

## **SWELECT ENERGY SYSTEMS LIMITED**

### **CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSONS** (FRAMED IN TERMS OF REGULATION 9 AND SCHEDULE B OF THE SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015) (as amended) at the meeting held on 09.02.2024.

#### **Part A - Definitions**

- a. Regulations shall mean the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereof;
- b. Code of Conduct or Code means this code of conduct as amended from time to time;
- c. Company means “SWELECT Energy Systems Limited”;
- d. Compliance Officer means the Company Secretary of the Company;
- e. “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.
- f. Designated Persons shall mean
  - All Promoters and Promoters’ group
  - All Directors
  - Chief Executive Officer
  - Chief Financial Officer
  - Company Secretary
  - Heads of key functions viz. Marketing, Projects, Tender, Manufacturing, Materials, Human Resources, IT & Software, Engineering and Quality and Unit Heads irrespective of their designation
  - All Employees of Finance and Secretarial Departments of the Company
  - All Employees of the Company up to two levels below the Board of Directors
  - Board of Directors of material subsidiaries and its employees up to two levels below the Board of Directors irrespective of their functional role in the subsidiary company or ability to have access to unpublished price sensitive information
  - Fiduciaries
  - Immediate relatives of all the above
  - Any Connected Person specified by the Board of Directors in consultation with the Compliance Officer to be covered by this Code on the basis of his/her role and function in the Company.

Words and expressions not defined in these Regulations shall have the same meaning as contained in SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereof.

## **Part B**

### **1. Compliance Officer**

- 1.1. The Compliance Officer shall report to the Board of Directors of the Company and in particular, shall provide reports to Chairman of the Board and Audit Committee on quarterly basis.
- 1.2. The Compliance Officer, under the overall supervision of the Board of Directors of the Company, shall be responsible for implementing the Code of Conduct, monitoring, and pre clearing trades of Designated Persons and their Immediate Relatives.
- 1.3. The Compliance Officer shall maintain a record of the Designated Persons and any changes made in the list of Designated Persons.
- 1.4. The Compliance Officer shall assist the Designated Persons in addressing any clarifications regarding the Regulations and the Code of Conduct.

### **2. Restricted access to unpublished price sensitive information**

- 2.1 All Designated Persons shall maintain the confidentiality of all unpublished price sensitive information and such persons shall not pass on such information to any person directly or indirectly by way of making a recommendation for the purchase or sale of securities or in any other manner.
- 2.2 Unpublished price sensitive information is to be handled on a need-to-know basis i.e. it should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information. All non-public information directly received by any Designated Person should immediately be reported to the compliance officer.
- 2.3 Files containing unpublished price sensitive information shall be kept secure. Computer files must have adequate security of login and password etc.

### **3. Chinese Walls procedures**

- 3.1 Designated persons shall maintain Chinese Walls to ensure unpublished price sensitive information is not leaked outside their respective departments.
- 3.2 Designated persons shall disclose unpublished price sensitive information to any Employee outside his/her department or to non-employees only for legitimate business purposes, for performance of such Designated persons duties or discharge of such Employee's legal obligations and shall do so only in consultation with the Compliance Officer of the Company.
- 3.3 All Consultants, Internal Auditors and other third parties (including employees of Group Companies) who has or is expected to have access to UPSI as part of their assignment/ engagement/ relationship with the company should execute a specific confidential and non disclosure agreement pertaining to protection of UPSI.

### 3.4 Determination of “legitimate purposes”

- The term “legitimate purpose” shall mean sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of SEBI Regulations.
- Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information.
- The board of directors shall oblige the persons to execute agreements to contract confidentiality and non-disclosure obligations on the part of such connected persons and such connected persons shall keep information so received confidential, except for the legitimate purpose, and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information.
- A structured digital database to be maintained containing the names of such persons or entities as the case may be with which information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

## 4. Trading window and Restrictions on trading by Designated Person

- 4.1 The Designated Persons shall not deal/ buy/sell/ pledge etc. the securities of the Company during Closure of the 'Trading Window', i.e. the period during which trading in the securities of the Company is prohibited. The Designated persons shall conduct all their dealings in the securities of the Company only during an open trading window. The Compliance Officer shall specify a Trading Window closure period during such time when price sensitive information remains unpublished. No Designated Person shall trade or deal with the Securities of the Company when the trading window is closed. The Trading Window shall be closed when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.
- 4.2 The timing for re-opening of the trading window shall be determined by the Compliance Officer taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of Assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.
- 4.3 Notwithstanding the above, the Trading Window shall be closed at the time of
- a) Declaration of Financial results (quarterly, half-yearly and annually)
  - b) Declaration of dividend (Interim and Final)
  - c) Issue of securities by way of public/rights/bonus etc.
  - d) Any expansion of business and such other transactions
  - e) Amalgamation, mergers, demerger, acquisition, and buy-back, delisting
  - f) Disposal of whole or substantially the whole of the undertaking
  - g) Any changes in Key Managerial Personnel

***\*Provided that the period of closure of the Trading Window for financial results shall be made from the last day of the quarter end until 48 hours after the disclosure of financial results by the Company and for other items mentioned above the period of closure of trading window shall be decided by the Compliance Officer.***

**4.4 The trading window restrictions mentioned in clause (4.3) shall not apply in respect of**

- a. clauses (i) to (iv) and (vi) of the proviso to sub-regulation (1) of regulation 4 of SEBI PIT Regulations and***
- b. in respect of a pledge of shares for a bonafide purpose such as raising of funds; subject to pre-clearance by the compliance officer and compliance with the respective regulations made by the Board.***
- c. transactions which are undertaken in accordance with respective regulations made by the Board such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering of shares in a buy-back offer, open offer, delisting offer or transactions which are undertaken through such other mechanism as may be specified by the Board from time to time.\****

**4.5 Gap between the Audit Committee and Board Meeting**

The gap between clearance of accounts by audit committee and board meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.

**4.6 Exercise of options under Employees Stock Option schemes is permissible when the trading window is closed. However, sale of shares allotted on exercise of Employees Stock Option shall not be allowed when trading window is closed.**

**4.7 No Designated Person shall trade in the Company's securities if such Designated Person is in possession of unpublished price sensitive information even if the Trading Window is not closed.**

**4.8 Restrictions on trading when in possession of unpublished price sensitive information or when the Trading Window is closed shall apply 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.**

**5. Trading Plan**

**5.1 The designated persons shall be entitled to formulate a Trading Plan for dealing in Shares and present it to the Compliance Officer in the prescribed Form.**

**5.2 The Trading Plan shall –**

- a. not entail commencement of trading on behalf of the designated persons earlier than six months from the public disclosure plan;**
- b. not entail trading for the period between twentieth trading day prior to the last day of any financial period, for which results are required to be announced by the Company and 48 hours after the disclosure of such UPSI becomes the generally available information.**
- c. entail trading for a period of not less than twelve months;**
- d. not entail overlap of any period for which another trading plan is already in existence;**
- e. set out either the value of trades to be effected or the number of Equity Shares to be traded along with the nature of the trade and the intervals at or dates on which such trades shall be effected; and**

f. not entail trading in Equity Shares for market abuse

5.3 The Compliance Officer shall review the Trading Plan to assess whether the Plan would have any potential for violation of the Regulations and this Code and shall be entitled to seek such express undertakings, as may be necessary and enable to approve and monitor the implementation of the Plan.

5.4 The Trading Plan once approved shall be irrevocable and the Designated Person shall mandatorily have to implement the Plan, without being entitled to either deviate from it or to execute any trade in Equity Shares outside the scope of the Trading Plan. However, the implementation of the Trading Plan shall not be commenced, if at the time of execution of the Plan the Designated Person is in possession of any UPSI and the said information has not become 'generally available information'. The commencement of the Trading Plan shall be deferred until such UPSI becomes the generally available information.

Further, the Designated Persons shall also not be allowed to deal in Equity Shares, if the date of trading in Equity Shares as per the approved Trading Plans, coincide with the date of closure of Trading Window announced by the Compliance Officer.

5.5 Upon approval of the Trading Plan, the Compliance Officer shall notify the plan to the Stock Exchanges.

## **6. Pre-clearance of trades**

6.1. When the Trading Window is open, trading by Designated Persons shall obtain pre-clearance from the compliance officer of the company for the proposed trade (acquisition or disposal) in the securities of the company, if the value of the proposed trade, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs.5,00,000/- (five lakh rupees). For this purpose, the value of trades proposed within a block of 7 trading days shall be clubbed together.

6.2. No Designated Person shall apply for pre-clearance of any proposed trade if he/she is in possession of unpublished price sensitive information even if the trading window is not closed.

6.3. An application may be made in the Form (appended), to the Compliance Officer indicating the estimated number of securities that the Designated Person intends to deal in, 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 the Company in this behalf.

6.4. An undertaking shall be executed by such Designated Person in favour of the Company incorporating, inter alia, the following clauses:

a. the Designated Person does not have any access or has not received unpublished price sensitive information up to the time of signing the undertaking.

b. in case the Designated Person has access to or receives unpublished price sensitive information after signing of the undertaking but before 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 generally available.

c. he/she has not contravened the Code of Conduct.

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

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

6.6. Designated Persons shall execute the trades which have been pre-cleared within seven trading days of the pre-clearance. Failing which, fresh pre-clearance would be needed for the trades to be executed.

6.7. A Designated Person who is permitted to trade shall not execute a contra trade within six months of any trade. The Compliance Officer is empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate these regulations. If any contra trade is 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 the SEBI under the SEBI Act.

Provided that this shall not be applicable for trades pursuant to exercise of stock options.

## **7. Reporting requirements for transactions in securities**

7.1 All Designated Persons of the Company shall forward the following details of their Securities transactions including the statement of dependent family members to the Compliance Officer.

a. All holdings in securities of the Company by newly employed Designated Persons at the time of joining the Company.

b. In respect of existing Designated Person, all holdings in securities of the Company as on 16th May 2015, i.e the date of the coming into force of the SEBI (Prohibition of Insider Trading) Regulations 2015.

c. Statement of any transactions in securities of the Company irrespective of whether pre-clearance of trade was obtained or not, on a quarterly basis within 15 days from the end of each quarter and

d. Annual statement of all holdings in securities of the Company as on 31<sup>st</sup> March of each year; before 30<sup>th</sup> April of that year.

7.2 Every Designated Person shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified by SEBI from time to time.

7.3 The Compliance Officer shall maintain records of all the declarations in the appropriate form given by Designated Person for a minimum period of three years.

7.4 Designated persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the company on an annual basis and as and when the information changes:

a) immediate relatives

b) persons with whom such designated person(s) shares a material financial relationship

c) Phone, mobile and cell numbers which are used by them

- 7.5 In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one time basis.

Explanation – The term “material financial relationship” shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding twelve months, equivalent to at least 25% of such payer’s annual income but shall exclude relationships in which the payment is based on arm’s length transactions.]

## **8. Penalty for contravention of the Code of Conduct**

- 8.1 Any Designated Person contravening the Code of Conduct shall be subject to disciplinary action, which may include non-payment of remuneration, wage freeze, suspension, recovery, clawback etc.,
- 8.2 Such action may be taken by the Board of directors of the Company or any committee of the board authorised in this behalf and after giving due opportunity to such Designated Person.
- 8.3 Any action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 8.4 In case it is observed by the Company/Compliance Officer that there has been a violation of SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI shall be informed to SEBI accordingly.
- 8.5 The Company shall identify the designated persons and their immediate relatives and obtain their disclosure. The same shall be captured in the Structured Digital Database (SDD software) maintained by the Company and intimation of closure of trading window will be made through the SDD software to their registered email ID’s informing the duties, responsibilities and liabilities while handling the UPSI.

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**FORMAT FOR MAKING APPLICATION FOR PRE-CLEARANCE OF TRADE AS PER THE TERMS OF THE CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS OF THE COMPANY READ WITH SEBI (PROHIBITION OF INSIDER TRADING) REG, 2015**

Date:

To  
The Compliance Officer  
SWELECT Energy Systems Limited  
"SWELECT House", No.5,  
Sir P.S. Sivasamy Salai,  
Mylapore, Chennai – 600004.

Dear Sir/Madam,

Sub: Application for pre-dealing approval in equity shares / securities of the company in terms of the code of conduct to regulate, monitor and report trading by insiders of the company read with applicable provisions of the SEBI (Prohibition of Insider Trading Regulations) 2015.

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 trade (Purchase/Sale/subscription etc) of ..... equity shares of the Company as per details given below.

1.	Name of the applicant	
2.	Designation	
3.	Name of the person, who is trading	
4.	Number of securities held as on date a) By the applicant b) By the person executing trade	
5.	Folio No./DP ID / Client ID No.	
6.	The Proposal is for a) Purchase of securities b) Subscription to securities c) Sale of securities	
7.	Proposed date of trading in securities	
8.	Estimated number of securities proposed to be acquired/subscribed/sold	
9.	Price at which the transaction is proposed	
10.	Current market price (as on date of application)	
11.	Whether the proposed transaction will be through stock exchange or off-market deal	
12.	Folio No./DP ID/Client ID No. where the securities will be credited / debited	

I hereby confirm and declare that:

- a. 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 becomes public.
- b. I declare that I have not contravened the provisions of the Code as notified by the Company from time to time.
- c. If approval is granted, I shall execute the trade within 7 days of the receipt of approval failing which I shall seek pre-clearance again, if necessary.
- d. I undertake to submit the necessary report within two days of execution of the transaction/ a NIL report if the transaction is not undertaken (within 9 days from the date of pre-clearance).
- e. I have made full and true disclosure in the matter.

Yours faithfully,

(Signature of Applicant)

For the use of Compliance Officer:

Date of receipt of application	Approval Date	Approval Number	Compliance Officer's Signature

### Format for Reporting of trades executed

Date:

To

The Compliance Officer  
SWELECT Energy Systems Limited  
SWELECT House, No.5,  
SIR P.S. Sivasamy Salai,  
Mylapore,  
Chennai – 600004.

Dear Sir/Madam,

Sub: Reporting of trades executed after pre-clearance

Pre-Clearance approval no. & Date		
Name of the Applicant for Pre-clearance		
Details of Person who executed the trade a. Name b. Address c. PAN		
No. & Value of shares held by the Person who executed the trade	No. of share	Value of share
Before this trade (opening)		
Current trade (Buy/Sale etc)		
After the trade (closing)		
Mode of acquisition (market purchase / public/Right/Preferential offer etc.)		
Date of trade		
Exchange on which the trade was executed		

Signature of the Applicant

Name:

Place:

Date:

### Format for Reporting of trades not executed

Date:

To

The Compliance Officer

SWELECT Energy Systems Limited

SWELECT House, No.5,

SIR P.S. Sivasamy Salai,

Mylapore,

Chennai – 600004.

Dear Sir/Madam,

Sub: Reporting of trades not executed after pre-clearance

Pre-Clearance approval no. & Date	
Name of the Applicant for Pre-clearance	
Details of Person who not executed the trade  a. Name  b. Address  c. PAN	
Number of shares approved in pre clearance.	
Reason for non-execution of trade after obtaining pre-clearance.	

Signature of the Applicant

Name:

Place:

Date:

**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.

**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 Regulation 6(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: \_\_\_\_\_

**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	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.

**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 Regulation 6(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 &amp; Signature: \_\_\_\_\_

Designation: \_\_\_\_\_

Date: \_\_\_\_\_

Place: \_\_\_\_\_

## 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 relatives/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/ Invo ke)	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.

**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:

**FORM D**

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	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/ 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/ Invoice)	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.

**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:

Place:

FORMAT FOR GIVING THE STATEMENT OF HOLDINGS IN EQUITY SHARES / SECURITIES OF THE COMPANY BY ALL DESIGNATED PERSONS – QUARTERLY/ANNUALLY -AS PER THE TERMS OF THE CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS OF THE COMPANY READ WITH SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015

Date:

To

The Compliance Officer

SWELECT Energy Systems Limited

SWELECT House, No.5,

SIR P.S. Sivasamy Salai,

Mylapore, Chennai – 600004.

Dear Sir/Madam,

Sub: Quarterly/Annual disclosure for the quarter/financial year ended - as per the terms of the code of conduct to regulate, monitor and report trading by insiders of the company read with SEBI(prohibition of insider trading) regulations, 2015.

I along with my 'immediate relatives' hold the Equity Shares / Securities of the Company, the details whereof are as follows:

Name of the person & designation				
Permanent Account Number (PAN)				
No. of equity shares / securities held as on (end of the quarter/year)				
Folio number and nature of holding				
Source of acquiring the equity shares/ securities				
Details of equity shares / securities dealt by the Applicant including their immediate relatives during the year ended				
Date of dealing and Nature of dealing				
Number of Equity Shares/Securities				
Price paid per Equity Share /Securities				
Mode of disposal of equity shares /securities				
Was pre clearance obtained for the above acquisition? If yes details of the same				
Details of immediate relatives' shareholding*				
Name of the relatives	Nature of relationship	Folio no.	no. of shares held as on (end of the quarter)	
			Physical	demat

I/We declare that the above details are true, correct and complete in all respects.

Signature of the Applicant

Name:

Place:

Date:

**FORMAT FOR MAKING APPLICATION FOR TRADING PLAN AS PER THE TERMS OF THE CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS OF THE COMPANY READ WITH SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015**

To  
The Compliance Officer  
SWELECT Energy Systems Limited  
SWELECT House, No.5,  
SIR P.S. Sivasamy Salai,  
Mylapore, Chennai – 600004.

Dear Sir/Madam

Sub: Application for Trading Plan in Equity Shares / Securities of the Company in terms of the Code of conduct to regulate, monitor and report trading by insiders of the Company and of the SEBI (Prohibition of Insider Trading Regulations) 2015.

DP's name :  
DP id :  
Client id /Folio No. :  
Name of the Insider :

I wish to seek your approval in terms of the Code of conduct to regulate, monitor and report trading by insiders of the Company and of the SEBI (Prohibition of Insider Trading Regulations) 2015 for the proposed 'Trading Plan' for purchase and sale of Equity Shares / Securities of the Company in physical / demat form.

S. no.	Nature of trade	No. of equity shares /securities to be traded	Time intervals between the two trades	Date of the proposed trade

I confirm and declare:-

- that I do not have access to the 'Unpublished Price Sensitive information' (UPSI) and also have not received any UPSI till today;
- that, in case, I have access to any 'confidential information' related to UPSI or receive any confidential information to relate to UPSI or after approving the Trading Plan I shall inform the change and refrain from dealing in Equity Shares / Securities till the UPSI becomes public;
- that I have not contravened the terms of the Code of conduct to regulate, monitor and report trading by insiders of the Company and of the SEBI (Prohibition of Insider Trading Regulations) 2015;

- d) that whatever is stated above is true and correct to the best of knowledge and nothing has been omitted or concealed.

Signature : .....  
Date : .....  
Name : .....  
Designation : .....  
Emp. No. : .....  
Dep/ Div No. : .....  
Nature of relationship : .....

Place .....

Date .....

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#### **APPROVAL OF TRADING PLAN**

(1) I,....., Compliance Officer of the Company, have reviewed the Trading Plan submitted by the Designated Persons has furnished all the information / undertaking which I have demanded.

(2) The aforesaid Trading Plan is not violating any of the terms of the Code of Conduct to Regulate, Monitor and Report Trading by Insiders of the Company read with SEBI (Prohibition of Insider Trading) Regulations, 2015.

(3) I shall monitor the implementation of the aforesaid Plan.

For SWELECT Energy Systems Ltd

Compliance Officer