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Astonea Labs Limited

ASTONEA LABS LIMITED

(Formerly known as Astonea Labs Private Limited)

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CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

**[Under Regulation 9 (1) of the Securities and Exchange Board of India
(Prohibition of Insider Trading) (Amendment) Regulations, 2018]**



Astonea Labs Limited

1. INTRODUCTION:

Insider trading means dealing in securities of a Company listed on any Stock Exchange in India based on, or when in possession of, Unpublished Price Sensitive Information (“**UPS**I”).

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 “Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015” (hereinafter referred to as the (“**Regulations**”).

These Regulations were notified by the SEBI on January 15, 2015, which shall become effective from May 14, 2015. The Code is formulated in lines with the latest amendments made in the Regulations by SEBI, the provisions of which are effective / applicable from April 1, 2019.

The document comprises of the Code of Conduct for Prevention of Insider Trading (hereinafter referred to as the “**Code**”) adopted by the Company to be followed by the Director, Promoter, Key Managerial Personnel and other Designated Persons and their Immediate Relatives. Further, the provisions of this Code shall be read with the Regulations and if there is any inconsistency / contradiction between the two, the provision(s) of the Regulations shall prevail.

2. DEFINITIONS

- a) “**Act**” means the Securities and Exchange Board of India Act, 1992.
- b) “**Board**” shall mean the Board of Directors of the Company.
- c) “**Company**” means **ASTONEA LABS LIMITED**
- d) “**Code**” or “**Code of Conduct**” means the Code of Conduct for Prevention of Insider Trading of the Company, as amended from time to time.
- e) “**Compliance Officer**” means Company Secretary or such other senior officer so designated, reporting to the Board 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of Unpublished Price Sensitive Information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the Board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 the listed company or the head of an organization, as the case may be.
- f) “**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



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g) **“Connected Person”** means:

(i) any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a Director, Key Managerial Personnel, Officer or an Employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.

(ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established,

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

h) **“Key Managerial Personnel”** or **“KMP”** means person as defined in Section 2(51) of the Companies Act, 2013.

i) **“Designated Person”** means:

- i Promoters;
- ii Directors;
- iii Key Managerial Personnel(s) and employees upto two levels below the Key Managerial Personnel of the Company;
- iv All Department Heads who may have access to UPSI; and
- v Employees and other connected persons as identified by the Compliance officer in consultation with the Board from time to time.

j) **“Employee”** means all employees of the Company (whether in probation or not) including Directors in employment of the Company.



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- k) **"Dealing in Securities"** means an act of subscribing, buying, selling or agreeing to subscribe, buy, sell or deal in the securities of the Company by any person, either as a principal or as an agent.
- l) **"Generally available Information"** means information that is accessible to the public on a non-discriminatory basis.
- m) **"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
- n) **"Legitimate Purpose"** shall include sharing of unpublished price sensitive information in the ordinary course of business 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 these regulations.
- o) **"Insider"** means any person who is:
 - (i) A connected person; or
 - (ii) In possession of or having access to Unpublished Price Sensitive Information; or
 - (iii) Any person in receipt of Unpublished Price Sensitive Information pursuant to Legitimate Purpose.
- p) **"Promoter"** and **"Promoter Group"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof:
- q) **"Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund;
- r) **"Securities of the Company"** shall include Equity Shares of the Company, or any other marketable securities of the Company.
- s) **"Stock Exchange"** shall mean a Stock Exchange on which the shares of the Company are listed.
- t) **"Trading"** means and includes subscribing, buying, selling, dealing or agreeing to subscribe, buy, sell, deal in the securities of the Company by any person as a principal or agent.
- u) **"Trading Window"** shall have the meaning as mentioned thereto in clause 7 of the Code.
- v) **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;



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- w) **“Unpublished Price Sensitive Information”** or **“UPSI”** means any information, which relates directly or indirectly to the company and which if published is likely to materially affect the price of Securities of the Company. It ordinarily including the following but not restricted to, information relating to the following:
- i. Financial results;
 - ii. Dividends;
 - iii. Change in capital structure;
 - iv. Mergers, de-mergers, acquisitions, delisting's, disposals and expansion of business and such other transactions;
 - v. Changes in Key Managerial Personnel; and
 - vi. Material events in accordance with the listing agreement.

Words and expressions used and not defined in these regulations but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made there under shall have the meanings respectively assigned to them in those legislations.

3. APPLICABILITY:

This code is applicable to the Designated Persons and their Immediate Relatives.

4. ROLE OF COMPLIANCE OFFICER:

The Compliance Officer shall report to the Board of Directors and shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board of Directors on quarterly basis.

The Compliance Officer shall be responsible for setting forth policies, procedures, monitoring adherence to the rules for the preservation of unpublished price sensitive information, pre-clearing the trades of Directors and Designated Persons and their immediate relatives, monitoring of trades and implementation of the Code of Conduct under the overall supervision of the Board of Directors of the Company.

5. PRESERVATION OF UNPUBLISHED PRICE SENSITIVE INFORMATION:

UPSI is to be handled on a “need to know” basis. i.e., UPSI should be disclosed only to those within the Company who need the information for legitimate purposes, to discharge their duty of legal obligation and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information and shall be communicated, allowed access to or provided in a secure location.

Any Person in possession of UPSI pursuant to a “legitimate purpose” shall be considered as “Insider” for the purposes of these Regulations and shall maintain confidentiality of such UPSI in compliance with these Regulations.



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To maintain this obligation, Designated Persons shall not:

- a. communicate, provide or allow access to any UPSI, relating to the Company or its securities, to any person including other insiders, leading to purchase or sale of securities of the Company except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations;
- b. discuss UPSI in public areas; or
- c. recommend to anyone that they may undertake trading in Securities of the Company while in possession, control or knowledge of UPSI.

All non – public information directly received by any Employee should immediately be reported to the Compliance Officer. The Company shall ensure that all files including soft copies containing UPSI are kept secure, such that such information can only be accessed by persons who “need to know” such information.

6. CHINESE WALL

“Chinese Wall” or “Information Barrier” is a mechanism which distinguishes such person(s) from the rest of the Company for a particular purpose or for a specified period of time. Except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations, and is subjected to, among other conditions, additional confidentiality obligations. Information barriers designed to prevent exchanges of UPSI outside the “Chinese wall”, and the execution of an undertaking by such persons to abstain and / or forego Trading during such seclusion or till the UPSI no longer constitutes UPSI.

7. TRADING PLAN:

Designated Person(s) or any Insider is entitled to formulate a trading plan for dealing in Securities of the Company and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan.

Any Designated Person intending to formulate the trading plan shall consult the Compliance Officer to discuss the applicable rules and procedures. The Compliance Officer shall only approve the trading plan in accordance with the applicable provisions of the Regulations.

Pre-clearance of trades shall not be required for a trade executed as per an approved trading plan. Also, trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

8. TRADING WINDOW:

The Company through the Compliance Officer shall specify a trading period, to be called “Trading Window” for trading in Securities. The “Trading Window” shall be closed when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of UPSI.

The Trading Window shall be closed during the time the information mentioned hereunder is unpublished:



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- a. Declaration of Financial Results (quarterly, half yearly and annual);
- b. Declaration of dividends (interim or final);
- c. Issue of securities by way of public/rights/bonus etc.;
- d. Any major expansion plans or execution of new projects;
- e. Amalgamation, mergers, takeovers and buy-back;
- f. Disposal of whole or substantially whole of the undertaking;
- g. Any changes in policies, plans or operations of the Company;
- h. such other information as may be specified by the Compliance Officer for this purpose.

Designated persons may execute trades subject to compliance with these Regulations. Towards this end, a notional trading window shall be used as an instrument for monitoring trading by the designated persons. The trading window shall be closed when the Compliance Officer determines that a designated person or class of designated persons can reasonably be expected to have possession of UPSI. Designated persons and their immediate relatives shall not trade in securities when the trading window is closed. Trading restriction period can be made applicable from the end of every quarter till 48 hours after the declaration of financial results, if the Compliance Officer so determines.

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.

The Compliance Officer after taking into account various factors including in question becoming generally available and being capable of assimilation by the market shall decide the timing for re-opening of the trading window, however in any event it shall not be earlier than forty-eight hours after the information becomes generally available.

Otherwise than prescribed the trading window shall remain open for trading in Securities of the Company.

9. PRE-CLEARANCE OF TRADES:

- 9.1 All Designated Persons, who intend to deal in Securities when the trading window is opened and if the value of the cumulative trading in one transaction or series of transaction proposed exceeds INR 10,00,000/- (Rupees Ten Lacs only) in any calendar quarter shall apply for the pre-clearance of the transaction.

Prior to approving any trades, the Compliance Officer shall be entitled to seek declarations to the effect that the applicant for pre-clearance is not in possession of any unpublished price sensitive information. He shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.

- 9.2 Every Designated Person shall obtain a pre-trading approval as per the procedure prescribed hereunder for trading in securities of the Company proposed to be undertaken by such Designated Person and / or his / her Immediate Relatives.



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- 9.3 Designated Persons may trade in the Securities of the Company when the Trading Window is open, after obtaining approval of the Compliance Officer by submitting an application in the prescribed format (**See Part A of Annexure 1**) accompanied with a declaration and undertaking (**See Part B of Annexure 1**). The Compliance officer shall send his / her application to the Managing Director / Joint Managing Director / Whole-Time Director / Chief Financial Officer. Designated Persons shall send their application along with the declarations and undertaking in the format prescribed either physically or through email at cs@astonea.org
- 9.4 The Compliance Officer may, after being satisfied that the application and undertaking are true and accurate, approve Trading by a Designated Person preferably by the next Trading Day. Such approval / intimation of rejection shall be given through email latest within 2 Trading Days from the date of receipt of application. The letter for approval shall be issued in a prescribed format (**See Annexure 2**) subject to such changes as the Company may suggest from time to time. Every approval shall be dated and valid for a period of 7 Trading Days from the date of approval.
- 9.5 Designated Person shall, within two working days of the execution of the Trade, submit the details of such Trade to the Compliance Officer (**See Annexure 3**). In case the transaction is not undertaken, a report to that effect shall be filed in the said form.
- 9.6 If the pre-cleared Trade is not executed within seven trading days after the approval is given, the Designated Person must secure pre-clearance of the transaction again.
- 9.7 In case of absence of the Compliance Officer, any employee as designated by him / her, being a part of the Compliance Department or Managing Director or Joint Managing Director shall carry out the duties for pre-clearance of trades.
- 9.8 Additional trading restrictions on Designated Persons: -

All Designated Persons who trade in the securities of the Company shall not enter into an opposite transaction during the next six months following the prior transaction. In case of any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the SEBI for credit to the Investor Protection and Education Fund administered by SEBI.

Provided that this shall not be applicable for trades pursuant to exercise of Stock Options.

However, the Compliance Officers empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relation does not violate these Regulations. The Designated Persons shall be required to submit application for waiver of minimum period of Contra trade in the format specified in **Annexure 4**.

The Compliance Officer shall within two working days of receipt of the aforesaid application, shall either approve or reject the aforesaid application in the format specified in **Annexure 5**.



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10. DISCLOSURE REQUIREMENTS FOR TRANSACTIONS IN SECURITIES:

10.1 Initial Disclosure:

- a) Every Promoter, Key Managerial Personnel, Director shall disclose their holding and the holdings of his / her Immediate Relatives' and of any other person for whom such person takes trading decisions of the Securities of the Company (including derivative, if any) to the Compliance Officer within thirty days of these Regulations taking effect (i.e. by June 13, 2015) **(See Part A of Annexure 6)**.
- b) Every person on appointment as a Key Managerial Personnel or a Director of the Company or upon becoming a Promoter shall disclose their holding and the holdings of his / her Immediate Relatives' and of any other person for whom such person takes trading decisions of the Securities of the Company (including derivative, if any) as on the date of appointment or becoming a promoter, to the Compliance Officer within seven days of such appointment or becoming a promoter in the format prescribed. **(See Part B of Annexure 6)**.
- c) Every Promoter, Key Managerial Personnel, Director or Designated Person shall disclose annual statements of their holding and the holdings of his / her Immediate Relatives' and of any other person for whom such person takes trading decisions of the Securities of the Company (including derivative, if any) to the Compliance Officer within as on 31st March every year in the format as prescribed **(See Part C of Annexure 6)**. Such statement shall be submitted by 15th April every year.

10.2 Continual Disclosure:

- a) Every Promoter, Director and Employee shall disclose their holding and the holdings of his/her Immediate Relatives' and of any other person for whom such person takes trading decisions, 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. 10,00,000/- (Rupees Ten lakhs) in such format as may be prescribed. **(See Annexure 7)**
- b) The disclosure shall be made within two working days of the receipt of intimation of allotment of shares or the acquisition or sale of shares or voting rights, as the case may be.
- c) The Compliance Officer shall notify the Stock Exchanges, particulars of the Trades, within two trading days of the receipt of the Continual Disclosure or from becoming aware of such information.
- d) The Compliance Officer shall maintain the records of all the above declaration in an appropriate form for a minimum period of 5 years from the date of filling thereof.
- e) The Compliance Officer may require any other Connected Person to disclose the holdings and trading in securities of the Company at such frequency as he may determine.



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11. PENALTY FOR CONTRAVENTION OF THE CODE:

- 11.1 Every Employee, Director, Key Managerial Personnel, Promoter or Designated Person shall be individually responsible for complying with the provisions of the Regulations and the Code to the extent applicable.
- 11.2 The person who violates this code, in addition to the other penal actions shall be subject to disciplinary action by the Company, which in respect of an Employee may include wage freeze, suspension, termination of employment or ineligibility for future participation in the Company's stock option plans.
- 11.3 The action taken by the Company shall not preclude SEBI from taking any action for violation of the Regulations.

12. AMENDMENT

Any or all provisions of this Code would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from SEBI from time to time.

The Board of Directors reserves the right to modify, add or amend any of provisions of this Code subject to approval of the Board.

Annexure 1

PART A
FORMAT FOR APPLICATION FOR PRE-TRADING APPROVAL

(Pursuant to Clause 9.3 of the Code)

To
The Compliance Officer,
Astonea Labs Limited

Dear Sir / Madam,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading, I seek approval to purchase / sell / subscribe _____ nos. of Securities (including derivative, if any) of the Company as per details given below:

Name:

State whether: -

- Director
 Designated Person
 Immediate Relative

# Employee Code	
# Designation	
# Department	
# Location	
Number of securities held as on date	
Folio No. / DP ID / Client ID No.	
Nature of transaction (Buy/Sell/Subscribe)	
Proposed date of trading in securities	
Estimated number of securities proposed to be purchased/subscribed/sold	
Current market price (as on date of application)	
Whether the proposed transaction will be through Stock Exchange or off-market trade	
Previous approval no. and date for purchase/allotment (only if applicable)	

to be filled only by employees

I enclose herewith the form of undertaking signed by me.

Yours faithfully,

(Signature of the Applicant)



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Annexure 1

PART B
FORMAT FOR DECLARATION/UNDERTAKING TO BE ACCOMPANIED WITH THE
APPLICATION FOR PRE- CLEARANCE
(Pursuant to Clause 9.3 of the Code)

Date:

To,
The Compliance Officer,
Astonea Labs Limited

I, _____, resident of _____ residing at _____ hereby declare that I am a designated person of Astonea Labs Limited and I am desirous of trading in shares of the Company as mentioned in my application dated for pre-clearance of the transaction.

I further declare that I am not in possession of any Unpublished Price Sensitive Information up to the time of signing this Undertaking.

In the event, I have access to or receive any Unpublished Price Sensitive Information after the signing of this undertaking but before executing the transaction 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 public.

I declare that I have not contravened the provisions of the Code as notified by the Company from time to time.

I undertake to submit the necessary report within two days of execution of the transaction ('Nil' report if the transaction is not undertaken). If approval is granted, I shall execute the trade within seven days of the receipt of approval failing which I shall seek pre-clearance afresh.

I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary actions under the Code of the Company, in case the above declaration are found to be misleading or incorrect at any time.

I agree to comply with the provisions of the Code and provide any information relating to the trade as may be required by the Compliance Officer and permit the Company to declare such details to be disclosed to SEBI, if required by SEBI.

I declare that I have made full and true disclosure in the matter.

(Signature of the Applicant)



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Annexure 2

FORMAT FOR PRE-TRADING APPROVAL LETTER

(Pursuant to Clause 9.4 of the Code)

Date:

Approval No.: _____ of _____

To,
Mr. / Mrs. _____
Employee Code No.: _____
Designation: _____

Pre-Trading Approval / Disapproval - Your Application date: _____

With reference to your above application seeking approval for undertaking certain transactions in securities (including derivatives, if any) detailed therein, please be informed that you are / your immediate Relative _____ is hereby authorized / not authorized to undertake the transaction (s) as detailed in your said application.

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 from the date hereof). If you / your immediate Relative _____ do(es) not execute the approved transaction / trade on or before this date you would have to seek fresh pre-trading approval before executing any transaction / deal in the securities (including derivatives, if any) of _____ (Name of the Company). Further, you are required to file the details of the executed transactions in the attached format within Two Trading days from the date of transaction / deal. In case the transaction is not undertaken a "NIL" report shall be necessary.

Yours truly,

Compliance Officer

Encl.: Format for submission of details of transaction (**Annexure 3**)



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Annexure 3

FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS

(Pursuant to Clause 9.5 of the Code)

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

To,
The Compliance Officer,
Astonea Labs Limited.

Dear Sir / Madam,

Details of pre-approved transactions

Ref: Your approval letter no. _____ dated _____

I hereby inform that, I –

- have not bought/sold/subscribed any Securities (including derivatives) of Astonea Labs Limited.
- have bought/sold/subscribed to the _____ Securities (including derivatives, if any) (GIVE DESCRIPTION) as mentioned below on _____(DATE).

Name of the Holder	First/Joint Holder	No. of Securities (including derivatives, if any)	Bought /Sold/ Subscribed	DP ID/ Client ID/ Folio No.	Price (Rs.)

I declare that the above information is correct and that no provision of the Company's Rules and/or applicable laws/regulations have been contravened for effecting the above said transactions(s).

I agree not to buy/sell the above Securities (including derivatives, if any) for a period of six months from the date of the aforesaid transaction (applicable in case of sale/purchase by Designated Persons only).

In case there is any urgent need to undertake opposite transaction in these Securities (including derivatives, if any) within the said period I shall approach the Company (Compliance Officer) for necessary approval.

Yours faithfully,

Name & Signature:
Employee Code:
Dept. /Location:

Annexure 4

APPLICATION FOR WAIVER OF MINIMUM PERIOD FOR CONTRA TRADE

Date:

To
The Compliance Officer
Astonea Labs Limited

Employee details:

Name: _____
Employee No.: _____
Designation: _____
Department: _____

Dear Sir / Madam,

I seek your approval to grant me waiver of the time restrictions and permit me to execute a contra-trade for (number of securities) of the Company due to (give valid reason(s) for executing contra trade).

I declare that I am not in possession of any UPSI up to the date of this application.

I further declare that in case I have access to any UPSI after the signing of this application and before executing a contra Trade (if permitted), I shall:

1. Promptly inform the Compliance Officer
2. Refrain from trading in securities of the Company.

Thanking you,

Yours faithfully,

Name & Signature

FEEDBACK ON OUTCOME OF THE APPLICATION

Approved/ Disapproved:

In case approved, transaction of sale _____(nos.) shares to be completed by _____(date).

Reasons:

Date & Signature of the Compliance Officer _____

Annexure 5

PART – A

INITIAL DISCLOSURE UNDER REGULATION 7 (1) (A) READ WITH REGULATION 6 (2)

(Pursuant to Clause 10.1 (a) of the Code)

(To be submitted within 30 Days of these Regulations taking effect)

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ISIN of the Company: _____

Details of Securities Held by Promoter, Key Managerial Personnel (KMP) / Director / Designated Person and Other than Such Persons as Mentioned In Regulation 6 (2)

Name, PAN no., CIN/DIN & Address with Contact Nos.	Category of Person (Promoters / KMP/ Directors/ Immediate Relatives)	Securities held as on the date of regulation coming into force		% of Share holding	Open interest of the Future Contracts held as on the date of regulation coming into force		Open interest of the option contacts held as on the date of regulation coming into force	
		Type of Securities (for e.g. – Shares, Warrants, Convertible Debenture, etc.)	No.		No. of units (Contracts * lot size)	Notional value in Rupee terms	No. of units (Contracts * lot size)	Notional value in Rupee terms

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

Signature	:	
Designation	:	
Date	:	
Place	:	

Annexure 5

PART – B

INITIAL DISCLOSURE UNDER REGULATION 7 (1) (B) READ WITH REGULATION 6 (2)

(Pursuant to Clause 10.1 (b) of the Code)

(To be submitted within 7 Days of appointment or becoming Promoter)

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ISIN of the Company: _____

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a Listed Company or upon being identified as a Designated Person and other such persons as mentioned in Regulation 6 (2)

Name, PAN no., CIN/DIN & Address with Contact Nos.	Category of Person (Promoters / KMP/ Directors/ Immediate Relatives/ Others etc.)	Date of appointment of Director/ KMP or Date of becoming promoter	Securities held as on the date of regulation coming into force		% of Share holding	Open interest of the Future Contracts held as on the date of regulation coming into force		Open interest of the option contacts held as on the date of regulation coming into force	
			Type of Securities (for e.g. – Shares, Warrants, Convertible Debentures, etc.)	No.		No. of units (Contracts * lot size)	Notional value in Rupee terms	No. of units (Contracts * lot size)	Notional value in Rupee terms

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

Signature	:	
Designation	:	
Date	:	
Place	:	

Annexure 5

PART – C

FORMAT FOR ANNUAL STATEMENT OF HOLDINGS BY PROMOTER/ KEY MANAGERIAL PERSONNEL / DIRECTOR / DESIGNATED PERSONS AND THEIR IMMEDIATE RELATIVES

(Pursuant to Clause 10.1 (c) of the Code)

(To be submitted by 15th April every year on end of each Preceding Financial Year)

Date:

To,
The Compliance Officer
Astonea Labs Limited

Dear Sir / Madam,

Statement of Security Holdings in the Company

As on _____, I _____ along with my Immediate Relative hold the Securities (including derivatives, if any) of the Company, details whereof are as under:

Description of Security:

Name of Holder	Name of Security	Physical holdings		Electronic holdings		Total holdings
		Folio No.	Total holdings	DP ID	Client ID	

I declare that I have made full and true disclosure in the matter.

Yours faithfully,

Signature	:	
Designation	:	
Date	:	
Place	:	

Annexure 6

FORMAT FOR DISCLOSURE OF TRANSACTIONS CROSSING THRESHOLD BY THE PROMOTER/ DIRECTORS/ EMPLOYEES PURSUANT TO REGULATIONS 7 (2) READ WITH REGULATION 6 (2)

(Pursuant to Clause 10.2 (a) of the Code)

(To be submitted within 2 Trading Days of transactions/ Dealing in Securities (including derivatives, if any) of the Company)

Name of the Company: _____ ISIN of the Company: _____

Details of change in holdings of Securities of Promoter, Employee or Director of a Listed Company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/ DIN & address with contact nos.	Category of Person (Promoters/KMP / Director/ immediate relative /others etc.)	Securities held prior to acquisition /disposal		Securities acquired/Disposed				Securities held post acquisition /disposal		Date of allotment advice/ acquisition of shares/ sale 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.)
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of share holding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. of Equity Shares	Value	Transaction Type (Buy/Sale/ Pledge/ Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of share holding	From	To		

Details of trading in derivatives of the Company by Promoter, Employee or Director of a Listed Company 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)	

Signature	:	
Designation	:	
Date	:	
Place	:	