for prevention of insider trading in the Securities of Centrum Capital Limited. 2. To regulate, monitor and report trading by Designated Persons and their immediate relatives in the Securities of Centrum Capital Limited.
<p>V. DEFINITIONS</p>	<p>In this Code, the following expressions including their grammatical variations and cognate expressions shall have the following meanings and irrespective of whether such terms are used before or after this clause.</p>
<p>(a) Act</p>	<p>“Act” means the Securities and Exchange Board of India Act, 1992 (15 of 1992).</p>
<p>(b) Applicable holding period</p>	<p>“Applicable holding period” – the holding period for the securities of Centrum Capital Limited is six months.</p>
<p>(c) Board</p>	<p>“Board” means the Board of Directors of Centrum Capital Limited.</p>

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

<p>(d) Centrum Group</p>	<p>“Centrum Group” – means</p> <p>Centrum Capital Limited Centrum Retail Services Limited Centrum Financial Services Limited Centrum Housing Finance Limited Centrum Microcredit Limited Centrum Broking Limited Centrum Wealth Management Limited Centrum Investment Advisors Limited Centrum Insurance Brokers Limited Acorn Fund Consultants Private Limited Centrum Alternatives LLP Centrum REMA LLP Centrum Alternative Investment Managers Limited Centrum Capital Advisors Limited</p> <p>(and such other company/entity/body corporate/ LLP as may be set up by the Centrum Group in future including any modification to the above list).</p> <p><i>Note: (a) The above list shall stand modified upon change in the name of entity or upon winding up/ merger/ amalgamation/ or upon occurrence of such other corporate action.</i></p> <p><i>(b) The Code is applicable to Indian entities only.</i></p>
<p>(e) Code or Code of Conduct</p>	<p>“Code” or “Code of Conduct”- shall mean the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by Designated Persons and their immediate relatives in the Securities of Centrum Capital Limited and/ or who has access to any price sensitive information relating to Centrum Capital Limited.</p>
<p>(f) Company</p>	<p>“Company” means respective companies/ entities/ body corporate/ LLP in the “Centrum Group”. Each or all of which are hereinafter referred to as “the Company”.</p>
<p>(g) Compliance Officer</p>	<p>“Compliance Officer” – means such officer appointed as the Compliance Officer by the Board for the purpose of 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 this Code under the overall supervision of the Board of the Company.</p>
<p>(h) Connected Persons</p>	<p>“Connected Persons” shall have the meaning ascribed to such term under the Regulations.</p>

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

(i) Designated Persons	<p>"Designated Persons" mean the following persons in relation to Centrum Group:</p> <ul style="list-style-type: none"> (i) Directors (ii) Promoters of Centrum Capital Limited (iii) Chief Executive Officer and employees up to two levels below Chief Executive Officer (iv) Key Managerial Personnel of Centrum Capital Limited and its subsidiaries/ group entities (v) Compliance Officer (vi) Senior Vice President and above (vii) Employees of the Centrum Group holding UPSI (viii) Permanent invitees to the meetings of the Board of Directors of the Company. (ix) Such other persons including support staff that, the Compliance Officer decides to cover, 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. <p><i>Note: Promoters of Centrum Capital Limited are currently, Business Match Services (India) Limited, JBCG Advisory Services Private Limited and BG Advisory Services LLP).</i></p>
(j) Generally available information	<p>"Generally available information" means information that is accessible to the public on a non-discriminatory basis.</p>
(k) Immediate Relative	<p>"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.</p>
(l) Insider	<p>"Insider" means any person who is:</p> <ul style="list-style-type: none"> i. a Connected Person or ii. in possession of or having access to Unpublished Price Sensitive Information ("UPSI").
(m) Legitimate Purpose	<p>"Legitimate Purpose" - shall include sharing of Unpublished Price Sensitive Information in the ordinary course of business and on need to know basis 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 the Regulations.</p>
(n) Regulations	<p>"Regulations" - shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.</p>

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

(o) Securities	"Securities" shall mean Securities as defined under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund. For the purpose of this code the expression "Securities" shall mean Securities issued by Centrum Capital Limited
(p) Trading	"Trading" means and includes subscribing, buying, selling, dealing or agreeing to subscribe, buy, sell, deal in any securities and "trade" shall be construed accordingly. <i>Note: Under the parliamentary mandate, since Section 12A (e) and Section 15G of the Act employs the term 'dealing in securities', it is intended to widely define the term "trading" to include dealing. Such a construction is intended to curb the activities based on unpublished price sensitive information which are strictly not buying, selling or subscribing, such as pledging etc when in possession of unpublished price sensitive information.</i>
(q) Trading day	"Trading day" means a day on which the recognized stock exchanges are open for trading.
(r) Unpublished price sensitive information	"Unpublished price sensitive information" means any information, relating to Centrum Capital Limited 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 and such other transactions; v. changes in key managerial personnel.
Article Headings	Headings or title of articles herein are for information only and shall not affect the construction or interpretation of this Code.
References:	Words and expressions used herein and not defined hereinabove shall have the meanings ascribed to them under the Regulations.

VI. APPLICABILITY/ SCOPE OF THE CODE IN RELATION TO THE SECURITIES OF CENTRUM CAPITAL LIMITED

This Code is applicable to all the Designated Persons as well as their immediate relatives for dealing in Securities of Centrum Capital Limited. For dealing in Securities of other than Centrum Capital Limited, you are requested to refer to the Code on dealing with Securities of other than Centrum Capital Limited.

This Code is only an 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 Act and Regulations framed thereunder.

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

This Code shall come into force in respect of each Company within the Centrum Group with effect from such date as may be notified by such Company after approval of the Code by its Board.

Even when Designated Persons have ceased, for whatever reason, to be in the employment of the Company, they shall maintain the secrecy of proprietary and confidential information gathered during their employment or affiliation. At the time of cessation of employment, designated persons will be required to sign an acknowledgement of this continuing obligation and to certify that all confidential materials have been returned to the Company and no copies thereof have been retained.

VII. IMPLEMENTATION

The Chief Executive Officer or the Managing Director shall be responsible for implementing, maintaining and enforcing this Code. The Compliance Officer or the Division/Business Unit Heads and designated supervisory persons shall facilitate implementation and enforcement of this Code in their respective Divisions and Business Units. The Compliance Officer shall also work with the management of each Division to institute, implement, maintain and enforce this Code and to coordinate for education and training.

The Compliance Officer shall report to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee 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.

VIII. RESTRICTIONS ON COMMUNICATION AND TRADING BY INSIDERS

1. No Designated Person and their immediate relatives or any Insider shall communicate, provide, or allow access to any Unpublished Price Sensitive Information to any person except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations or otherwise as provided under the Regulations. All information shall be handled within the organisation on a need-to-know basis.
2. No Designated Person and their immediate relatives or any Insider shall procure from or cause the communication of Unpublished Price Sensitive Information except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations or otherwise as provided under the Regulations.

The Board of Directors or Division/Business Unit Heads required to handle unpublished price sensitive information shall ensure that a structured digital database is maintained containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

3. Subject to the provisions of the Regulations, no Designated Person and their immediate relative/Insider shall trade in the Securities when in possession of Unpublished Price Sensitive Information.
4. Centrum Group has established policies, procedures and arrangements including earmarked areas (collectively "**Chinese Walls**") designed to manage confidential information and prevent the inadvertent spread and misuse of Unpublished Price Sensitive Information. In general, Chinese Walls separate areas that have access to Unpublished Price Sensitive Information ("**Sensitive Areas**") from those who do not have such access ("**General Areas**").
5. Employees within Sensitive Areas have a responsibility to ensure the Chinese Wall is not breached deliberately or inadvertently. Known or suspected breaches of the Chinese Wall must be referred to the Compliance Officer immediately. The establishment of Chinese Walls is not intended to suggest that within Sensitive Areas, Unpublished Price Sensitive Information can circulate freely. Within Sensitive Areas, the 'need-to-know' code shall be fully in effect.
6. No person shall participate in a sensitive transaction without prior written approval of his division/business unit head. Such person shall be fully made aware of the duties and responsibilities attached to the receipt of inside information and the liabilities that are attached to misuse or unwarranted use of such information.

IX. TRADING WINDOW CLOSURE

- a) All Designated Persons and their immediate relatives shall not be permitted to deal in the Securities of Centrum Capital Limited during the period, to be called "**Trading Window Closure**". The Trading Window shall be closed during the time when the Compliance Officer determines that a Designated Person or a class of Designated Persons can reasonably be expected to have access to or possession of Unpublished Price Sensitive Information. When the Trading Window is closed, the Designated Persons or their immediate relatives shall not trade in the Securities of Centrum Capital Limited. The said Trading Window restriction shall not apply in respect of A) off - market inter-se transfer between insiders who were in possession of the same unpublished price sensitive information without being in breach of any of the provisions of this Code and both parties has made a conscious and informed trade decision and the transaction was undertaken pursuant to the exercise of stock options in respect of which the exercise price was determined in compliance with applicable regulations and in respect of a pledge of shares for a bonafide purpose such as raising of funds, subject to pre-clearance by Compliance Officer and compliance with the provisions of this Code. B) acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering of shares in a buy-back offer, open offer, delisting offer etc.
- b) The Trading Window shall be closed from the end of every quarter, till 48 hours after the declaration of financial results of Centrum Capital Limited. 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.

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

- | |
|---|
| c) For other items, the Compliance Officer shall have the power to close the Trading Window for such purposes and for such period as he may deem fit in consultation with any whole-time director/CEO of Centrum Capital Limited. |
| d) The timing for re-opening of the Trading Window shall be determined by the Compliance Officer taking into account various factors including the Unpublished Price Sensitive Information in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than 48 hours after the information becomes generally available. |
| e) In case of ESOPs, exercise of options shall be allowed during the period when the Trading Window is closed. The Company can allot the shares on exercise of the ESOPs, during the period the Trading Window is closed. However, sale of shares allotted on the exercise of ESOPs shall not be allowed when the Trading Window is closed. |

X. RESTRICTIONS FOR DEALING IN SECURITIES OF CENTRUM CAPITAL LIMITED

No Designated persons and their immediate relatives shall enter into an opposite transaction i.e. sell or buy the Securities of Centrum Capital Limited during a period of six months following a previous transaction. This restriction shall not be applicable for trades pursuant to exercise of stock options. However, once the shares acquired on exercise of the ESOPs are sold, the restriction on buying would become applicable for the next six months.

The aforesaid restriction (contra trade) shall not apply in respect of buy back offers, open offers, rights issues, bonus, split, consolidation and other related corporate actions.

Off- market inter - say transfer between Promoters or members of the Promoter Group of Centrum Capital Limited is permitted, who were in possession of the same unpublished price sensitive information without being in breach of the provisions of this Code and both the Promoters had made a conscious and informed trade decision

Such off-market trades shall be reported by the Promoters or members of the Promoter Group to the Compliance Officer, within two working days. The Compliance Officer, shall notify the particulars of such trades to the stock exchange on which the securities are listed within two trading days from receipt of the disclosure or from becoming aware of such information.

In the event, a contra trade is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund.

In case the sale of Securities is necessitated by personal emergency, the Compliance Officer is empowered to grant relaxation from strict application of such a restriction, after recording in writing the reasons for grant of such relaxations, provided such relaxation does not violate the Regulations. The Designated Persons seeking waiver of the contra period must make an application citing the reasons thereof, to the

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

Compliance Officer, provided such relaxation does not violate the Regulations.

XI. TRADING AND DEPOSITORY PARTICIPANT ACCOUNT TO BE OPENED WITH CENTRUM BROKING LIMITED ONLY

It is mandatory for all Designated Persons and their immediate relatives to open the Trading and Depository Participant account only with **Centrum Broking Limited**.

Notes: All fresh transactions i.e. buy and/or sell, from the date of joining in Centrum Group, shall be done through Centrum Broking Limited only.

If the Designated Person is not going to trade / deal in Securities (buy or sell), then there is no compulsion to open the Trading and demat account with Centrum Broking Limited.

The securities that are lying in the existing demat account/s of the Designated Persons need not be moved to Centrum Broking Limited account, if there is no intention of during any fresh transactions.

XII. PROCEDURE FOR TAKING APPROVAL

How to apply for approval:

When the Trading Window is open, trading in Securities by Designated Persons and their immediate relatives shall be subject to pre-clearance which may be obtained from the online portal called 'Employee trade tracking system (ETT) Portal' for all their trades.

The procedure for taking the approvals is as below:

1. Designated persons are required to disclose the details for themselves and their immediate relatives/dependent's holdings, details of demat accounts, stock broking accounts on the employee trade tracking system (ETT) Portal. Till the needful is done, it is not permitted to obtain pre-clearance for any trades.
2. A request shall be placed before the approving authority through the Employee trade tracking system (ETT) Portal before the proposed transaction in secondary market or through such other medium as communicated from time to time. In exceptional cases, approval may be obtained by way of e-mail from the Compliance Officer/Compliance Team. In case the Compliance Officer wishes to deal in the Securities, the pre-clearance shall be obtained from the ETT Portal or the Group Head - Compliance or MD/CEO of Centrum Capital Limited.
3. Such clearances shall be valid only for seven (7) calendar days from the date of approval (including the date of approval), failing which fresh pre-clearance would be needed for the trades to be executed.

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

XIII. INTIMATION ABOUT TRADES AND HOLDINGS	
Intimations about trades	<p>The Designated Persons after executing the transaction for which the pre-clearance approval was obtained shall submit a report to the Compliance Officer of the trades as executed in their own account/dependent/immediate relatives within a period of seven (7) trading days from the date of execution of the transaction or after expiry of the validity of pre-clearance approval.</p> <p><i>Note: Feed file/s received from Centrum Broking Limited for the trades executed by the Designated Persons shall be treated as compliance to the requirement of intimating the trades within seven (7) days from the date of its execution.</i></p>
Annual Holding Statement	<p>Annual Holding Statements are required to be submitted by the Designated Persons within such period after closure of each financial year as may be communicated by the Compliance Officer.</p>

XIV PENALTIES AND REPORTING FOR INSIDER TRADING UNDER THE REGULATIONS

(i) Every Designated 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 immediate relatives)
(ii) Any person who contravenes any of the provisions of the Code may be penalised and appropriate action may be taken by the concerned Company. Such penalty may include wage freeze, suspension, recovery, claw-back and ineligibility for future participation in ESOP, punitive action as may be merited in the given facts and circumstances, etc. Any amount collected under this clause shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act.
(iii) In case the Company / Compliance Officer becomes aware of any leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information or violation of the Code or the Regulations, they/he shall initiate appropriate inquiries and inform the Board of Directors about the same. The Board of Directors shall inform the stock exchange(s) where the concerned securities are traded promptly of such leaks, inquiries and results of such inquiries, in such form and such manner as may be specified by SEBI from time to time
(iv) The action taken by the Company shall not preclude SEBI/Stock Exchange from taking any action in case of violation of the Regulations. In case it is observed by the Company / Compliance Officer that there has been a violation of the Regulations committed by any officer, they shall promptly inform SEBI/ Stock Exchange about the same.

XV EXCEPTIONS

<p>The Compliance Officer may grant exceptions with respect to compliance with specific provisions of this Code in appropriate circumstances for reasons recorded in writing. Such exceptions shall however not be granted in respect of violation of any provisions of the Regulations.</p>
--

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

XVI UNDERTAKING
Designated Persons while taking pre-clearance for execution of trades through ETT Portal shall undertake that the proposed trades shall be in compliance to this Code and the Regulations.
In case of any Designated Person seeking approval through ETT Portal, it shall be presumed that he is agreeing to adhere to the clauses of this Code.

XVII. REPORTING

Reporting requirements at the time of joining and cessation of employment.	<p>All persons who are covered by this code shall be required to report about their trades as notified by the Company from time to time</p> <p>Report to be submitted</p> <p>All Designated Persons joining the Company shall, within 15 days of joining and at the end of each financial year, submit for Self and Immediate Relatives: Statement of holding in such manner as maybe prescribed. Such statements may not be required if the same have been updated in ETT Portal.</p> <p>Also once any person covered under the code resigns or ceases to be a director or employee of the Company, the holding period of six months shall continue to apply and he/she shall have to report the trades to the Company for a period of six months from the last day of his/her services.</p>
Continual Disclosures	<p>Every promoter, director and designated person of the 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 or such other value as may be specified;</p> <p>The Compliance Officer shall notify the particulars of such trading to the stock exchange in the prescribed Form C, on which the securities are listed within two trading days of receipt of the disclosure or from becoming aware of such information.</p> <p><i>Note: the disclosure of the incremental transactions after any disclosure under this clause, shall be made when the transactions effected after the prior disclosure cross the threshold specified above</i></p>

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

<p>Details to be disclosed to the Company</p>	<p>The Designated Persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the Company on an annual basis and as and when the information changes:</p> <ol style="list-style-type: none"> a. immediate relatives; b. persons with whom such Designated Person(s) shares a material financial relationship; c. Phone and mobile numbers which are used by them. <p>In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one-time basis.</p> <p><i>Note: The term "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."</i></p>
<p>Company holds the right to seek information pertaining to trades done by designated persons</p>	<p>The Compliance Officer may, at any time, obtain details of dealings of the aforesaid persons through any broker and verify on test check basis, pre-clearances and reports submitted by the Designated Persons. The Company shall have the right to call for further information and explanations as it may deem necessary.</p>
<p>Formats</p>	<p>All applications, intimations and disclosures to be made by a Designated Person pursuant to this Code shall be made through ETT portal and shall be substantially in the form annexed hereto.</p>

Document Version No.	Version Date
Version 1.0	May, 2019
Last reviewed on	September, 14 2020

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

Annexure 1

SPECIMEN OF APPLICATION FOR PRE-CLEARANCE

Date:

To,
The Compliance Officer, Centrum Group.

Dear Sir/Madam,

Application for Pre-dealing approval in securities

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct, I seek approval to purchase / sale / subscribe to securities as per details given below:

Nature of transaction (Buy/ sell/ subscribe)	*Name of Proposed Buyer/ Seller	Estimated number of securities proposed to be acquired/subscribed/sold	**Date of purchase / allotment	DP/BEN ID of the account/ folio no. where the securities will be credited/debited
***Previous approval no. and date for purchase/ allotment)	No. of Securities held in such Account/Folio No.	Price at which the transaction is proposed	Current market price (as on date of application)	Proposed date of dealing in securities

* applicable for off market transaction

** applicable only if the application is in respect of sale of Securities

*** applicable only if the application is in respect of sale of Securities for which an earlier purchase sanction was granted by the Compliance Officer

I enclose herewith the form of Undertaking signed by me.

Yours faithfully,

(Signature of Designated Person)

Note: There is a separate format if approval is sought through the ETT Portal.

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

Annexure 2

SPECIMEN OF UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE-CLEARANCE UNDERTAKING

Date:

To,
The Compliance Officer,
Centrum Group.

I, [●], [●] of the [●] residing at [●], am desirous of dealing in [●] [Details of securities] as mentioned in my application dated [●] for pre-clearance of the transaction.

I declare that:

- I am not in possession of any unpublished price sensitive information of the company in which I am proposing to buy/sell or deal, by virtue of my position in the company, assignment I handle or otherwise, upto the time of signing this undertaking.
- In case I receive or have access to any "Price Sensitive Information", on these securities, after providing this undertaking but before the execution of the transaction, I shall inform the Compliance Officer of the change in my position and that I would completely refrain from dealing in these securities till the time such information becomes public.
- I have not contravened and shall not contravene the insider trading policies, for prevention of insider trading as notified by Centrum from time to time.
- I am not involved in any sort of unusual trading, synchronized trading, front running and manipulative trades or unfair trade practise etc. that are prohibited.
- The securities as requested do not form part of any public offerings managed by CENTRUM as a merchant Banker whether or not CENTRUM has an active role in the allotment process and I am not involved in such process/assignment, directly or indirectly.
- This purchase/sale/dealing is not in contravention of the various internal codes defined by Centrum.
- I have made a full and true disclosure in the matter.
- I am aware that I have to execute the transactions within 7 days of granting of pre-clearance, if any, and if I fail to do so I will have to obtain the pre-clearance once again.
- I am fully aware that the pre-clearance, if given, is based on my above undertaking and agree that if it is found, at any future date, that the information given by me in this undertaking is false or I have violated the internal codes defined by Centrum, the company may initiate appropriate disciplinary action against me.

Yours faithfully,

(Signature of Designated Person)

Note: There is a separate format if approval is sought through the ETT Portal.

EMPLOYEE TRADING CODE FOR CENTRUM GROUP
(Updated on September 14, 2020)

Annexure 3

SPECIMEN OF STATEMENT OF HOLDINGS BY DESIGNATED PERSONS

Date:

To,
Compliance Officer
Centrum Group

Dear Sir/Madam,

STATEMENT OF HOLDINGS AS ON [●]

As on [●], I along with my immediate relatives hold the securities, details whereof are as under:

[●]

Yours truly,

Signature: _____

Name: _____

Designation: _____

Note: There is a separate format if approval is sought through the ETT Portal.