

INTERNAL CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

(With effect from 15.05.2015, as amended & effective from 1st April 2019)

BACKGROUND

The SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as the “**Regulations**” http://www.sebi.gov.in/cms/sebi_data/attachdocs/1421319519608.pdf) notified on 15.01.2015 came into force with effect from 15.05.2015. The same was amended vide SEBI circular dated 21.01.2019 and shall come into force with effect from 01.04.2019 (the “**Effective Date**”) and further amended and approved by the Board on 09.02.2022 and thereafter on 12.02.2023.

Regulation 9 of the above said Regulations (as amended) mandates that the board of directors of every listed company shall ensure that the Chief Executive Officer (CEO) or Managing Director (MD) shall formulate a code of conduct, with their approval, to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons so as to achieve compliance with the Regulations.

Accordingly, AXISCADES Technologies Limited (hereinafter referred to as “**ACTL**” or the “**Company**”) has formulated and amended this code of conduct (the “**Code**”) for governing trading in shares, scrips, stocks, bonds, debentures, debenture stock or other marketable securities or units (collectively, “**Securities**”) by its designated persons.

This Code aims at regulating transactions relating to the Company’s Securities by persons who by virtue of their role, position, employment, profession or business dealings gain access to Unpublished Price Sensitive Information of the Company which, if published, is likely to influence the price of the Company’s Securities.

WHO HAS PRESCRIBED THE CODE

This Code has been framed by the Company pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 (the “**Regulations**”) notified by the Securities and Exchange Board of India (“**SEBI**”) as amended on 21.01.2019 and shall come into force with effect from 01.04.2019, with the approval of the Board in its meeting held on 27.03.2019 on the recommendation of CEO and MD of the Company.

IMPORTANT DEFINITIONS

- a.) Compliance Officer:** The Compliance Officer means any senior officer, designated so and reporting to the Board of Directors or head of the organization in case Board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations 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 listed company or the head of an organization, as the case may be;

Explanation – For the purpose of this regulation, “financially literate” shall mean a person who has the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account, and statement of cash flows.”

- b.) Designated Persons:** The Designated Persons shall be deemed to include:

i. **Connected Persons:** A Connected Person shall mean, any person who is or has during the six (6) months prior to the concerned act been associated with **the Company**, directly or indirectly, in any capacity including by reason of (i) frequent communication with its officers; (ii) being in any contractual, fiduciary or employment relationship; (iii) being a director, officer or an employee of the Company; (iv) holding any position including a professional or business relationship between such person and the Company whether temporary or permanent, that allows or is likely to allow such person, directly or indirectly, access to Unpublished Price Sensitive Information.

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 recognised 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 immediate relative or banker of the company, has more than ten percent of the holding or interest;

c.) Generally available information: The information that is accessible to the public on a non- discriminatory basis

d.) Immediate relatives: The term immediate relative shall include a spouse of a person, parents, sibling, and any children of such person or of the spouse, any of whom is financially dependent on such person or consults such person in taking decisions related to trading in securities.

e.) Insider: Any Designated Person or a person in possession of or having access to Unpublished Price Sensitive Information (UPSI)

f.) Key Managerial Personnel: Person as defined in Section 2(51) of the Companies Act, 2013

g.) Promoter: The term promoter shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2[2018] or any modification thereof;

- h.) Promoter group:** The term Promoter Group shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof;]
- i.) Sensitive Transactions”** shall mean any proposed / ongoing transaction or activity of either relating to ACTL (including its Subsidiary & Associate Companies) and/or its securities, directly or indirectly, information of which is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily include but not restricted to, information relating to the transaction(s) and/or events as mentioned in the definition of UPSI of this Code.
- j.) Trading in securities:** The act of subscribing, buying, selling or agreeing to subscribe, buy, sell or deal in any securities by any person either as principal or agent
- k.) Trading Day:** A day on which the recognized Stock Exchanges are open for trading
- l.) Unpublished Price Sensitive Information (UPSI):** Any information relating to ACTL or its securities directly or indirectly, that is not generally available, and that is likely to materially influence the price of ACTL’s securities if published. It shall include, but shall not be limited to:
- a. financial results;
 - b. dividends;
 - c. any change in capital structure of ACTL;
 - d. mergers, demergers, acquisitions, takeovers, delisting, disposal of whole or substantially the whole of an undertaking, expansion of business and such other transactions;
 - e. Changes in key managerial personnel;

Note: Note: Words and expressions used and not defined in this Code but defined in the SEBI (Prohibition of Insider Trading) Regulations, 2015, 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 the Rules and Regulations made there under shall have the meanings respectively assigned to them in those legislation.

SCOPE OF THE CODE

The code shall be applicable to all Designated Persons in relation to ACTL.

Connected Persons with respect to ACTL shall include:

The Company has identified the following employees and other connected (who are associated with it as on the date of this code becoming effective i.e. 01.04.2019, during the course of their association and for a period of six (6) months thereafter) and their Immediate Relatives (during the same time period) as `designated persons` on the basis of their role, function, seniority and professional designation in the Company:

AXISCADES Technologies Limited (ACTL)	Indian Subsidiaries-	Overseas Subsidiaries	Promoter
1. Directors 2. CEO + Employees upto two level below the Chief Executive officer. 3. Key Managerial Personnel 4. Associates (including temporary associates, trainees) in the Corporate Finance Department as designated by the Chief Financial Officer and in the Secretarial Department. 5. Functional head of IT Department.	1. Directors 2. Key Managerial Personnel 3. Employees upto two level below the Chief Executive officer. 4. Associates (including temporary associates, trainees) in the Corporate Finance Department and in the Secretarial Department. 5. Functional head of IT Department.	1. Directors 2. Country Manager 3. Finance head	1. Nominee Directors of Promoter/Promoter group 2. Investment Director 3. Investment Analyst 4. Chief Operating Officer (COO) 5. Chief Financial Officer (CFO) 6. Company Secretary

Other connected person as deemed appropriate from time to time by notifying them in writing of the applicability of this code.

ADMINISTRATION OF THIS CODE

The Compliance Officer of the Company will be responsible for the compliance of the policies, procedures, maintenance of records, monitoring adherence to the rules for preservation of Unpublished Price Sensitive Information (UPSII) trades and the implementation of this Code under overall supervision of the Board of Directors or duly authorized CEO or CFO.

The Compliance Officer shall also be authorised to grant pre-trading approvals to the Designated Persons for trading in the Company's Securities by them / their Immediate Relatives and monitoring of such trading and close the trading window for such periods as he/she may deem fit in compliance with the provisions of this code and inform the Designated Persons of the same.

The Compliance Officer shall maintain:

- a) Updated list of Designated Persons,
- b) record of disclosures and pre-clearance applications and undertakings for a period of five years.

The Compliance Officer shall report to the Board of Directors and, in particular, provide a report to the Chairman of the Audit Committee quarterly or at such intervals as stipulated by the Board of Directors from time to time but not less than once in a year. The Audit Committee shall review compliance with the provisions of these regulations at least once in a financial year and shall verify the systems of internal control are adequate and are operating effectively based on the report of the CEO who shall be responsible for having adequate and effective internal control.

For the purposes of the Code, the **Company Secretary** shall act as the "**Compliance Officer**".

CHINESE WALL

To prevent the misuse of confidential information, ACTL has laid down Chinese Walls procedures which separate those areas of ACTL that routinely have access to confidential information, considered "inside areas" from those which deal with sale/marketing/investment advice or other departments providing support services, considered "public areas".

1. The employees in the inside area shall not communicate any Unpublished Price Sensitive Information to anyone in public area.

2. The Company shall have process of maintaining securely, computer files containing confidential information and physical storage of documents relating to UPSI.
3. All the unpublished price sensitive information is to be handled on “need to know basis”, i.e., Unpublished Price Sensitive Information should be disclosed only to those within ACTL 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. All the non- public information directly received by any employee should immediately be reported to the head of the department. 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.

STRUCTURED DIGITAL DATABASE

The Company needs to maintain structures digital database containing the names of such persons/entities with whom information is shared under the regulation along with PAN/any other recognized identifier, in order to have adequate internal control and check such as time stamping and audit trails to ensure non-tampering of database.

All the designated persons are required to sign Confidentiality agreement.

Designated persons shall also need to disclose to the Company, annually/when the information changes PAN/any other recognized identifier of the following persons and Phone/mobile numbers used by such persons:

- Immediate relatives
- Persons with whom such designated person(s) shares a material financial relationship

Designated person shall also disclose the names of the educational institutions from which he has graduated and names of their past employers, on one time basis.

Explanations: -“**Material Financial Relationship**” shall mean a relationship as 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 such payer’s annual income but shall exclude relationships in which the payment is based on arm’s length transactions.”

PROCESS FOR HOW AND WHEN PEOPLE ARE BROUGHT 'INSIDE' ON SENSITIVE TRANSACTIONS

The Compliance Officer in consultation with CEO of the Company shall decide on how and when any person(s) should be brought 'inside' on any proposed or ongoing sensitive transaction(s).

A person(s) shall be brought inside on any proposed or ongoing sensitive transaction(s) of the Company who may be an existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants etc. for legitimate purpose which shall include the following;

- (i) in the ordinary course of business.
- (ii) in furtherance of performance of duty(ies);
- (iii) for discharge of legal obligation(s).
- (iv) for any other genuine or reasonable purpose as may be determined by the Compliance Officer of the Company.

for any other purpose as may be prescribed under the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992 or the Companies Act, 2013 or any other law for the time being in force, in this behalf, as may be amended from time to time.

INTIMATION OF DUTIES AND RESPONSIBILITIES AND THE LIABILITY TO THE PERSON(S) WHO HAS/HAVE BEEN BROUGHT INSIDE' ON SENSITIVE TRANSACTION(S).

Any person(s) who has/have been brought inside on any proposed and/or ongoing sensitive transaction(s) and in receipt of unpublished price sensitive information shall be considered an "insider" for purposes of this Code and due notice shall be given to such persons, in the format as set out in by the Compliance Officer in consultation with CEO of the Company;

- (i) To make aware such person that the information shared is or would be confidential.
- (ii) To instruct such person to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.
- (iii) To make aware to such person the duties and responsibilities attached to the receipt of such information and the liability attached to misuse or unwarranted use of such information.

DISCLOSURES TO BE MADE UNDER THE CODE

1. Initial Disclosure

- (i) Every promoter (including the promoter group), key managerial personnel and director of the Company is required to disclose to the Company in **Form A**, such person's holding of securities as on the Effective Date, within thirty (30) days of the regulation taking effect.
- (ii) Every person, upon appointment as a key managerial personnel, a director or upon becoming a promoter (including member of promoter group), shall disclose to the Company such person's holding of securities as on the date of such appointment or becoming a promoter, within seven (7) days of such appointment or becoming a promoter in **Form B**.

2. Continual Disclosures

Subject to applicable regulatory compliances, every promoter, member of promoter group, designated person and director of the Company shall disclose to the Company in **Form C** 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. Ten lakhs.

The disclosures also applies in case such person takes trading decisions for any other person.

Disclosures to be made by the Company to the Stock Exchange

Within 2 trading days of the receipt of disclosure under Clause 2, or becoming aware of any transaction pursuant to clause 2, the Compliance Officer shall disclose such information to all Stock Exchanges on which the Company is listed.

3. Maintenance of Records

The Compliance officer shall maintain records, of all the disclosures made in the appropriate form given by the designated persons, for a minimum period of five years.

EXECUTION OF TRADES BY DESIGNATED PERSONS

Designated Persons may execute trades subject to compliance with the provisions of the Regulations and this Code. Towards this end, a notional trading window (the “**Trading Window**”) shall be used to monitor trades by such Designated Persons.

Pre-clearance for trades by:

(a) ACTL’s Directors or KMPs or persons identified by the KMPs

- (i) When the Trading Window is open, the above said Designated Persons shall apply for pre-clearance to the Compliance Officer if they wish to transact in the Company’s Securities.

(b) Other designated persons

- (ii) When the Trading Window is open, the other Designated Persons shall apply for pre-clearance to the Compliance Officer if they wish to transact in the Company’s Securities bearing a value reaches / exceeds Rupees Ten Lakh Only (INR 10,00,000/-). The Pre-clearance threshold of Rupees Ten Lakh Only (INR10,00,000/-) is applicable on transactions proposed to be carried out in seven(7) trading days. Thus if a Designated Person proposes to buy/sell securities aggregating to Rupees Ten Lakh Only (INR10,00,000/-) or more within seven (7) trading days, such person shall seek pre- clearance from the Compliance Officer. Pre-clearance is also applicable for every incremental transaction.
- (iii) The pre-clearance is not applicable for subscription to the stock grants upon its vesting. However for any subsequent sale of shares acquired under Employee Stock Options Plans / Schemes (ESOPs), pre-clearance shall be applicable as per limits prescribed as above.
- (iv) The application for pre-clearance shall be accompanied by an undertaking as per **Form D**.
- (v) Any pre-clearance so obtained shall be valid for a period of seven (7) trading days, within which such trade shall be executed. In the event such trade is not executed within such seven (7) trading days, the pre-clearance shall lapse, and a fresh pre-clearance shall be required for the execution of such trades.

Desist from transacting in the Company's securities, irrespective of the value, when the 'Trading Window' is closed.

- (i) There should be no trading by any Designated Person or such person's Immediate Relatives when the Trading Window is closed. However, subject to the SEBI Act, Rules and Regulations, in case of Stock Options, exercise of options shall be allowed during the exercise period*, but sale of shares allotted on exercise of Stock options shall not be allowed when the trading window is closed.
*(exercise period for the purpose of this clause means the period open for exercising the Options and purchasing the shares of the Company, as would be communicated to the Option holders in advance).
- (ii) The Trading window shall be closed when the Compliance Officer determines that a Designated Person(s) can be reasonably expected to have possession of any Unpublished Price Sensitive Information. Once closed, the Trading Window shall re-open forty eight (48) hours after the publication of such Price Sensitive Information or after such time as determined by the Compliance officer which shall not be earlier than forty eight (48) hours.

The Gap between the 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.

Price Sensitive Information	Closure of Trading Window
Declaration of financial results/ dividends/ mergers.	<ul style="list-style-type: none">• The Trading Window shall close as follows: 1st April onwards till forty eight (48) hours after the publication of such financial results. 1st July onwards till forty eight (48) hours after the publication of such financial results. 1st October onwards till forty eight (48) hours after the publication of such financial results. 1st January onwards till forty eight (48) hours after the publication of such financial results.
Others	<ul style="list-style-type: none">• The Company shall inform the Designated Persons of the closure of trading window from time to time

(iii) It is clarified that a Designated Person shall not apply for pre-clearance of any proposed trade if such Designated Person is in possession of any Unpublished Price Sensitive Information, even if the Trading Window is not closed.

Protect Unpublished Price Sensitive Information

(i) The Designated Persons shall protect Unpublished Price Sensitive Information, and shall share Unpublished Price Sensitive Information only on a need-to-know basis and in furtherance of the Designated Persons' legitimate purposes (refer to policy on determination of legitimate purposes forming annexure to Code of practices and procedure for fair disclosure of UPSI), performance of duties or discharge of legal obligations. Computer files containing Unpublished Price Sensitive Information shall be kept secure at all times.

- (ii) Confidentiality of Unpublished Price Sensitive Information shall always be maintained.
- (iii) The Designated Persons may also refer to the Code of practices and procedures for fair disclosure of UPSI which is available on company's website www.axiscades.com
- (iv) The Company has internal policy for inquiry in case of leak of any UPSI or suspected leak of UPSI which requires Company to inform SEBI promptly of such leak, inquiries and results of such enquiries.
- (v) The employees are kept aware of the existence of whistle blower policy, where they can report instances of leak of UPSI.

Contra-trading

A Designated Person shall not, for a period not less than six (6) months from the date of trade, be permitted to execute a contra-trade unless a specific approval for an exemption from this rule is obtained from the Compliance Officer for reasons to be recorded in writing. In the event that a contra-trade is executed within such period, inadvertently or in contravention of this provision, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund.

However, the restriction on contra trade shall not apply to –

- a.) Exercise of the options under the Company's stock option
- b.) Sale of shares acquired under the Company's stock options, subject to the compliance of other provisions of the Regulations

Miscellaneous

The Designated Persons shall not do any of the following:

- (i) Make recommendations to anyone to buy/sell the Company's shares, when such Designated Persons are likely to be in possession of Unpublished Price Sensitive Information;
- (ii) React to queries on shareholding patterns, business forecasts, etc. of the Company. Such queries must be relayed to the Compliance Officer;
- (iii) Release statements on the financial figures, new business ventures, tie-ups/agreements without the sanction, in writing, of the two (2) duly designated directors; or
- (iv) Communicate, consult or procure any Unpublished Price Sensitive information.

To summarize, if you, as a Designated Person, wish to trade in the Company's Securities:

1. Make sure that the trading window is not closed. You cannot trade in the Securities of the Company, irrespective of their value, if the Trading Window is closed.
2. Obtain a pre-clearance from the Compliance Officer, in the prescribed format. Make sure that you are not in possession of any Unpublished Price Sensitive Information.
3. Execute such pre-clearance, once obtained, within seven (7) trading days thereof. The pre-clearance shall lapse on the expiry of such seven (7) trading days, after which a fresh pre-clearance shall be required.
4. Do not execute a contra-trade, i.e. sell or buy any number of securities during the next six(6) months following the date of trade except as mentioned elsewhere in the Code/Regulation
5. Points to remember for ESOP holders:

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Restrictions of Trading window closure	On Exercise :Not Applicable On Sale : Applicable
Restrictions of Contra-trade	Not Applicable
Requirement of Pre-clearance	On Exercise :Not Applicable On Sale : Applicable on Designated Employee having UPSI
Disclosure Requirements	Applicable

ENTITLEMENT TO TRADE UNDER TRADING PLAN (“TP”)-

Any Designated Person or a person in possession of or having access to Unpublished Price Sensitive Information (an “Insider”) who is desirous of trading in the securities of the Company, is entitled to formulate a trading plan, and present it to the Compliance Officer for approval in **Form E**, which shall be accompanied by an undertaking as per **Form F**. Pursuant to the approval of such TP and public disclosure, trades may be carried out on behalf of such Insider subject to the prescribed conditions. The TP shall clearly set out 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 which the trades shall be made. Any TP shall not entail:

- (i) the commencement of trading earlier than six (6) months from the public disclosure of the TP. It is clarified that such six (6) month is merely a cool-off period, and that no immunity shall be granted from the action if the Insider were to be in possession of the same Unpublished Price Sensitive Information both at the time of formulation of the TP and the implementation of the same. In such case, the commencement of trading pursuant to the TP will be **deferred** until such Unpublished Price Sensitive Information becomes generally available information;
- (ii) trading for a period between the twentieth (20th) day prior to the last day of any financial period for which results are required to be announced and the second trading day after the disclosure of such financial results (*i.e.* 20 trading days prior to 30th June, 30th September, 31st December, 31st March of every year till the 2nd trading day after the disclosure of financial results);
- (iii) trading for market abuse;
- (iv) trading for a period less than twelve (12) months;
- (v) overlap of any period covered under any existing TP from the same Insider;

The TP once approved shall be irrevocable and the Insider will have to mandatorily implement the TP without any deviation therefrom. However, the implement of the TP shall not commence if the Unpublished Price Sensitive Information in the possession of the Insider at the time of formulating the TP has not yet become generally available at the time of implementation, and such implementation shall be deferred till such information becomes generally available.

Once approved, the Compliance Officer shall notify the approved TP to the Stock Exchanges on which the Company’s securities are listed.

DISCIPLINARY ACTION

Without prejudice to the power of SEBI under the SEBI Act, the Board of Directors of the Company shall take disciplinary action, including freezing salary, suspension, recovery, clawback etc. if any of the Designated Persons or Insiders are found to have contravened the provisions of this Code.

Where the Compliance Officer, a Director or any other employee of the Company becomes aware of a breach of this Code, the fact of such breach shall be promptly reported by such person to the board of directors of the Company or the ombudsman under Whistle blower policy in case of leak of UPSI.

While the Company shall take all reasonable measures to ensure compliance with the standards prescribed by the SEBI for the formulation and compliance of the code of conduct to regulate, monitor and report trading by insiders, in the event of any inadvertent omissions, the SEBI Regulations shall prevail.

FORM A

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(1)(a) read with Regulation 6(2)]**

Form of Initial disclosure

Name of the company: AXISCADES Technologies Limited

ISIN of the company: INE555B01013

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/i mmediate relatives /others etc)	Securities held as on the date of regulation coming into force		% of Sharehol ding	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, Warrant	No.		Number of units (contrac ts* 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	

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

Signature

Name

Grade & Designation

Date

Place:

FORM B

SEBI (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a Key Managerial Personnel/Director/Promoter/Member of the promoter group]

Name of the Company: AXISCADES Technologies Limited

ISIN of the Company: INE555B01013

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).

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (KMP / Director or Promoter or member of the promoter group/ Immediate relative to/others, etc.)	Date of appointment of KMP/Director / OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or member of the promoter group		% of Shareholding
			Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	
1	2	3	4	5	6

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

Details of Open Interest (OI) in derivatives on the securities of the company held on appointment of 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).

Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group			Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name & Signature:

Designation:

Date:

Place:

FORM C

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]**

Name of the company: AXISCADES Technologies Limited

ISIN of the company: INE555B01013

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, 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/ disposal of shares, specify		Date of intimation to company	Mode of acquisition /disposal (on market/public/rights/preferential offer/off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase /sale Pledge / Revocation / Invocation/ Others-please specify)	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
(ii) Value of transaction excludes taxes/brokerage/any other charges

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

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature:

Designation:

Date:

Place:

Form D
Undertaking

(to be submitted along with application for pre-clearance)

[Date]

To

The Compliance Officer
AXISCADES Technologies Limited.

Dear Sir/Ma'am,

I, [details]/ [details of the Designated Person if not an individual] confirm and undertake that:

1. I do not have any access to, nor have I received any "Unpublished Price-Sensitive Information" as on the date of signing this undertaking. I am not perpetually in possession of any UPSI.
2. In the event of receipt of any "Unpublished Price Sensitive Information" after the signing of this undertaking but before execution of the proposed trade, I shall inform the Compliance Officer of such receipt, and shall refrain from dealing in securities of the Company till such time as such Unpublished Price Sensitive Information becomes public.
3. I hereby represent that I have not contravened the Code of Conduct for Prevention of Insider Trading as notified by the Company from time to time.
4. I shall execute the trade in respect of securities within one (1) week or such other period specified in the pre-clearance and shall inform the Compliance Officer of the details of the trade executed and in case I am not able to complete the trade/execute the order within the specified time period, I shall inform the Compliance Officer, of the reasons for not executing such trade and shall apply for a fresh pre-clearance.

INTERNAL CODE OF CONDUCT FOR
PREVENTION OF INSIDER TRADING



5. I have not done any contra-trade i.e. sell or buy or deal in any number of shares during six (6) months prior to the proposed transaction for which approval is being sought.
6. I shall not execute a contra-trade i.e., sell or buy or deal in any number of shares during the next six (6) months following the prior transaction.
7. The said transaction shall be / shall not be (strike out whichever is not applicable) executed out of the ESOPs held by me.

I have made full, true and correct disclosures pertaining to all matters herein contained.

Yours truly,

Signature
Name:

Form E

Trading Plan for trades in Securities of AXISCADES Technologies Limited

[Date]

To

The Compliance Officer,
AXISCADES Technologies Limited.

[I / my immediate relatives], intend to trade in the securities of AXISCADES Technologies Limited as per details given hereunder, in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct for Prevention of Insider Trading as notified by the Company from time to time. I hereby submit my application and request you to grant me permission in respect of the said transactions.

1. Name : _____
2. Designation : _____
3. Department. : _____
4. Name of person in whose name trades will be done : _____
5. Relationship of such person with the Employee : _____
6. No. of Securities to be
- purchased. : Purchase - _____
- sold : Sale - _____
- if any other dealing (please specify)..... : other dealing - _____

INTERNAL CODE OF CONDUCT FOR
PREVENTION OF INSIDER TRADING



7. Period during which trades are intended to be executed. : From.....To.....
(not to exceed one week)
8. Details of all Demat Account's in which Securities held/proposed to be held (attach separate sheet, if space insufficient). :
- a. Name of Account Holder. :
 - b. DP Name. :
 - c. DP No. :
 - d. Client ID No. :
 - e. No. of Shares held. :
9. Details of Previous Approval.
- a. Date of Approval. :
 - b. No. of shares for which approval was granted :
 - c. Date of trade & No. of Shares traded : DatePurchased.
DateSold.
Dateany other dealing.

If securities are intended to be traded in more than one name/demat account, details in respect of each such person/account should be given.

Form F
Undertaking

(to be submitted along with the trading plan)

[Date]

To,

The Compliance Officer
AXISCADES Technologies Limited

Dear Sir,

I, [details]/ [details of the Insider if not an individual] confirm and undertake that:

1. [I do not have any access to, nor have I received any “Unpublished Price-Sensitive Information” as on the date of signing this undertaking.]

OR

[I shall not trade on the basis of any “Unpublished Price Sensitive Information” that is available with me as on the date of this undertaking until such time that such information has become generally available.]

2. I hereby represent that I have not contravened the Code of Conduct for Prevention of Insider Trading as notified by the Company from time to time.
3. I shall execute the trade in respect of the securities within the time period specified in the approved trading plan, and shall inform the Compliance Officer the details of trade executed.

Yours truly,

Signature
Name: