



CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

POLICY FOR EMPLOYEES TRADING IN SECURITIES PURSUANT TO SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 1992.

In terms of SCHEDULE 1 under regulation 12(1) PART "B" OF MODEL CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING FOR OTHER ENTITIES under the SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 1992, the following policies and procedures have been set forth for the implementation of the amended code for trading in securities by employees. It is binding on all the Employees working at all our locations including upcountry branches and outsourced employees. The salient features of the code are as under:

(A) Applicability

This code of conduct shall be applicable to the employees of the following companies:
Manu Stock Broking Private Limited (MSBPL)

(B) Definitions

Designated Directors & Employees:

All Directors & employees of the above company till such time they are performing their duties for their respective employment entity.

Relative:

Relative means a person, who is either financially dependent or is influenced by the designated directors & employees and includes spouse.

Chinese wall

1. To prevent the misuse of confidential information the organization has adopted a 'Chinese Wall' policy which separates those departments of the company which routinely have access to confidential information, considered "Sensitive Departments" from 'Public Departments'

Sensitive Departments

Equity/Derivative Dealing Department
Depository Services Department
RMS & Surveillance Department

Public Departments

Administration Department
Human Resources Department
Accounts & Finance Department
Settlement Department
Secretarial, Legal and Compliance Department





2. The Employees in the 'Sensitive Department' shall not communicate any Price sensitive information to anyone in public department.
3. The employees in sensitive departments are physically segregated from employees in public departments.
4. Demarcations of the various departments as sensitive departments are implemented by the Company.
5. Access of employees to the Offices/Departments of the various group companies are defined according to their functions and are governed & monitored accordingly.
6. In exceptional circumstances, employees from the public departments 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) General provisions applicable to employees of all categories (Sensitive Departments and Public Departments)

1. **Encourage to Trade through MSBPL only:** Employees and their dependents must do their dealing in securities only through the Manu Stock Broking Private Limited. Every employee shall submit a self declaration declaring that he/ she is dealing with any other broker/sub broker in any manner whatsoever.
2. **Initial and subsequent disclosures:** An initial disclosure of the Dependents, as per ANNEXURE "B" is to be submitted by all the new employees on the date of joining. Subsequently all the employees will have to declare their trades as well as their dependents to the Compliance Officer which to be maintained in the log register.

3. Preservation of misuse of "Price Sensitive Information":

Employees shall maintain the confidentiality of all Price Sensitive Information. Price sensitive information in our business will be bulk trades of HNIs clients executed in our office.

Price sensitive information is to be handled on a "Need to Know" basis i.e. 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.

Employees shall not use price sensitive information to buy or sell securities of any sort, whether for their own account, their relative's account.

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

4. Restricted / Grey List

The Company may at its own discretion restrict dealing in certain securities and designate such list as restricted/grey list.





As the restricted list itself is highly confidential information, it shall not be communicated directly or indirectly to anyone. Compliance Department shall maintain the Restricted/Grey List.

When any securities are on the restricted/grey list, trading in these securities may be blocked or may be disallowed at the time of pre-clearance.

5. Front Running transactions are strictly prohibited.

Front running means transacting in a security knowing fully well that MSBPL or client(s) of MSBPL also intends to transact in the same security where bulk trades are happening. It includes purchase of securities/ futures/options during the period 7 days prior to the bulk trade or large trades.

(D) Additional Provisions applicable to the Employees in Sensitive Departments

1. Designated employees and employees in sensitive departments who intend to deal in the securities shall preclear the transactions from Compliance Department which would be recorded in the log register maintained in the registered office
2. The Compliance Department may approve or reject the request made by the employees.
3. The approval given by the Compliance officer shall be valid for that day only, after which, a fresh approval will have to be obtained. The approval has to be prior to execution of transactions

(E) Penalty for contravention of Code of Conduct

1. Employees who violate the code of conduct will be subjected to appropriate action by the Company, which may include disciplinary action, wage freeze, suspension, termination of services etc.
2. The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations 1992.
3. In case it is observed that there has been a violation of these Regulations, the Company shall inform SEBI.



Manu Stock Broking Pvt. Ltd.

Member : NSE, BSE, DP : CDSL



SEBI Regn. No. :

NSE : INB-231269938, INF-231269938 & INE-231269938

BSE : INB-011269934 & INF-011269934

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Annexure B

Manu Stock Broking Pvt. Ltd. – Declaration of Dependents

Date:

Emp. Code:

Name of the Employee:

Name of the Company:

Department:

Sr. No.	Name of Dependent	Relationship with the Employee

Signature of Employee

