

ALPHAGEO (INDIA) LIMITED

CODE OF CONDUCT TO REGULATE MONITOR & REPORT OF TRADING BY INSIDERS

(Effective from April 1, 2019)

ALPHAGEO (INDIA) LIMITED
CIN: L74210TG1987PLC007580

CODE OF CONDUCT TO REGULATE, MONITOR & REPORT OF TRADING BY INSIDERS

[As per SEBI (Prohibition of Insider Trading) Regulations, 2015 Updated with SEBI
Circular No. SEBI/LAD-NRO/GN/2019/02 dated 21st January, 2019]

1. Introduction

Securities and Exchange Board of India is regulating trading in securities of listed companies by insiders by issuing regulations from time to time. The regulations issued earlier titled "SEBI (Prohibition of Insider Trading) Regulations 1992" are replaced by "SEBI (Prohibition of Insider Trading) Regulations 2015" and further amended by SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2019 ("the Regulations").

These Regulations, *inter alia*, require all listed companies to set up an appropriate mechanism and formulate a code of conduct to regulate, monitor and report of trading in Securities of the Company by its employees and other connected persons towards achieving the compliances and to enforce a code of internal procedures and conduct based on the standards specified in the Regulations.

Alphageo (India) Limited ("AGIL" or "the Company"), in compliance with earlier regulations, has formulated a Code of Conduct for Prevention of Insider Trading and the same is in force. However, the new amendments to the existing Regulations mandate revision of existing Code of Conduct.

Accordingly, the Company has formulated this Code of Conduct to regulate and monitor the trading of Company's securities by Insiders and for reporting of trading by Insiders to the Company. This Code of Conduct is approved by the Board of Directors at its meeting held on February 9, 2019. All the Promoter(s), Director(s), Designated Person(s), Officer(s) of the Company and their respective Connected Persons are governed by this Code.

2. Objective

The Company endeavors to preserve the confidentiality of un-published price sensitive information, transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations in force.

Every Promoter(s), Director(s), Officer(s), and Insider(s) of the Company has a duty to safeguard the confidentiality of all such information obtained in the course of discharging their duties at the Company and shall not use their position or knowledge to gain personal benefit or to provide benefit to any third party. Such persons are prohibited from communicating or counseling others with respect to the securities of the Company and also refrain from profiteering by misusing the unpublished price sensitive information. This will enable the Company to retain investor confidence.

To achieve these objectives, ALPHAGEO (INDIA) LIMITED (hereinafter referred to as "the Company") hereby notifies that this CODE is to be followed by all Promoter(s), Director(s), Officer(s), Insider(s) and Connected person(s) of the Company.

3. Applicability

This revised Code will come into force from 1st April, 2019. Until that date the existing Code of Conduct is continued to be applicable for trading by insiders and ceases from operation from the date this new Code of Conduct will come into force.

4. Definition of terms

In this Code unless the context otherwise requires the following words, expressions and derivations thereof shall have the meanings assigned to them as under:-

- a) **“Act”** means the Securities & Exchange Board of India Act, 1992 (15 of 1992);
- b) **“Board”** means the Securities and Exchange Board of India;
- c) **“Code”** means Company’s ‘Code of Conduct to Regulate, Monitor & Report of Trading by Insiders’ approved by the Board of Directors of the Company at its meeting held on February 9, 2019;
- d) **“Compliance Officer”** means Company Secretary of the Company or any Officer of the Company designated as Compliance Officer by the Board of Directors of the Company 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 procedures specified in this Code;
- e) **“Connected Person”** means –
 - i. A Director of the Company
 - ii. A Key Managerial Personnel of the Company
 - iii. An Officer of the Company
 - iv. An Employee of the Company who has access to unpublished price sensitive information (UPSI) or is reasonably expected to have access to UPSI
 - v. Any person who is or has a professional or business relationship, directly or indirectly, allows access to UPSI or is reasonably expected to allow access to UPSI
 - vi. Any person who is or has been in a contractual or fiduciary or employment relationship at any time in the six months period prior to the date of determining whether that person, as a result of such relationship, was directly or indirectly allowed access to UPSI or is reasonably expected to be allowed access to UPSI
 - vii. Any person who is or has been in frequent communication with an officer of the company at any time in the six months period prior to the date of determining whether that person, as a result of such frequent communication was directly or indirectly allowed access to UPSI or is reasonably expected to be allowed access to UPSI
 - viii. The persons falling within the categories, enumerated below, shall be deemed to be connected persons unless it is established that such person do not have access to UPSI or is reasonably expected not to have access to UPSI:

- (a) an immediate relative of connected persons specified in clause (i) to (vii) above;
 - (b) a holding company or associate company or subsidiary company;
 - (c) an intermediary as specified in section 12 of the Act viz., Stock Broker, Sub-broker, Share Transfer Agents, etc., or an employee or director thereof;
 - (d) an investment company, trustee company, asset management company or an employee or director thereof;
 - (e) an official of a stock exchange or of clearing house or corporation;
 - (f) a member of the 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;
 - (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;
 - (h) an official or an employee of a self-regulatory organization recognised or authorized by the Board;
 - (i) a banker of the company;
 - (j) 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 10% of the holding or interest;
- f) **“Designated Persons”** consist
- (i) Promoter(s) of the Company;
 - (ii) Directors of Subsidiary Company(ies);
 - (iii) Connected Persons; and
 - (iv) Employees in the Senior Management cadre(upto one level below Board of Directors) General Managers, Assistant General Manager and above in the Finance & Accounts department, Personal or Executive Assistants/ Secretaries of the Chairman, Managing Director, Whole-Time-Director, Executive Directors, President, Chief Executive Officer, Chief Operating Officer, Chief Financial Officer & Head of the Division of the company and other persons as may be notified from time to time by the Board of Directors of the Company.
- g) **“Generally available information”** means information that is accessible to the public on a non- discriminatory basis;
- h) **“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 decision relating to trading in securities;
- i) **“Insider”** means any person who is:
- (i) a promoter or part of promoter group;
 - (ii) a connected Person; or
 - (iii) in possession of or having access to UPSI

- j) **“Legitimate Purpose”** means 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.
- k) **“Officer(s) of the Company”** includes any Director, Key Managerial Personnel, or any person in accordance with whose directions or instructions the Board Directors or any one or more of the directors is or are accustomed to act;
- l) **“Pre-clearance of Trade”** means prior approval for trading / dealing in the securities of the company;
- m) **“Promoter”** 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;
- n) **“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 and includes Equity Shares of the Company;
- o) **“Specified”** means specified by the Board in writing;
- p) **“Takeover regulations”** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- q) **“Trading”** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- r) **“Trading day”** means a day on which the recognized stock exchanges are open for trading;
- s) **“Trading Window”** means the period which is not a ‘Window Close Period’ or ‘trading restriction period’ for trading in the Company's Securities;
- t) **“Trading Restriction Period”** means closure the trading window from the last date of every quarter till 48 hours of the declaration of the financial results of the respective quarter;
- u) **“Unpublished price sensitive information”** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following: –
 - (i) Financial results;
 - (ii) Dividend(s);
 - (iii) Change in capital structure;
 - (iv) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
 - (v) Changes in key managerial personnel.

v) **“Window Close Period”** means

- i. The period beginning with 7 trading days prior to the date of Board Meeting where the Board of Directors consider the announcement of the financial results (audited or unaudited) of the quarter/half year/the financial year as the case may be, and, ending up to and including 48 hours after the public announcement of the Financial results; or
- ii. The period commencing from the time of announcement of the meeting of the Board of Directors for consideration of all matters other than financial results which are deemed to be price sensitive information and ending 48 hours after the public announcement of the decision taken by the Board of Directors at such meeting; or
- iii. Such other period as may be notified by the ‘Compliance Officer’ from time to time, under the authority of Board of Directors.

5. Restrictions on communication or procurement of UPSI

5.1 Communication or procurement of Unpublished Price Sensitive Information:

- (i) No insider shall communicate, provide, or allow access to any unpublished price sensitive information, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- (ii) 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.
- (iii) Notwithstanding anything mentioned above, an unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that would, after signing a non-disclosure obligation by the party or parties:
 - a. 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 sharing of such information is in the best interests of the company;
 - b. 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 sharing of such information 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 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.

5.2. Preservation of “Unpublished Price Sensitive Information”

Every Promoter(s), Director(s), Officer(s) and Insider(s) shall maintain the confidentiality of Unpublished Price Sensitive Information. Insider 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.

5.3. Handling of Unpublished Price Sensitive Information:

- (i) Unpublished Price Sensitive Information is to be handled on a "need to know" basis, i.e., Price Sensitive Information 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 information.
- (ii) Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of these regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.

6. Restriction on Trading by Insiders:

6.1. An Insider shall not, directly or indirectly:

- (i) Trade in securities of the Company that are listed or proposed to be listed on a stock exchange when is in possession of UPSI;
- (ii) Trade in securities of the Company except when the Trading Window is open and is not in possession of UPSI.
- (iii) Trade in securities of the Company except when the Trading restriction period is open.

6.2. The restriction in 6.1 shall not apply to:

- (i) the transaction, which is an off-market inter-se transfer between insiders who were in possession of the same unpublished price sensitive information without being in breach of any regulation of the Code and both parties had made a conscious and informed trade decision and reported to the Company, such off-market trades, within two working days;
- (ii) the transaction which is carried out through the block deal window mechanism between persons who were in possession of the unpublished price sensitive information without being in breach of regulation 5 of the Code and both parties had made a conscious and informed trade decision;
- (iii) the transaction which is carried out pursuant to a statutory or regulatory obligation to carry out a *bona fide* transaction;
- (iv) the transaction which is undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations.;
- (v) in the case of non-individual insider(s):
 - 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 this Code was 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;
- (vi) the trades which were pursuant to a trading plan setup under this Code.

7. Maintenance of Digital Database

The Company shall maintain a structured digital database containing the names of such persons or entities 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 and 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.

8. Trading Plans

- 8.1. An insider 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.
- 8.2. Such trading plan shall:-
 - (i) not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;
 - (ii) not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the issuer of the securities and the second trading day after the disclosure of such financial results;
 - (iii) entail trading for a period of not less than twelve 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.
- 8.3. The trading plan shall be approved by the Compliance Officer of the Company.
- 8.4. The Compliance Officer, while approving the Trading Plan, shall review to assess whether the plan would have any potential for violation of the Code and shall be titled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the trading plan.
- 8.5. The pre-clearance of trades shall not be required for a trade executed as per an approved trading plan.
- 8.6. The trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.
- 8.7. 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 the plan or to execute any trade in securities outside the scope of the trading plan.

- 8.8. 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 such plan. In such case, the implementation ought to be deferred until such information becomes generally available.
- 8.9. Upon approval of the trading plan, the Compliance Officer shall notify the plan to the Stock Exchanges.

9. Pre-clearance of Trading

- 9.1. Designated Persons may trade in the securities of the company when the trading window is open, after obtaining the approval of the Compliance Officer by submitting an application as per **Annexure-1**.
- 9.2. The Compliance Officer shall not approve any proposed Trade by Designated Person if the Compliance Officer determines that such Designated Person is in possession of UPSI even though the Trading Window is open.
- 9.3. The Compliance Officer may, after being satisfied that the application and undertaking are true and accurate, approve the Trading, on the condition that the Trade so approved shall be executed within 7 trading days following the date of approval and issue pre-clearance order as per **Annexure-2**.
- 9.4. 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-3**. In case the Trade is not undertaken, a report to that effect shall be filed in the said form.
- 9.5. If the pre-cleared Trade is not executed within 7 Trading days after the approvals is given, the Designated Person must secure pre-clearance of the transaction again.
- 9.6. A Designated Person who Trades in Securities without complying with the preclearance procedure as envisaged in these Rules or gives false undertaking and/or makes misrepresentations in the undertakings executed by him/ her while complying with the pre-clearance procedure shall be subjected to the penalties as envisaged in this Code.
- 9.7. *Nothing in this clause shall apply to any Trade(s) involving securities of the Company, if the value of the securities traded, in one or series of transactions over any Calendar Quarter, aggregates to a traded value which is not in excess of Rs.10.00 Lakhs by any Designated Person provided such person is not in possession of UPSI while undertaking such trading transactions.*

10. Additional Trading restriction on Designated Person(s)

- 10.1. No Director or Key Managerial Personnel shall enter into derivative transactions in respect of the securities of the Company.
- 10.2. All Designated Persons who are permitted to Trade in the Securities of the Company under regulation 9 of the code shall not enter into an opposite (contra) transaction during the next six months following the prior transaction.

- 10.3. In case of any contra trade is executed, in advertently 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.
- 10.4. The Compliance Officer is empowered to grant relaxation from strict application of the restriction for reasons to be recorded in writing provided that such relaxation does not violated this Code, on application made by such Designated Person set out in **Annexure- 4**.

11. Penalty for Insider Trading

- 11.1 An Insider who acts in contravention of this Code shall be liable to have his services or relationship with the Company, as the case may be, terminated.
- 11.2 Directors, Officers and Employees of the Company who violate these rules shall be subject to disciplinary action by the Company, which may include wage freeze, suspension and ineligibility for future participation in the Company's Stock options plans or termination and levy of penalty amount as decided by the committee of Directors.
- 11.3 The SEBI or any other appropriate authority would also be informed of the violation of this Code so that appropriate action may be taken against such violation.

12. Rights and Duties of Compliance Officer

- 12.1. The Compliance Officer shall maintain(a) updated list of Designated Persons; (b)records of disclosures and pre-clearance applications and undertakings for a period of 5 years; and (c) a conditional list of any 'restricted securities' which shall be used as the basis for approving or rejecting applications for pre-clearance of trades.
- 12.2. The Compliance Officer shall provide a report to the Board of Directors and to the Chairman of the Audit Committee of the Board, on quarterly basis, all the details of Trading in Securities by the Designated Persons including any violations of the Code, Trading Plans sanctioned, Pre-clearance as approved and rejected if any with reasons.
- 12.3. The Compliance Officer is entitled, prior to approving any trades, to seek declarations to the effect that the applicant for pre-clearance is not in possession of any unpublished price sensitive information. He also has the authority to determine whether any such declaration is reasonably capable of being rendered in accurate.

13. Disclosures Requirements

All Designated Person shall make disclosures to the hereafter set out. The Disclosures to be made by any Person under this Code include those relating to Trading by such person's immediate relatives and by any other person for whom such person takes trading decisions.

13.1. Initial Disclosure:

- (i) Every Promoter, Key Managerial Personnel, Director of the Company and each of their immediate Relative shall disclose his holding of securities of the company as on the date, this Code is taking effect, to the company within 30 days as per Form-A set out in **Annexure-5**.

- (ii) Every person on appointment as a Key Managerial Personnel or a Director of the Company or upon becoming a Promoter shall disclose his holding of securities of the Company as on the date of appointment or becoming a promoter, to the company within 7 (seven) days of such appointment or becoming a promoter, as per Form-B set out in **Annexure-6**.

13.2. Continual Disclosures:

- (i) Every Promoter, Key Managerial Personnel, Designated Person and Director of the Company and each of their immediate relatives shall disclose as per Form-C set out in **Annexure-7**, 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 is in excess of ten lakh rupees. Such disclosures shall be made within two working days on receipt of intimation of allotment of shares or acquisition or sale of shares or voting rights other than by way of trading through stock exchanges, as the case may be.
- (ii) The Compliance Officer may, require any other Connected Person, to disclose the holdings and trading in securities of the Company as per Form-D set out in **Annexure-8** at such frequency as he may determine in order to monitor the compliance of this Code.
- (iii) The Compliance Officer shall notify the particulars of such trading reported in Form-C and Form-D to BSE Ltd and National Stock Exchange Limited (NSE) within 2 (Two) trading days of receipt of the disclosure or from becoming aware of such transactions.

13.3. Annual Disclosures:

Every Designated Person shall disclose total number of securities of the Company held, by him and/or relative(s), his dependent family members (whichever applicable) as at the end of every financial year of the company, within 30 days of the end of the financial year in format set out in **Annexure-9**.

14. Institutional Mechanism for Prevention of Insider trading

14.1. An adequate and effective system of internal controls shall be put in place to ensure compliance with the requirements given in these regulations to prevent insider trading.

14.2. The internal controls shall include the following:

- a) all employees who have access to UPSI are identified as designated employee;
- b) all the UPSI shall be identified and its confidentiality shall be maintained as per the requirements of these regulations;
- c) adequate restrictions shall be placed on communication or procurement of UPSI as required by these regulations;

- d) lists of all employees and other persons with whom UPSI is shared shall be maintained and confidentiality agreements shall be signed or notice shall be served to all such employees and persons;
 - e) all other relevant requirements specified under these regulations shall be complied with; and
 - f) periodic process review to evaluate effectiveness of such internal controls.
- 14.3. The board of directors of the Company and the board of directors or head(s) of the organisation of intermediaries and fiduciaries shall ensure that the Chief Executive Officer or the Managing Director or such other analogous person ensures compliance with “Code of Conduct” of the Regulations and regulations 13.1 and 13.2 of the Code.
- 14.4. The Audit Committee of the Company or other analogous body for intermediary or fiduciary shall review compliance with the provisions of these regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- 14.5. The Company shall formulate written policies and procedures for inquiry in case of leak of UPSI or suspected leak of UPSI, which shall be approved by board of directors of the Company and accordingly initiate appropriate inquiries on becoming aware of leak of UPSI or suspected leak of UPSI and inform the Board promptly of such leaks, inquiries and results of such inquiries.
- 14.6. The Company shall have a whistle-blower policy and make employees aware of such policy to enable employees to report instances of leak of UPSI.
- 14.7. If an inquiry has been initiated by the Company in case of leak of UPSI or suspected leak of UPSI, the relevant intermediaries and fiduciaries shall co-operate with the Company in connection with such inquiry conducted by the Company.

15. Trading Restriction Period

Trading restriction period shall be the period commencing from the end of last day of every quarter of the financial year till 48 hours after the declaration of the financial results of the respective quarter.

Designated person or class of designated persons who are reasonably be expected to have possession of unpublished price sensitive information determined by the compliance officer and their immediate relatives shall not trade in securities of the company during the trading restriction period.

16. Clarifications/ Enquiries

The Compliance Officer may be contacted for any assistance as to the interpretation and application of this Code.

APPLICATION FOR PRE-CLEARANCE OF TRADE

To
The Compliance Officer
Alphageo (India) Limited
Hyderabad

Date:

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct to Regulate, Monitor and Report of Trading by Insiders (Code), I seek approval to purchase /sell /subscribe Equity Shares of the Company as per details given below:

1	Name of the applicant		
2	Designation		
3	Number of securities held (as on the date of application)	Date:	
		No. of Securities:	
4	Folio No. / DP ID / Client ID No.		
5	Current market price per Security (as on date of application)		
6	Details of Proposed Trade:		
i	Date of Proposed Trade		
ii	Nature of Trade	Off-Market Trade / Market Trade	
iii	Mode and No. of Securities proposed to Trade	Purchase of securities	
		Sale of securities	
		Subscription to securities	
iv	Folio No. / DP ID / Client ID No. where the securities will be credited/ debited		
7	Details of previous Trade undertaken:		
i	Date of previous Trade		
ii	Mode of Trade		
iii	No of Securities Traded		
iv	Value of the Trade		
8	Details of Trades undertaken in the current quarter (tick applicable quarter)	Jan-Mar	July-Sept
		Apr-June	Oct-Dec
i	No of Securities Traded		
ii	Value of Trades undertaken		

APPLICATION FOR PRE-CLEARANCE OF TRADE

Undertaking

I, _____, residing at _____ am desirous of trading in _____ shares of the Company as mentioned in my application dated _____ for pre-clearance of the transaction.

I further declare that I am not in possession of any unpublished price sensitive information up to the time of signing this Undertaking.

In the event that I have access to or receive any unpublished price sensitive information 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 trading in the securities of the Company until such information becomes public.

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

In the event of this transaction being in violation of the Rules or the applicable laws:

- a) 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;
- b) 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
- c) 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.

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 trade within seven trading days of the receipt of approval failing which I shall seek pre-clearance afresh.

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

Date:
Place:

Signature:
Name:

PRE-CLEARANCE APPROVAL TO TRADE

Date:

To

Dear Sir/Madam,

Sub: Approval for trading in equity shares of the Company

With reference to your application dated _____, you are hereby informed that your request for trading in _____ (Nos.) of Equity Shares of the Company with an estimated value of the trade of Rs. _____ (based on the current market price on the date of application) is approved. Further please note that the said transaction must be completed within seven trading days from the date of this approval. Failure to do so, you need to apply for Pre-clearance approval afresh.

For **Alphageo (India) Limited**

Compliance Officer

DISCLOSURE OF TRANSACTIONS

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

To
 The Compliance Officer
 Alphageo (India) Limited
 Hyderabad

Date:

I, _____, hereby inform that with reference to the Approval for Pre-clearance of Trade with Letter Ref No. _____ dated _____ for _____ Equity Shares of the Company granted, I

- have not bought / sold/ subscribed any securities of the Company
- have bought/ sold/ subscribed to _____ securities as mentioned below on _____:

**(Strike out whichever is not applicable)*

Name of holder	Name of Exchange	No. of securities traded	Bought / sold / subscribed	DP ID / Client ID/ Folio No.	Trade Value (Gross) (Rs.)

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

Signature:

Name:

**APPLICATION FOR RELIEF FROM CONDITIONAL PERIOD FOR UNDERTAKING CONTRACT
TRADE OF SECURITIES**

To
The Compliance Officer
Alphageo (India) Limited
Hyderabad

Date:

Dear Sir,

I, _____ of the Company has undertaken a trade by purchase of / sale of / subscribe to Equity Shares of the Company on _____ (date of trade) and the same has been informed on _____. At present I am holding _____ (No of Shares) of the Company.

Now I desire to undertake a trade of _____ (Nature of Trade) for _____ (No of Shares) which is less than 6 months conditional period for undertaken contra trade from the earlier trade undertaken by me for the following reasons:

- 1.
- 2.
- 3.

I request you relief may be granted for the above said reasons from the minimum conditional period of 6 months for undertaking contra trade as required under the Code of Conduct to Regulate, Monitor and Reporting of Trading by Insiders of the Company in respect of the above mentioned proposed trade in securities of the Company.

Thanking you
Yours faithfully,

Signature:

Request for relief from minimum conditional period for undertaking Contra Trade for a proposed trade by way of _____ of _____ shares of the Company is hereby approved / rejected for the following reasons:

- 1.
- 2.
- 3.

For **Alphageo (India) Limited**

Compliance Officer

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: **ALPHAGEO (INDIA) LIMITED**ISIN of the company: **INE137C01018****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. of Securities	
1	2	3	4	5

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

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: **ALPHAGEO (INDIA) LIMITED**ISIN of the company: **INE137C01018****Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).**

Name, PAN,CIN/DIN &address with contact nos.	Category of Person Promoters/ KMP /Directors / Immediate relative to/others etc)	Date of appointment of Director /KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter/ appointment of Director/ KMP		% of Shareholding
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. of Securities	
1	2	3	4	5	6

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

Name & 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)]

Name of the company: **ALPHAGEO (INDIA) LIMITED**

ISIN of the company: **INE137C01018**

Details of change in holding of Securities of Promoter, Key Managerial Personnel, Employee or Director of the Company and other such persons as mentioned in Regulation 6(2)

1	Name, PAN, CIN/DIN, & address of Promoter/ Employee / Director/ any other person with contact nos.	
2	Category of Person (Promoters/ KMP / Directors/ Immediate relatives/ others etc.)	
3	Securities held prior to acquisition/disposal	
i	Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	
ii	No. and % of shareholding	
4	Securities acquired/disposed	
i	Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	
ii	No. of Securities	
iii	Value (Excl fees, taxes and duties)	
iv	Transaction Type (Buy/Sale/Pledge/Revoke/Invoke)	
5	Securities held post acquisition/ disposal	
i	Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	
ii	No. and % of shareholding	
6	Date of allotment advice/ acquisition of shares/ sale of shares, specify	
i	From	
ii	To	
7	Date of intimation to company (under PIT Reg)	
8	Mode of acquisition (market purchase/public rights/ preferential offer / off market/ Inter-se transfer etc.)	
9	Trading in derivatives (Specify type of contract, Futures or Options etc)	
i	Type of contract	
ii	Contract specifications	
iii	Buy:	
a.	Notional Value	
b.	Number of units (contracts * lot size)	
iv	Sell:	
a.	Notional Value	
b.	Number of units (contracts * lot size)	
10	Exchange on which the trade was executed	BSE & NSE

Date:

Signature:

Designation:

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(3)]

Name of the company: **ALPHAGEO (INDIA) LIMITED**

ISIN of the company: **INE137C01018**

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

1	Name, PAN, CIN/DIN, & address of Promoter/ Employee / Director/ any other person with contact nos.	
2	Connection with the Company	
3	Securities held prior to acquisition/disposal	
i	Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	
ii	No. and % of shareholding	
4	Securities acquired/disposed	
i	Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	
ii	No. of Securities	
iii	Value (Excl fees, taxes and duties)	
iv	Transaction Type (Buy/Sale/Pledge/Revoke/Invoke)	
5	Securities held post acquisition/ disposal	
i	Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	
ii	No. and % of shareholding	
6	Date of allotment advice/ acquisition of shares/sale of shares, specify	
i	From	
ii	To	
7	Date of intimation to company	
8	Mode of acquisition (market purchase/public rights/ preferential offer / off market/ Inter-se transfer etc.)	
9	Trading in derivatives (Specify type of contract, Futures or Options etc)	
i	Type of contract	
ii	Contract specifications	
iii	Buy:	
a.	Notional Value	
b.	Number of units (contracts * lot size)	
iv	Sell:	
a.	Notional Value	
b.	Number of units (contracts * lot size)	
10	Exchange on which the trade was executed	

Date:

Signature:
Designation:

ANNUAL DISCLOSURE OF HOLDING OF SECURITIES OF THE COMPANY

Name of the company: **ALPHAGEO (INDIA) LIMITED**
 ISIN of the company: **INE137C01018**

To
 The Compliance Officer
 Alphageo (India) Limited
 6-3-250/2, Road No. 1, Banjara Hills
 Hyderabad – 500 034

Dear Sir/ Madam,

Sub: Annual Disclosure of Holding of Securities of the Company as on 31st March.

I, _____ (Name), _____ of the Company (Designation), being a Designated Person in pursuance of Code of Conduct to Regulate, Monitor & Report of Trading by Insider (Code) of the Company, hereby furnishing the details of the Securities of the Company held by me, my immediate relatives and those persons who will consult in taking decisions relating to trading in securities as on March 31, _____.

S. No.	Name	Designation/ Relation	Nature of Security Equity Shares/ Share Warrants/ Voting Rights etc.	No. of Securities
1				
2				
3				
4				
5				
6				
7				

*** If space provided is not sufficient the information can be provided in a separate sheet.

I hereby declare that the information furnished above is true and correct to the best of my knowledge and if any discrepancies are noticed will abide by the penal action determined by the Board of Directors or Committee of the Directors formed for this purpose.

Place: Hyderabad
 Date:

Signature :
 Name :