



**CODE OF CONDUCT TO REGULATE,  
MONITOR AND REPORT TRADING BY  
DESIGNATED PERSONS AND  
IMMEDIATE RELATIVES OF  
DESIGNATED PERSONS**

## 1. INTRODUCTION

The Securities and Exchange Board of India (“SEBI”) has notified the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended (“**Insider Trading Regulations**”), which establishes the legal and regulatory framework for prohibiting the communication of Unpublished Price Sensitive Information (“**UPSI**”) about listed companies and insider trading in their securities. In accordance with Regulation 9 and by adopting the standards set out in Schedule B of the Insider Trading Regulations, TruAlt Bioenergy Limited’s (“**Company**”) board of directors has established this Code of Conduct to govern, monitor, and report trading by Designated Persons and their Immediate Relatives (“**Insider Trading Code**” or “**Code**”). The Board of Directors of the Company may evaluate and alter the Code's provisions from time to time in accordance with worldwide practices and, if applicable, revisions under the Regulations.

## 2. OBJECTIVES & APPLICABILITY

The purpose of this Code is to provide guidance for Designated Persons and their Immediate Relatives in understanding their obligations under the Insider Trading Regulations, including the procedures to be followed when trading in UPSI's securities or dealing with UPSI about the Company or its securities. The Code also outlines the obligations of different stakeholders, including management, in ensuring compliance with the Insider Trading Regulations.

In addition to establishing this Code, it gives a knowledge of the Insider Trading Regulations, as revised from time to time, and any other applicable legislation relating to the prohibition of Insider Trading. The term “**Designated Person**” in any section of this Code must be construed as including his Immediate Relatives, who should be informed of and comply with the rules of the Insider Trading Regulations and this Code.

## 3. DEFINITIONS

- “**Compliance Officer**” means any senior officer, designated so and reporting to the board of directors or the head of the organization in case the board is not present, who is financially literate and is capable of appreciating the requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, record maintenance, monitoring adherence to the rules for the preservation of unpublished price sensitive information.  
“**Financially Literate**” refers to someone who can read and understand basic financial statements such as a balance sheet, profit and loss account, and statement of cash flows.
- “**Connected Person**” means:
  - i) any person who is or has been associated with the Company, directly or indirectly, in any capacity including the following, that allows such person, directly or indirectly, access to UPSI or is reasonably expected to allow such access:
    - a) by reason of frequent communication with its officers; or
    - b) by being in any contractual, fiduciary, or employment relation.
    - c) by being a director, officer or an employee of the company;
    - d) holds any position including a professional or business relationship between himself and the Company whether temporary or permanent.
  - ii) Deemed to be a related Person: Unless proven otherwise, those that fit into the following criteria will be considered related persons:
    - a) a holding company, associate company, subsidiary company
    - b) an intermediary as defined in Section 12 of the Act
    - c) an investment company, trustee company, asset management company, or an employee or director thereof
    - d) an official of a stock exchange, clearing house, or corporation
    - e) a member of the board of trustees of a mutual fund, a member of the board of directors of the asset management company of a mutual fund, or an employee thereof
    - f) an immediate relative of connected persons listed in clause (i)

- g) An official or employee of a self-regulatory organization recognized or authorized by the Board
  - h) A banker of the Company
  - i) A member of the board of directors or an employee of a public financial institution as defined by section 2 (72) of the Companies Act, 2013, as amended ("Companies Act, 2013")
  - j) A concern, firm, trust, Hindu undivided family, company, or association of persons in which a director of the Company, his immediate relative, or a banker of the Company owns or has more than ten percent of the holding or interest.
- **"Contra Trade"** refers to a trade or transaction in which a number of the company's stocks are bought or sold, followed within six months by a trade or transaction in which the previous securities are sold or purchased.
  - **"Designated Persons"** means
    - i) Members of the Board of Directors;
    - ii) Promoters of the Company;
    - iii) Managing Director, Chief Financial Officer, and Company Secretary of the Company and its Material Subsidiary Companies;
    - iv) Selected members of the Support Staff in the Accounting and Finance Department, Internal Audit Department, Secretarial Department of the Company and its Material Subsidiary Companies who have access to UPSI;
    - v) Executive Assistants and Secretaries who report to the Chairman or the Managing Director, Whole-Time Director, Chief Financial Officer, and Company Secretary of the Company and its Material Subsidiary Companies;
    - vi) All Business Heads and Unit Heads of the Company and its Material Subsidiary Companies;
    - vii) Workers up to two tiers beneath the company's CEO or managing director, as well as its significant subsidiaries, regardless of their position within the organization or their capacity to access unpublished price-sensitive information; and
    - viii) Any other individual the compliance officer may designate.
  - **"Generally Available Information"** refers to information that is freely available to the public without discrimination. It does not contain unconfirmed events or information reported in print or electronic media.
  - **"Immediate relative"** means a person's spouse, as well as their parents, siblings, and children, if any of them are financially dependent on them or seek their advice while making decisions about their stocks trading.
  - **"Insider"** means any person who is:
    - (i) A connected person; or
    - (ii) In possession of or having access to unpublished price sensitive information
  - **"Key Managerial Personnel"** means person as defined in Section 2(51) of the Companies Act, 2013.
  - **"Legitimate purpose"** refers to an insider's sharing of unpublished price-sensitive information with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, insolvency professionals, or other advisors or consultants in the regular course of business, so long as the sharing hasn't been done to get around or avoid the Insider Trading Regulations' restrictions.
  - **"Material financial relationship"** is defined as one in which one party received any form of payment, such as a loan or gift, from a designated individual during the 12 months prior, which is equal to at least 25% of that individual's yearly income. However, relationships in which payment is based on arm's length transactions are not included.

- **"Material subsidiary"** refers to a subsidiary if its net worth or income in the previous fiscal year exceeded 10% of the company's and its subsidiaries' combined net worth or income, respectively.
- **"Unpublished Price Sensitive Information" (UPSI)** refers to any information, whether directly or indirectly, about a company or its securities that is not generally known but that, once it is, is likely to have a significant impact on the price of the securities. This typically includes, but is not limited to, information about the following:
  - i) The company's periodic financial performance;
  - ii) The planned announcement of interim and final dividends;
  - iii) A change in the capital structure, such as the issuance, buyback, forfeiture, or market lot of the company's shares;
  - iv) Acquisitions, de-listing of securities, mergers, de-mergers, amalgamations, disposals, spin-offs, or sales of all or nearly all of the business venture and expansion, as well as such transactions;
  - v) Major expansion plans or the execution of new projects, or any significant changes in the company's policies, plans, or operations;
  - vi) Changes in key managerial personnel; and
  - vii) Any other matter that may occasionally be deemed price sensitive under the Listing Regulations and/or Corporate Law.

#### 4. COMPLIANCES BY DESIGNATED PERSONS

- On an annual basis and if information changes, designated persons must provide the company with the name, PAN, or any other legally permitted identifier of the following individuals (in the format specified in Annexure-1):
  - i) Direct family members;
  - ii) Individuals with whom the designated person or persons have a substantial financial tie;
  - iii) The phone number, mobile number, and cell number that they use.
- On a one-time basis, Designated Persons are also required to provide the Company with the following information:
  - i) The names of the educational institutions from which they have graduated;
  - ii) The names of their previous employers.
- While in possession of UPSI, no Designated Person or their close family members may trade in the company's securities.
- The Inquiry Committee established in accordance with the Company's Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information may decide to take disciplinary action against the Designated Persons and/or their immediate relatives who trade in securities while in possession of UPSI in violation of this Code or Regulations. Such disciplinary actions may include wage freezes, suspensions, recovery, clawbacks, and other measures.
- Within the organization, UPSI will be handled by all individuals covered by the Code based on need-to-know. In accordance with the Company's Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, they will not disclose UPSI to anybody unless it is necessary to carry out their duties or fulfill legal requirements. If they are unsure, they will ask the Compliance Officer for authorization to share the UPSI.
- When the Trading Window closes, designated persons and/or their close family members are not permitted to trade in the company's securities. When the Trading Window closes, the Designated Persons are responsible for making sure that none of their close relatives trade in the company's stocks. The Trading Window will remain closed for the following reasons:
  - i) If the Compliance Officer finds that a Designated Person or class of Designated Persons can reasonably be expected to possess UPSI;

- ii) If the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to possess UPSI; or
- iii) If the notice for calling a Board Meeting to consider all matters (other than financial results) that are deemed to be UPSI is dispatched and ends up to and including 48 hours after the decision made by the Board of Directors at such a meeting becomes generally available.

The Compliance Officer shall maintain a register containing the details of the period of closure of Trading Window in the format prescribed in Annexure- 2.

## 5. PRESERVATION OF UPSI

- All UPSI must be managed on a "Need to Know" basis, meaning that it should only be shared with employees who require it to do their duties and whose ownership of it won't create a conflict of interest or increase the possibility of information misuse. The company implements a "Chinese Wall" policy to prevent the misuse of confidential information. This policy divides the company's "inside areas," which are areas that regularly have access to confidential information, from its "public areas," which are departments that deal with sales, marketing, investment advice, and other support services.

Employees working inside are not allowed to tell anyone in the public areas about any UPSI. After consulting with the company's chief financial officer, the compliance officer may decide to designate certain divisions as "inside areas."

Any Designated Person may be allowed to "cross the wall" and provide UPSI to anybody on a "need to know" basis in extraordinary situations, such as while carrying out tasks, fulfilling legal requirements, or advancing legitimate interests, provided that the Compliance Officer is notified.

- No insider may give, convey, or permit access to any UPSI pertaining to the company or its securities to anybody, including other insiders, unless doing so is necessary to fulfill legal requirements, carry out duties, or further legitimate goals.
- No one is allowed to obtain information about UPSI or its securities from or cause any insider to communicate about it, unless it is necessary to fulfill legal requirements, carry out duties, or further legitimate goals.
- UPSI may, however, be disclosed, made available, accessed, or acquired in connection with a transaction that:
  - i) requires an open offer to be made in accordance with the takeover regulations in cases where the Board of the Company is confident that the proposed transaction is in the Company's best interests; or
  - ii) does not subject the company to the takeover regulations' requirement to make an open offer, but only in cases where the Board of the Company is convinced that the proposed transaction is in the best interests of the company and the information that makes up UPSI is made publicly available at least two trading days before the proposed transaction is carried out in a format that the Board deems appropriate and reasonable to cover all pertinent and material facts.
- In order to achieve the aforementioned goals, the Board will require the parties to sign confidentiality and non-disclosure agreements. The parties will also be required to keep information received confidential, unless specifically stated in this clause, and refrain from trading in the Company's securities while in possession of UPSI.
- Files that hold private information must be maintained safe. Computer files must have sufficient password and login protection.

## 6. TRADING PLAN

- An insider has the right to create a trading plan for the company's shares and submit it to the compliance officer for approval and public release. Once approved, the insider may execute transactions on his behalf in line with the plan.
- Trading Plan shall:
  - i) not entail beginning of trading on behalf of the Designated Person sooner than one hundred and twenty calendar days following the public announcement of the plan;
  - ii) not involve overlap of any period for which another trading plan is already in existence;
  - iii) put out following specifications for each trade to be executed:
  - iv) Price limit, which is the upper price limit for a buy trade and the lower price limit for a sell trade, subject to the range as stated below:
    - a) the value of trades to be made or the quantity of securities to be traded;
    - b) the nature of the trade;However, if the Designated Person has established a price cap for a trade as mentioned in sub-clause (iv) above, the Designated Person will only execute the trade if the security's execution price falls under that cap. The trade will not be carried out if the security's price exceeds the price cap established by the designated person.
  - v) not entail trading in securities for market abuse.
- To determine whether the trading plan could potentially violate the Insider Trading Regulations, the Compliance Officer will examine it. The Compliance Officer will have the authority to approve and oversee the Trading Plan's implementation as well as request any express commitments that may be required to facilitate such an assessment.
- Once the trading plan is approved, it cannot be changed, and the designated person must follow it without exception, unless they are permanently incapacitated, bankrupt, or otherwise compelled by law. They are also not allowed to trade in securities outside of the trading plan or deviate from it. However, if the Designated Person possesses any UPSI at the time the plan is formulated and the information has not become widely known at the time the implementation begins, the Trading Plan's execution will not begin.
- In case of non-implementation (full/partial) of trading plan due to either reasons enumerated above or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be followed:
  - i) The Designated Person shall intimate non-implementation (full/partial) of trading plan to the compliance officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
  - ii) Upon receipt of information from the Designated Person, the compliance officer, shall place such information along with his recommendation to accept or reject the submissions of the insider, before the Audit Committee in the immediate next meeting.  
The Audit Committee shall decide whether such non-implementation (full/partial) was bonafide or not.
  - iii) The decision of the Audit Committee shall be notified by the compliance officer on the same day to the stock exchanges on which the securities are listed.
  - iv) In case the Audit Committee does not accept the submissions made by the Designated Person, then the compliance officer shall take action as per the Code of Conduct.
- The compliance officer shall approve or reject the trading plan within two trading days of receipt of the trading plan and shall inform the approved plan to the stock exchanges on which the securities are listed, on the day of approval.
- A trade carried out in accordance with an authorized trading plan will not be subject to the pre-clearance of trades or trading window regulations.

## 7. PRE-CLEARANCE OF TRADES

- If the value of the shares exchanged in one or more transactions during any calendar quarter exceeds Rs. 10,00,000/- (Rupees Ten Lakhs only), trading by Designated Persons and/or their immediate relatives during the open trading window will require preapproval by the Compliance Officer. Even if the trading window is open, no designated person or their close family members may seek for preclearance of any intended deal if they possess UPSI.
- After receiving a prior declaration from the applicant stating that they do not own any UPSI, the Compliance Officer will grant pre-clearance. Annexure-3 contains the format for Designated Persons and/or their close family members to use when submitting an application, declaration, and undertaking for pre-clearance. The Compliance Officer may authorize the trades in accordance with Annexure-4's structure after they are confident that the application, declaration, and undertaking are genuine and accurate.
- The Designated Person and/or their close family members must execute the pre-cleared trades within seven trading days of the pre-clearance date; if they don't, new pre-clearance will be required before the trades can be performed.
- Within two trading days of the trade being executed that has been pre-approved by the compliance officer, the Designated Persons and/or their close family members must provide the compliance officer with the trade details in Annexure-5. A report to that effect must also be included in Annexure-5 in the event that the transaction is not completed.
- A contra trade cannot be carried out by Designated Persons or their close family members who are allowed to deal. If a personal emergency requires the contra trade, the Compliance Officer may exempt the rigorous application after documenting in writing his or her justifications in Annexure-6, all while adhering to the rules.
- The Compliance Officer is responsible for keeping track of the securities' pre-clearance of trade in Annexure-7.  
As long as trades made in response to stock option exercise are exempt from the aforementioned pre-clearance and other restrictions.
- Every quarter, the Compliance Officer will report to the Board of Directors and the Chairman of the Audit Committee on the trading in the Company's securities by Designated Persons and/or their close family members.

## **8. REPORTING REQUIREMENTS**

- Within thirty days of the SEBI PIT Regulations going into effect, each promoter, member of the promoter group, key managerial personnel, and director of the company must provide the company with information about all of their current securities holdings, including the statement of holdings of their immediate relatives as given under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6 (2)], or any other format that SEBI may determine is appropriate.
- Every individual appointed to a key managerial position, director, promoter, or promoter group must report to the company, within seven days of the appointment or promotion, the securities they hold in the company as of the date of appointment or promotion, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6 (2)] or any other format that SEBI may from time to time prescribe.
- If the total value of the securities traded, whether in a single transaction or a series of transactions over any calendar quarter, exceeds Rs. 10,00,000 in SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure] in any other format that may be prescribed by SEBI from time to time, then each promoter, member of the promoter group, designated person, and director of the company must disclose to the company the number of securities they have acquired or disposed of within two trading days of the transaction.



- In furtherance to Regulation 7(3) of the SEBI PIT Regulations, the Company may require entities or persons with whom it has shared UPSI, to make disclosure in relation to their trades, to the Company, in a format prescribed by the Company.
- To ensure compliance with the SEBI PIT Regulations, other connected persons must disclose their holdings and trading in the company's securities as given in SEBI (Prohibition of Insider Trading) Regulations, 2015 Regulation 7(3) – Transactions by Other connected persons as identified by the company; or in any other format that SEBI may prescribe from time to time for trading in securities that exceed 0.1% of the company's total securities.
- Any disclosures required by this Code must be provided by the individual in question, as well as by any other person for whom the individual makes trading choices, and by the individual's immediate family.
- Trading in securities derivatives must also be disclosed, and for the purposes of this Code, the traded value of the derivatives must be taken into consideration.
- The Compliance Officer must notify all stock exchanges where the company is listed of the information within two days of receiving the notification as stated above.
- For a minimum of five years, the Compliance Officer is required to keep records of all declarations made by the directors, officers, and designated staff in the proper format.
- Should the Designated Person violate any of the SEBI PIT Regulations, the Compliance Officer will quickly notify the stock exchange or exchanges where the stocks in question are traded.

#### **9. PENALTY FOR CONTRAVENTION OF THE CODE**

- Each Designated Person is personally accountable for adhering to the Code's rules, including those that apply to their dependents. Any designated person who violates this code by trading in securities or providing information for trading in securities will be punished, and the Compliance Officer may take appropriate action in accordance with the Board-approved punishment framework.
- All violations of this code must be reported to the Audit Committee by the Compliance Officer. If the company violates the Insider Trading Regulations, it must quickly notify the stock exchanges where its securities are traded in the format and way that SEBI may specify from time to time.
- The Code's regulations, including those pertaining to their dependents, must be followed directly by each Designated Person. The Compliance Officer may take appropriate action in line with the Board-approved disciplinary structure for any designated individual who breaches this code by dealing in securities or supplying information for trading in securities. The Compliance Officer is required to notify the Audit Committee of any infractions of this code. The company must promptly notify the stock exchanges where its securities are traded in the format and manner that SEBI may occasionally designate if it violates the Insider Trading Regulations.

#### **10. PROTECTION TO EMPLOYEES FILING VOLUNTARY DISCLOSURE FORM**

Regardless of whether the employee is eligible for a reward under Chapter IIIA of the SEBI PIT that is about to be instituted for an alleged violation of insider trading laws or in any way aiding the enforcement action taken by the SEBI, or (iii) violating any confidentiality agreement or provisions of any terms and conditions of employment or engagement that are solely for preventing such employee from cooperating with the SEBI in any manner, an employee who files a voluntary information disclosure form under Chapter IIIA of the SEBI PIT Regulations (the "**Voluntary Information Disclosure Form**") complies with the SEBI PIT regulations.



## **11. REVIEW AND AMENDMENT**

The Board of Directors of the Company has the right to periodically review and revise this Code. All of this Code's provisions are subject to alteration or amendment in compliance with existing laws as they may be published periodically by the appropriate statutory, governmental, and regulatory authorities. Furthermore, even if they are not included in this Code, changes to the Insider Trading Regulations will still be considered.

The provisions outlined in this Code shall take precedence over any amendments, clarifications, circulars, etc. issued by the appropriate statutory, governmental, and regulatory authorities if they are in conflict with those established in this Code.

**ANNEXURE-1**  
**DISCLOSURE BY DESIGNATED PERSON**

Date:

To,  
The Compliance Officer,  
TruAlt Bioenergy Limited,  
S 904, 9th Floor, World Trade Center,  
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road,  
Malleswaram West, Bengaluru- 560055

**Sub:** Disclosure under Clause 14 of Schedule B of the SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Ma'am/Sir,

Kindly note that in pursuance of the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter 'Regulations'), I am a 'Designated Person' (DP) of TruAlt Bioenergy Limited. In this respect, I undertake to adhere to the 'Code of Conduct formulated by the Company to regulate, monitor and report trading by its designated persons and their immediate relatives'.

In this connection, please find below the list of my immediate relatives, for your record.

I confirm that I understand the meaning of the term 'Immediate Relative' as provided under the Regulations, such that my Immediate Relative would mean spouse of a person, and includes parents, sibling, and child of such person or of the spouse, any of whom is either financially dependent on such person or consults such person in taking decisions relating to trading in securities.

In respect of the above confirmation, I disclose the relevant details with respect to myself, my immediate relatives and persons with whom I shared a material financial relationship during the Financial Year \_\_\_\_\_.

**I. SELF-DETAILS**

S. No.	Particulars	Details
1.	Name	
2.	PAN	
3.	Any other identifier, in case PAN is not available	
4.	Phone/mobile/cell Number	
5.	Educational Institutions from which I graduated	
6.	Names of Past Employers	

**II. DETAILS OF MY IMMEDIATE RELATIVES**

S. No.	Name	Relation with the DP	PAN	Any other identifier,	Phone/mobile/cell number
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				<b>in case PAN is not available</b>	

**III. DETAILS OF PERSONS WITH WHOM I SHARED A MATERIAL FINANCIAL RELATIONSHIP DURING THE FINANCIAL YEAR\_\_\_\_\_**

<b>S. No.</b>	<b>Name</b>	<b>Relation with the DP</b>	<b>PAN</b>	<b>Any other identifier, in case PAN is not available</b>	<b>Phone/mobile/cell number</b>

I confirm that the information in this disclosure is true and correct and there is no untrue statement or omission which would render the contents of this disclosure misleading in its form or context.

I confirm that I will immediately inform the Company of any change to the above information. In the absence of any such communication from me, the above information should be taken as updated information.

Sincerely,

Signature:  
Name:  
Designation:  
Employee Code:  
Address:

**ANNEXURE-2**  
**REGISTER OF PERIODS OF CLOSURE OF TRADING WINDOW**

<b>S. No.</b>	<b>Date of Notifying Closure of Trading Window, if any</b>	<b>Start Date of Closure of Trading Window</b>	<b>Purpose for Which Trading Window Closed</b>	<b>Date of Opening of Trading Window</b>	<b>Remarks, if any</b>

**ANNEXURE- 3**  
**APPLICATION FOR PRE-CLEARANCE OF TRADES IN SECURITIES**

Date:

To,  
The Compliance Officer,  
TruAlt Bioenergy Limited,  
S 904, 9th Floor, World Trade Center,  
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road,  
Malleswaram West, Bengaluru- 560055

**Sub:** Pre Clearance of trading in the securities of the Company ("**Pre Clearance Application**")

Dear Ma'am/Sir,

I, \_\_\_\_\_[Name], \_\_\_\_\_[Designation] of the Company/ connected with the Company in the capacity of \_\_\_\_\_ seek approval for subscribing/ buying/ selling/ agreeing to subscribe buy, sell, deal ("**Trade**") in the securities of the Company pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code, as per details given below:

<b>DETAILS OF PROPOSED TRADE</b>		
<b>1.</b>	Name and residential address of the Applicant	
<b>2.</b>	Name and residential address of the Applicant	Designated Person <input type="checkbox"/> Designation (if employee):
<b>3.</b>	Trade to be done by/ on behalf of (including that of the Spouse)	Applicant <input type="checkbox"/> Spouse <input type="checkbox"/> Mother <input type="checkbox"/> Father <input type="checkbox"/> Brother <input type="checkbox"/> Sister <input type="checkbox"/> Son <input type="checkbox"/> Daughter <input type="checkbox"/> Others <input type="checkbox"/>
<b>4.</b>	Trade is for	Sale <input type="checkbox"/> Purchase <input type="checkbox"/> Subscription <input type="checkbox"/> Others <input type="checkbox"/>
<b>5.</b>	Proposed Trade is	Off Market <input type="checkbox"/> Through Stock Exchange <input type="checkbox"/>
<b>6.</b>	Name of the other party (purchase/seller) in case Trade is an off market trade	
<b>7.</b>	Proposed date of dealing in securities	
<b>8.</b>	No. of securities proposed to be Traded	
<b>9.</b>	Price at which the Trade is proposed	

<b>10.</b>	Price of securities of the Company on BSE/NSE proposed to be Traded (As on the date of application)	
<b>11.</b>	Folio No/ DP ID/Client ID No.	

<b>DETAILS OF PRESENT HOLDING</b>					
<b>1.</b>	No. of securities held by the applicant as on date				
<b>2.</b>	No. of securities held by applicant's Immediate Relatives (including that of the Spouse)	Relative	Name of Relative	No. of shares held	Folio No./Client ID/DP ID
		Spouse			
		Father			
		Mother			
		Brother			
		Sister			
		Son			
<b>3.</b>	No. of securities held by person(s) for whom I take trading decisions	Name	Relative	No. of shares held	Folio No./Client ID/DP ID

## DECLARATION AND UNDERTAKING

In relation to the above application I hereby declare and undertake the following:

1. That I am desirous of trading in the securities of the Company as per the details mentioned in this Pre-Clearance Application.
2. That I am not in possession & also declare that I do not have any access and have not received or had access to any Unpublished Price Sensitive Information (as defined in the Code) up to the time of signing this Undertaking.
3. That in the event that I have access to or received any information that could be construed as "Unpublished Price Sensitive Information" as defined in the Code, after the signing of undertaking but before executing the Trade, for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from trading in the securities of the Company until such information becomes generally available to the public.
4. That if approval is granted, I shall execute the deal within 7 (seven) trading days of the receipt of approval failing which I shall seek pre-clearance again.
5. That I undertake to submit the necessary report within two working days of execution of the trade, in case trade is executed and within two working days from the date of expiry of seven days from the date of pre clearance approval, in case trade is not undertaken.
6. That I will not enter into an opposite/contra transaction during the next six months following the transaction under this approval, without previous approval of the Compliance Officer.

7. That I have not contravened any provisions of the Code as notified by the Company from time to time.

That I have made full and true disclosure in the matter.

Sincerely,

Signature:

Name:

Designation:

Employee Code:

Address:



**ANNEXURE- 4**  
**LETTER OF INTIMATION OF PRE-CLEARANCE**

Name:  
Employee Code:  
Designation:

Dear Ma'am/Sir,

With reference to your application dated \_\_\_\_\_ seeking approval for undertaking transactions in \_\_\_\_\_ (Securities) detailed therein please be informed that you are hereby authorized / not authorized to undertake the transaction(s) as detailed in your said application.

Kindly note that in terms of the "Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons" of the Company, the above mentioned transaction is to be completed within seven trading days of the approval.

This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application.

This approval letter is valid till \_\_\_\_\_ (i.e. for seven trading days). If you do not execute the approved transaction /deal on or before this date you would have to seek fresh pre-dealing approval before executing any transaction/deal in the Securities. Further, you are required to file the details of the executed transactions in the attached format (Annexure 5) within two trading days from the date of transaction/deal. In case the transaction is not undertaken, a "Nil" report shall be given.

Kindly note that in terms of the above mentioned Code you shall not execute a contra-trade for a minimum period of six months from the date of the prior transaction, without following due process as mentioned in the Code.

The above sanction automatically stands withdrawn if subsequently the trading window is declared closed involving the period of sanction therein.

For & on behalf of TruAlt Bioenergy Limited

Compliance Officer/Authorised Officer

**ANNEXURE- 5**  
**FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS**

*(To be submitted within two trading days of transaction/dealing in Securities of the Company or upon expiry in case the transaction is not executed)*

Date:

To,  
The Compliance Officer,  
TruAlt Bioenergy Limited,  
S 904, 9th Floor, World Trade Center,  
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road,  
Malleswaram West, Bengaluru- 560055

I, \_\_\_\_\_, \_\_\_\_\_ of the Company/connected with the Company in the capacity of \_\_\_\_\_ have received pre clearance approval for purchase/ sale/ subscription ("**Trade**") of the securities of the Company vide pre clearance approval letter dated \_\_\_\_\_. In this regard, I hereby submit that I: (strike off which is not applicable)

- i. Have not Traded in the securities of the Company.
- ii. Have Traded in the securities of the Company as per the following details:

Name of Applicant the (who applied for pre clearance)	Traded by/on behalf of (including that of the Spouse)	No. of securities traded		DP ID/Client ID/Folio No. of the person in whose name trading is done	Price
	Applicant <input type="checkbox"/> Spouse <input type="checkbox"/> Mother <input type="checkbox"/> Father <input type="checkbox"/> Brother <input type="checkbox"/> Sister <input type="checkbox"/> Son <input type="checkbox"/> Daughter <input type="checkbox"/> Others <input type="checkbox"/>	Purchased			
		Sold			
		Subscription			
		Others			

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 5 (five) years and produce to the Compliance officer / SEBI any of the following documents:

- i. Broker's contract note.
- ii. Proof of payment to/from brokers.
- iii. Extract of bank passbook/statement (to be submitted in case of demat transactions).
- iv. Copy of delivery instruction slip (applicable in case of sale transaction).

I further agree to not to execute a contra-trade for a minimum period of six months from the date of this transaction. In case there is any urgent need, I shall approach the Compliance Officer for necessary approval.

I hereby declare that the above information is correct and that no provisions of the Code and/or the applicable laws/regulations have been violated in effecting the aforesaid trade.

Sincerely,

Signature:

Name:

Designation:

Employee Code:



