



Dated: March 29, 2019

The Manager
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

The Manager
National Stock Exchange of India Ltd
Listing Department
Exchange Plaza, 5th Floor, Plot no C/1
G Block, Bandra Kurla Complex
Bandra (E), Mumbai-400 051

Scrip Code: BSE- 540750

NSE- IEX

Sub: Amendment of “Code of Conduct for Prevention of Insider Trading” & “Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information” of the Company

Dear Sir / Madam,

Pursuant to Regulation 8(2) of the SEBI (Prohibition of Insider trading) Regulations, 2015, we wish to inform you that in compliance with the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Board of Directors of the Company, vide circular resolution dated March 29, 2019 have approved the amendments in the “Code of Conduct for Prevention of Insider Trading” & “Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information” of the Company.

The revised “Code of Conduct for Prevention of Insider Trading” & “Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information” of the Company shall be effective from April 1, 2019 and are available on the website of the Company at www.iexindia.com.

Copy of the amended “Code of Conduct for Prevention of Insider Trading” & “Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information” is enclosed herewith.

Kindly take the same on record.

Thanking You

Yours faithfully,

For Indian Energy Exchange Limited

Vineet Harlalka
Company Secretary & Compliance Officer



Encl: As above

www.iexindia.com

Indian Energy Exchange Limited

Registered & Corporate Office: Unit No. 3, 4, 5 & 6, Plot No.7, Fourth Floor, TDI Centre, District Centre, Jasola, New Delhi – 110025

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CIN: L74999DL2007PLC277039



**CODE OF CONDUCT
FOR
PREVENTION OF INSIDER TRADING
AND
PROHIBITION
OF
UNFAIR TRADE PRACTICES
RELATING
TO THE
SECURITIES MARKET**

[Adopted by the Board of Directors on May 30, 2017 and amended on March 29, 2019]



1. PREFACE & BACKGROUND

- 1.1 The Securities and Exchange Board of India (“SEBI”), in its endeavor to protect the interests of investors in general, vide Circular No. LAD-NRO/GN/2014-15/21/85 dated January 15, 2015, had introduced SEBI (Prohibition of Insider Trading) Regulations, 2015 (“**PIT Regulations**”) effective from May 15, 2015 to regulate the trading in securities of a listed company by persons who are in possession or have access to the UPSI.
- 1.2 The Board at its meeting held on May 30, 2017 had approved this Code to regulate, monitor to report Trading and handling of UPSI. The revised Code has been approved by the Board on March 29, 2019. The effective date of this Code shall be April 01, 2019.

2. DEFINITIONS

- 2.1 Definitions of some of the key terms used in the Insider Trading Code are given below:
- (a) “**Act**” means the Securities & Exchange Board of India, 1992 as amended from time to time;
 - (b) “**Alleged Violation**” shall have the meaning ascribed to it under Clause 10.1;
 - (c) “**Audit Committee**” means a committee constituted by the Board in accordance with applicable provisions of Companies Act and other applicable law;
 - (d) “**Board**” means the Board of Directors of the Company;
 - (e) “**Chairman**” shall mean the chairman of the Audit Committee;
 - (f) “**Chief Executive Officer**” shall mean chief executive officer of the Company appointed by the Board;
 - (g) “**Code**” or “**this Code**” shall mean the ‘Code of Conduct for prevention of Insider Trading and Prohibition of Unfair Trade Practices relating to the Securities Market’ of the Company as amended from time to time;
 - (h) “**Companies Act**” shall mean Companies Act, 2013 include any amendments thereto;
 - (i) “**Company**” means Indian Energy Exchange Limited;



- (j) **“Company’s Insider Trading Policies”** shall mean this Code and the Fair Disclosure Code;
- (k) **“Compliance Officer”** shall mean means the Company Secretary of the Company or any other senior officer, designated by the Board appointed for compliance of the PIT Regulations from time to time in accordance with the provisions of such regulations;
- (l) **“Complainee”** shall have the meaning ascribed to under Clause 10.2;
- (m) **“Connected Person”** shall have the meaning ascribed to it under the PIT Regulations or any statutory modification or re-enactment thereof;
- (n) **“Contra Trade”** shall have the meaning ascribed to it under Clause 7.7;
- (o) **“Designated Person”** shall include a person occupying any of the following position in the company:
 - (i) Promoters and members of the Promoters Group;
 - (ii) All Directors on the Board;
 - (iii) All Key Managerial Personnel;
 - (iv) Employees up to 2 (two) level below KMPs
 - (v) All Senior Managerial Personnel;
 - (vi) All Vice President and above;
 - (vii) All Employees (Above Manager Grade) in the Finance & Accounts, Legal, Secretarial & Compliance, Investor Relations, Communications and Media Communications departments and IT and its related departments;
 - (viii) Officers and Employees of the material subsidiaries of the Company who are identified under (i), (ii), (iii) and (vii) above; and
 - (ix) Any other person who on the basis of their role and function in the Company, is reasonably expected to have access to unpublished price sensitive information(s) relating to the Company, as may be decided by the Chairman/Managing Director/Whole-Time Director/Joint Managing Director/Compliance Officer, from time to time.
- (p) **“Employee”** shall mean the employee of the Company;
- (q) **“Fair Disclosure Code”** shall mean Company’s ‘Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information’;
- (r) **“Trading”** means and includes subscribing, buying, selling, dealing or agreeing to subscribe, buy, sell, deal in Securities of the Company, and **“Trade(s)”** shall be construed accordingly;
- (s) **“Generally Available Information”** means information that is accessible to the public on a non-discriminatory basis;



- (t) **“Insider”** shall have the meaning ascribed to it under the PIT Regulations or any statutory modification or re-enactment thereof;
- (u) **“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;
- (v) **“Key Managerial Personnel”** shall have the meaning as ascribed to it under the Companies Act;
- (w) **“KMP”** shall mean the Key Managerial Personnel of the Company;
- (x) **“Managing Director”** shall mean the managing director of the Company appointed by the Board;
- (y) **“PIT Regulations”** shall have the meaning ascribed to it under Clause 1.1;
- (z) **“Prohibited Period”** means:
 - (i) The period beginning with the day when the intimation of the Board meeting(s) is disseminated to the Stock Exchanges to consider any UPSI and ending after 48 hours from the time such UPSI becomes Generally Available Information or becomes irrelevant; and / or
 - (ii) such other period as may be specified by the Compliance Officer, from time to time, in consultation with the Chairman and /or the Managing Director for all or selected Designated Persons and such other persons (as may be determined by the Compliance Officer). The Trading Window may be reopened after closure, not earlier than 48 (forty-eight) hours after the UPSI in question becomes Generally Available Information or becomes irrelevant.
- (aa) **“Promoter”** shall have the meaning ascribed to it under PIT Regulations or any statutory modification or re-enactment thereof;
- (bb) **“Promoter Group”** shall have the meaning ascribed to it under PIT Regulations or any statutory modification or re-enactment thereof;
- (cc) **“Restrictive Period”** shall have the meaning ascribed to it under Clause 7.7;
- (dd) **“SEBI”** shall have the meaning ascribed to it under Clause 1.1;
- (ee) **“Securities”** shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 or any modification thereof except units of a mutual fund;



- (ff) **“Stock Exchange(s)”** shall mean the stock exchanges where the Securities of the Company are listed or are proposed to be listed;
- (gg) **“Trading Window”** means a period other than the Prohibited Period;
- (hh) **“Unpublished Price Sensitive Information”** or **“UPSI”** shall have the meaning ascribed to it under PIT Regulations or any statutory modification or re-enactment thereof;
- (ii) **“Violation”** mean any contravention of the provisions of Company’s Insider Trading Policies, including (but not be limited to) the following:
 - (i) Any act or circumstance by virtue of which any UPSI becomes Generally Available Information in contravention of the Company Insider Trading Policies. It is hereby clarified that any purported attempt by any person for making the UPSI as Generally Available Information in contravention of the provision of the Company’s Insider Trading Policies shall also be deemed to be a Violation.
 - (ii) Dealing in Securities of the Company in contravention of the provisions of the Company’s Insider Trading Policies.
 - (iii) Any act or circumstance in case of leak of UPSI or suspected leak of UPSI which tantamount to alleged violation.
- (jj) **“Whistle Blower & Anti-Fraud Policy”** shall mean the whistle blower & anti-fraud policy of the Company as approved by the Board;

2.2 Words and expressions used but not defined in the Code but defined in the PIT Regulations, Act, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act and the rules and regulations made thereunder, shall have the meanings respectively assigned to them in those legislation or any statutory modification or re-enactment thereof.

3. **APPLICABILITY**

3.1 The provisions of this Code shall be applicable on the Designated Persons and their Immediate Relatives. Unless otherwise expressly provided under this Code, the expression ‘Designated Persons’ shall include their Immediate Relatives also.



4. DUTIES OF COMPLIANCE OFFICER

- 4.1 The Compliance Officer shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of UPSI and pre-clearance of Trades of the Designated Persons.
- 4.2 In addition to the above, the Compliance Officer shall have the following duties:
- (i) Monitoring and implementation of the Company's Insider Trading Policies under the overall supervision of the Board;
 - (ii) Identifying and notifying the list of Designated Persons from time to time;
 - (iii) Inform the Designated Persons about their duties and responsibilities under the Company's Insider Trading Policies and penalties which may be imposed on such Designated Persons for the Violation;
 - (iv) Addressing any clarification of the Designated Persons with respect to the Company's Insider Trading Policies;
 - (v) The Compliance Officer shall send reports providing details of Trading by the Designated Persons, to the chairman of the Board and Chairman, at such frequency as may be stipulated by the Board but not less than once in a year;
 - (vi) Assisting the Board in maintaining the digital database of such persons with whom UPSI is shared in accordance with the provisions of Company's Insider Trading Policies.
 - (vii) Ensuring the implementation of the internal control mechanism adopted by the Board for prevention of insider trading; and
 - (viii) Assisting Audit Committee in inquiry or investigation for any alleged Violation.
- 4.3 The Compliance Officer may also delegate all or any of the above duties to any officer of the Company or the Employee.

5. COMMUNICATION OR PROCUREMENT OF UPSI

- 5.1 The Designated Persons shall, at all times, maintain the confidentiality of the UPSI and shall communicate, provide or allow access to any UPSI to any other person on 'need to know' basis only.
- 5.2 No Designated Person shall:
- (i) communicate, provide, or allow access to UPSI, related to the Company or its Securities, to any person, including other Designated Persons, except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.



(ii) procure from or cause the communication by any Designated Person of UPSI, related to the Company or its Securities, except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

5.3 Any person in receipt of the UPSI for a “legitimate purpose” pursuant to the Fair Disclosure Code shall be considered an ‘Insider’ and shall be governed by the applicable provisions of the Company’s Insider Trading Policies.

5.4 Subject to provisions of PIT Regulations, the Designated Persons sharing the UPSI with any person with under this Clause 5 shall do so only upon execution of a non-disclosure agreement to bind the recipient of the information to maintain confidentiality of the information shared.

5.5 In case it is not practical to sign the aforesaid non-disclosure agreement, then a written notice shall be given by the Person sharing the UPSI to the person receiving UPSI to maintain confidentiality of the information shared with such person. Detail of such written notice shall also be given by the Person sharing the UPSI to the Compliance officer simultaneously.

6. PROHIBITION OF FRAUDULENT AND UNFAIR TRADE PRACTICES RELATING TO SECURITIES MARKET

6.1 The Company will ensure the compliance of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 (“**Fraudulent and Unfair Trade Practice Regulations**”). The terms defined below will be used for this section only.

(i) “**Dealing in securities**” shall have the meaning as ascribed to it under Fraudulent and Unfair Trade Practice Regulation as amended from time to time.

(ii) “**Fraud**” shall have the meaning as ascribed to it under Fraudulent and Unfair Trade Practice Regulation as amended from time to time.

6.2 No person shall directly or indirectly –

(i) Trade in a fraudulent manner;

(ii) use or employ, in connection with issue, purchase or sale of any Security on the Stock Exchange(s), any manipulative or deceptive device or contrivance in contravention of the provisions of the Act or the rules or the regulations made there under;



- (iii) employ any device, scheme or artifice to defraud in connection with Dealing in or issue of Securities on the Stock Exchange(s);
 - (iv) engage in any act, practice, course of business which operates or would operate as Fraud or deceit upon any person in connection with any Dealing in or issue of Securities on the Stock Exchange(s) in contravention of the provisions of the Act or the rules and the regulations made thereunder.
- 6.3 Without prejudice to the provisions of the Fraudulent and Unfair Trade Practice Regulations, no person shall indulge in a manipulative fraudulent or an unfair trade practice in Securities.
- 6.4 Dealing in Securities of the Company shall be deemed to be manipulative fraudulent or an unfair trade practice if the same falls under Regulation 4(2) of the Fraudulent and Unfair Trade Practice Regulations.

7. TRADING BY THE DESIGNATED PERSONS

7.1 Except to the extent allowed under the PIT Regulations or this Code, no Designated Person, shall Trade, either on his / her own behalf, or on behalf of any other person, when in possession of UPSI.

7.2 Trading Window

A Designated Person shall Trade only during a valid Trading Window.

7.3 Pre-Clearance Route

- (i) All Designated Persons who intend to Trade above the minimum threshold limit, shall obtain pre-clearance in accordance with the pre-clearance procedure set out hereunder.
- (ii) In case the Designated Person procures or comes in possession of UPSI before execution of trade during the subsistence of the pre-clearance sought, such Designated Person shall refrain from executing the Trades.

7.4 Procedure for Pre-clearance

- (i) An application for pre-clearance of Trade shall be made in specified format to the Compliance Officer in **Form 'G'** along with an undertaking in **Form 'H'**.
- (ii) The Compliance Officer shall consider the application made as above and shall issue the order as specified in **'Form I'**.



7.5 Threshold Limit

The pre-clearance shall not be necessary, if the aggregate Trade value of shares to be traded in a calendar quarter in one or more transactions does not exceed INR 10,00,000 (Ten Lakh) only.

7.6 Validity of Pre-clearance period

Designated Persons shall execute their Trades within 7(seven) trading days after the approval of pre-clearance is given and shall file within 2(two) trading days of execution of the Trade, the details of such Trade with the Compliance Officer in **Form 'J'**. If the order is not executed within the time specified, such Designated Person shall be required to obtain a fresh preclearance. In case Trade is not executed within the aforesaid period of 7(seven) days, a report to that effect shall be filed in the aforesaid **Form 'J'** within two 2(trading) trading days from the date of expiry of the aforesaid period of 7(seven) trading days.

7.7 Restricted period

- (i) All Designated Persons who buy or sell Securities of the Company shall not enter into an opposite transaction i.e. sell or buy ("**Contra Trade**") during next six month following the prior transaction ("**Restricted Period**"). In case of any Contra Trade being executed, inadvertently or otherwise, in violation of provisions of this Code or the PIT Regulations, the profits from such Trade shall be liable to be disgorged for remittance to the Board for credit to the Investor Protection and Education Fund administered by SEBI under the Act.
- (ii) The provisions of this Clause 7.7 shall not be applicable to the Trades pursuant to exercise of employee stock options.

8. TRADING PLAN

- 8.1 A Designated Person is entitled to formulate a trading plan for Trading and present it to the Compliance Officer for approval and public disclosure.
- 8.2 The Designated Person who opts for trading plan route shall not be allowed to Trade through pre-clearance route during the pendency of the trading plan. The Trading Window norms and the provisions of Clause 7.7 (Restrictive Period) shall not be applicable on the Trades executed through a trading plan as approved by the Compliance Officer.
- 8.3 The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of PIT Regulations and shall be entitled to seek



such express undertakings from the concerned Designated Person, as may be necessary, to enable such assessment and to approve and monitor the implementation of the trading plan.

- 8.4 The trading plan once approved by the Compliance Officer shall be irrevocable and the Designated Person shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any Trade outside the scope of the trading plan.
- 8.5 In case a Designated Person is in possession of any UPSI at the time of formulation of the trading plan, and such UPSI is not a Generally Available Information, the implementation of such trading plan will be deferred until such UPSI is made Generally Available Information.
- 8.6 Upon approval of the trading plan by the Compliance Officer, the Compliance Officer shall notify the plan to the Stock Exchanges.
- 8.7 The Designated Person submitting the trading plan to the Company shall note the following mandatory conditions with respect to the trading plan:
- (i) Trading plan shall not be used a tool for market abuse;
 - (ii) Trading plan must 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 date on which such Trades shall be effected;
 - (iii) Trading pursuant to the trading plan shall not be permitted for a period between 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;
 - (iv) No multiple / overlapping trading plans will be allowed.
 - (v) Not entail commencement of trading on behalf of the Insider earlier than six months from the public disclosure of the plan and
 - (vi) Not entail trading for a period of not less than twelve months.

9. DISCLOSURES AND REPORTING

9.1 Initial Disclosures

- (i) All Promoters, members of Promoter Group, KMP and Directors, shall disclose in **Form 'B'**, their holdings in Securities of the Company as on the date of appointment or becoming a Promoter, to the Company within 7(seven) days of such appointment or becoming Promoter or the member of the Promoter Group.



- (ii) Every person on becoming a Designated Person, within 7(seven) days thereof, shall disclose to the Company in **Form 'B'**, the number of Securities of the Company held by such Designated Person along with the Immediate Relatives as on the date of becoming the Designated Person.

9.2 Continual Disclosures

- (i) Every Promoter, member of the Promoter Group, Designated Person and Director shall disclose to the Company in **Form 'C,'** the number of Securities of the Company acquired or disposed, within two trading days of such acquisition or disposal, if the value of the Securities traded, whether in one transaction or a series of transactions in any calendar quarter, exceeds the threshold of INR. 10 Lakhs.
- (ii) The Company shall notify the particulars of disclosures received above to the Stock Exchange(s) on in **Form 'D'**, within two trading days of the receipt of the disclosure or from becoming aware of such information.
- (iii) All Designated Persons, shall half yearly disclose to the Company, in **Form 'E'**, the details of all the Trades during the period from 1st April to 30th September.
- (iv) All Designated Persons shall submit to the Company, in **Form 'F,'** an annual statement of details of Securities of the Company transacted by them along with their Immediate Relatives.
- (v) All Designated Persons shall also be required to submit an annual declaration as of 31st March, within 15 (fifteen) days from the expiry of each year, in **Form 'K'** to the Company along with the details as specified in such form. Further, whenever there is any change in the disclosure last submitted by a Designated Person to the Company, the Designated Person shall intimate the same to the Company within a period of 7 (seven) days from such change in disclosures already submitted to the Company.
- (vi) All the disclosures shall made in the prescribed formats and must be sent to the Compliance Officer at: compliance@iexindia.com. The original disclosures must be sent at the following address:

*To,
The Compliance Officer
Indian Energy Exchange Limited
Fourth Floor, TDI Centre, Plot No.7,
Jasola District Centre,
New Delhi - 110025*



Note: It is intended that disclosure of trades would need to be of not only those executed by the person concerned but also by the Immediate Relatives including any other persons for whom the person concerned takes trading decisions. This Code is primarily aimed at preventing abuse by trading when in possession of Unpublished Price Sensitive Information and therefore, what matters is whether the person who takes trading decisions is in possession of such information rather than whether the person who has title to the trades is in such possession.

10. INQUIRY PROCEDURE FOR VIOLATION

- 10.1 In case any alleged Violation (“**Alleged Violation**”) comes to the notice of the Compliance Officer whether on receipt of any written complaint from any Employee, Designated Person, statutory authority (Stock Exchanges, Ministry of Corporate Affairs, SEBI etc.), from any other person or otherwise, the Compliance Officer shall promptly initiate a preliminary inquiry against the Alleged Violation in accordance with the provisions of this Clause 10.
- 10.2 The Compliance Officer shall, within 5 (five) working days of date on which the Alleged Violation comes to the notice of the Compliance Officer, write to the person to which such Alleged Violation pertains to (“**Complainee**”), requiring the Complainee to submit a representation within 5 (five) working days thereof.
- 10.3 Within 7(seven) working days of receipt of representation from the Complainee, the Compliance Officer shall conduct a preliminary inquiry in the matter. For completion of the inquiry, the Compliance Officer may consult such persons and call for necessary information or documents, as the Compliance Officer may deem fit.
- 10.4 On completion of the preliminary inquiry by the Compliance Officer, the Compliance Officer shall immediately submit observations of the aforesaid preliminary inquiry to the Chairman.
- 10.5 If the Compliance Officer is of opinion that the Alleged Violation is baseless, then the Compliance Officer will discard such Alleged Violation by recording reasons in writing.
- 10.6 In the event, the Alleged Violation is not baseless, then the Chairman shall, on receipt of the observations of the Compliance Officer may initiate an investigation pertaining to the Alleged Violation in accordance with the Whistle Blower & Anti-Fraud Policy.



- 10.7 In case the Audit Committee concludes after the inquiry that there has been a Violation, the Compliance Officer shall intimate such Violation and actions taken to the Board and SEBI. While intimating the Violation to SEBI, the nature and severity of the Violation shall be taken into account by the Compliance Officer and the Audit Committee.
- 10.8 The penal consequences which may be imposed for Violation on the Complainee shall include (but not limited to) wage freeze, suspension or termination from employment, recovery clawback etc.
- 10.9 Any action taken by the Company against Complainee for Violation will not preclude SEBI from taking any action against such Violation under the PIT Regulations and any other applicable laws, rules and regulations made thereto.



FORM B

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6(2)-Disclosure on becoming a Director/KMP/Promoter]**

Name of the company: Indian Energy Exchange Limited

ISIN of the company: INE022Q01020

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

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

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

Details of Open Interest (OI) in derivatives of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or Member of Promoter Group of a listed company and other such persons as mentioned in Regulation 6(2)

Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director /KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director /KMP		
Contract Specifications	Number of units (contracts* lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts* lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Date:
Place:

Signature:
Name:
Designation:



FORM C

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2)-Continual Disclosure]

Name of the company: Indian Energy Exchange Limited
ISIN of the company: INE022Q01020

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, CIN/DIN, & address with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relative to/others etc.)	Securities held prior to acquisition/ disposal		Securities acquired/Disposed				Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market/public rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of share holding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of Share Holding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
Type of Contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21
-	-	-	-	-	-	-

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Date:
Place:

Name & Signature:
Designation:



FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
Regulation 7(3) – Transactions by Other connected persons as identified by the Company

Name of the company: Indian Energy Exchange Limited
ISIN of the company: INE022Q01020

Details of trading in securities by Promoters, members of the Promoter Group and the Designated Persons

Name, PAN, CIN/DIN & address with contact nos. of connected persons, as identified by the company	Connection with company	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market/public rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of share holding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of Share Holding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

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

Details of trading in derivatives by other connected persons as identified by the company

Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
Type of Contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21
-	-	-	-	-	-	-

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options.

Date:
Place:

Name & Signature:
Designation:

FORM E
DISCLOSURE OF TRADES BY DESIGNATED PERSONS

Date:

The Compliance Officer
Indian Energy Exchange Limited

I. PERIODIC STATEMENT OF SHAREHOLDING IN IEX OF DESIGNATED PERSONS:

Name, Designation, Dept	Category of Person (Directors/KMP/ Senior Managerial Personnel/employee/ immediate relatives/ others etc)	No. of shares held on 1stApril 201...	No. of shares bought upto 30th Sept, 201..	No. of shares sold upto 30th Sept, 201..	No. of shares held on 30th Sept 201...	Folio No./ DP ID/Client ID

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

I/We declare that my/our holding of the shares is in compliance with the Code of Conduct for Prevention of Insider Trading of the Company.

Signature



FORM F
ANNUAL DISCLOSURE

The Compliance Officer
Indian Energy Exchange Limited

Date:

I. STATEMENT OF SHAREHOLDING IN IEX OF DESIGNATED PERSONS:

Name, Designation, Dept	Category of Person (Directors/KMP/ Senior Managerial Personnel/employees/ Immediate relatives/ others, etc)	No. of shares held on 1st April 201...	No. of shares bought during the year	No. of shares sold during the year	No. of shares held on 31st March 201...	Folio No./ DP ID/ Client ID

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

I/We declare that my/our holding of the shares is in compliance with the Code of Conduct for Prevention of Insider Trading of the Company.

Signature

FORM G
APPLICATION FOR PRE-CLEARANCE

Date:

To,
The Compliance Officer,
Indian Energy Exchange Limited

Dear Sir/Madam,

Application for Pre-clearance of trade in securities of the Company

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 of securities held as on date	
4	Folio No. / DP ID / Client ID No.)	
5	Nature of transaction	
6	Proposed date of dealing in securities	
7	Estimated number of securities proposed to be acquired/subscribed/sold	
8	Current market price (as on date of application)	
9	Whether the proposed transaction will be through stock exchange or off-market deal	

I enclose herewith the form of Undertaking signed by me.

Yours faithfully,

(Signature of Employee)



FORM H
UNDERTAKING TO BE SUBMITTED ALONG WITH THE APPLICATION FOR
PRE- CLEARANCE

To,

The Compliance Officer
Indian Energy Exchange Limited

I, _____ (Name, designation and dept.), residing at _____, am desirous of trading in _____ * shares of the Company as mentioned in my application dated for pre-clearance of the transaction.

As required by the Code for Prohibition of Insider Trading of Indian Energy Exchange Limited, I hereby state 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 Company's Code of Conduct for Prevention of Insider Trading (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 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 of Conduct for Prevention of Insider Trading as notified by the Company from time to time;
- (d) I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time;
- (e) I undertake to submit the necessary report within two trading days of execution of the transaction/a Nil report if the transaction is not undertaken;
- (f) I agree to comply with the provisions of the Code and provide any information relating to the trade as may be required by the Compliance Officer and permit the Company to disclose such detail to SEBI, if so required by SEBI.
- (g) I hereby declare that the information given is true, complete and accurate. In case any of the information is found to be false and I am aware of that I may be held liable for it.

Date:

Signature:

* Indicate number of shares



**FORM I
PRE- CLEARANCE ORDER**

To,

Name

Designation

Place

With reference to your application dated seeking approval for undertaking certain transactions in securities of the Company detailed therein, please be informed that you are hereby authorized/not authorized to undertake the transaction(s) as detailed in your said application.

This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application.

This approval letter is valid till (i.e. for {7} trading days from date hereof). If the approved transaction is not executed within the aforesaid timeline, fresh pre-clearance would be required for trades to be executed.

Further, you shall file within two {2} trading days of the execution of the trade, the details of such trade, with the Compliance Officer in **Form 'C' & Form 'J'**.

Yours faithfully,

For Indian Energy Exchange Limited

Compliance Officer

Date:

Encl: Format of Form C & J



FORM J

DISCLOSURE OF PRE-APPROVED TRANSACTIONS

Date: ____

To,

The Compliance Officer
Indian Energy Exchange Limited

Dear Sir,

DETAILS OF PRE-APPROVED TRANSACTION

Ref: Your Approval Letter No. _____ Dated _____

I hereby inform you that, I:

have not bought/sold/subscribed any Securities (including derivatives) of the Company have bought/sold/subscribed to the _____ Securities (including derivatives) as mentioned below on

Name of holder	* * First or joint holder	No. of Securities (including derivatives) dealt with	Bought/ Sold/ Subscribed	DP ID/CLIENT ID (electronic form) or Folio no. for physical where the Sec. will be debited or credited	Relationship with Designated Person (In case the person executing the trade is not the designated person)	Price (INR)

** "F" first holder — " J" joint holder

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

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

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

I agree not to buy/sell • the securities (including derivatives) for a period of [six months] from the date of the aforesaid transaction.

In case there is any urgent need to sell these securities (including derivatives) within the said period, I shall approach the Company (Compliance Officer) for necessary approval (applicable in case of purchase / subscription).

Yours truly,

Signature:

Name:

#Emp No:

#Dept/ Div.

Strike out whichever is not applicable.

FORM-K
Annual Disclosure by Designated Persons

Date:

The Compliance Officer
Indian Energy Exchange Limited

Dear Sir / Madam,

I [*Name of the Designated Person*], having employee id [_____] provide the following details to the Company:

PAN	
Name of the Educational Institution of Graduation	
Stream of Graduation	
Details of the Past Employers (if applicable)	

Please also note the following details with respect to my Immediate Relatives and the persons with whom I share a material financial relationship:

I. Immediate Relatives

Name of the Relative	PAN or any other unique identification number	Relation with the Relative	Contact Number (Phone, Mobile or cell number)

II. Persons with whom I share Material Financial Relationship

("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 during the immediately preceding twelve months, equivalent to at least 25% of such payer's annual income but shall exclude relationships in which the payment is based on arm's length transactions.)

Name of the Person	PAN or any other identifier	Reasons for considering the person as a person with whom 'Material Financial Relationship' is shared	Contact Number (Phone, Mobile or cell number)

I acknowledge that all information provided under this form is true and fair to the best of my knowledge.

Signature

Name:

Date:



**CODE OF PRACTICES
&
PROCEDURES
FOR
FAIR DISCLOSURE
OF
UNPUBLISHED PRICE SENSITIVE INFORMATION**

[Under Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

[Adopted by the Board of Directors on May 30, 2017 and amended on March 29, 2019]



1. INTRODUCTION

- 1.1 The Securities and Exchange Board of India (“SEBI”), in its endeavor to protect the interests of investors in general, vide Circular No. LAD-NRO/GN/2014-15/21/85 dated January 15, 2015, had introduced SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations”) effective from May 15, 2015 to regulate the trading in Securities of a listed company by persons who are in possession or have access to the UPSI.
- 1.2 Pursuant to Regulation 8(1) of the PIT Regulations read with Schedule A to the said regulations, the Board had approved this code of practices and procedures for fair disclosure of UPSI (“Code”).
- 1.3 The objective of the Code is to ensure timely, fair and adequate disclosure of events and information that could impact price of the Company’s securities, to enable the investors to take an informed decision while investing in securities of the Company.

2. TERMS & DEFINITIONS

- 2.1 Words and expressions used but not defined in this Code shall have the same meaning assigned to them in the Company’s Code of Conduct for Prevention of Insider Trading and Prohibition of Unfair Trade Practices relating to the Securities Market (“Insider Trading Code”) or the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and the rules and regulations made thereunder, as the case may be or in any amendment thereto, shall have the meaning as assigned to them in those legislation.

3. PRINCIPLES OF FAIR DISCLOSURE

- 3.1 The Company shall adhere to the following principles for ensuring fair disclosure of UPSI:
 - (i) The Company shall promptly disclose the UPSI to the Stock Exchange(s) that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information Generally Available Information.
 - (ii) There shall be a universal and uniform disclosure of UPSI through the Stock Exchanges. The information may be disseminated through media for wider and quick dissemination and may also be hosted on the website of the Company www.iexindia.com.



- (iii) The Company Secretary shall be the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
- (iv) The Company will make uniform and universal dissemination of UPSI and shall avoid selective disclosure. For ensuring universal dissemination, all UPSI shall be first disclosed to the Stock Exchange(s) before disseminating the same to the investors, research analysts or media houses to any other section of public.
- (v) The Company shall promptly disseminate the UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- (vi) Rumors and media speculation shall not be deemed as selective disclosure. The CIRO shall respond appropriately and fairly to queries on news reports and requests for verification of market rumours by regulatory authorities. The CIRO may also consider the requirement of a public announcement for verifying the rumors.
- (vii) It shall be ensured that the information shared with the analysts and research personnel is not UPSI.
- (viii) The proceedings of meetings with analysts and other investor relations conferences shall be published on the official website of the Company www.iexindia.com, to ensure official confirmation and documentation of disclosures made therein.
- (ix) The UPSI shall be handled on need to know basis and shall not be communicated by any insider to any person except for 'legitimate purposes'.

4. LEGITIMATE PURPOSES

4.1 For the purpose of this Code, the expression 'legitimate purpose' shall include (but not limited to) the sharing of information by an Insider:

- (i) in ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants ("**Relevant Persons**"), provided that such sharing of UPSI has not been carried out to evade or circumvent the provisions of the PIT Regulations. In this regard, it is hereby clarified that sharing of information with the Relevant Persons for obtaining any professional services from such persons shall not be deemed as evading or circumventing the prohibitions of PIT Regulations.
- (ii) during the course of performance of duty(ies).



(iii) pursuant to a legal obligation(s) owed to a third party; and

(iv) in compliance with the provisions of PIT Regulations or any other law for the time being in force applicable on sharing of information by an insider to any third person.

4.2 It is hereby clarified that the abovementioned instances for sharing of information for 'legitimate' are not exhaustive. The Board or the Compliance Officer shall, on case to case basis, allow the sharing of information after considering the following:

(i) reasons for sharing of such information;

(ii) person sharing the information does not have any 'illegitimate' purpose behind sharing of such information; and

(iii) on such terms and conditions as the Board or the Compliance Officer deems fit.

4.3 Every Designated Person sharing the information for 'legitimate purposes' pursuant of the provisions of this Code shall also observe the provisions of the Insider Trade Code with respect to the sharing of such information for 'legitimate purposes'.

5. AMENDMENT

5.1 The Board reserves the right to modify and / or amend this Code at any time.

6. DISCLOSURE

6.1 This Code shall be published on the official website of the Company.

6.2 Further, this Code and any subsequent amendment or modification made thereto shall be promptly intimated to the Stock Exchange(s).