E2E Networks Limited

Low Latency Hosting in India
CIN NUMBER - L72900HR2009PLC039406

Regd. Office : 282, Sector-19, Faridabad, Haryana, Phone +91-11-3001-8093
Email : accounts@e2enetworks.com, http://e2enetworks.com

Date- 06.08.2018

Corporate Service Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Ref: NSE Symbol-E2E

Sub: Insider Trading Policy and Code of Fair Disclosure as per SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Sir

With reference to the captioned subject, we wish to inform you that Board of Directors in its meeting held on August 04, 2018 has approved the amendments in the Insider Trading Policy and adopted Code of Fair Disclosure as per SEBI (Prohibition of Insider Trading) Regulations, 2015. The Amended Insider Trading Policy and Code of Fair Disclosure as per SEBI (Prohibition of Insider Trading) Regulations, 2015 is annexed herewith.

You are requested to take the above information on your records.

Thanking You,

Yours Faithfully

For **E2E Networks Limited**

TARUN DUA Digitally signed by TARUN DUA
Date: 2018.08.06 15:02:34 +05'30'

Tarun Dua
Managing Director
DIN: 02696789

Encl: A/a

E2E Networks

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATION, MONITORING AND REPORTING OF TRADING BY INSIDERS

1. PREAMBLE:

The Securities and Exchange Board of India ("SEBI") has, in pursuance of the powers conferred on it under the Securities and Exchange Board of India Act, 1992, notified a new Regulation for prohibition of Insider Trading, viz., Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations").

The Company, being a listed company, is required to conform to the minimum standards prescribed by the Code for the purpose of regulating, monitoring and reporting Trading by insiders. Accordingly, the Board of Directors of the Company at its meeting held on 21st February 2018 approved and adopted the Code.

2. OBJECTIVE OF THE CODE:

The Code of Conduct aims to ensure monitoring, timely reporting and adequate disclosure of price sensitive information by the directors, key managerial personnel, designated employees and connected persons of the Company.

3. DEFINITIONS:

"Act" means the Securities and Exchange Board of India Act, 1992.

"Board" means Securities and Exchange Board of India.

"Board of Directors" means Board of Directors of **"E2E Networks Limited"**.

"Code for prevention of Insider trading" or **"Code"** shall mean the Code of Internal procedures and conduct for Regulating, Monitoring and reporting of trading by insiders of E2E Networks Limited as amended from time to time.

"Company" means **E2E Networks Limited**.

"Compliance Officer" means Company Secretary or such any other senior officer, designated so and reporting to the board of directors, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations

designated so and reporting to the Board of Directors 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 Company.

"Connected Person" means:

I. any person who is or has during the six months prior to the concerned act been associated with the Company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in a contractual, fiduciary or employment relationship or by being a director, 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 Actor 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) 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

(i) An official or an employee of a self-regulatory organization recognized or authorized by the Board of Directors of the Company; or

(j) A concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of the Company or his immediate relative or banker of the Company, has more than 10 per cent, of the holding or interest.

"Dealing in Securities" means an act of subscribing to, buying, selling or agreeing to subscribe to, buy, sell or deal in the securities of the Company either as principal or agent.

"Designated persons" means

I. Board of Directors;

II. Key Managerial Personnel;

III. Designated Employees of the Company;

IV. Connected persons as defined above

"Designated Employee(s)" shall include:

I. Key Managerial Personnel and persons above KMP including Directors; and

II. Any other employee as may be determined and informed by the Compliance Officer from time to time.

"Director" means a member of the Board of Directors of the Company.

"Employee" means every employee of the Company including the Directors in the employment of the Company.

"Generally available Information" means information that is accessible to the public on a non-discriminatory basis.

"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 other person such person, or consults such person in taking decisions relating to trading in securities.

"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.

"Promoter" 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 and is defined below:

"Promoter" includes:

I. The person or persons who are in control of the issuer;

II. The person or persons who are instrumental in the formulation of a plan or programme pursuant to which specified securities are offered to public;

III. The person or persons named in the offer document as promoters:

Provided that a director or officer of the issuer or a person, if acting as such merely in his professional capacity, shall not be deemed as a promoter:

Provided further that a financial institution, scheduled bank, foreign institutional Investor and mutual fund shall not be deemed to be a promoter merely by virtue of the fact that ten per cent or more of the equity share capital of the issuer is held by such person;

Provided further that such financial institution, scheduled bank and foreign institutional investor shall be treated as promoter for the subsidiaries or companies promoted by them or for the mutual fund sponsored by them;

"Regulations" shall mean the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.

"Securities" includes

I. shares, scrips, stocks, bonds, debentures, debenture stock or other marketable securities of a like nature in or of any incorporated company or other body corporate;

- derivative;
- units or any other instrument issued by any collective investment scheme to the investors in such schemes;
- security receipt as defined in clause(zg) of section 2 of the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002;

II. Government Securities;

Such other instruments as may be declared by the Central Government to be securities; and

III. Rights or interest in securities;

"Takeover regulations" means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and any amendments thereto.

"Trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.

"Trading day" means a day on which the recognized stock exchanges are open for trading.

"Unpublished price sensitive information" means any information relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:

I. Financial results;

II. Dividends;

III. Change in capital structure;

IV. Mergers, de-mergers, acquisitions, de-listings, disposals and expansion of business and such other transactions;

V. Changes in key managerial personnel;

VI. Material events in accordance with the listing agreement

"Specified Persons" means the Directors, connected persons, the insiders, the Designated Employees and the promoters and immediate relatives are collectively referred to as Specified Persons.

All other words and phrases will have the same meaning as defined under the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time. Words and expressions used and not defined in these regulations but defined in 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 Rules & Regulations made there-under shall have the meanings respectively assigned to them in that legislation.

4. ROLE OF COMPLIANCE OFFICER

The Compliance Officer shall report on insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors.

The Compliance Officer shall assist all employees in addressing any clarifications regarding the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct.

5. PRESERVATION OF "PRICE SENSITIVE INFORMATION"

All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated by any insider relating to the Company or securities listed, to any person except in furtherance of the Insider's legitimate purposes, performance of duties or discharge of his legal obligations.

Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:

- An obligation to make an open offer under the takeover regulations where the board of directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company; or

- Not attracting obligation to make an open offer under the takeover regulations where the board of directors of the company is of informed opinion that the proposed transaction is in the best interest of the company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine.

However, the Board of Directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the limited purpose and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information.

"Need to Know":

i. **"Need to know"** basis means the Unpublished Price sensitive information should be disclosed only to those within the Company who need the information to discharge their duties and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

ii. All non - public information directly received by any employee should immediately be reported to the head of the department.

Limited access to confidential information

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

6. RESTRICTION ON TRADING IN POSSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Any insider shall not trade in securities that are listed on a stock exchange when in possession of unpublished price sensitive information.

However, the insider may prove his innocence by demonstrating the circumstances including the following:

i. The transaction is a off-market inter-se retransfer between the promoters who were in possession of such unpublished price sensitive information when they took the decision to trade;

ii. In the case of non-individual insiders:-

a) the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and

b) appropriate and adequate arrangements were in place to ensure that these regulations are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached;

iii. the trades were pursuant to a trading plan.

In the case of connected persons the onus of establishing, that they were not in possession of unpublished price sensitive information, shall be on such connected persons and in other cases, the onus would be on the Board.

The Board may specify such standards and requirements, from time to time, as it may

deem necessary for the purpose of these regulations.

7. PREVENTION OF MISUSE OF "UNPUBLISHED PRICE SENSITIVE INFORMATION"

Employees and connected persons designated on the basis of their functional role **("Designated persons")** in the Company shall be governed by an internal code governing dealing in securities.

Trading Plan

An insider shall be entitle 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.

Trading Plan shall:

i. Not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;

ii. Not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the issuer of the securities and the second trading day after the disclosure of such financial results;

iii. Entail trading for a period of not less than 12 months;

iv. Not entail overlap of any period for which another trading plan is already in existence;

v. Set out either the value of trades to be affected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be effected; and

vi. not entail trading in securities for market abuse.

The Compliance officer shall consider and review the Trading plan made to access whether the plan have any potential for violation of the regulations and shall approve it forthwith. However, he shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Regulations.

The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade

in the securities outside the scope of the trading plan.

However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation. The commencement of the Plan shall be deferred until such unpublished price sensitive information becomes generally available information. Further, the Insider shall also not be allowed to trade in securities of the Company that are listed on a stock exchange when in possession of unpublished price sensitive information, so as to avoid its violation.

Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

8. TRADING WINDOW AND WINDOW DISCLOSURE

I. The trading period, i.e. the trading period of the stock exchanges, called 'trading window", is available for trading in the Company's securities.

II. The trading window shall be, inter alia, closed 5 days prior to and during the time the unpublished price sensitive information is published.

III. When the trading window is closed, the Specified Persons shall not trade in the Company's securities in such period.

IV. All Specified Persons shall conduct all their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company's securities during the periods when the trading window is closed, as referred to in Point No. (ii) above or during any other period as may be specified by the Company from time to time.

V. In case of ESOPs, exercise of option may be allowed in the period when the trading window is closed. However, sale of shares allotted on exercise of ESOPs shall not be allowed when trading is closed.

The Compliance Officer shall intimate the closure of the Trading Window to all the designated employees of the Company when he determines that a designated person or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such unpublished price

sensitive information relates

The Compliance officer after taking into account various factors including the unpublished price sensitive information 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.

The trading window shall also be applicable to any person having contractual or fiduciary relation with the Company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Company.

9. PRE-CLEARANCE OF TRADES

All Specified Persons, who intend to deal in the securities of the Company when the trading window is opened and if the value of the proposed trades is above 50,000 shares or up to Rs. 10 Lakhs (market value) or 1% of total shareholding of the Company, whichever is less, should pre-clear the transaction. However, no designated person shall be entitled to apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information even if the trading window is not closed and hence he shall not be allowed to trade. The pre-dealing procedure shall be hereunder:

i. An application may be made in the prescribed Form (Annexure I) to the Compliance Officer indicating the estimated number of securities that the Specified Employee intends to deal in, the details as to the depository with which he has a security account, the details as to the depository with which he has a security account, the details as to the securities in such depository mode and such other details as may be required by any rule made by the Company in this behalf.

ii. An undertaking (Annexure II) shall be executed in favour of the Company by such Specified Employee incorporating, inter alia, the following clauses, as may be applicable:

a) That the employee/director/officer does not have any access or has not received "Price sensitive information" up to the time of signing the undertaking.

b) That in case the Specified Employees has access to or receives "Price sensitive information" after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his position and that he/she would completely refrain from dealing in the securities of the Company till the time such information becomes public.

c) That he/she has not contravened the code of conduct for prevention of Insider trading as notified by the Company from time to time.

d) That he/she has made a full and true disclosure in the matter.

iii. All Specified Persons shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given. The Specified Person shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form. In case the transaction is not undertaken, a report to that effect shall be filed. (Annexure IV).

iv. If the order is not executed within seven days after the approval is given, the employee/director must pre-clear the transaction again.

v. All specified persons who buy or sell any number of shares of the Company shall not enter into an opposite transaction or contra trade i.e. sell or buy any number of shares during the next six months following the prior transaction. All Specified Persons shall also not take positions in derivative transactions in the shares of the Company at any time. In case of any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profit 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 under the Act.

In case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.

vi. The Compliance Officer may waive off the holding period in case of sale of securities in personal emergency after recording reasons for the same. However, no such sale will be permitted when the trading window is closed.

10. PROVISIONS FOR DISCLOSURE OF TRADING

The disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.

I. The disclosures of trading in securities shall also include trading in derivatives of securities and the traded value of the derivatives shall be taken into account for purposes of this Code.

II. The disclosures made under this Code shall be maintained for a period of minimum five years.

11. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES INITIAL DISCLOSURE

I. Every promoter/ Key Managerial Personnel / Director / Officers / Designated Employees of the Company, within thirty days of these regulations taking effect, shall forward to the Company the details of all holdings in securities of the Company presently held by them including the statement of holdings of dependent family members in the prescribed Form (Form A).

II. Every person on appointment as a key-managerial personnel or a director of the

Company or upon becoming a promoter shall disclose his holding of securities of the Company as on the date of appointment or becoming a promoter, to the Company in the prescribed Form (Form B).

III. Every promoter, employee and director of the Company shall disclose to the Company the number of such securities acquired or disposed of by himself along with his dependent family members in the prescribed Form (Form C) 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 Rupees Ten lakhs.

The disclosure shall be made within 2 trading days of:

a. the receipt of intimation of allotment of shares, or
b. the acquisition or sale of shares or voting rights, as the case may be.

12. DISCLOSURE BY THE COMPANY TO THE STOCK EXCHANGE(S)

Within 2 trading days of the receipt of intimation under Clause 11(iii), the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors / officers / designated employees for a minimum period of five years.

13. DISSEMINATION OF PRICE SENSITIVE INFORMATION

No information shall be passed by Specified Persons by way of making a recommendation for the purchase or sale of securities of the Company. Disclosure/dissemination of Price Sensitive Information with special reference to

analysts, media persons and institutional investors:

The Following guidelines shall be followed while dealing with analysts and institutional investors

- Only public information to be provided.
- At least two Company representatives be present at meetings with analysts, media persons and institutional investors.
- Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.
- Simultaneous release of information after every such meet.

14. PENALTY FOR CONTRAVENTION OF THE CODE OF CONDUCT

Every Specified Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her dependents).

Any Specified Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalized and appropriate action may be taken by the Company.

Specified Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in employee stock option plans, etc.

The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015.

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Annexure-I

Specimen of application for pre-dealing approval

Date:

To,

The Compliance Officer,

E2E Networks Limited,

Faridabad

Dear Sir/Madam,

Application for Pre-dealing approval in securities of the Company

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 / sale / subscription of equity shares of the Company as per details given below:

1.	Name of the Applicant	
2.	Designation	
3.	Number of Securities held as on date	
4.	Folio No. / DP ID / Client ID No.)	
5.	The proposal is for	a) Purchase of securities b) Subscription to securities c) Sale of securities

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6.	Proposed date of dealing in securities	
7.	Estimated number of securities proposed to be acquired/subscribed/sold	
8.	Price at which the transaction is proposed	
9.	Current market price (as on date of application)	
10.	Whether the proposed transaction will be through stock exchange or off-market deal	
11.	Folio No. / DP ID / Client ID No. where the securities will be credited / debited	

I enclose herewith the form of Undertaking signed by me.

Yours faithfully,

(Signature of Employee)

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ANNEXURE-II

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

UNDERTAKING

To,

E2E Networks Limited,

Faridabad

I,_____, of the Company residing at , am desirous of dealing in *shares of the Company as mentioned in my application dated --- for pre-clearance of the transaction.
I further declare I am not in possession of or otherwise privy to any unpublished Price Sensitive Information (as defined in the Company's Code of Conduct for prevention of Insider Trading (the Code) up to the time of signing this Undertaking.

In the event that I have access to or received any information that could be construed as "Price Sensitive Information" as defined in the Code, 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 dealing in the securities of the Company until such information become 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 / a "Nil" report if the transaction is not undertaken.

If approval is granted, I shall execute the deal within 7 days of the receipt of approval falling which I shall seek pre-clearance.

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

Date: **Signature**:

*Indicate number of shares

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ANNEXURE III

FORMAT FOR PRE- CLEARANCE ORDER

To,

Name:

Designation:

Place:

This is to inform you that your request for dealing in _____ (nos) shares of the Company as mentioned in your application dated is approved. Please note that the said transaction must be completed on or before (date) that is within 7 days from today.

In case you do not execute the approved transaction /deal on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction/deal in the securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Your's faithfully,

For E2E Networks Limited

COMPLIANCE OFFICER

Date:.

Encl: Format for submission of details of transaction

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ANNEXURE-IV

FORMAT FOR DISCLOSURE OF TRANSACTIONS

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

To,

The Compliance Officer,

E2E Networks Limited,

Faridabad

I hereby inform that I

- have not bought / sold/ subscribed any securities of the Company
- have bought/sold/subscribed to securities as mentioned below on (date)

Name of holder	**No. of Securities dealt with**	**Bought/sold/subscribed**	**DP ID/ Client ID/ Folio No**	**Price (Rs.)**

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 years and produce to the Compliance officer / SEBI any of the following documents:

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1. Broker's contract note.

2. Proof of payment to/from brokers.

3. Extract of bank passbook/statement (to be submitted in case of demat transactions).

4. Copies of Delivery instruction slip (applicable in case of sale transaction).

I agree to hold the above securities for a minimum period of six months. In case there is any urgent need to sell these securities within the said period, I shall approach the Compliance Officer for necessary approval. (*applicable in case of purchase / subscription*).

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

Date:

Signature:

Name:

Designation:

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FORM A

SEBI (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (1) (a) read with Regulation 6 (2) – Initial disclosure to the company]

Name of the Company: .

ISIN of the Company:.

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relative to/others etc)	Securities held as on the date of regulation coming into force		% of Shareholding
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	
1	2	3	4	5

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

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Details of Open Interest (OI) in derivatives of the company held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation6(2)

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		
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
6	7	8	9	10	11

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

Name & Signature:

Designation:

Date:

Place:

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FORM B

SEBI (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (1) (b) read with Regulation 6 (2) – Disclosure on becoming a Director/KMP/Promoter]

Name of the Company: .

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 and other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relative to/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 Shareholding
			Type of security (For eg. – Shares, Warrants, Convertible Debentures 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.*

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Details of Open Interest (OI) in derivatives of the company held on Appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation6(2)

Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP		
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:

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FORM C

SEBI (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]

Name of the Company: .

ISIN of the Company: .

Details of change in holding 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 / Directors/ 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/ 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 shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		

E2E Networks

1	2	3	4	5	6	7	8	9	10	11	12	13	14

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

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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)	
15	16	17	18	19	20	21

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

Name & Signature:

Designation:

Date:

Place:

E2E Networks

FORM-D (Indicative Format)

SEBI (Prohibition of Insider Trading) Regulations, 2015
Regulation 7(3) – Transactions by Other connected persons as identified by the company

Details of trading in securities by other connected persons as identified by the company

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the company	Connection with company	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/ Interse transfer, ESOPs etc.)
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge/ Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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

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Details of trading in derivatives by other connected persons as identified by the company

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)	
15	16	17	18	19	20	21

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

Name & Signature:

Designation:

Date:

Place:

E2E'S CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOURES OF UNPUBLSIHED PRICE SENSITIVE INFORMATION

(This code is adopted in satisfaction of Regulation 8 (1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015

1. OBJECTIVE OF THE CODE

The Objective of this Code is to formulate a stated framework and policy for fair disclosure of events and occurrence that could impact price discovery in the market for E2E's securities as and when it becomes due for dissemination or disclosure and to maintain uniformity and fairness in dealing with all stakeholders.

2. DEFINITIONS RELEVANT TO THE CODE

a) "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 compliances of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservations 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;

b) "Unpublished Price Sensitive Information" means any information, relating to company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:

(i) Financial Results;
(ii) Dividends;
(iii) Change in Capital structure;
(iv) Mergers, demergers, acquisitions, delistings, 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

c) Chief Investor Relations Officer" is an officer who is designated to deal with dissemination of Information and disclosure of UPSI.

3. PRINCIPLES OF FAIR DISCLOSURE OF E2E

E2E will be adhere to the following code for fair disclosure to ensure fair and uniform disclosure of all events and occurrences that would impact the price of the securities of the Company.

A. Prompt public disclosure of unpublished price sensitive information:

i) Any Unpublished Price Sensitive Information relating to E2E that would impact the price discovery will be first made available to the stock exchange and other applicable regulatory authorities in a prompt and timely manner and immediately thereafter or simultaneously therewith be published on the Company's website and other media upon credible and concrete information coming into being, in order to make such information generally available. For this purpose, E2E may also consider such modes of public disclosure including electronic and print media for publication of Unpublished Price Sensitive Information so as to improve investor access to the same.

ii) E2E will make efforts to ensure that there is no selective disclosure of Unpublished Price Sensitive Information and the UPSI is disclosed uniformly and in universal manner, unless otherwise required or permitted under the regulations or any other law for the time being in force. In the event of any inadvertent or selective disclosure of UPSI, prompt action shall be taken to make such information generally available**.**

B. Dissemination and disclosure of Unpublished Price Sensitive Information

i) The Head-Investor Relations of E2E will be the Chief Investor Relation Officer (CIRO). The CIRO will be responsible to oversee the dissemination and disclosure of each UPSI

ii) Any information to be shared with the analyst and research personnel will be first given to the CIRO. The CIRO will verify and ensure that the information being shared with the analysts and research personnel is not UPSI. Only after receiving the necessary confirmation, any information will be shared with analysts and research personnel. To the extent possible, it will be ensured that any such information is provided to the analysts by the CIRO, himself. E2E will continue to develop, evolve and improve best practices while dealing with analysts and research personnel. Such practices will include making audio records of proceedings or transcripts of meetings with analysts and other investor relations conferences on E2E's official website to ensure official confirmation and documentation of the disclosures made.

iii) No information shall be passed on by an insider by way of making a recommendation for the purchase or sale of Securities of E2E.

iv) ALL UPSI shall be handled on a need to know basis. No UPSI shall be communicated to any employee, officer, director or other person except in furtherance of legitimate purpose, performance of duties or discharge of legal obligations.

4. RESPONDING TO MARKET RUMOURS

i) The Company shall ensure to provide appropriate and fair response to any queries on news reports and requests for verification of market rumours by stock exchanges, analysts, shareholders, media and other regulatory authorities. For this purpose:

a) The CIRO will be the nodal officer for receiving and evaluating any queries on news reports and requests for verification of market rumours by regulatory authorities.

b) All the requests/queries shall be documented and as far as practicable, the CIRO shall request for such queries/requests in writing.

c) The CIRO will promptly coordinate with the relevant officers of E2E internally and provide appropriate and fair responses to Stock Exchanges(s), analysts, shareholder(s), media and other regulatory authorities.

5. AMENDMENT

The Board of Directors of the Company reserves its right to amend or modify the code in whole or part, at any time, when it deems appropriate, to be in compliance with the regulations.