PURAVANKARA®

PURAVANKARA PROJECTS LIMITED

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

CONTENTS:

INTRODUCTION	2
TITLE COMMENCEMENT AND EXTENT	2
DEFINITIONS	2
COMPLIANCE OFFICER	5
PRESERVATION OF PRICE SENSITIVE INFORMATION	5
RESTRICTIONS ON COMMUNICATION AND TRADING BY INSIDERS	5
TRADING WINDOW	7
PRE CLEARANCE- FOR TRADING	8
ADDITIONAL TRADING RESTRICTIONS ON DIRECTORS AND KEY MANGERIAL PERSONNEL	8
PENALTY FOR CONTRAVENTION OF THE CODE	8
DISCLOSURES OF TRADING BY INSIDERS	8
DISCLOSURES BY CERTAIN PERSONS	9

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

PURAVANKARA PROJECTS LIMITED

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

INTRODUCTION

The Securities and Exchange Board of India ("SEBI") notified the SEBI (Prohibition of Insider Trading Regulations) 2015 ("Regulations" or "Insider Trading Regulations") on 15.01.2015, replacing the SEBI (Prohibition of Insider Trading) 1992, which will be effective from **15.05.2015**

TITLE COMMENCEMENT AND EXTENT

I. This Code is called the **CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING.**

II. It shall come into force on **15.05.2015**.

III. This Code is applicable to **Puravankara Projects Limited (PPL), all the Directors, Employees and their immediate relatives of PPL, its subsidiaries and associates.**

DEFINITIONS

(1) In these regulations, unless the context otherwise requires, the following words, expressions and derivations therefrom shall have the meanings assigned to them as under:–

a) **"Act"** means the Securities and Exchange Board of India Act, 1992 (15 of 1992);

b) **"Board"** means the Securities and Exchange Board of India:

c) **"Board of Directors"** means the Board of Directors of **Puravankara Projects Limited** as constituted from time to time:

d) **"Company"** or **"the Company"** or **"PPL"** means **Puravankara Projects Limited**;

e) **"Compliance officer"** means any senior officer, designated so and reporting to the board of directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board of directors of the listed company or the head of an organization, as the case may be;

f) **"Connected person"** means,

A. any person who is or has during the **6 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, 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.

B. 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,

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

i. An immediate relative of connected persons specified in clause (A); or
ii. A holding company or associate company or subsidiary company; or
iii. An intermediary as specified in section 12 of the Act or an employee or director thereof; or
iv. An investment company, trustee company, asset management company or an employee or director thereof; or
v. An official of a stock exchange or of clearing house or corporation; or
vi. 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
vii. 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
viii. An official or an employee of a self-regulatory organization recognised or authorized by the Board; or
ix. A banker of the company; or
x. A concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his immediate relative or banker of the company, has more than ten per cent of the holding or interest;

***NOTE**: It is intended that a connected person is one who has a connection with the company that is expected to put him in possession of unpublished price sensitive information. Immediate relatives and other categories of persons specified above are also presumed to be connected persons but such a presumption is a deeming legal fiction and is rebuttable. This definition is also intended to bring into its ambit persons who may not seemingly occupy any position in a company but are in regular touch with the company and its officers and are involved in the know of the company's operations. It is intended to bring within its ambit those who would have access to or could access unpublished price sensitive information about any company or class of companies by virtue of any connection that would put them in possession of unpublished price sensitive information.*

g) **"Designated Person" means**

i. The term "designated person" shall consist of, Connected Persons who are:
ii. Promoters of the Company;
iii. Key managerial personnel
iv. All Departmental Heads
v. Directors of the Company and its subsidiaries/ associates
vi. Executive Vice Presidents of the Company;
vii. All employees in the Finance and Accounts Department, Corporate Planning Department, Legal Department being General Manager and above
viii. Any other Connected Person designated by the Company on the basis of their functional role;
ix. Immediate Relatives of the above;

It is the responsibility of the designated persons to take pre trading approval, disclose to the company their immediate relatives and any persons for whom such designated persons take trading decision and their holding under this codes.

h) **"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis, such as information published on the website of the stock exchanges. **"Generally Available"** with respect to information shall be construed accordingly;

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

i) **"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;

j) **"Insider"** means any person who is:

i) A connected person; or

ii) In possession of or having access to unpublished price sensitive information;

***NOTE**: Since "generally available information" is defined, it is intended that anyone in possession of or having access to unpublished price sensitive information should be considered an "insider" regardless of how one came in possession of or had access to such information. Various circumstances are provided for such a person to demonstrate that he has not indulged in insider trading. Therefore, this definition is intended to bring within its reach any person who is in receipt of or has access to unpublished price sensitive information. The onus of showing that a certain person was in possession of or had access to unpublished price sensitive information at the time of trading would, therefore, be on the person leveling the charge after which the person who has traded when in possession of or having access to unpublished price sensitive information may demonstrate that he was not in such possession or that he has not traded or he could not access or that his trading when in possession of such information was squarely covered by the exonerating circumstances.*

k) **"Insider Trading Regulations"** / "Regulations" means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

l) **"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;

m) **"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;

n) **"Specified"** means specified by the Board in writing;

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

p) **"trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly ;

***NOTE**: Under the parliamentary mandate, since the Section 12A (e) and Section 15G of the Act employs the term 'dealing in securities', it is intended to widely define the term "trading" to include dealing. Such a construction is intended to curb the activities based on unpublished price sensitive information which are strictly not buying, selling or subscribing, such as pledging etc when in possession of unpublished price sensitive information.*

q) **"Trading day"** means a day on which the recognized stock exchanges are open for trading;

r) **"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:

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

(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 thereunder shall have the meanings respectively assigned to them in those legislation.

COMPLIANCE OFFICER

a. The Company Secretary of PPL shall be the Compliance Officer for the purpose of the Code and will report to the Board of Directors. In the absence of the Company Secretary, any other person as may be designated by the Managing Director shall be the Compliance Officer for the purpose of the Code.

b. The Compliance Officer shall be responsible for setting forth policies, procedures, monitoring adherence to the rules for the preservation of Price Sensitive Information, pre-clearing of all Designated Person, addressing any clarifications/difficulties regarding the Regulations and/or the Code and the implementation of the Code, under the overall supervision of the Chairman and Managing Director.

PRESERVATION OF PRICE SENSITIVE INFORMATION

All Designated Persons shall maintain the confidentiality of all Unpublished Price Sensitive Information in their possession.

All Designated Person shall not advise, communicate, counsel, inform or pass on such unpublished Price Sensitive Information to any person, directly or indirectly, other than communication required to be made/done in the ordinary course of business, or under any law.

Unpublished Price Sensitive Information shall be handled on a **"need-to-know"** basis, i.e., unpublished Price Sensitive Information should be disclosed only to those within PPL who need the information to discharge their duty and/or functions.

RESTRICTIONS ON COMMUNICATION AND TRADING BY INSIDERS

COMMUNICATION OR PROCUREMENT OF UNPUBLISHED PRICE SENSITIVE INFORMATION [Regulation 3]

(1) No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

(2) No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

(3) Notwithstanding anything contained in this regulation, an unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that would:

(i) Entail 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;

(ii) Not attract the obligation to make an open offer under the takeover regulations but where the board of directors of the company is of informed opinion that the proposed Transaction is in the best interests of the company and the information that constitute Unpublished price sensitive information is disseminated to be made generally available at least 2 Trading days prior to the proposed transaction being effected in such form as the Board of directors may determine.

(4) With the reference to the aforesaid, 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 purpose of sub-regulation (3), and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information.

NO TRADING WHEN IN POSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION [Regulation 4]

(1) No insider shall trade in securities that are listed or proposed to be listed on a stock exchange **when in possession of unpublished price sensitive information:**

Provided that the insider may prove his innocence by demonstrating the circumstances including the following:

(i) The transaction is an off-market inter-se transfer between promoters who were in possession of the same unpublished price sensitive information without being in breach of regulation 3 and both parties had made a conscious and informed trade decision;

(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** set up in accordance with the regulations.

(2) 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.

(3) The Board may specify such standards and requirements, from time to time, as it may deem necessary for the purpose of these regulations.

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

TRADING PLANS [Regulation 5]

(1) An Insider / Designated Person shall be entitled to formulate a trading plan 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.

(2) Such trading plan shall:

(i) Not entail commencement of trading on behalf of the insider **earlier than 6 Months** from the public disclosure of the plan;

(ii) Not entail trading for the period between the **20th 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 **2nd 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 effected (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**.

(3) The compliance officer shall review the trading plan to assess whether the plan would have any potential for violation of these regulations and shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.

(4) 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.

Further, the implementation of the trading plan shall not be commenced if any unpublished price sensitive information in possession of the insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation and in such event the compliance officer shall confirm that the commencement ought to be deferred until such unpublished price sensitive information becomes generally available information.

(5) Upon approval of the trading plan, the Compliance Officer shall notify the plan to the stock exchanges on which the securities are listed.

TRADING WINDOW

1) The Compliance Officer shall notify a 'trading window' during which the Designated Persons may Trade in the Company's securities after securing pre-clearance from the Compliance Officer in accordance with these Rules.

2) Designated Persons shall not Trade in the Company's securities **when the trading window is closed.**

3) The trading window shall generally be closed for all Insiders between such days, prior to the last day of any financial period for which results are required to be announced by the Company, as may be announced by the Compliance Officer of the Company **AND** for **48 hours AFTER disclosure of such financial results**.

4) Additionally, the trading window shall be closed in particular for a Designated Person(s) when the Compliance Officer determines that a Designated Person(s) can reasonably be expected

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

to have possession of UPSI, for such periods as determined by the Compliance Officer.

PRE CLEARANCE- FOR TRADING

The Designated Persons shall seek pre clearances (after executing an undertaking) for trading from the Compliance Officer or such authorised persons, as may be designated, from time to time. Necessary form is appended as **ANNEXURE-1**.

Such clearances shall be valid only for the date of the approval and **7 days** thereafter and in case the transaction couldn't get executed necessary approval are required to be sorted to be obtained from the compliance officer again.

The Designated Persons shall not engage in Dealing in Securities, if such Designated Persons is in possession of any unpublished Price Sensitive Information and also that the compliance officer shall not approve in case the designated persons is in possession of Unpublished Price Sensitive Information (UPSI)

The Designated Person shall, within 2 days of the execution of the Trade, submit the details of such Trade to the Compliance Officer as per **ANNEXURE- 2**. In case the transaction is not undertaken, a report to that effect shall be filed in the said form.

ADDITIONAL TRADING RESTRICTIONS ON DIRECTORS AND KEY MANGERIAL PERSONNEL

1) No Designated Persons shall enter into derivative transactions in respect of the securities of the Company.

2) All Designated Persons who Trade in the securities of the company shall not enter into an opposite transaction during the next 6 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.

PENALTY FOR CONTRAVENTION OF THE CODE

a All the Designated Persons shall be individually responsible for complying with the provisions of the Regulations and the Code to the extent applicable. In case of other Insiders who acts in contravention of these Rules shall be liable to have their services or relationship with the Company, as the case may be, terminated.

b Any Director who violates the Code shall be subject to disciplinary action, as may be deemed fit by the Board of Directors of PPL. Any Employee who violates the Code shall be subject to disciplinary action, which may include freeze on emoluments, ineligibility for future participation in the stock option plans or suspension/termination of service/contract, or any other action as may be deemed fit by PPL.

c The action by PPL shall not preclude SEBI from taking any action for violation of the Regulations.

DISCLOSURES OF TRADING BY INSIDERS

(i) Every public disclosure shall be made in such form as specified hereunder.

(ii) The disclosures to be made by any person shall include those relating to **trading by such person's immediate relatives,** and by **any other person for whom such person takes trading decisions.**

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

(iii) The disclosures of trading in securities shall also **include trading in derivatives of securities** and the traded value of the derivatives shall also be taken into account for this purposes:

Further, the disclosures made under this Chapter shall be maintained by the company, for a minimum period of **5 Years**, in such form as may be specified.

DISCLOSURES BY CERTAIN PERSONS

INITIAL DISCLOSURES.

(a) Every Designated Person of every company whose securities are listed on any recognised stock exchange shall disclose in **FORM A** (Please refer **ANNEXURE- 3**) his holding of securities of the company as on the date of these regulations taking effect, to the company within **30 Days** of these regulations taking effect;

(b) Every person on Appointment as a Key Managerial Personnel or a Director of the company or upon becoming a promoter shall disclose in **FORM B** (Please refer **ANNEXURE- 4**) his holding of securities of the company as on the date of appointment or becoming a promoter, to the Company within **7 Days** of such appointment or becoming a promoter.

CONTINUAL DISCLOSURES

(a) Every Designated Persons of the Company shall disclose to the company, in **FORM C** (Please refer **ANNEXURE- 5**) , the number of such securities acquired or disposed of **within 2 Trading days** of such transaction if the value of the securities traded, whether in one transaction or a series of transactions **OVER ANY CALENDAR QUARTER**, aggregates to a traded value in excess of **Rs. Ten Lakhs** (or) **such other value** as may be specified;

(b) The Company shall notify the particulars of such trading to the stock exchange on which the securities are listed **within 2 Trading days of receipt of the disclosure** (or) **from becoming aware of such information.**

Explanation— it is clarified for the avoidance of doubts that the disclosure of the incremental transactions after any disclosure under this sub-regulation, shall be made when the transactions effected after the prior disclosure cross the threshold specified in clause (a) as aforesaid.

DISCLOSURES BY OTHER CONNECTED PERSONS

The Company may, at its discretion require any other connected person (or) class of connected persons to make disclosures of holdings and trading in securities of the company in **FORM D** (Please refer **ANNEXURE- 6**) and at such frequency as may be determined by the company in order to monitor compliance with these regulations.

The Compliance Officer shall maintain records of all the declarations /undertakings/forms as mentioned in this Code, and received from time to time, for a period of **5 Years.**

The Compliance Officer shall place before the Audit Committee of the Board of Directors, on a quarterly basis all the details of the Dealing in Securities by the Directors, the Employees and the Dependent Family Members.

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

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ANNEXURE- 1

PURAVANKARA PROJECTS LIMITED

FORM OF APPLICATION FOR PRE CLEARENCE OF TRADES

Date: _____

To:
The Compliance Officer,
Puravankara Projects Limited,
Bengaluru- 560 042.

Dear Sir,

Sub: Application for Pre Trading in securities of the Company

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and with reference to the Code of Conduct for Prevention of Insider Trading of the company, I hereby give notice that I / my relative Mr._____ / Ms._____**propose to carry out the following transaction**:

(Note: For offline trades, please fill separate forms for self and each of affected relative. The code number above should be of the person in whose name the transaction is proposed)

Name of Employee	
Employee Code	
Branch/Department	

Name of the Security(ies)	Type of Security	Transaction Sale / Purchase/ Future / Options (Put/Call)	Quantity of Security (ies)	Indicative Price / Premium (for offline trade only)	Name of the Exchange	Number of Securities Held as of date (physical/Demat)	Folio No./ DP ID/Client ID No. where the securities will be credited/debited

In this connection, I do hereby represent and undertake as follows:-

a. That I am aware of the SEBI (Prohibition of Insider Trading) Regulations (Regulations) and the Code of Conduct for Prevention of Insider Trading and procedures made there under and have not contravened the Regulations and the Dealing in Securities Code/procedures laid down by the Company for prevention of insider trading as notified by the Company from time to time. I am aware that, I shall

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

be liable to face penal consequences as set forth in the code including disciplinary action under the code of the company, in case the above declaration are found to be misleading or incorrect at any time.

b. That I do not have any access nor have I received any "Unpublished Price Sensitive Information" as defined in the Regulations as amended up to the time of signing the undertaking in respect of the aforesaid securities.

c. That in case I have access to or receive "Unpublished Price Sensitive Information" after the signing of the undertaking but before the execution of any transactions in securities of the Company, I shall inform the Compliance Officer of the change in my position and that I would completely refrain from dealing in the securities of the company till the time such information becomes public.

d. I am not selling any shares, which I have purchased/acquired in the last **6 Months.**

e. I am not purchasing any shares, which I have sold/disposed off in the last **6 Months**.

f. In the event of this transaction being in violation of the Rules or the applicable laws,

   (i) I authorize the Company to recover from me, the profits arising from this transaction and remit the same to the SEBI for credit of the Investor Protection and Education Fund administered by the SEBI.

   (ii) I will compensate the indemnified persons for all expenses incurred in any investigation, defense, crisis management or public relations activity in relation to this transaction and

   (iii) I will, unconditionally, release, hold harmless and indemnify to the fullest extent, the Company and its directors and officers, (the 'indemnified persons') for all losses, damages, fines, expenses, suffered by the indemnified persons,

g. I undertake to submit the necessary report within **2 days** of execution of the transaction / a **'Nil' Report** if the transaction is not undertaken.

h. If receipt of approval, I shall execute the trade within **7 days** of the receipt of approval failing which I shall seek pre-clearance afresh.

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

(SIGNATURE)

AUTHORISATION TO DEAL:

The above transaction has been authorised. Your dealing must be completed within **7 days** from today _____ (insert date).

Date:

(SIGNATURE)

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

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ANNEXURE-2

PURAVANKARA PROJECTS LIMITED

FORMAT FOR DISCLOSURE OF PRE- APPROVED TRANSACTION

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

Date: _____

To:
The Compliance Officer,
Puravankara Projects Limited,
Bengaluru- 560 042.

FROM,

Name of Employee	
Address	

With reference to the Code of Conduct for Prevention of Insider Trading, I hereby give notice that I / my relative Mr._____/ Ms._____have carried out the following transaction:-

(Note: For offline trades, please fill separate forms for self and each of affected relative. The code number above should be of the person in whose name the transaction is proposed)

Name of the Security(ies)	Type of Security	Transaction Sale / Purchase/ Future / Options (Put/Call)	Quantity of Security (ies)	Indicative Price / Premium (for offline trade only)	Name of the Exchange	Folio No./ DP ID/Client ID No. where the securities will be credited/debited

In this connection, I do hereby represent and undertake as follows:

a. That I am aware of the SEBI (Prohibition of Insider Trading) Regulations (Regulations) and the Code of Conduct for Prevention of Insider Trading and procedures made there under and have not contravened the Regulations and the Dealing in Securities Code/procedures laid down by the Company for prevention of insider trading as notified by the Company from time to time.

b. In connection with the aforesaid transaction s), I hereby undertake to preserve, for a period of 5 (Five) years and produce to the Compliance Officer/SEBI any of the following documents as and when requested:
   i. Broker's contract note
   ii. Proof of payment to/from brokers

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

iii. Extract of bank passbook/statement (to be submitted in case of Demat transactions).
iv. Copy of Delivery instruction slip (applicable in case of sale transaction),

I agree not to undertake any contra trade in the Securities for a period of 6 months from the date of the aforesaid transaction. In case there is any urgent need to undertake a contra trade within the said period, I shall approach the Company (Compliance Officer) for necessary approval.

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

(SIGNATURE)

V.P.R

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

ANNEXURE- 3

FORM A

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (1) (a) read with Regulation 6 (2)]

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 No., CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relatives/others etc)	Securities held as on the date of regulation coming into force		% of Shareholding	Open Interest of the Future contracts held as on the date of regulation coming into force		Open Interest of the Option Contracts held as on the date of regulation coming into force	
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9

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

Signature :

Designation :

Date :

Place :

PURAVANKARA PROJECTS LTD. ★ BANGALORE 560 042

ANNEXURE- 4

FORM B

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

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 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 at the time of becoming Promoter/appointment of Director/KMP		% of Shareholding	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	
			Type of security (For eg. Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9	10

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

Signature:

Designation:

Date:

Place:

RAVANKARA PROJECTS LTD. BANGALORE 560 042

ANNEXURE- 5

FORM C

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7 (2) read with Regulation 6(2)]

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 No., CIN/DIN, & address of Promoter/ Employee / Director with contact nos.	Category of Person (Promoters/ KMP / Directors / immediate relatives / others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed		% of shareholding		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition (market purchase/public rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc)				Exchange on which the trade was executed
												Buy		Sell		
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To			Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

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

Signature :

Designation :

Date :

Place :

PURVANKARA PROJECTS LTD. BANGALORE 560 042

ANNEXURE- 6

Form D (Indicative format)

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Regulation 7(3) – Transactions by Other connected persons as identified by the company

Name, PAN No., CIN/DIN, & address of connected persons, as identified by the company with contact nos.	Connection with company	Securities held prior to acquisition/disposal		Securities acquired/Disposed		% of shareholding		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition (market purchase/public rights/ preferential offer / off market/ inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc)				Exchange on which the trade was executed
												Buy		Sell		
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To			Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

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

Name:

Signature:

Date:

Place:

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

PURAVANKARA®

PURAVANKARA PROJECTS LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

CONTENTS:

INTRODUCTION	1
TITLE COMMENCEMENT AND EXTENT	1
DEFINITIONS	2
COMPLIANCE OFFICER	2
PRINCIPLES OF FAIR DISCLOSURE	3

INTRODUCTION

Pursuant to the principles of fair disclosure specified in Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, **Puravankara Projects Ltd.** ("The Company") has adopted this **"Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information"**, in respect of fair disclosure of unpublished price sensitive information relating to the Company and / or its securities. The said Code has been formulated to ensure: **prompt, timely and adequate disclosure of UPSI** (Unpublished Price Sensitive Information).

TITLE COMMENCEMENT AND EXTENT

I. This Code is called the **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information"**

II. This Code shall come into force from **15.05.2015.**

III. This Code is applicable to **Puravankara Projects Limited (PPL), all the Directors and Employees of PPL and its Subsidiaries and their Dependent Family Members.**

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

DEFINITIONS

For the purpose of this code the following terms shall have the meanings assigned to them hereunder:

1. **"Act"** means the Securities and Exchange Board of India Act, 1992 (15 of 1992);

2. **"Board"** means the Securities and Exchange Board of India;

3. **"Board of Directors"** means the Board of Directors of Puravankara Projects Ltd. as constituted from time to time.

4. **"Code"** or **"this Code"** shall means this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;

5. **"Company"** or **"the Company"** or **"PPL"** means **PURAVANKARA PROJECTS LIMITED;**

6. **"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis, such as information published on the website of the stock exchanges. **"Generally Available"** with respect to information shall be construed accordingly;

7. **"Insider Trading Regulations" /** "Regulations" means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

8. **"Unpublished Price Sensitive Information"** or **"UPSI"** means any information, relating to the 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 of the Company and shall, ordinarily include but not restricted to, information relating to the following:
   a) Financial results;
   b) Dividends;
   c) Change in capital structure;
   d) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
   e) Changes in key managerial personnel; and
   f) Material events in accordance with the listing agreement.

9. Other terms not specifically defined here shall have the same meaning as assigned under the 'Code of Conduct to Regulate, Monitor and Report trading by its Insiders' of the Company and 'the Insider Trading Regulations'.

10. The provisions of this Code have to be read along with the Insider Trading Regulations and if there is any inconsistency / contradiction between the two, the provisions of the Insider Trading Regulations shall prevail.

COMPLIANCE OFFICER

The Company Secretary of PPL shall be the **Compliance Officer** (would also act as the Chief Investor Relations Officer) for the purpose of the Code including with dissemination of information and disclosure of unpublished price sensitive information and will report to the Chairman and Managing Director. In the absence of the Company Secretary, any other person as may be designated by the Chairman and Managing Director shall be the Compliance Officer for the purpose of the Code.

PURAVANKARA PROJECTS LTD. BANGALORE 560 042

The Compliance Officer shall report to the board of directors and in particular, shall provide reports to the Chairman of the Audit Committee.

PRINCIPLES OF FAIR DISCLOSURE

The Company shall ensure:

1) Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.

2) Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.

3) Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

4) Appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.

5) Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.

6) Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

7) Handling of all unpublished price sensitive information on a need-to-know basis.

The Company will also promptly intimate any amendment to this **Code** to all the Stock Exchanges where the securities of the Company are listed, as required under the SEBI (Prohibition of Insider Trading Regulations), 2015.

This Code has been reviewed and approved by the Board of Director through an unanimous Resolution passed by the Board of Directors on **15.05.2015.** This Code shall be applicable and binding on all Directors, Employees and Connected Person of the Company.

This Code has been published on the Official Website of the Company **www.puravankara.com**

PURAVANKARA PROJECTS LTD. BANGALORE 560 042