

Date: December 16, 2022

The Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip code: 543426

The Manager
Listing Department
National Stock Exchange of India
Limited,
“Exchange Plaza”, 5th Floor, Plot No. C/1,
G Block, Bandra – Kurla Complex, Bandra,
Mumbai-400051.
Symbol: METROBRAND

Dear Sir/Ma'am,

Subject: Updation of Payment details in Report of violation of Company's Code of Conduct for Prohibition of Insider Trading

Ref: SEBI Circular No. SEBI/HO/ISD/CIR/P/2020/135 dated July 23, 2020
Our letter dated December 15, 2022

Dear Sir/ Ma'am,

This is further to our letter dated December 15, 2022, in terms of the SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020, reporting details of violation of the Company's Code of Conduct for Prohibition of Insider Trading under the SEBI (Prohibition of Insider Trading) Regulations, 2015 by Mr. Yazin Charania, Designated Person of the Company.

We have further updated details of payment made by Mr. Charania in the said report enclosed as “Annexure A” to this letter.

Request you to take the same on record.

Yours faithfully,

For **Metro Brands Limited,**

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by DEEPA SOOD
Date: 2022.12.16
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Deepa Sood
(Company Secretary & Compliance Officer)
Membership No: 16019

Annexure A

Report by Metro Brands Limited for violations related to Code of Conduct (“Code of Conduct”) under SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations”).

Schedule B read with Regulation 9 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Sr. No.	Particulars	Details
1.	Name of the listed company/ Intermediary/Fiduciary	Metro Brands Limited
2.	<i>Please tick appropriate checkbox</i> Reporting in capacity of : ☐ Listed Company ☐ Intermediary ☐ Fiduciary	Listed Company
3.	A. Details of Designated Person (DP)	
	i. Name of the DP	Yazin Charania
	ii. PAN of the DP	ADEPC7263N
	iii. Designation of DP	Head Buyer - Women, Kids & Accessories
	iv. Functional Role of DP	Sales Department
	v. Whether DP is Promoter or belongs to Promoter Group	No
	B. If Reporting is for immediate relative of DP	
	i. Name of the immediate relative of DP	NA
	ii. PAN of the immediate relative of DP	NA
	C. Details of transaction(s)	
	i. Name of the scrip	NSE Symbol – METROBRAND BSE Symbol – 543426
	ii. No of shares traded and value (Rs.) (Date-wise)*	10.11.2022 – Creation of pledge of 2,400 Equity shares. Value: Rs. 20,10,600/- 14.11.2022 - Revocation of Pledge of 2,400 Equity shares. Value: Rs.

		19,08,360/- Net Profit – Rs. 1,02,240/- (Rupees one lakh two thousand two hundred forty only) 11.11.2022 – Sold 17 Equity shares. Value: Rs. 13,648/-
	D. In case value of trade(s) is more than Rs.10 lacs in a calendar Quarter*	
	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under regulation 7 of SEBI (PIT) Regulations, 2015	Not Complied
	ii. Date of intimation of trade(s) by Company to stock exchanges under regulation 7 of SEBI (PIT) Regulations, 2015	Complied as per SEBI circular SEBI/HO/ISD/ISD/CIR/P/2021/617 dated 13 th August 2021.
4.	Details of violations observed under Code of Conduct*	Execution of contra trade of 2,400 Equity Shares of the Company by the DP and sale of 17 Equity shares of the Company without seeking pre-clearance approval.
5.	Action taken by Listed company/ Intermediary/ Fiduciary*	1. Warning letter dated 21st November 2022 was issued to DP for creation of pledge on 2,400 Equity shares without obtaining preclearance. The same was also reported to the Stock Exchanges. 2. Pursuant to knowledge of subsequent contravention, following action has been taken by the Company: • Instructed him to pay 100% of the notional profit made from such trade (Pledge) i.e Rs. 1,02,240 /- (Rupees one lakh two thousand two hundred forty only) and additional penalty of Rs. 10,000/- (Rupees ten thousand only) i.e total of Rs. 1,12,240/- (Rupees one lakh twelve thousand two hundred forty only) in violation to the Code of Conduct. DP

		has been asked to remit the amount of the profit and penalty to Securities and Exchange Board of India - Investor Protection and Education Fund. • Second warning letter has been issued by the Compliance Officer on behalf of the Company, wherein DP has been: 1. Restricted to trade in Company's Equity share for next six months. 2. Cautioned him not to repeat any violation in future under the Code of Conduct. 3. Instructed to attend educative session on the compliances under PIT Regulations & Code of Conduct.
6.	Reasons recorded in writing for taking action stated above*	• Violation of clause 1.8 of Code of Conduct i.e execution of trade without seeking preclearance approval from Compliance officer. • Violation of clause 1.10 of the Code of Conduct, i.e., execution of contra trade.
7.	Details of the previous instances of violations, if any, since last financial year*	DP created pledge of 2,400 Equity shares of the Company on 10th November 2022 without obtaining preclearance approval. The violation of Code of Conduct was intimated to the Company by the DP on 19th November 2022. Company intimated Stock Exchanges about the same non-compliance on 22nd November 2022. As it was first non-compliance strict warning was given to DP to not engage in any such activity.

8.	If any amount collected for Code of Conduct violation(s) i. Mode of transfer to SEBI – IPEF ii. Details of transfer/payment Online		Online	
	In case of Demand Draft (DD)			
	Particulars	Details	Particulars	Details
	Bank Name and branch	Not Applicable	Name of the transferor	Yazin Charania
	DD Number		Bank Name, branch and Account number	ICICI Bank, Fort Branch 041501504242
	DD date		UTR/ Transaction reference Number	IMPS/234918275647
	DD amount (in Rs.)		Transaction date	15 th December 2022
			Transaction Amt. (in Rs.)	1,12,240
9.	Any other relevant information		-	

* Details furnished in letter dated December 15, 2022, enclosed as Annexure B

For Metro Brands Limited

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Deepa Sood
Company Secretary & Compliance Officer

Date: 16th December 2022
Place: Mumbai

Annexure B

Date: December 15, 2022

The Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip code: 543426

The Manager
Listing Department
National Stock Exchange of India
Limited,
“Exchange Plaza”, 5th Floor, Plot No. C/1,
G Block, Bandra – Kurla Complex, Bandra,
Mumbai-400051.
Symbol: METROBRAND

Dear Sir/Ma'am,

Subject: Reporting of violation of Company's Code of Conduct for Prohibition of Insider Trading

Ref: SEBI Circular No. SEBI/HO/ISD/CIR/P/2020/135 dated July 23, 2020

Dear Sir/ Ma'am,

This is to inform you that in terms of the SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020, the details of violation of the Company's Code of Conduct for Prohibition of Insider Trading under the SEBI (Prohibition of Insider Trading) Regulations, 2015 by the Designated Person in the format prescribed in the said Circular is enclosed as “Annexure A” to this letter.

Request you to take the same on record.

Yours faithfully,

For **Metro Brands Limited,**

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by DEEPA SOOD
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Deepa Sood
(Company Secretary & Compliance Officer)
Membership No: 16019

Annexure A

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Schedule B read with Regulation 9 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Sr. No.	Particulars	Details
1.	Name of the listed company/ Intermediary/Fiduciary	Metro Brands Limited
2.	<i>Please tick appropriate checkbox</i> Reporting in capacity of : ☐ Listed Company ☐ Intermediary ☐ Fiduciary	Listed Company
3.	A. Details of Designated Person (DP)	
	i. Name of the DP	Yazin Charania
	ii. PAN of the DP	ADEPC7263N
	iii. Designation of DP	Head Buyer - Women, Kids & Accessories
	iv. Functional Role of DP	Sales Department
	v. Whether DP is Promoter or belongs to Promoter Group	No
	B. If Reporting is for immediate relative of DP	
	i. Name of the immediate relative of DP	NA
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	C. Details of transaction(s)	
	i. Name of the scrip	NSE Symbol – METROBRAND BSE Symbol – 543426
	ii. No of shares traded and value (Rs.) (Date-wise)	10.11.2022 – Creation of pledge of 2,400 Equity shares. Value: Rs. 20,10,600/- 14.11.2022 - Revocation of Pledge of 2,400 Equity shares. Value: Rs. 19,08,360/-

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	D. In case value of trade(s) is more than Rs.10 lacs in a calendar quarter	
	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under regulation 7 of SEBI (PIT) Regulations, 2015	Not Complied
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		Exchange Board of India - Investor Protection and Education Fund. • Second warning letter has been issued by the Compliance Officer on behalf of the Company, wherein DP has been: 1. Restricted to trade in Company's Equity share for next six months. 2. Cautioned him not to repeat any violation in future under the Code of Conduct. 3. Instructed to attend educative session on the compliances under PIT Regulations & Code of Conduct.
3.	Reasons recorded in writing for taking action stated above	• Violation of clause 1.8 of Code of Conduct i.e execution of trade without seeking preclearance approval from Compliance officer. • Violation of clause 1.10 of the Code of Conduct, i.e., execution of contra trade.
4.	Details of the previous instances of violations, if any, since last financial year	DP created pledge of 2,400 Equity shares of the Company on 10th November 2022 without obtaining preclearance approval. The violation of Code of Conduct was intimated to the Company by the DP on 19th November 2022. Company intimated Stock Exchanges about the same non-compliance on 22nd November 2022. As it was first non-compliance strict warning was given to DP to not engage in any such activity.

5.	If any amount collected for Code of Conduct violation(s) i. Mode of transfer to SEBI – IPEF (Online/Demand Draft) ii. Details of transfer/payment Online <table><tr><th>Particulars</th><th>Details</th></tr><tr><td>Name of the transferor</td><td rowspan="5"></td></tr><tr><td>Bank Name, branch and Account number</td></tr><tr><td>UTR/ Transaction reference Number</td></tr><tr><td>Transaction date</td></tr><tr><td>Transaction Amt. (in Rs.)</td></tr></table> In case of Demand Draft (DD) <table><tr><th>Particulars</th><th>Details</th></tr><tr><td>Bank Name and branch</td><td rowspan="4"></td></tr><tr><td>DD Number</td></tr><tr><td>DD date</td></tr><tr><td>DD amount (in Rs.)</td></tr></table>	Particulars	Details	Name of the transferor		Bank Name, branch and Account number	UTR/ Transaction reference Number	Transaction date	Transaction Amt. (in Rs.)	Particulars	Details	Bank Name and branch		DD Number	DD date	DD amount (in Rs.)	Payment is pending and the same shall be intimated to the exchanges once transferred by the DP.
Particulars	Details																
Name of the transferor																	
Bank Name, branch and Account number																	
UTR/ Transaction reference Number																	
Transaction date																	
Transaction Amt. (in Rs.)																	
Particulars	Details																
Bank Name and branch																	
DD Number																	
DD date																	
DD amount (in Rs.)																	
6.	Any other relevant information	-															

For Metro Brands Limited

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Deepa Sood

Company Secretary & Compliance Officer

Date: 15th December 2022

Place: Mumbai