



TIPS INDUSTRIES LIMITED

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY INSIDERS

(Effective from May 15, 2015)

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INTRODUCTION

Tips Industries Limited had formulated a Code for Prevention of Insider Trading in Securities of the Company ("Former Code", in terms of Regulation 12(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ("1992 Regulations") and in accordance within the Model Code specified in Schedule - I of the 1992 Regulations.

The Securities and Exchange Board of India (SEBI) had formulated Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 under the powers conferred by section 30 read with clause (g) of sub-section (2) of section 11 and clause (d) and clause (e) of section 12A of the Securities and Exchange Board of India Act, 1992 to prevent trading by the directors, promoters, key managerial personnel and designated employees of the Companies on the basis of unpublished price sensitive information possessed by them and thus protect the interests of investors. These regulations came into force with effect from May 15, 2015 and are applicable to all companies whose shares are listed on Indian Stock Exchanges and the Former Code shall stand replaced as on that day.

In compliance with the aforesaid SEBI Regulations and to regulate and prohibit insider trading in the securities of the Tips Industries Limited, it has framed the code of internal procedures and conduct for regulating, monitoring and reporting of trading by insiders.

All the directors, promoter, key managerial personnel and designated employees (as defined hereinafter) are requested to abide by this Code of Conduct.

I. DEFINITIONS:

1. **"Act"** means the Securities and Exchange Board of India Act, 1992.
2. **"Company"** means Tips Industries Limited.
3. **"Board"** means the Board of Directors of the Company.
4. **"Director"** means a member of the Board of Directors of the Company.
5. **"Compliance Officer"** means any senior officer, designated so and reporting to the board of directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board of directors of the company or the head of an organization, as the case may be.
6. **"Promoter"** shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof:
7. **"Key Managerial Person"** means person as defined in Section 2(51) of the Companies Act, 2013.
8. **"Designated Employees"**
The following employees shall be included in the term "designated employees:-

Tier - I:

The Chief Executive Officer, Chief Financial Officer, Vice Presidents and Employees having higher designation in the Company.

Tier - II:

Every employee in the finance, accounts, secretarial and legal department as may be determined and informed by the compliance officer;

Tier - III:

Any other employee as may be determined and informed by the compliance officer from time to time.

The compliance officer shall maintain a record of the designated employees and any change made in the list of designated employees from time to time.

9. “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 unpublished price sensitive information 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) An immediate 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 recognised 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 the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

10. **"Insider"** means any person who,
 - i) A connected person; or
 - ii) In possession of or having access to unpublished price sensitive information.
11. **"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.
12. **"Designated Person"** means all promoter, directors, kmp, designated employees, connected person and insider of company are collectively referred to as Designated Person.
13. **"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;
14. **"Dealing in Securities"** means an act of subscribing to, buying, selling or agreeing to subscribe to, buy, sell or deal in the securities of the Company by any person either as a principal or as an agent.
15. **"Generally available Information"** means information that is accessible to the public on a non-discriminatory basis.
16. **"Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
17. **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities of the Company and "trade" shall be construed accordingly. The term 'Trading' shall also include pledging of any securities of the Company;

18. **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;
19. **"Trading window"** refers to the period during which the designated person can conduct their dealings in the securities of the company. The trading window shall be closed during the period and under the circumstances as mentioned in clause VI of this code.
20. **"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) Dividends;
 - (iii) Change in capital structure;
 - (iv) Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - (v) Changes in key managerial personnel; and
 - (vi) Material events in accordance with the listing agreement.

21. Interpretations of certain words and expressions

Words and expressions used and not defined in these regulations but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

II. APPLICABILITY:

This Code shall apply to all directors/ promoter/ Key Managerial Person/ designated employees, connected person, insider of company and shall be called "code of internal procedures and conduct for regulating, monitoring and reporting of trading by insiders.

III. CONFIDENTIALITY:

1. Designated persons shall maintain the confidentiality of all unpublished price sensitive information.
2. Unpublished price sensitive information shall be handled on a need to know basis, i.e., for the sole purpose of fulfilling their functional role within the company and shall not be communicated by an insider to any other person except in furtherance of legitimate purpose, performance of duties or discharge of legal obligations.
3. Designated persons shall ensure that all files containing confidential information are kept secured. Computer files must have adequate security of login and password, etc.
4. Access to any unpublished information by designated persons, shall be reported immediately to the respective head of the department (who in turn shall promptly report the same to the compliance officer) or to the compliance officer.

IV. PRESERVATION OF MISUSE OF "PRICE SENSITIVE INFORMATION":

1. All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated, provided, allowed access to or procured to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of his legal obligations.
2. Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which would:
 - Entail an obligation to make an open offer under the takeover regulations where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company; or
 - Not attracting the obligation to make an open offer under the takeover regulations but where the Board of Directors of the Company is of informed opinion that the proposed transaction is in the best interests of the Company

and the information that constitute unpublished price sensitive information is disseminated to be made generally available atleast two trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine.

3. However, 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 limited purpose and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

V. TRADING PLAN:

1. An insider shall be entitle 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 behalf in accordance with such plan.
2. 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 inexistence;
 - (v) Set out either the value of trades to be effected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be effected; and
 - (vi) Not entail trading in securities for market abuse.
3. The compliance officer shall consider the trading plan made as above and shall approve it forthwith. However, he shall be entitled to take express undertakings

as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Regulations.

4. The trading plan once approved shall be irrevocable and the insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.
5. However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation. The commencement of the Plan shall be deferred until such unpublished price sensitive information becomes generally available information. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved trading plan, coincides with the date of closure of trading window announced by the compliance officer.
6. Upon approval of the trading plan, the compliance officer shall notify the plan to the Stock Exchanges on which the securities are listed.

VI. TRADING WINDOW AND WINDOW CLOSURE:

1. Designated Person and their immediate relatives shall conduct their dealings in the securities of the Company only when the trading window is open and shall not deal in any transaction involving the purchase, sale or other dealing of / in the securities of the Company during the Trading Window Closure Period.
2. The Trading Window shall be closed for / in connection with the following purposes:
 - (i) Financial results;
 - (ii) Dividends;
 - (iii) Change in capital structure;
 - (iv) Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - (v) Changes in key managerial personnel; and
 - (vi) Material events in accordance with the listing agreement.

3. The trading window shall be, inter alia, closed from the date on which intimation is given by the Company to the Stock Exchange(s) of the date of the Board Meeting to be held for consideration / approval of the aforesaid items.
4. The compliance officer after taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, shall decide the timing for re-opening of the trading window, however in any event it shall not be earlier than forty-eight hours after the information becomes generally available.
5. 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.
6. The compliance officer shall intimate the closure of trading window to all the designated employee of the Company when he determines that a designated person can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates.
7. 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.

VII. RESTRICTED LIST:

1. In order to monitor trading in Securities of other listed companies by a Designated Person, the Compliance Officer shall maintain a list designated as Restricted List and keep such list confidential.
2. Whenever any Designated Person of the Company receives unpublished price sensitive information pertaining to any other company, the concerned Designated Person should notify the Compliance Officer, who will place such company on a Restricted List. The Compliance Officer may remove the concerned company from the Restricted List, once the relevant information no longer continues to be unpublished price sensitive information.

3. When any securities/companies are on Restricted List, trading in such securities by Designated Persons shall be disallowed by the Compliance Officer at the time of pre-clearance of trades.

VIII. PRE-CLEARANCE OF TRADE:

1. All Designated Persons, who intend to deal in the securities of the Company when the trading window is opened and if number of Equity Shares or other listed Securities to be traded is above 50,000 (numbers), the application for pre-clearance shall be made.

However, no such person shall be entitled to apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information even if the trading window is not closed and hence he shall not be allowed to trade. The pre-dealing procedure shall be hereunder:

- (i) An application may be made in the prescribed Form (Annexure A) to the Compliance officer stating such other details as may be required by any rule made by the company in this behalf.
- (ii) An undertaking (Annexure B) shall be executed in favour of the Company by such Designated Employee incorporating, inter alia, the following clauses, as may be applicable:
 - (a) Designated Persons does not have access or has not received price sensitive information up to the time of signing the Undertaking.
 - (b) That in case the Designated Persons has access to or receives price sensitive information 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.
 - (c) That he/she has not contravened the Code for Prevention of Insider Trading as notified by the Company from time to time.
 - (d) That he/she has made full and true disclosure in the matter.

However, Prior permission shall also not be required for acquiring securities pursuant to exercise of stock options granted by the Company under its ESOP Scheme in force from time to time.

2. In case of dealing by the Compliance Officer, prior permission from the Chairman shall be obtained. In the absence of the Compliance Officer due to leave etc., the officer designated by him/her from time-to-time shall discharge the function referred to in the above sub-clauses.
3. Request for pre-clearance may also be made through e-mail (personal e-mail ID may be used while on leave) and addressed to the Compliance Officer or such other officer as designated if the Compliance Officer is on leave followed by submission of duly signed form as required in accordance with the provision of this Code.
4. The transaction for which permission is sought shall be carried out within 7 days after the approval has been obtained. If the order is not executed within one week after the approval is given, designated persons shall pre-clear the transaction again.
5. Designated Person shall file within 2 (two) Working Days of the execution of the deal, the details of such deal, with the Compliance Officer in the prescribed form (Annexure D). In case the transaction is not undertaken, a report to that effect shall be filed (Annexure D).
6. The responsibility of complying with the provisions of the Insider Trading Regulations and the Code shall be entirely on the Designated Person of the Company including for their Dependent(s).

IX. MINIMUM PERIOD FOR HOLDING OF SHARES/ LISTED SECURITIES:

1. All Designated person who buy or sell any number of shares of the company shall not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction. All designated person shall also not take positions in derivative transactions in the shares of the company at any time. In case of any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be

liable to be disgorged for remittance to the Securities and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

2. In the case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.
3. In case of justifiable emergencies, the aforesaid period of 6 months may be waived on an application made to the Compliance Officer in the prescribed format and the reasons for such waiver being recorded in writing in that behalf (refer Annexure E hereto for format of such application). However, no such sale will be permitted when the Trading window is closed
4. In case of sale by the Compliance Officer before expiry of 6 months, prior permission from the Chairman and in case of the Chairman, prior permission from Director(s) authorized by the Board of Directors of the Company shall be obtained.

X. DISCLOSURE REQUIREMENTS

1. Initial Disclosure:

- (a) Every Promoter, Key Managerial Personnel, Director of the Company within thirty days of these regulations taking effect i.e. by June 14, 2015, shall disclose to the Company the number of Securities held by him/her including the statement of holdings of dependent family members in the prescribed Form (Annexure F).
- (b) 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 seven days of such appointment or becoming a promoter (Annexure G).

2. Continual Disclosure:

- (a) Every promoter, employee 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 ten lakh rupees (refer Annexure H).

The disclosure shall be made within 2 working days of:-

- (a) The receipt of intimation of allotment of shares, or
- (b) The acquisition or sale of shares or voting rights, as the case may be.

Disclosure under this code shall be sent to the Compliance officers of the Company.

3. Annual Disclosure:

- (a) All the Directors, Promoter, KMP, Designated Employees shall forward annual statements of all holdings in Company's Securities alongwith list of their dependants as on 31st March every year in such form and manner as may be prescribed by the Compliance Officer from time-to time. (Annexure I).

4. Disclosure by the Company to the Stock Exchange(s)

Within 2 days of the receipt of intimation under Clause X(2)(a), the compliance officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

5. Records of Disclosure received by the Company

The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors / promoters / kmp / designated employees for a minimum period of five years.

XI. OTHER RESTRICTIONS:

1. The disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.

2. 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 purposes of this Code.

XII. REPORTING TO THE BOARD:

The Compliance Officer shall place before the Board on a quarterly basis details of all disclosures received and waivers and permissions granted under this Code. The Compliance officer shall also report any violation of the SEBI Regulations, which may come to his notice, to SEBI.

XIII. PENALTY:

1. This Code is pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 and any director/promoter/ kmp/ designated employee who contravenes this Code is liable to be penalised and appropriate action will be taken against them by the Company after giving reasonable opportunity to them to explain their stand in the matter. They shall also be subject to disciplinary action including wage freeze, dismissal, ineligibility for future participation in ESOP, forfeiture of benefits, etc.
2. In addition to the action taken by the Company the person violating this Code shall also be subject to action by SEBI as per SEBI Act and Regulations.
3. In case of any violation of any of the provisions of the Regulations, the compliance officer shall inform SEBI of the same.

XIV. MISCELLANEOUS:

1. The Management has the right to change / amend this Code from time to time at its sole discretion and/or in pursuance of any amendments made in the SEBI (Prohibition of Insider Trading) Regulations, 2015.
2. The decision of the Compliance Officer / Chairman shall be final, binding and conclusive and shall not be justifiable in any forum.
3. All correspondence with the Company in regard to this Code should be sent to the compliance officer and marked "CONFIDENTIAL".

XVII. CONFIRMATION:

The Insider Trading Regulations and the Code have been uploaded on the website. All directors/promoter/kmp and designated employees hereby acknowledge to having read and fully understood their obligations under the Insider Trading Regulations and the Code and have undertaken to unconditionally abide by the same. They can contact the compliance officer for any clarification / assistance.

ANNEXURE A

APPLICATION FOR PRE-DEALING APPROVAL

To,
Compliance Officer,
Tips Industries Limited,
Mumbai

Dear Sir/ Madam,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading, I seek your approval to subscribe to / agree to subscribe to / purchase / sell* / deal as an agent / principal in _____ (nos) of _____ (description of security) of the Company.

The statement of securities of the Company held as on _____ and my Undertaking in the prescribed format are enclosed for your perusal in this connection.

* I declare that the minimum holding period stipulated in the Code of the Company with respect to the securities proposed to be sold has been complied with.

Signature:

Name:

Designation:

Date:

Place:

STATEMENT OF HOLDING OF SECURITIES AT THE TIME OF PRE-CLEARANCE

To,
Compliance Officer,
Tips Industries Limited

I, _____, hereby declare that the details of securities held by me and the securities held by my dependant family members in the Company as on this date are furnished below

Name	Relation	Folio No / DP ID / Client ID No. / ESOP*	Type of Security	No. of Security

*Where the securities proposed to be sold are pursuant to cashless exercise of stock options, please mention "ESOP Entitlement" in this column.

Signature:

Name:

Designation:

Date:

Place:

ANNEXURE B

UNDERTAKING

(To be accompanied with the application for pre-clearance)

To,
Tips Industries Limited,
Compliance Officer,
Mumbai

I, _____ (name and designation), am desirous of dealing in _____ (nos.) of _____ (description of security) of the Company as mentioned in my application dated _____ for pre-clearance of the transaction.

As required by the **Code for Prevention of Insider Trading (“the Code”)** of the Company, I hereby state as follows:

- a) I have no access to nor do I have any information that could be construed as “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 the signing of this Undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same in writing and shall completely refrain from dealing in the securities of the Company until such information becomes public;
- c) I have not contravened the provisions of the Code in force as of date;
- d) I have made full and true disclosure in the above matter.

Date:

Signature:

ANNEXURE C

PRE-CLEARANCE ORDER

To,

Name: _____

Designation: _____

Place: _____

This is to inform you that your request for dealing in _____ (nos) of _____ (description of security) of the Company as mentioned in your above mentioned application is approved. Please note that the said transaction must be completed on or before _____ i.e. within 7 days from today and you shall not enter into an opposite transaction for a period of 6 months following this transaction

In case you do not execute the approved transaction /deal on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction/deal in the securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Yours faithfully,

For **Tips Industries Limited**,

Compliance Officer

Place:

Date:

ANNEXURE D

FORMAT FOR DISCLOSURE OF TRANSACTIONS

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

To,
The Compliance Officer,
Tips Industries Limited,
Mumbai

I hereby inform that

- I have not bought / sold/ subscribed any securities of the Company
- I have bought/sold/subscribed to _____ securities as mentioned below on ____ (date)

Name of the holder	Relation	Folio No/ DP ID / Client ID No./ ESOP*	Type of Security	No. of Security

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).

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

Signature:

Name:

Designation:

Place:

Date:

ANNEXURE E

APPLICATION FOR WAIVER OF MINIMUM HOLDING PERIOD

To,
Compliance Officer,
Tips Industries Limited,
Mumbai

Dear Sir/ Madam,

I request you to grant me waiver of the minimum holding period of 3 months as required under the Code for Prevention of Insider Trading with respect to the following securities of the Company held by me.

Name	Relation	Folio No, /DP ID / Client ID No./ ESOP*	Type of Security	No. of Security	Date of acquisition

The reasons for seeking this waiver are:
(Mention reasons)

Thanking you,
Yours faithfully,

Signature:

Name:

Designation:

Place:

Date

ANNEXURE F

FORM A

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

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

Name of the Company: Tips Industries Limited

ISIN of the Company: INE716B01011

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

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

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:

ANNEXURE G

FORM B

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

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

Name of the Company: Tips Industries Limited

ISIN of the Company: INE716B01011

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2)

Name, PAN No., CIN/DIN & Address with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relatives/ others etc.)	Date of appointment of Director /KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter / appointment of Director / KMP		% of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/ appointment of Director/KMP		Open Interest of the Option Contracts held at the time of becoming Promoter/ appointment of Director/ KMP	
			Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	5	6		7	

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:

ANNEXURE H

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: Tips Industries Limited

ISIN of the Company: INE716B01011

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

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

Signature:

Designation:

Date:

Place:

ANNEXURE I

ANNUAL DISCLOSURE

To,
The Compliance Officer
Tips Industries Limited
Mumbai

Dear Sir / Madam,

I, _____ of the Company hereby declare that securities held by me or/and by my dependent family members in the Company as on March 31, _____ and the transactions during the period April 1, _____ to March 31, _____ are as per details furnished below:

Name	Folio No	Relation	Type of Security	Securities held on April 1, _____	Securities acquired during the period	Securities sold during the period	Balance Securities held as on March 31, _____

I declare that minimum holding period stipulated in the Code for Prevention of Insider Trading with respect to the securities sold, has been complied with and that the information furnished herein is complete and correct.

Signature:

Date:

Place: