

MAN INFRACONSTRUCTION LIMITED

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



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

DEFINITIONS:

"Act" means the Securities and Exchange Board of India Act, 1992;

"Board" means the Board of Directors of the Company;

"Code" shall mean this code of internal procedures and conduct for regulating, monitoring and reporting of trading by insiders as amended from time to time;

"Company" means Man Infraconstruction Limited;

"Compliance Officer" means Company Secretary or such other senior officer appointed by the Board of Directors from time to time, 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board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.

"Connected Person" means any person who is or has, during the six months prior to the date of this code become effective, been associated with the 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himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access;

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:

- i. an immediate relative of connected persons specified in clause (i); 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

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- 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 of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; 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 the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest; or
- xi. a firm or its partner or its employee in which a connected person is also a partner; or
- xii. a person sharing household or residence with a connected person.

"Director" means a member of the Board of Directors of the Company;

"Generally available Information" means information that is accessible to the public on a non-discriminatory basis;

"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;

"Insider" means any person who,

- i. a connected person; or
- ii. in possession of or having access to unpublished price sensitive information

"Key Managerial Personnel" shall have the same meaning as defined under Section 2(51) of the Companies Act, 2013;

"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;

"Promoter Group" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof;

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"Relative" shall mean the following:

- (i) spouse of the person;
- (ii) parent of the person and parent of its spouse;
- (iii) sibling of the person and sibling of its spouse;
- (iv) child of the person and child of its spouse;
- (v) spouse of the person listed at sub-clause (iii); and
- (vi) spouse of the person listed at sub-clause (iv)

"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;

"Takeover regulations" means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;

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

"Trading Day" means a day on which the recognized stock exchanges are open for trading;

"Unpublished Price Sensitive Information" means any information relating to the securities of the company, 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, delisting's, disposals and expansion of business and such other transactions; and
- v. changes in key managerial personnel;
- vi. change in rating(s), other than ESG rating(s);
- vii. fund raising proposed to be undertaken;
- viii. agreements, by whatever name called, which may impact the management or control of the company;
- ix. fraud or defaults by the Company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the Company, whether occurred within India or abroad;
 - a. for the purpose of this Clause 'Fraud' shall have the same meaning as referred to in Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

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b. 'Default' shall have the same meaning as referred to in Clause 6 of paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- x. resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
- xi. admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
- xii. initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;
- xiii. action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the Company;
- xiv. outcome of any litigation(s) or dispute(s) which may have an impact on the company
- xv. giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the company not in the normal course of business;
- xvi. granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals

"Regulations" shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto

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.

COMPLIANCE OFFICER:

The Company Secretary nominated by the Board of Directors or such other senior officer, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations.

The Compliance Officer 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

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Codes specified in these regulations under the overall supervision of the Board of Directors of the Company.

The Compliance Officer shall report on compliance of the Code of Conduct and trading by Designated Persons to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee at such frequency as may be stipulated by the board of directors, but not less than once in a year. The Compliance Officer shall assist all employees in addressing any clarifications regarding the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

PRESERVATION OF PRICE SENSITIVE INFORMATION:

All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of legal obligations. Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:

- i. an obligation to make an open offer under the takeover regulations or merger or acquisitions, where the Board of Directors of the Company is of informed opinion that sharing of such information is in the best interests of the Company; or
- ii. 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 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.

However, the Board of Directors may 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

NEED TO KNOW:

All information shall be handled within the organization on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.. All unpublished information directly received by any promoter/ director/ employee should immediately be reported to the Compliance Officer.

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LIMITED ACCESS TO CONFIDENTIAL INFORMATION:

Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password, etc.

PREVENTION OF MISUSE OF UNPUBLISHED PRICE SENSITIVE INFORMATION:

Designated Persons and immediate relatives of designated persons designated on the basis of their functional role ("designated persons") in the Company shall be governed by an internal code of conduct governing dealing in securities.

TRADING WINDOW:

The Compliance Officer shall intimate the closure of trading window to all the designated persons of the Company when he determines that a designated person or class of designated persons 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. Designated persons and their immediate relatives shall not trade in securities when the trading window is closed.

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. The Compliance Officer shall determine the applicability of this Code to such persons from time to time.

The trading window restrictions mentioned in Clause (5) shall not apply in respect of –

- (a) the transaction 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 regulation 3 and both parties had made a conscious and informed trade decision.

Provided that such unpublished price sensitive information was not obtained under sub-regulation (3) of regulation 3 of Regulations.

Provided further that such off-market trades shall be reported by the insiders to the company within two working days.

- (b) The transaction was 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 3 of the Regulations and both parties had made a conscious and informed trade decision;

Provided that such unpublished price sensitive information was not obtained by either person under sub-regulation (3) of regulation 3 of the Regulations;

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- (c) the transaction in question was carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction;
- (d) the transaction in question was undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations;
- (e) the trades were pursuant to a trading plan set up in accordance with regulation 5 of the Regulations;

in respect of a pledge of shares for a bonafide purpose such as raising of funds, subject to pre-clearance by the compliance officer and compliance with the respective regulations made by the Board;

- (f) transactions which are undertaken in accordance with respective regulations made by the Board such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering of shares in a buy-back offer, open offer, delisting offer or transactions which are undertaken through such other mechanism as may be specified by SEBI from time to time;

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.

PRE-CLEARANCE OF TRADES:

All Designated Persons and their dependents, who intend to deal in the securities of the Company when the trading window is open and if the value of the proposed trades exceeds Rs. 10 lakhs; should pre-clear the transaction. However, no designated 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. The pre-dealing procedure shall be hereunder:

- i. An application for Pre-clearance along with undertaking by the applicant shall be made in the Format as prescribed in **Annexure I** to the Compliance Officer;
- ii. The Compliance Officer shall issue Pre-clearance approvals in the format as mentioned in **Annexure II**;
- iii. All Designated Persons and their dependents shall execute their order in respect of securities of the Company within 7 Trading days after the approval of pre-clearance is given. The Specified Person shall file within 2 trading days of the execution of the deal,

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the details of such deal with the Compliance Officer in the format prescribed in **Annexure III**. Further if the transaction is not undertaken, a report to that effect shall also be filed with the Compliance Officer in the format as prescribed in **Annexure III**.

- iv. If the order is not executed within 7 trading days after the approval is given, the Designated Person must pre-clear the transaction again.

All Designated Persons 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, except the trades were pursuant to exercise of stock options. All Specified Persons 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.

TRADING PLAN:

An insider may 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.

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 Company 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.

The Compliance Officer shall consider the Trading Plan made as above and may 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.

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.

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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.

OTHER RESTRICTIONS:

The disclosures to be made by any person under this Code shall also include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions. 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. The disclosures made under this Code shall be maintained for a period of five years.

REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES:

Initial Disclosure:

Every promoter/ Key Managerial Personnel / Director of the Company, within thirty days of these regulations taking effect, shall forward to the Company the details of all holdings in securities of the Company presently held by them including the statement of holdings of dependent family members in **Form A** as prescribed under the Code.

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 in **Form B** as prescribed under the Code.

CONTINUAL DISCLOSURE:

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 in **Form C** as prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time; 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/- (Rupees Ten Lakhs only).

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The disclosure shall be made within 2 trading days of:

- i. the receipt of intimation of allotment of shares, or
- ii. the acquisition or sale of shares or voting rights, as the case may be.

DISCLOSURE BY THE COMPANY TO THE STOCK EXCHANGE(S):

Within 2 trading days of the receipt of intimation as aforesaid or becoming aware of the aforesaid information, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received in **Form C** as prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time. The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors / officers / designated employees for a minimum period of five years.

in case it is observed by the Company that there has been a violation of these regulations, it] shall promptly inform the stock exchange(s) where the concerned securities are traded, in such form and such manner as may be specified by the SEBI from time to time.

DISCLOSURE BY THE DESIGNATED PERSONS TO THE COMPANY:

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

- a) immediate relatives;
- b) persons with whom such designated person(s) shares a material financial relationship Phone, mobile and cell numbers which are used by them. In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one time basis

The term "material financial relationship" shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift from a designated person during the immediately preceding twelve months, equivalent to at least 25% of the annual income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.

DISSEMINATION OF PRICE SENSITIVE INFORMATION:

No information shall be passed by Designated Persons by way of making a recommendation for the purchase or sale of securities of the Company. In respect of disclosure/ dissemination of Price Sensitive Information with special reference to analysts, media persons and institutional investors, following guidelines shall be followed:

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- i. Only public information to be provided.
- ii. At least two Company representatives shall be present at meetings with analysts, media persons and institutional investors.
- iii. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.
- iv. Simultaneous release of information after every such meeting

Further whenever the UPSI is shared to the connected persons outside the organisation on a need to know basis, the person sharing such information shall made ware such connected person of his/her/their duties, responsibilities and liabilities attached for use/ misuse of such information. The person disclosing such information/ concerned department head shall get executed from such person a non-disclosure obligation before disclosing such information as prescribed in **Annexure IV**.

PENALTY FOR CONTRAVENTION OF THE CODE OF CONDUCT:

- i. Every Designated Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her dependents);
- ii. Any Designated Person who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalized and appropriate action may be taken by the Company;
- iii. Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, ineligibility for future participation in employee stock option plans, etc.
- iv. The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Company shall organize the Induction program for the Board of Directors or head(s) of the organization of every person required to handle unpublished price sensitive information, once in a quarter or at such interval as may deemed fit, for making aware of the duties and responsibilities attached to the receipt of Inside Information, and the liability that attaches to misuse or unwarranted use of such information.

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DISCLOSURE OF THE POLICY:

The Company shall disclose this Policy on its website. The necessary disclosure, if any, about the Policy will also be made as per the requirements of SEBI LODR Regulations, 2015 and the Companies Act 2013.

FREQUENCY OF REVIEW OF THE POLICY:

The Board, is authorized to review/ change/amend this code from time to time at its sole discretion and/or in pursuance of any amendments made in the Companies Act, 2013, SEBI LODR Regulations, 2015 and etc.

This Policy is intended to be in conformity with the SEBI LODR Regulations, 2015 as on the date of its adoption. However, if due to subsequent modifications in the SEBI LODR Regulations, 2015, the Act or any other applicable law, a provision of this Policy or any part thereof becomes inconsistent with the SEBI LODR Regulations, 2015, the Act, or any other applicable law, then the provisions of such laws, Listing Regulations as modified, shall prevail.

Description	Adoption Date	Approval by
Adoption of Revised Policy	20.05.2025	Board of Directors
Last amended	13.02.2019	Board of Directors

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ANNEXURE I APPLICATION FOR PRE-DEALING APPROVAL

To,
The Compliance Officer,
Man Infraconstruction Limited
12th Floor, Krushal Commercial Complex,
G. M. Road, Chembur (W), Mumbai- 400 089

Dear Sir,

Pursuant to the SEBI (prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prevention of Insider Trading, I seek approval to purchase/ sale/ subscription of _____ equity shares of the Company as per details given below:

1.	Name of the applicant		
2.	Designation		
3.	Number and value of securities in the Company held as on date (with folio/ DP ID/ Client ID No.)		
4.	Mode of Securities Held		Physical <input type="checkbox"/> Demat <input type="checkbox"/>
5.	The proposal is for		Purchase of securities <input type="checkbox"/> Subscription to securities <input type="checkbox"/> Sale of securities <input type="checkbox"/>
6.	Proposed date of dealing in securities		
7.	Proposed mode of dealing in Securities		Physical <input type="checkbox"/> Demat <input type="checkbox"/>
8.	Estimated number of securities proposed to be acquired/subscribed/sold		
9.	Current market price (as on date of application)		
10.	Whether the proposed transaction will be through stock exchange or off-market deal		
11.	Folio No. / DP ID / Client ID No. and DP name where the securities will be credited / debited		

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Further I/we undertake and confirm that:

- i. I/We do not have any access or has not received "Price Sensitive Information" up to the time of signing this application;
- ii. In case I/We gets access to or receive "Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction I/we shall inform the Compliance Officer of the change in my/our position and that I/we shall completely refrain from dealing in the securities of the Company till the time such information becomes public;
- iii. I/We have not contravened the code of conduct for prevention of insider trading as notified by the Company from time to time; and
- iv. I/We have made a full and true disclosure in the matter.

Yours faithfully,

Name:
Designation:

Place:
Date:

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ANNEXURE II FORMAT FOR PRE- CLEARANCE ORDER

To,
Name: _____
Designation: _____

This is to inform you that your request for dealing in _____ shares of the Company amounting to approx. Rs. _____/- as mentioned in your application dated _____ is approved. Please note that the said transaction must be completed on or before _____ (date) that is within 7 trading days from today.

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 format as prescribed in Annexure III to the Company's code of internal procedures and conduct for regulating, monitoring and reporting of trading by insiders within 2 trading days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report in Annexure III shall be necessary.

Yours faithfully,
For **Man Infraconstruction Limited**

Compliance Officer

Date:
Place:

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ANNEXURE III FORMAT FOR DISCLOSURE OF TRANSACTIONS

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

To,
The Compliance Officer,
Man Infraconstruction Limited
12th Floor, Krushal Commercial Complex,
G. M. Road, Chembur (W), Mumbai- 400 089

I hereby inform that I
have not bought / sold/ subscribed any securities of the Company; **OR**
have bought/sold/subscribed to _____ securities as mentioned below:

Date	Name of Security holder	No. of Securities dealt with	Bought/ sold/ subscribed	DP Name and ID/ Client ID / Folio No	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:

- Broker's contract note;
- Proof of payment to/from brokers;
- Extract of bank passbook/statement *(to be submitted in case of demat transactions)*;
- Copy of Delivery instruction slips *(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)*

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 transactions(s).

Name:
Designation:

Place:
Date:

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ANNEXURE IV FORMAT FOR NON-DISCLOSURE OBLIGATIONS

(To be signed by the person to whom UPSI is shared on need to know basis)

Date:

Name:

Address:

Subject: Man Infraconstruction Limited- Notice to maintain confidentiality of Unpublished Price Sensitive Information and related compliance

Dear Madam/ Sir,

As you may be aware, Man Infraconstruction Limited through its representatives has shared/ will be sharing certain confidential information (Unpublished Price Sensitive Information (UPSI)) with you in relation to / for the purpose as stated below. We request you (including persons to whom information is shared by you on a need to know basis) to maintain confidentiality of such UPSI and not to use / pass on such information directly or indirectly to anyone for the purpose of direct / indirect trading in the securities of the Company and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information.

- Purpose of disclosure of UPSI:
- Details of UPSI:
- Period for which UPSI is shared: From _____ To _____

Please consider above as notice issued pursuant to the requirements of SEBI's (Prohibition of Insider Trading) (Amendment) Regulations, 2018. We request you to maintain confidentiality of such UPSI and to follow all the requirements of such Regulations. Any liability that attaches to misuse or unwarranted use of such information will be entirely yours.

For any further queries/ clarification, please contact Compliance Officer on Tel: 022 42463999 or on email id: cs@maninfra.com.

Regards

For **Man Infraconstruction Limited**

Authorised Signatory

I/We (including persons to whom information is shared by me/us on a need to know basis) undertake to maintain as confidential and I/we undertake not to use / pass on such information directly or indirectly to anyone for the purpose of direct / indirect trading in the securities of your Company and I/we shall not trade in securities of your company when in possession of such UPSI. I/we further confirm I/we shall be entirely liable for any misuse or unwarranted use of UPSI.