

Paras Healthcare Limited

Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and their Immediate Relatives¹

¹ Approved by the Board of Directors in their meeting held on September 24, 2026

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSONS AND THEIR IMMEDIATE RELATIVES

I. OBJECTIVE AND INTRODUCTION

This policy is framed pursuant to the requirements of **Regulation 9 read with Schedule B** of the SEBI (Prohibition of Insider Trading) Regulations, 2015, (hereinafter referred as the 'SEBI PIT Regulations') that Board of Directors of every listed company shall ensure that the Chief Executive Officer or Managing Director, shall formulate a code of conduct, with their approval to regulate, monitor and report trading by its designated person and immediate relatives of designated person towards achieving compliance with the Regulations, adopting minimum standards as outlined in the SEBI PIT Regulations, without diluting the provisions in any manner

This Policy shall come into effect from the date of approval by the Board of Directors of the Company.

II. DEFINITIONS

- a. **"Code"** means this Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and their Immediate Relatives under Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.
- b. **"Compliance Officer"** means the Company Secretary and Compliance officer of the Company.
- c. **"Connected Person"** means:
 - i) any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, 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 UPSI 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) A relative of connected persons specified in clause (i); or
 - b) A holding company or associate company or subsidiary company; or
 - c) An intermediary as specified in Section 12 of the Act or an employee or director thereof; or
 - d) An investment company, trustee company, asset management company or an

- employee or director thereof; or
 - e) An official of a stock exchange or of clearing house or corporation; or
 - f) A member of board of trustees of a mutual fund or a member of the Board of Directors of the asset management company of a mutual fund or is an employee thereof; or
 - g) A member of the Board of directors or an employee of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
 - h) An official or an employee of a self-regulatory organization recognized or authorized by the Board; or
 - i) A banker of the Company; or
 - j) A concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a Company or his relative or banker of the Company, has more than ten per cent, of the holding or interest;
 - k) A firm or its partner or its employee in which a connected person specified in sub-clause (i) of clause (c) is also a partner; or
 - l) A person sharing household or residence with a connected person specified in sub-clause (i) of clause (d).
- d. **“Designated Persons(s)”** shall include:
- a) Employees of the Company designated based on their functional role or access to unpublished price sensitive information (UPSI) in the organization;
 - b) Employees of material subsidiaries of the Company based on their functional role or access to unpublished price sensitive information;
 - c) All promoters of the Company;
 - d) Managing Director/Chief Executive Officer and employees upto two levels below MD/Chief Executive Officer of the Company and its material subsidiaries irrespective of their functional role in the company or ability to have access to unpublished price sensitive information;
 - e) Any support staff of the Company such as IT staff or secretarial staff who have access to unpublished price sensitive information.
- e. **“Generally available Information”** means information that is accessible to the public on a nondiscriminatory basis and shall not include unverified event or information reported in print or electronic media
- f. **“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;
- g. **“Insider”** means any person who is:
- a) A connected person; or
 - b) In possession of or having access to UPSI.

- h. **“Key Managerial Personnel (KMPs)”** in relation to a company, means:
 - a) the Chief Executive Officer or the Managing Director or the Manager;
 - b) the Whole time director;
 - c) the Chief Financial Officer;
 - d) the Company Secretary and
 - e) Such other officer as may be prescribed by the Companies Act 2013.
- i. **“Legitimate Purpose”** shall include sharing of UPSI in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.
- j. **“Need to Know basis”** means that UPSI should be disclosed only to those within the Company who need the information to discharge their duty or any kind of statutory obligation or for legal requirements and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- k. **“Notional Trading Window”** means a temporary restriction on the trading during the period when the discussions pertaining to certain transactions which may have a material impact on the Company in future if taken or finalized, are being made within the Company but formal decision for the same is yet to be taken.
- l. **“Promoter” or “Promoter Group”** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof.
- m. **“Proposed to be listed”** shall include securities of an unlisted company:
 - a. if such unlisted company has filed offer documents or other documents, as the case may be, with the Board, stock exchange(s) or registrar of companies in connection with the listing; or;
 - b. if such unlisted company is getting listed pursuant to any merger or amalgamation and has filed a copy of such scheme of merger or amalgamation under the Companies Act, 2013
- n. **“relative”** shall mean the following:
 - i) spouse of the person;
 - ii) parent of the person and parent of its spouse;
 - iii) sibling of the person and sibling of its spouse;
 - iv) child of the person and child of its spouse;
 - v) spouse of the person listed at sub-clause (iii); and

- vi) spouse of the person listed at sub-clause (iv)
- o. **"Trading"** means and includes subscribing, redeeming, switching, buying selling, dealing, or agreeing to subscribe, redeem, switch, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- p. **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;
- q. **"Unpublished Price Sensitive Information" or "UPSI"** 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, delistings, disposals and expansion of business, award or termination of order/contracts not in the normal course of business, and such other transactions;
 - (v) changes in key managerial personnel, other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
 - (vi) change in rating(s), other than ESG rating(s);
 - (vii) fund raising proposed to be undertaken;
 - (viii) agreements, by whatever name called, which may impact the management or control of the company;
 - (ix) fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad;
 - (x) resolution plan / restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
 - (xi) admission of winding-up petition filed by any party/creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
 - (xii) initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/siphoning or diversion of funds and receipt of final forensic audit report;
 - (xiii) action(s) initiated or orders passed within India or abroad, by any regulatory,

statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company;

(xiv) outcome of any litigation(s) or dispute(s) which may have an impact on the company;

(xv) giving of guarantees or indemnity or becoming a surety, by whatever name called, for any third party, by the company not in the normal course of business;

(xvi) granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

Words and expressions used and not defined in this code but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), SEBI (Prohibition of Insider Trading) Regulations, 2015, 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 legislations.

III. APPLICABILITY OF CODE

The Code shall be applicable to all the Designated Person(s) and their Immediate relative(s).

The Board of Directors or such other analogous authority shall in consultation with the Compliance Officer specify the designated persons to be covered by the code of conduct on the basis of their role and function in the organisation and the access that such role and function would provide to unpublished price sensitive information in addition to seniority and professional designation and shall include persons mentioned under the definition of Designated Person.

The expression “Designated Person(s)” in any portion of this Code shall be construed as if it included his/her immediate relatives.

IV. RESPONSIBILITIES OF THE COMPLIANCE OFFICER

Subject to the supervision of the Board of Directors, the Compliance officer shall be responsible for:

- (i) Setting forth policies, procedures, monitoring adherence to the rules for the preservation of UPSI, approval and review of trading plans, pre-clearance of Trades and monitoring of Trades and Implementation of the Code under the overall supervision of the Board of Directors of the Company;
- (ii) Assisting and addressing all the clarifications of the Insiders, Designated Persons their immediate relatives, with respect to the Code and the SEBI PIT Regulations;
- (iii) Obtaining disclosures from Promoters, members of the Promoter Group, Directors, Key Managerial Personnel, and Designated Person and to give information, in respect

of such disclosures received, to all the Stock Exchange where the Securities of the Company are listed, in accordance with the SEBI PIT Regulations;

- (iv) Maintaining and preserving all disclosures/undertakings and applications made under the code;
- (v) Regulating and monitoring the Trading Window of the Securities of the Company;
- (vi) Informing SEBI in case it is observed that there has been a violation of the code;
- (vii) Monitoring trades and the implementation of this Code under the overall supervision of the Board of Directors of the Company.

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 or to the Chairman of the Board of Directors at least once in each financial year

V. RESTRICTION ON COMMUNICATION OR PROCUREMENT OF UPSI

1. No insider shall communicate, provide, or allow access to any UPSI, 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 UPSI, 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;
3. Notwithstanding anything contained in the SEBI PIT regulation, an UPSI 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 listed company is of informed opinion that sharing of such information 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 listed company is of informed opinion that sharing of such information is in the best interests of the company and the information that constitute UPSI 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 to be adequate and fair to cover all relevant and material facts.

For purposes of above, 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 above,

and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information.

VI. STRUCTURED DIGITAL DATABASE

1. The Board of Directors or head(s) of the organisation of every person required to handle UPSI shall ensure that a structured digital database is maintained containing the nature of UPSI and the names of such persons who have shared the information and also the names of such persons with whom 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 database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

Provided that entry of information, not emanating from within the organisation, in the structured digital database may be done not later than 2 calendar days from the receipt of such information.

2. The Board of Directors or head(s) of the organisation of every person required to handle UPSI shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the Board regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

VII. PRESERVATION OF UNPUBLISHED PRICE SENSITIVE INFORMATION

1. Insiders shall maintain the confidentiality of all UPSI. They shall, while in possession of any UPSI, neither Trade in the Securities of the Company on the basis of UPSI nor pass on such information to any person directly or indirectly by way of making a recommendation for Trading in Securities of the Company;
2. Access to or handling of UPSI within the Company on a need-to-know basis and no UPSI shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations. Any person in receipt of UPSI pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of SEBI PIT Regulations. A due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations;
3. To prevent the misuse of UPSI, the Company adopts a "Chinese Wall Policy" which separates those areas of the Company which routinely have access to UPSI, considered "insider areas" from other areas or departments considered "public areas". Only specified persons are permitted to "cross the wall".

4. Chinese Wall Policy:
 - a) Designated Persons in the inside area shall not communicate any Unpublished Price Sensitive Information to anyone in public area;
 - b) Designated Persons in the inside area may be physically segregated from other Designated Persons or other persons in public area;
 - c) Demarcation of the various departments of the Company, as inside areas may be set up by the Compliance Officer in consultation with the Board of Director of the Company;
 - d) Designated Persons who are working within the inside area of the Chinese Walls have a responsibility to ensure that the Chinese Wall is not breached deliberately or inadvertently; Known or suspected breaches of the Chinese Wall must be referred to the Compliance Officer immediately;
 - e) The establishment of Chinese Wall shall be on such basis that UPSI cannot be circulated freely within inside areas;
 - f) In exceptional circumstances, Designated Persons from the public areas may “cross the wall” and be given confidential information on the basis of “need to know” criteria, under intimation to the Compliance Officer.

VIII. TRADING PLAN

1. A Designated Person/Insider shall be entitled to formulate a trading plan for dealing in securities of the Company and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his/her behalf in accordance with such plan.
2. Trading Plan shall:
 - a) not entail commencement of trading on behalf of the Designated Person/Insider earlier than 120 calendar days from the public disclosure of the plan;
 - b) not entail overlap of any period for which another trading plan is already in existence;
 - c) set out following parameters for each trade to be executed:
 - i) either the value of trade to be effected or the number of securities to be traded;
 - ii) nature of the trade;
 - iii) either specific date or time period not exceeding five consecutive trading days;
 - iv) price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
 - a. for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;
 - b. for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and upto

twenty per cent lower than such closing price.

- d) 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 undertaking as may be necessary to enable such assessment and to approve and monitor the implementation of the plan. Provided that pre-clearance of trades shall not be required for a trade executed as per an approved trading plan. Provided further that trading window norms shall not be applicable for trades carried out in accordance with an approved trading plan.
- 4. The Trading Plan once approved shall be irrevocable and the Designated Person/Insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law. However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Designated Person/Insider is in possession of any UPSI and the said information has not become generally available at the time of the commencement of implementation. Provided further that if the insider has set a price limit for a trade under sub-clause (iv) of clause (c), the insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed.
- 5. The compliance officer shall approve or reject the trading plan within two trading days of receipt of the trading plan and notify the approved plan to the stock exchanges on which the securities are listed, on the day of approval.

IX. Trading Window

- A. The trading period i.e. the trading period of the stock exchanges, called 'trading window', is available for trading in the Company's securities.
 - a) The trading window shall be, inter alia, closed during the following periods:
 - i) **For Board meetings to be held for consideration of quarterly financial results:** starting from the end of **every quarter till 48 hours after the declaration of financial results**. 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
 - ii) **For any other event:** The timing for closure and re-opening of the trading window shall be determined by the Compliance Officer in consultation with Managing Director /Chief Executive 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 re-opened earlier than forty-eight hours after the information becomes generally available.

Provided that, for unpublished price sensitive information not emanating from within the Company, the trading window may not be closed.

- b) There may be instances where a particular transaction is in initial preliminary stage and may not be disseminated to public at large before finalization of terms and conditions of the transaction. To ensure that no fraudulent dealing in securities takes place even at this stage, a Notional Trading Window may be created from time to time by the Compliance Officer for Designated Person(s) or class of Designated Person(s) or any insider who are directly or indirectly involved in the transaction.
- c) Designated 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. (a) above or during any other period as may be specified by the Company from time to time.

- B. 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.

X. Pre-Clearance of Trades

Designated Persons, who intends to deal in the securities of the Company when the trading window is open, should take the pre-clearance of any such transaction from the Compliance Officer if the value of the securities proposed to be traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs. 10 lakhs or such other value as may be specified in the Regulations, from time to time.

In case, the Compliance Officer wants to trade in excess of the aforesaid threshold limit, he shall seek the pre-clearance from the Managing Director/Chief Financial Officer of the Company.

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

The pre-clearance procedure shall be hereunder:

- a) An application shall be made in the prescribed form to the Compliance Officer indicating the estimated number and amount 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 any rule made by the company in this behalf
- b) An undertaking shall be executed in favour of the Company by such Designated Person incorporating, inter alia, the following clauses, as may be applicable:

- i) that he/she does not have any access or has not received UPSI upto the time of signing the undertaking.
 - ii) that in case he/she has access to or receives UPSI 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.
 - iii) that he/she has not contravened the code of conduct for prevention of insider trading as notified by the Company from time to time.
 - iv) that he/she has made a full and true disclosure in the matter.
- c) Post receipt of duly executed application form and undertaking, the Compliance Officer, may subject to satisfaction, grant the pre-clearance in prescribed form within 2 (two) trading days.
- d) Designated Person shall execute their order in respect of securities of the Company within the time period as mentioned in pre-clearance which in any event shall not be more than 7 (seven) trading days.
- e) Designated Person shall file within 2 (two) trading days of the execution of the deal, the details of such deal with the Compliance Officer in prescribed form. In case the transaction is not undertaken, a report to that effect shall be filed in the same form.
- f) If the order is not executed within the time mentioned in pre-clearance order, the designated person must pre-clear the transaction again.
- g) Pre-clearance would not be required for trade executed as per approved trading plan.
- h) Designated Person who buy or sell any number of shares of the Company shall not enter into an opposite transaction (contra trade) i.e. sell or buy any number of shares during the next 6 (six) months following the prior transaction. In case of any contra trade has been 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 under the Act.

This provision shall not be applicable for trades pursuant to exercise of stock options.

- i) Designated Person shall also not take positions in derivative transactions in the shares of the Company at any time.

XI. DISCLOSURES REQUIREMENT

A. Initial Disclosure

- a) Every person, on being appointed as KMP or a Director of the Company or upon becoming a promoter or member of the promoter group, shall disclose his holding of securities of the Company as on the date of appointment or becoming a promoter or member of the promoter group, to the Company within seven days of such appointment or becoming a promoter in prescribed form.

B. Continual Disclosure

- a) Every promoter, member of the promoter group, designated person and director of the Company 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 Rupees Ten lakh rupees or such other value as may be specified by the SEBI Board from time to time;
- b) The company shall notify the particulars of such trading to the stock exchange on which the securities are listed within two trading days of receipt of the disclosure or from becoming aware of such information.

C. Disclosure of Violation by the Company

In case there has been any violation of the regulations, the Company shall promptly inform the Board of Directors/stock exchange(s) where the concerned securities are traded, in such format and such manner as may be prescribed by SEBI from time to time.

D. Disclosure by other connected persons

The Company, 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 such form and at such frequency as may be determined by the company in order to monitor compliance with these regulations.

XII. MECHANISM ON INTERNAL CONTROL

The Company shall place adequate and effective system for internal controls in line with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Company shall stipulate the sanctions and disciplinary actions, including wage freeze, suspension, recovery, etc. that may be imposed, by the listed company required to formulate a code of conduct under sub regulation (1) of regulation 9, for the contravention of the code of conduct. Any amount collected under this clause shall be remitted to the Board for credit to the Investor Protection and Education Fund administered by the Board under the Act

XIII. DOCUMENTS TO BE SHARED BY DESIGNATED PERSON WITH COMPANY

Designated person shall be required to disclose names and PAN or any other identifier authorized by law, of the following persons, to the Company, on an annual basis and as when the information changes:

- a) Immediate Relatives;
- b) Person with whom such designated person(s) share a material financial relationship;

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

In addition, the name 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 loan or gift during immediate preceding 12 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.

Note: The forms prescribed under the Code and Regulations shall be available with the Compliance Officer and such other mediums as per Company's internal control mechanism.

XIV. PENALTY FOR CONTRAVENTION

- a) Every Designated 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).
- b) Any Designated 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.
- c) Designated Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, recovery, suspension, ineligibility for future participation in employee stock option plans, etc. for the contravention of the code of conduct.
- d) 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.

Any amount collected under this clause shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by the SEBI under the Act

XV. PROCESS FOR BRINGING PEOPLE 'INSIDE' ON SENSITIVE TRANSACTIONS

Compliance Officer of the Company shall decide in consultation with Managing Director/Chief Executive Officer a process for how and when people are brought 'inside' on sensitive transactions. Individuals should be made aware of the duties and responsibilities attached to the receipt of Inside Information, and the liability that attaches to misuse or unwarranted use of such information.

XVI. FORMATS FOR PRE-CLEARANCE, REPORTING OF TRADES AND OTHER DISCLOSURES

Formats for making applications for pre-clearance, reporting of trades executed, reporting of decisions not to trade after securing pre-clearance and for reporting level of holdings in

securities at such intervals as may be determined as being necessary to monitor compliance with these regulations and further, with respect to other disclosure are enclosed as ***Annexure-A***.

XVII. DISCLAIMER

This policy is only internal code of conduct and one of the measures to avoid insider trading. Every insider is required to familiarize himself with the SEBI regulation as it will be the responsibility of each insider to ensure compliance of this code, SEBI regulation and other related statutes fully.

XVIII. REVIEW, LIMITATION AND AMENDMENT

The Board of Directors shall review this Policy as may be deemed necessary and in accordance with any regulatory amendments.

In the event of any conflict between the Act and Listing Regulations or any other statutory enactments ("Regulations") and the provisions of this policy, the Regulations shall prevail over this policy.

Any subsequent amendment/modification in the Regulations, in this regard shall automatically apply to this policy.

ANNEXURE- A

To
The Compliance Officer
Paras Healthcare Limited ('Company')
Address: 1st Floor, Tower B, Paras Twin Tower, Golf Course Road
Sector 54, Gurugram 122002, Haryana

Dear Sir/Madam,

Sub: Application for Pre - clearance approval in securities of the Company

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading in Securities by Designated Person(s). I seek approval to (Type of action) of shares of the Company as per details given below:		
1. Name of the applicant (in case of application for relative, please mention your name also)		
2. Designation and Employee Code		Designation: Employee Code:
3. Number of securities held as on date		
4. The Application is for	a. Purchase of securities b. Subscription to securities c. Sale of securities d. others (please specify)	
5. Proposed date for starting the transaction		
6. Folio No. / DPID/ Client ID No. and estimated number of securities proposed to be acquired/ subscribed/ sold / other		
7. Current market price (as on Stock exchange Last Date)		BSE (Closing Price): NSE (Closing Price):
8. Whether the proposed transaction will be through stock exchange or off-market deal		

I enclose herewith the form of Undertaking signed by me.

Yours Faithfully,
(Signature)

Name of the Employee:

Employee Code:

ANNEXURE- B

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

UNDERTAKING

To
The Compliance Officer
Paras Healthcare Limited ('Company')
Address: 1st Floor, Tower B, Paras Twin Tower, Golf Course Road
Sector 54, Gurugram 122002, Haryana

I, (Designated Person name), (Designation) of the Company residing at (Employee Address), am desirous of trading in shares of the Company as mentioned in my application dated (Current date) for pre – clearance of the transaction.

I further declare that I am not in possession of or otherwise privy to any Unpublished Price Sensitive Information (as defined in the Company's Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading in Securities by Designated Person(s) (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 UPSI 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 forthwith of the same and shall completely refrain from dealing in the securities of the Company until such information becomes public.

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

I undertake to submit the necessary report within two trading 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 trading days of the receipt of approval failing which I shall seek pre – clearance.

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

Date: (Current date)

Sd/-

Name: (Designated Person name)

Employee Code: (Employee Code)

FORM A

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

Paras Healthcare Limited ('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 / Director s/ immediate relatives / others etc)	Securities held as on the date of regulation coming into force		% of Share holding	Open Interest of the Future contracts held as on the date of regulation coming into force			Open Interest of the Option Contracts held as on the date of regulation coming into force		
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.		Contract Specifications	Number of units (contract s * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9	10	11

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:

FORM B

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

Paras Healthcare Limited ('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 Share holding	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 ex. – Shares, Warrants, Convertible Debentures)	No.		Contract Specifications	Number of units (contract * lot)	Notional value in Rupee terms	Contract Specifications	Number of units (contract * lot)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9	10	11	12

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:

FORM C

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

Paras Healthcare Limited ('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 / Director s/ immediate relatives / others etc.)	Securities held prior to acquisition /disposal		Securities acquired/ di sposed		% of shareholding		Date allotment advice/ acquisition sale of shares specify		Date of intimat ion to compa ny	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)				Exchan ge n which the trade was execute d
		Type of securi ty (For eg. – Share s, Warra nts, Conv ertibl e Debe	No.	Type of securi ty (For eg. – Share s, Warra nts, Conv ertibl e Debe	No.	Pre trans a ction	Post transa ct ion	Fro m	To			Buy		Sell		
													Value	Num b er of units (cont r acts *	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.

Form D

**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/		Date of intimation to company	Mode of acquisition (market purchase/public rights/preferential offer/off market/ Inter-se transfer etc.)	Trading in derivative (Specify type of contract Futures or Options etc)				Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertible Debent ures etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debent ures etc.)	No.	Pre transaction	Post transaction	From	To			Buy		Sell		
												Value	Number of units (contracts * lot size)	Value	Number of units (contract s * lot siz	
1	2	3	4	5	6	7	8	9	10	11	12	1	14	1	16	17

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

ANNUAL DISCLOSURE

Designated Person Name :

Designated Person Id :

Paras Healthcare Limited ('Company')

ISIN of the Company:

Details of Securities held by Designated Person as on :-

Name, Pan, CIN/DIN & Address with contact nos.	Category of person (Promoters/KMP/ Directors/ Immediate relative to/ others etc.)	Date of appointment of Director/KMPOR date of becoming Promoter/ Others	Securities held at the time of becoming Promoter/ appointment of Director/ KMP/ Others		% of Shareholding
			Type of	Nos.	
1	2	3	4	5	6
SELF					
Name: PAN: DIN: Address:	(EmpCategory)	(Date of Appointment)	(Type of security)		
(Relative Information)					
Total			(Total Type of security)		

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.

Open Interest of the Future contracts held at the time of becoming Promoter/annointment of			Open Interest of the Option Contracts held at the time of becoming Promoter/annointment of		
Contract	Number of units (contracts*)	Notional value in Rupee	Contract	Number of units (contracts)	Notional value in Rupee
7	8	9	10	11	12
SELF					
(self_ContractSpecification)					
(Relative_ContractSpecification)					
TOTAL					
(Total_ContractSpecification)					

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

Name :

Designation:

Date:

Place:

**Report by Paras Healthcare Limited for violation related Code of Conduct under SEBI
(Prohibition of Insider Trading) Regulation, 2015**

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

S. No.	Particulars	Details
1.	Name of the Listed Company	
2.	Please tick the appropriate checkbox Reporting in capacity of: Listed Company Intermediary	
3.	A. Details of Designated Person (DP)	
	i. Name of DP	
	ii. PAN of DP	
	iii. Designation of DP	
	iv. Functional role of DP	
	v. Whether DP is Promoter or belongs to Promoter Group	
	B. Reporting is for immediate relative of DP	
	i. Name of the immediate relative of DP	
	ii. PAN of the immediate relative of DP	
	C. Details of transaction(s)	
	i. Name of the Scrip	
	ii. No of shares traded and value (Rs.) (Date-wise)	
	D. In case the 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	
	ii. Date of intimation of trade(s) by Company to stock exchanges under regulation 7 of SEBI (PIT) Regulations, 2015	
4.	Details of violations observed under Code of Conduct	
5.	Action taken by Listed Company	
6.	Reasons recorded in writing for taking action stated above	
7.	Details of the previous instances of violations, if any, since last financial year	
8.	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 In case of Online: <table border="1"> <thead> <tr> <th data-bbox="312 405 858 443">Particulars</th> <th data-bbox="858 405 1406 443">Details</th> </tr> </thead> <tbody> <tr> <td data-bbox="312 443 858 483">Name of the transferor</td> <td data-bbox="858 443 1406 483"></td> </tr> <tr> <td data-bbox="312 483 858 524">Bank Name, branch and Account number</td> <td data-bbox="858 483 1406 524"></td> </tr> <tr> <td data-bbox="312 524 858 564">UTR/Transaction reference Number</td> <td data-bbox="858 524 1406 564"></td> </tr> <tr> <td data-bbox="312 564 858 604">Transaction date</td> <td data-bbox="858 564 1406 604"></td> </tr> <tr> <td data-bbox="312 604 858 645">Transaction Amount (in Rs.)</td> <td data-bbox="858 604 1406 645"></td> </tr> </tbody> </table> In case of Demand Draft (DD): <table border="1"> <thead> <tr> <th data-bbox="312 728 858 766">Particulars</th> <th data-bbox="858 728 1406 766">Details</th> </tr> </thead> <tbody> <tr> <td data-bbox="312 766 858 806">Bank Name and branch</td> <td data-bbox="858 766 1406 806"></td> </tr> <tr> <td data-bbox="312 806 858 846">DD Number</td> <td data-bbox="858 806 1406 846"></td> </tr> <tr> <td data-bbox="312 846 858 887">DD Date</td> <td data-bbox="858 846 1406 887"></td> </tr> <tr> <td data-bbox="312 887 858 927">DD amount (in Rs.)</td> <td data-bbox="858 887 1406 927"></td> </tr> </tbody> </table>		Particulars	Details	Name of the transferor		Bank Name, branch and Account number		UTR/Transaction reference Number		Transaction date		Transaction Amount (in Rs.)		Particulars	Details	Bank Name and branch		DD Number		DD Date		DD amount (in Rs.)	
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9.	Any other relevant information																							