

CODE OF CONDUCT FOR
INSIDER TRADING
KINGS INFRA VENTURES
LIMITED

Kings Infra Ventures Limited (the "Company") believes in the attainment of high level of transparency, accountability and equity with the ultimate objective of providing maximum customer satisfaction & increasing long term shareholders value keeping in view the needs and interest of all stakeholders. The Company is therefore committed to transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations.

1. PREFACE

This Code of Conduct ("Code") is intended to prevent misuse of Unpublished Price Sensitive Information ("UPSI") by Insiders. This Code shall come in to force with effect from May 15, 2015. The Board of Directors of the Company have formulated and adopted this Code in compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("Regulation").

2. DEFINITIONS

- a) "**Act**" means the Securities and Exchange Board of India Act, 1992.
- b) "**Board**" means the Board of Directors of the Company.
- c) "**Company**" means M/s. Kings Infra Ventures Limited.
- d) "**Compliance Officer**" means the Company Secretary of the Company, who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of UPSI, monitoring trade and implementation of the code under the overall supervision of the Board.
- e) "**Connected Person**" means,-
 - (i) any person who is or has during the 6 months prior to the concerned act been associated with the Company, directly or indirectly, in any capacity including by reason of frequent communication with office/ employees 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/herself 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) In addition to the above, the following category of persons shall be deemed to be connected persons unless the contrary is established:

- i. an immediate relative of connected persons specified in clause (j); or
- ii. a holding company or associate company or subsidiary company ; or
- iii. an intermediary as specified in section 12 of the Act or an employee or director thereof; or
- iv. an investment company, trustee company, asset management company or an employee or director thereof; or
- v. an official of a stock exchange or of clearing house or corporation; or
- vi. a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
- vii. a member of the board or an employee, of a public financial institution as defined in section 2 (72) of the Act; or
- viii. an official or an employee of a self-regulatory organization recognised or authorized by the board; or
- ix. a banker of the company; or
- x. a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his Immediate Relative or banker of the company, has more than 10% of the holding or interest.

f) **“Employee”** means every employee of the Company (whether working in India or abroad), including directors in the employment of the Company.

g) **“Designated Person”** of the Company shall mean and include

- i. Key managerial personnel
- ii. All functional heads
- iii. All Directors
- iv. Any other person as may be determined and identified by the Compliance officer from time to time for this purpose.

h) **“Director”** means and includes every director on the Board of the Company.

i) **“Generally Available Information”** means information that is accessible to the public on a non-discriminatory basis. Information published on the website of a stock exchange, would ordinarily be considered generally available.

j) **“Immediate Relative”** means:

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.

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

- i. a connected person; or
- ii. in possession of or having access to UPSI.

l) **"Key Managerial Personnel"** shall include the following personnel:

- Managing Director, Chief Executive Officer;
- Company Secretary
- Whole-time Director; and
- Chief Financial Officer.

m) **"Listing Agreement"** means the Agreement entered into between the Company and stock exchanges and as amended from time to time as per directions of SEBI.

n) **"Non- Trading Period"** means:

- (i) the period, i.e., the number of working days, before and after the date of a meeting of the Board or shareholders of the Company where 'UPSI' (as defined in point (x) below) is to be considered as provided under Clause 6.1 of the Code; or
- (ii) Such other period(s) as may be decided and notified by the Compliance Officer.

o) **"Promoter"** means a person defined as a Promoter under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof.

p) **"Securities and Exchange Board of India"** ("SEBI") means the regulatory body established under section 3 of the Act.

q) **"Securities"** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof.

r) **"Stock Exchanges"** shall include BSE Limited (BSE) where the securities of the Company are currently listed.

s) **"Takeover Regulations"** means the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto.

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

u) **“Trading Day”** means a day on which the recognized stock exchanges are open for Trading.

v) **“Trading Plan”** shall mean a plan for trades to be executed in the future by persons who have perpetual access to the UPSI.

w) **“Trading Window”** shall mean the window available for Trading in the securities of the Company.

x) **“Unpublished Price Sensitive Information”**(“UPSI”) means any information, relating to the Company or its securities, directly or indirectly, that is not Generally Available which upon becoming Generally Available, is likely to materially affect the price of the securities and shall, ordinarily include but not restricted to, information relating to the following: -

- Financial results;
- Dividends;
- Change in capital structure;
- Mergers, de-mergers, acquisitions, de-listings, disposals and expansion of business and such other transactions;
- Changes in Key Managerial Personnel; and
- Material events in accordance with the listing agreement.

Words and expressions used and not defined in these 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), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

3. TRADING BY INSIDERS - COMMUNICATION/RESTRICTIONS/EXEMPTIONS

3.1 Communication of UPSI:

3.1.1 No Insider shall communicate, provide or allow access to UPSI, relating to the Company or its Securities 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.

3.1.2 No person shall procure from or cause the communication by any Insider of UPSI, relating to the Company or its Securities, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

3.1.3 The Insiders who are in possession of UPSI are required to handle such information with care and to deal with the information with them when transacting their business strictly on a need-to-know basis.

4. COMPLIANCE OFFICER

4.1 The Company Secretary is the Compliance Officer who shall report to the Board and shall provide reports to the Chairman of the Audit Committee at such frequency as may be stipulated by the Board. In the absence of Company Secretary the CFO of the Company will be the compliance officer.

4.2 The Compliance Officer shall prior to approving any trade, be entitled to seek declaration to the effect that the applicant for pre-clearance is not in possession of any UPSI. He/she shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.

4.3 Trading Plan:

4.3.1 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.

4.3.2 Trading shall be commenced only after six months from the public disclosure of the Trading Plan.

4.3.3 The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of the Regulation.

4.3.4 The Compliance Officer shall have the right to seek specific information and/or undertakings to enable assessment of the trading plan and approve the same.

4.3.5 The trading plan once approved shall be irrevocable and the Insider shall mandatorily implement without any deviation.

4.3.6 The Securities outside the scope of trading plan shall not be dealt with by the Insiders.

4.3.7 The implementation of the trading plan shall not be commenced, if the Insider is in possession of UPSI at the time of formulation of the plan and such UPSI has not become generally available at the time of the commencement of implementation. In such event, the Compliance Officer shall confirm that the commencement ought to be deferred until such UPSI becomes generally available information.

4.3.8 The trading plan shall not overlap any period for which another trading plan is already in execution.

4.3.9 The trading plan shall state the following:

- Value of trade / number of securities;
- Nature of trade;
- Intervals / dates of affecting such trades

4.3.10 The trading plan shall not entail trading in securities for market abuse.

4.3.11 The trading plan shall entail trading for a period of not less than twelve months.

4.3.12 The trading plan shall 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;

4.4 Disclosure of Trading Plan:

4.4.1 Upon approval of the trading plan, the Compliance Officer shall notify the trading plan to the Stock Exchanges.

4.5 Pre- Clearance of Trade:

4.5.1 All Designated Persons shall when the Trading Window is open, trade only subject to pre- clearance by the Compliance Officer, by sending the request for approval in the format of Annexure I. Such pre-clearance approval would be necessary, only if the cumulative dealing in any financial year exceeds 5000 equity shares of the company. The request can be sent by email to cs@kingsinfra.com. No designated person shall apply for pre-clearance of any proposed trade if such designated person is in possession of UPSI even if the trading window is not closed.

4.5.2 The Compliance Officer shall have the authority to ask for further information, and it shall be obligatory for the designated person to immediately furnish such information to the satisfaction of the Compliance Officer.

4.5.3 Prior to approving any trade, the Compliance Officer shall be entitled to seek declaration to the effect that the applicant for pre-clearance is not in possession of any UPSI. He/she shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.

4.5.4 The trades that have been pre-cleared shall be executed in not more than seven trading days by the designated person, failing which fresh pre-clearance would be needed for the trades to be executed.

4.5.5 Designated persons who have obtained the pre- clearance are required to submit a report of the transactions done (including a NIL report, if no transaction is done within 9 days) within seven days from the expiry of the specified time period to Compliance Officer in form and manner as specified in Annexure II of the Code.

4.6 Other Restrictions:

4.6.1 All Designated Persons who buy or sell Securities of the Company shall not enter into an opposite transaction (contra trade) i.e. sell or buy Securities during the six months period post the previous buy/sell.

4.6.2 In case the sale of securities is necessitated by personal emergency, the compliance officer may waive the holding period after recording in writing his or her reasons in this regard. An application for waiver of holding period shall be made to the Compliance Officer in form and manner as specified in Annexure III of the Code.

4.6.3 If an opposite transaction (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 SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act as per the applicable SEBI Regulations.

5. TRADING OF SECURITIES OF THE COMPANY

5.1 Trading while in possession of UPSI:

5.1.1 No Insider shall trade in securities of the Company when in possession of UPSI, provided that the Insider may prove his/her innocence by demonstrating the circumstances including the following:

- The transaction is an off-market inter-se transfer between Promoters who were in possession of the same UPSI without being in breach of restrictions imposed on communication and trading by Insiders and both parties had made a conscious and informed trade decision.
- In case of non- individual Insiders:
 - a) The individuals who were in possession of such UPSI were different from the individuals taking trading decisions and such decision making individuals were not in possession of such UPSI when they took the decision to trade; and
 - b) Appropriate and adequate arrangements were in place to ensure that the Regulation is not violated and no UPSI 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.
- The trades were pursuant to a trading plan set up in accordance with the Regulation/Code.

5.1.2 In the case of Connected Persons the onus of establishing, that they were not in possession of UPSI, shall be on such Connected Persons and in other cases, the onus would be on SEBI.

6. CLOSURE OF TRADING WINDOW

6.1 The Company shall specify a period, to be called 'Non-Trading Period" and close the window for trading in the Company's Securities. Any other period shall be trading period for the purpose of this Code. Designated persons and their immediate relatives shall not trade in Company's securities during the closure of window.

6.2 The trading window shall also be applicable 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.

6.3 The Compliance Officer shall by way of e- mail or through generally accepted means of communication communicate the period of window closure to the designated persons. It shall be the onus of the designated persons to communicate the non- trading period to their immediate relatives.

6.4 The following shall be deemed to be UPSI

- Financial results;
- Dividends;
- Change in capital structure; mergers, de-mergers, acquisitions, de-listings, disposals and expansion of business and such other transactions;
- Changes in key managerial personnel; and
- Any other material events, developments in accordance with the Listing Agreement.

"Non- Trading Period" may either be pre-determined in advance or may be determined from time to time on the occurrence or likelihood of occurrence of any special event, which may include any of the aforesaid events as specified in 6.4."

6.4.1 The following period is hereby notified as **Pre- determined Non-Trading period:**

Seven days prior to the Board Meeting in which financial results are published and 2 days after the disclosure of such financial results.

6.4.2 Apart from the pre-determined non-trading period as defined in Clause 6.4.1 above, if the Company takes up for consideration any of the items pertaining to clause 6.4 or any other item that has material impact on the price of the securities of the Company, the same shall be intimated to the Designated Persons and Insiders (as applicable) that such event(s) shall be considered for the ascertainment of non - trading period.

7. DISCLOSURE OF TRADING BY INSIDERS

7.1 General provisions:

7.1.1 Every public disclosure under this Clause shall be made in such form as may be specified by SEBI from time to time.

7.1.2 The disclosures to be made by any person shall include those relating to trading by such person, immediate relatives, and by any other person for whom such person takes trading decisions.

7.1.3 The disclosures of trading in securities shall also include trading in derivatives of Securities and the traded value of the Derivatives shall be taken into account for the purposes of arriving at the value of trade, subject to trading of such Derivatives is permitted by any law for the time being in force.

7.2 Disclosure by certain persons:

7.2.1 Every promoter, key managerial personnel, and director of the Company shall disclose his/her holding of Securities of the Company as on the date of the Regulation taking effect i.e. May 15, 2015 or such other date(s) as may be notified by SEBI, to the Company within 30 days of the Regulation taking effect.

7.2.2 Every person on appointment as a key managerial personnel or a director of the Company or upon becoming a promoter shall disclose his/her holding of securities of the Company as on the date of appointment or becoming a Promoter, to the Company within 7 days of such appointment or becoming a Promoter.

7.2.3 Company, at its discretion shall 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 the Regulations.

7.3 Continual Disclosure:

Every promoter, employee and director of the Company shall disclose to the Company the number of 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 Rs. 10,00,000 or such other value as may be specified.

7.4 Disclosure by the Company:

Company shall notify the particulars of Trading specified in Clause 7.3 above to the Stock Exchanges within two trading days of receipt of the disclosure or from becoming aware of such information.

7.5 Every promoter, key managerial personnel and director should report their level of holdings in securities on an annual basis within 30 days of close of financial year as per the format specified in Annexure IV of the Code.

8. PENALTY FOR CONTRAVENTION OF THE CODE

8.1 Any Employee 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.

8.2 Employees of the Company who violate this Code shall also be subject to disciplinary action by the Company, which may include monetary fine, wage freeze, suspension, ineligibility for future participation in ESOP, etc. at the sole discretion of the Company.

8.3 The penalty provisions for violation or non - compliance of the Code are given in Annexure V. The action taken by the Company in terms of the penalty provisions shall not preclude SEBI from taking any action in case of violation of the Regulation.

9. INFORMATION TO SEBI IN CASE OF VIOLATION AND CONSEQUENCES OF DEFAULT UNDER SEBI REGULATIONS

9.1 In case it is observed by the Compliance Officer that there has been a violation of this Code by any person, then the violation shall be informed by the Compliance Officer to SEBI promptly.

9.2 Under Section 15G of the SEBI Act, 1992, any Insider who indulges in Insider Trading in contravention of regulation 3 of the Regulation, is liable to a penalty of upto Rs.25 Crore or three times the amount of profits made out of Insider Trading whichever is higher (or such amount as may be amended from time to time by SEBI) that may be imposed by SEBI.

10. REPORTING

The Compliance Officer will submit a report to the Chairman of Audit Committee, instances of violation of the Code or the Regulation by any person and on the disclosures, Trading Plans and pre- clearances approved and rejected on the basis of information furnished at a frequency as may be stipulated by the Board.

11. AMENDMENT

The Board of the Company reserves its right to amend or modify this Code in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the concerned unless the same is notified in writing.

12. CONCLUSION

All Designated Persons are advised to familiarize themselves with the SEBI Regulations and comply with the same, as well as with this Code; both in letter and in spirit. Designated Persons are also advised to ensure compliance by their Immediate Relatives.

For any assistance or clarifications, kindly contact the Compliance Officer of the Company at cs@kingsinfra.com or at the following address M/s Kings Infra Ventures Limited, A1, First Floor, Atria Department, Opp Gurudwara Temple, Perumanoor Road, Thevara, Cochin- 682015

ANNEXURE-1

APPLICATION FOR PRE CLEARANCE OF TRADE UNDER SEBI

Date:

The compliance officer
Kings Infra Ventures Limited
A1, First Floor, Atria Department,
Opp Gurudwara Temple,
Perumanoor Road, Thevara,
Cochin- 682015

<p><u>Internal Use</u></p> <p>Received Date & Time:</p> <p>Signature:</p>
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Dear Sir/Madam,

Pursuant to the SEBI (Prohibition of insider trading) Regulation, 2015 and the Company's code of conduct for prevention of insider trading, I seek approval for purchase/ sale/ subscription of the securities (give description) of the Company as per the details given below:

Serial No.	Particulars	Disclosure
01.	Name of applicant	
02.	Designation	
03.	Number of securities held as on date	
04.	Folio No. / DP ID / Client ID No.	
05.	Mode in which the securities are held	Physical/Dematerialised
06.	The proposal is for	a. Acquisition in the open market b. Subscription to the securities c. Sale of securities
07.	Proposed date of dealing in securities	
08.	Estimated number of securities proposed to be acquired / subscribed / sold	
09.	Price at which the transaction is proposed	
10.	Current market price (as on the date of application)	
11.	Whether the proposed transaction	

	will be through stock exchange or off the market deal	
12.	Folio No. / DP ID / Client ID No. where the securities will be credited / debited	

In relation to the above dealing, I undertake that:-

- a. I have no access to nor do i have any information that could be construed as “unpublished price sensitive information” as defined in the code up to the time of signing this undertaking;
- b. 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 signing the 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 become public;
- c. I have not contravened the provisions of the code of conduct for prevention of insider trading as notified by the company from time to time;
- d. I have made full and true disclosure in the matter;
- e. I hereby declare that I shall execute my order in respect of securities of the company within seven days after the approval of pre clearance is given. If the order is not executed within seven days after the approval is given, I undertake to obtain pre clearance for the transaction again.

Yours Truly,

Signature :
Name :
Department/Division :

For the use of Compliance Officer:

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

Annexure-II

FORMAT FOR DISCLOSURE OF TRANSACTIONS

(To be submitted within 7 days of the expiry of the specified)

Date:

The compliance officer
Kings Infra Ventures Limited
A1, First Floor, Atria Department,
Opp Gurudwara Temple,
Perumanoor Road, Thevara,
Cochin- 682015

<u>Internal Use</u>
Received Date & Time:
Signature:

Dear Sir/Madam,

REF: Pre-clearance request dated: _____

I hereby inform that I

• have not bought / sold / subscribed any securities of the Company due to the following reason:

• have bought / sold /subscribed to _____ securities as mentioned below on _____ (date)

Name of holder	No. of securities dealt with	Bought/sold/subscribed	DP Client ID/ No	ID/ Folio	Price (Rs.)

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 5 years and produce to the Compliance officer / SEBI any of the following documents:

1. Broker's contract note.
2. Proof of payment to/from brokers.
3. Extract of bank passbook/statement (to be submitted in case of demat transactions).
4. Copy of Delivery instruction slip (applicable in case of sale transaction).

I agree to hold the above securities for a minimum period of six months. In case there is any urgent need to sell these securities within the said period, I shall approach the Compliance Officer for necessary approval (applicable in case of purchase / subscription) subject to the provisions of SEBI Regulations.

I 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).

Name :
Signature :

Annexure-III

APPLICATION FOR WAIVER OF MINIMUM HOLDING PERIOD

Date:

The compliance officer
Kings Infra Ventures Limited
A1, First Floor, Atria Department,
Opp Gurudwara Temple,
Perumanoor Road, Thevara,
Cochin- 682015

<p><u>Internal Use</u></p> <p>Received Date & Time:</p> <p>Signature:</p>
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Dear Sir/Madam,

I request you to grant me waiver of the minimum holding period of 6 months as required under clause 4.6.2 of the code of conduct for prevention of insider trading with respect toshares of the company held by me/ (Name of the relative) singly/jointly acquired by me on(Date)

I desire to deal in the said shares on account of(give reasons)

Thanking You,
Yours Faithfully,

Name :
Signature :
Department/Division :

Annexure-IV

**FORMAT OF ANNUAL STATEMENT OF HOLDINGS BY DIRECTORS/
PROMOTERS/DESIGNATED EMPLOYEES AND THEIR DEPENDENTS**

Date:

The compliance officer
Kings Infra Ventures Limited
A1, First Floor, Atria Department,
Opp Gurudwara Temple,
Perumanoor Road, Thevara,
Cochin- 682015

Internal Use

Received Date & Time:

Signature:

Dear Sir/Madam,

**STATEMENT OF SHAREHOLDING IN KINGS INFRA VENTURES
LIMITED**

As on I along with my dependents hold the securities of the
Company, details whereof are as under:-

Description of Security:

Name of holder	Physical Holdings		Electronic Holdings		
	Folio No.	Total holdings	DP id	Client id	Total Holdings

Yours Truly,

Signature :

Name :

Department/Division :

Annexure V

PENALTY FOR CONTRAVENTION OF CODE OF INTERNAL PROCEDURES & CONDUCT FOR PREVENTION OF INSIDER TRADING OF THE COMPANY

The Code requires designated persons and their immediate relatives to seek prior approval for any transaction in the securities of the Company, report such transaction(s) and submit certain periodic reports and documentation. The Code also prohibits any transaction in securities during Non-Trading period. It is strongly recommended that the employees go through and strictly adhere to the Code and the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Code inter-alia requires:

1. Obtaining pre-clearance for certain transactions.
2. Reporting / declaring transactions in securities of the Company within a stipulated time period.
3. Prohibition on trading in securities during Non-Trading Period.

Penal provisions

In terms of the Code, the Company will take appropriate disciplinary action against the defaulters for not complying with the Code. Please note that the following action shall be taken for any non-compliance with the code in addition to the actions that may be taken by SEBI or other authorities.

1.	Not obtaining pre-clearance for trading (buying/selling) in the Securities* First instance: Warning Second instance : A fine of upto 5% of the gross value of the transaction Third instance : A fine of upto 10% of the gross value of the transaction Fourth instance : Action as may be decided by the Board or Committee of Directors (* this includes trading in Securities above the approved limits)
2.	Delay in reporting / declaring transactions (buy/sell) in the Securities within the stipulated time (including a 'nil' report): First instance : Warning Second instance : A fine of Rs. 1,000/- per day of default upto the first

	<p>10 days of default</p> <p>Third instance : A fine of Rs. 2,000/- per day of default upto the first 10 days of default</p> <p>Fourth instance : Action as may be decided by the Board of Directors</p> <p><i>Note: The amount of fine payable for any delay under this category beyond the first 10 days of default would be decided by the Board or Committee of Directors.</i></p>
3.	<p>Trading during non-trading period (when the trading window is closed)</p> <p>First instance : Warning</p> <p>Second instance : A fine of 10% of the gross value of transaction</p> <p>Third instance : A fine of 20% of the gross value of transaction</p> <p>Fourth instance : Action as may be decided by the Board or Committee of Directors</p>
4.	<p>Any other non-compliance with the Code:</p> <p>Appropriate action as may be decided by Board or Committee of Directors.</p>
