

MAXIZO TRADIG LLP – CODE OF CONDUCT – INSIDER TRADING

This Code of Conduct is being formulated by MAXIZO Trading LLP ad fulfillments of its obligations of Regulation 9(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to regulate, monitor and report trading by its employees and other connected persons. The same has been approved by the Partners of MAXIZO Trading LLP at its meeting held on 30th October 2018. The code comes into effect from the 30th October 2018 and amended on 15th April 2023.

CODE OF CONDUCT

I. Compliance officer and the Board principles

- Mr. Sankalp Sharma has been appointed as Compliance Officer to oversee and administer the code of conduct and other requirements.
- The compliance officer shall report to the Partners and shall provide annual reports to the Partners or at a shorter duration so desired by the Partners.

II. Applicability

This Code is applicable to the following (hereinafter referred to as Designated Persons)

1. To all employees of MAXIZO Trading LLP directly working on the mandates of listed entities
2. The Partners of MAXIZO Trading LLP
3. Connected persons (as defined in the Regulations)
4. Persons/ entities with whom MAXIZO Trading LLP may have shared unpublished pricesensitive information.

III. Broad principles

- All information shall be handled within the organisation on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of the insider's legitimate purposes, performance of duties or discharge of his legal obligations.
- As a Chinese Wall measure, information will not be shared with any person where the "need to know" does not exist
- If in any circumstances requiring "crossing the Chinese wall", the same should be done with prior approval of the Compliance Officer

IV. Dealing in securities by Designated Persons

There would be no restrictions in dealing in securities which are not listed and not proposed to be listed the near future (proposed to be listed is defined a filing of draft prospectus or equivalent with exchanges/ SEBI).

However, the following requirements are imposed as regards dealings in securities on the Designated Persons:

Group companies of MAXIZO Trading LLP

- Any dealings in the shares of group companies of MAXIZO Trading LLP which are listed/ proposed to be listed will be subject to prior approval of the Compliance Officer of the respective listed company under intimation to the Compliance Officer of MAXIZO Trading LLP.

Restrictions on trading in the securities of customers of MAXIZO Trading LLP (where mandates are held for corporate advisory services and other similar activities other than Stock Broking/ DP activities)

In the course of business and provision of corporate advisory and other services, MAXIZO Trading LLP may have access to unpublished price sensitive information. In such a scenario

- The compliance officer shall confidentially maintain a list of such securities as a “restricted list” which shall be used as the basis for approving or rejecting applications for pre-clearance of trades. Though the list will be confidential and not shared, if the list is Nil, the fact that the list is Nil shall be informed to the employees.
- The Compliance Officer shall determine the designated person or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information (along with persons having contractual or fiduciary relation with the company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the company in the particular mandate) and intimate a closure of trading window, in which such persons shall not trade in securities when the trading window is closed. The timing for re-opening of the trading window shall be determined by the compliance officer taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.
- No trading in any single security above the threshold of 1% of the paid up capital of the company or Rs.10,00,000/-, whichever is higher shall be undertaken by an designated person in any calendar month without pre-clearance.
- In any case, no designated person shall 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
- Any trades that have been pre-cleared have to be executed by the designated person within seven trading days, failing which fresh pre-clearance would be needed for the trades to be executed.
- A designated person who is permitted to trade shall not execute a contra trade for a period of six months. The compliance officer is empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate the Regulations.

It is clarified that when the Grey list is published as Nil, no pre-clearance of trades is required even beyond thresholds

V. Formats

The various formats relating to the Code are stipulated in as annexures. It is clarified that when the trades are executed through the stock broking division of MAXIZO Trading LLP and the demat accounts are maintained with the DP division of Globe Capital Limited, the requirements of submission of post-trade reports and periodical holdings statements shall be applicable.

VI. Violation of the Code

Any violation of the Code shall be reported to the Partners and the persons shall be liable to sanctions and disciplinary actions, including wage freeze, suspension etc., as determined by the Partners after being given an opportunity of being heard. Any violation of the Regulations shall be informed to the Securities and Exchange Board of India promptly.

For MAXIZO Trading LLP

Sd/-

Rajesh Goel

ANNEXURES

1. Format of "Application for Pre-clearance of trade"
2. Format for "Reporting of trades executed"
3. Format for reporting of decisions not to trade after securing pre-clearance with reasons thereof
4. Format for reporting level of holdings in securities on an Annual basis

Annexure 1 - Application for Pre-clearance of trade

To
 The Compliance Officer under Insider Trading Regulations
 MAXIZO Trading LLP
 616, Ring Road Mall, Sector – 3,
 Rohini, Delhi-110085

Re: Pre-clearance of proposed trade

Kindly permit me to enter into the following trades

Details of proposed trade	
Whether self/ immediate relatives	
Broker through which trade is proposed (If off market, please give details of counterparty)	
Demat account through which securities will be routed(if physical, please specify details)	

** “immediate relative” is defined by the Regulations as “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”*

I undertake that

- (i) I am not in possession of unpublished price sensitive information in the said security
- (ii) In case I gain access to unpublished price sensitive information anytime after submitting this request but before the execution of the transaction, I shall inform the Compliance Officer of the change in my position and would refrain from dealing
- (iii) I have not contravened the code of conduct for prevention of insider trading as specified by MAXIZO from time to time.
- (iv) I have made a full and true disclosure in the matter.

Name of Employee/ Person	
Designation	
PAN number	
Place	
Date	

FOR OFFICE PURPOSES

Received On	
Opinion on whether declaration is reasonably capable of being rendered inaccurate?	
Approved by	
Post trade status/ remarks	
Other comments, if any	

Annexure 2 - Reporting of trades executed

To
The Compliance Officer under Insider Trading Regulations
MAXIZO Trading LLP
616, Ring Road Mall, Sector – 3,
Rohini, Delhi-110085

Re: Trades executed

Kindly find as under details of trades executed pursuant to pre-clearance obtained (for trades executed other than the stock broking arm of MAXIZO Trading LLP):

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Name of Employee/ Person	
Designation	
PAN number	
Place	
Date	

Annexure 3 - Reporting of decisions not to trade after securing pre-clearance with reasons thereof

To
The Compliance Officer under Insider Trading Regulations
MAXIZO Trading LLP
616, Ring Road Mall, Sector – 3,
Rohini, Delhi-110085

Re: Reporting of decisions not to trade after securing pre-clearance with reasons thereof

Kindly find as under details of reasons for non executing trades for the pre-clearance obtained:

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Name of Employee/ Person	
Designation	
PAN number	
Place	
Date	

Annexure 4 - Reporting level of holdings in securities on an Annual basis

To
The Compliance Officer under Insider Trading Regulations
MAXIZO Trading LLP
616, Ring Road Mall, Sector – 3,
Rohini, Delhi-110085

Re: Reporting level of holdings in securities on an Annual basis

Kindly find details of securities holding of myself and my immediate relatives as on 31st March _____ in physical form/ demat accounts maintained with Depository Participant other than MAXIZO Trading LLP

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Name of Employee/ Person	
Designation	
PAN number	
Place	
Date	

Annexure 5 – Declaration of Connected Persons

To
The Compliance Officer under Insider Trading Regulations
MAXIZO Trading LLP
616, Ring Road Mall, Sector – 3,
Rohini, Delhi-110085

Re: Declaration of Immediate Relatives

Kindly find as under the list of our immediate relatives:

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Name of Employee/ Person	
Designation	
PAN number	
Place	
Date	

** "immediate relative" is defined by the Regulations as "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"*