

	Code Ref No.	SDIPL/PIT/001
	Code Owner	Company Secretary and SDIPL Board
	Date of Issue	Version
	April 23, 2021	1.0
	November 9, 2022	2.0

Summit Digital Infrastructure Limited

Code of Conduct for Prohibition of Insider Trading

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1. **Preamble**

As per Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time ("SEBI PIT Regulations"), the board of directors of every listed company shall, *inter alia*, ensure that the Chief Executive Officer or Managing Director shall formulate a code of conduct, with their approval, to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons by adopting the minimum standards set out in Schedule B to the SEBI PIT Regulations.

In compliance with the SEBI PIT Regulations, the Board of Directors ("Board") of Summit Digital Infrastructure Limited (formerly known as Summit Digital Infrastructure Private Limited) ("SDIL/ Company") has approved and adopted this Code of Conduct for Prohibition of Insider Trading in order to regulate, monitor and report trading in listed securities of Summit Digital Infrastructure Limited by its Designated Persons ("Code"), as formulated by the management of the Company, which shall be effective from the date of approval by the Board i.e. April 23, 2021.

The Company endeavours to preserve the confidentiality of unpublished price sensitive information and to prevent misuse of such information. The Company is committed to transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations, as amended from time to time.

2. **Objective of the Code**

This Code has been prepared by adopting the standards set out in Schedule A and Schedule B of the SEBI PIT Regulations, as amended, in order to regulate, monitor and report trading by the Designated Persons towards achieving compliance with the SEBI PIT Regulations.

3. **Applicability**

This Code shall be applicable to all Insiders and Designated Persons as defined hereinafter.

4. **Definitions**

- 4.1 **"Board"** means Board of Directors of the Company.
- 4.2 **"Code"** means this Code of Conduct for Prohibition of Insider Trading to regulate, monitor and report trading in listed securities of Pipeline Infrastructure Limited by its Designated Persons, as modified from time to time.
- 4.3 **"Company"** means Summit Digital Infrastructure Limited (formerly known as Summit Digital Infrastructure Private Limited).
- 4.4 **"Compliance Officer"** for the purpose of SEBI PIT Regulations and this Code means the Company Secretary of the Company or any other person, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the Regulations, designated by the Board of Directors as Compliance Officer from time to time.

For the purpose of this clause, “financially literate person” means a person who has the ability to read and understand basic financial statements i.e., balance sheet, statement of profit and loss and statement of cash flows.

- 4.5 **“Connected Person”** means any person who is or has during the six months prior to the concerned act 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 UPSI 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 -

- a. an immediate relative of connected persons specified above; or
- b. the holding company of the Company; or
- c. an intermediary as specified in section 12 of the SEBI Act or an employee or director thereof; or
- d. an investment company, trustee company, asset management company or an employee or director thereof; or
- e. an official of a stock exchange or of clearing house or corporation; or
- f. a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or an employee thereof; or
- g. a member of the board of directors or an employee, of a public financial institution as defined in section 2(72) of the Companies Act, 2013; or
- h. an official or an employee of a self-regulatory organization recognised or authorized by the Board; or
- i. a banker of the Company; or
- j. a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his immediate relative or banker of the company, has more than ten per cent. of the holding or interest.

- 4.6 **“Designated Persons”** shall include -

- i. Promoters of the Company;
- ii. Directors of the Company;
- iii. Key Managerial Personnel (‘KMP’) of the Company;
- iv. All Senior Management Personnel of the Company;
- v. Employees as defined in clause 4.7 hereunder; and
- vi. Immediate relative of (ii) to (v) above.

- 4.7 **“Employees”** shall mean

- i. All Employees in the Finance & Accounts, Risk & Compliance, Legal, Secretarial Compliance, Human Resource, Business, Information Technology, Operations and such other function(s) in Grade M3 and above, as may be determined by the Compliance Officer, from time to time, on the basis of their functional role or access to UPSI;

- ii. All employees up to two levels below Chief Executive Officer of the Company in Grade M3 and above, irrespective of their functional role in the Company or ability to have access to UPSI;
 - iii. Any support staff of the Company, such as IT staff or secretarial staff who may have access to UPSI, as may be determined by the Compliance Officer; and
 - iv. Such other employees of the Company and/or any contractor, whether temporary or permanent, who have direct or indirect access to UPSI or is reasonably expected to have such access, as determined by the Compliance Officer from time to time.
- 4.8 **“Generally available information”** means information that is accessible to the public on a non-discriminatory basis.
- 4.9 **“Immediate relative”** means a spouse of a person, and includes parents, siblings, and children 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.
- 4.10 **“Insider”** means –
- i. a connected person;
 - ii. Any person who is in possession of or having access to UPSI.
- Explanation: It is hereby clarified that any person in receipt of UPSI pursuant to a “legitimate purpose” shall be considered an Insider.
- 4.11 **“Legitimate Purpose”** shall include sharing or disclosing of UPSI in the ordinary course of business by an Insider with partners, directors, senior management personnel of the group, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.
- 4.12 **“Promoter” or “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 amendment or modification thereof.
- 4.13 **“SEBI”** shall mean Securities and Exchange Board of India.
- 4.14 **“SEBI Act”** shall mean Securities and Exchange Board of India Act, 1992.
- 4.15 **“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. For the purpose of this Code, the term Securities shall refer to the Non-Convertible Debentures of the Company which are listed.
- 4.16 **“Securities laws”** means the SEBI Act, the Securities Contract (Regulations) Act, 1956, the Depositories Act, 1996, the relevant provisions of any other law to the extent it is administered by SEBI and the relevant rules and regulations made thereunder.
- 4.17 **“Trading”** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.

- 4.18 **“Trading Day”** means a day on which the recognized stock exchanges are open for trading.
- 4.19 **“Trading Window”** means a permissible trading period for trading in the securities of the Company, as specified by the Company from time to time.
- 4.20 **“Unpublished Price Sensitive Information”** for the purpose of SEBI PIT Regulations and this Code, in relation to the Company, shall mean any information relating to the Company or its Securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the Securities of the Company and shall ordinarily include information relating to the following:
- i. any event having bearing on performance/operation of the Company;
 - ii. any event affecting payment of interest on or redemption of Securities of the Company;
 - iii. expected default in timely payment of interests or redemption amount of the Securities;
 - iv. expected revision of credit rating assigned to the Securities of the Company;
 - v. any action which shall result in the redemption, conversion, cancellation or retirement, in whole or in part, of the Securities of the Company;
 - vi. any change in the form or nature of the Securities or in the rights or privileges of the Security holders;
 - vii. any major change in Board composition of the Company, which may amount to change in control as defined in Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - viii. Financial Results; and
 - ix. Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions.

Words and expression used and not defined in this Code, but defined in the SEBI PIT Regulations, Companies Act, 2013, Securities laws and rules and regulations made thereunder (“applicable laws”), shall have the meaning respectively assigned to them in such applicable laws.

In the event of any conflict between the provisions of this Code and the applicable laws, the provisions of such applicable laws shall prevail over this Code.

5. Duties of the Compliance Officer

- 5.1 The Compliance Officer shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for preservation of UPSI, monitoring of trades and the implementation of the codes specified in the SEBI PIT Regulations under the overall supervision of the Board and shall have access to all information and documents relating to the Securities of the Company for the aforesaid purpose.
- 5.2 The Compliance Officer shall maintain a complete record (either manual or in electronic form) of the Designated Persons and persons with whom such Designated Persons share a material financial relationship and changes thereto from time-to-time.

- 5.3 The Compliance Officer shall ensure that a structured digital database is maintained in terms of the requirements of SEBI PIT Regulations.

The structured digital database shall be preserved for a period of 8 (eight) years after completion of the relevant transactions and in the event of receipt of any information from SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

- 5.4 The Compliance Officer shall identify the Designated Persons to be covered by this Code on the basis of their role and function in the organisation and the access that such role and function would have to UPSI, in addition to seniority and professional designation.
- 5.5 In addition to the closure of trading window as provided under the SEBI PIT Regulations, the Compliance Officer is required to close the trading window for trading in Securities, from time to time, as and when it determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of UPSI in relation to the Securities. The Compliance Officer shall maintain a record of “Restricted Period” specified from time to time.
- 5.6 The Compliance Officer shall maintain records of all the declarations submitted in the appropriate form by the Promoters and Promoter Group, Directors, Key Managerial Personnel and Designated Persons for a minimum period of five years.
- 5.7 Grant of pre-trading approvals to the Designated Persons for trading in the Company’s Securities and monitoring of such trading.
- 5.8 The Compliance Officer shall assist all the Designated Persons to whom this Code is applicable, in addressing any clarifications regarding the SEBI PIT Regulations and this Code.
- 5.9 The Compliance Officer shall report to the Board.
- 5.10 In case it is observed by the Company and/or Compliance Officer that there has been a violation of the SEBI PIT Regulations, the Compliance Officer shall inform the stock exchange where securities of Company are listed, promptly on becoming aware of such violations.
- 5.11 The Compliance Officer shall provide reports to the Chairperson of the Board on annual basis on the following:
- Status of compliance of the Code;
 - Status of compliance of the Code of Practices and Procedures for Fair Disclosure of UPSI;
 - Details of trading in securities of the Company by Designated Persons;
 - Violation(s), if any, of the Code.

6. Communication or procurement of UPSI

- 6.1 All information should be handled on a need-to-know basis and no UPSI shall be communicated to any person except in furtherance of Legitimate Purposes, performance of duties or discharge of legal obligations.
- 6.2 The details of sharing of UPSI shall be informed to the Compliance Officer for updating in the structured digital database.

7. Preservation of UPSI

- 7.1 To prevent the misuse of confidential information, the Company adheres to Chinese Wall procedures which separate those areas of Company that routinely have access to confidential information, considered "inside areas" from those which provide support services, considered "public areas".
- 7.2 The Employees in the inside area shall not communicate any Unpublished Price Sensitive Information to anyone in public area.
- 7.3 All UPSI is to be handled on "need to know basis" i.e. UPSI should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- 7.4 In exceptional circumstances employees from the public areas may be brought "over the wall" and given confidential information on the basis of "need to know" criteria, under intimation to the Compliance Officer.
- 7.5 Any person who is brought inside the "inside areas" shall be conversant with his/her obligation to preserve confidentiality and shall be informed to maintain confidentiality of such UPSI in relation to the Company, in compliance with the SEBI PIT Regulations.

8. Leak of UPSI

- 8.1 The Company has an adequate and effective system of internal controls to ensure compliance with the requirements under SEBI PIT Regulations to prevent insider trading.
- 8.2 The Company has adopted a "Whistle-blower Policy" ("Policy"), duly approved by the Board, under which any employee can report instances of any leak or suspected leak of UPSI. The aforesaid Policy has been made available to all the employees of the Company and is also available on the website of the Company i.e. www.summitdigitel.com.
- 8.3 Inquiry on becoming aware of any leak or suspected leak of UPSI shall be carried out by the Company in the manner as specified in the aforesaid Policy. Further, the Compliance Officer shall promptly inform SEBI of such leaks, inquiries and results of such inquiries.

9. Trading by Designated Persons

9.1 Subject to the provisions of clause 9.3 of this Code and also subject to compliance with the SEBI PIT Regulations, the Designated Persons may execute trades during a notional "Trading Window", which shall be available during all times other than the Trading Restriction Period.

9.2 Trading Restriction Period:

i.	Every quarter	From the end of each quarter till 48 hours after declaration of financial results.
ii.	For any other UPSI	<p>The Trading Window shall be closed when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to be in possession of any other UPSI.</p> <p>The timing for re-opening of the trading window in such cases shall be determined by the Compliance Officer taking into account various factors including the UPSI in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than 48 hours after the information becomes generally available.</p>

9.3 The Trading Window restrictions shall not apply to:

- (a) transactions specified in clauses (i) to (iv) and (vi) of the proviso to sub-regulation (1) of regulation 4 of the SEBI PIT Regulations, subject to pre-clearance by the Compliance Officer as per clause 10 of this Code and compliance with the SEBI PIT Regulations;
- (b) transactions which are undertaken in accordance with respective regulations made by the SEBI 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 the SEBI from time to time.
- (c) execution of trades in adherence to pre-approved Trading Plans as per clause 11 of this Code and compliance with the SEBI PIT Regulations.

10. Pre-clearance of Trades

10.1 When the Trading Window is open, trading by Designated Persons shall be subject to pre-clearance by the Compliance Officer, if the value of the proposed trade is equal to or more than Rs. 10,00,000 (Rupees Ten Lakhs only) in one transaction or over a series of transactions in a calendar quarter.

- 10.2 An application shall be made to the Compliance Officer in the format annexed as Annexure I by the Designated Person indicating the present holding, if any, estimated number of securities that such Designated Person intends to trade in, the details of depository and such other information as may be required by the Compliance Officer.

In case of trading by the Compliance Officer, prior permission from the Chief Executive Officer shall be obtained.

- 10.3 An undertaking shall be executed in favour of the Compliance Officer, by such Designated Person incorporating, *inter alia*, the following clauses, as may be applicable:

- that the Designated Person does not have any access or has not received UPSI as at the time of signing the undertaking;
- that in case the Designated Person has access to or receives UPSI after the signing of the Undertaking but before the execution of the transaction, he/she shall inform the Compliance Officer of the change in his/her position and that he/she would completely refrain from trading in the securities of the Company till the time such information becomes generally available to the public;
- that he/she has not contravened any provision of this Code;
- that all the disclosures made by the Designated Person in the Undertaking are complete, true and accurate.

- 10.4 Validity of Pre-clearance period:

10.4.1 The Designated Person shall execute the trade, in respect of which the pre-clearance has been obtained, within 7 (seven) days of the grant of pre-clearance approval and shall file the details of such transaction in the format annexed as Annexure II within 1 (one) trading day of the execution of the transaction.

10.4.2 In case the transaction is not undertaken or executed within 7 (seven) days of grant of pre-clearance approval:

- an intimation within 1 (one) trading day of expiry of the aforesaid 7 (seven) days shall be made to the Compliance Officer in the format annexed as Annexure II; and
- the Designated Person shall obtain a fresh "Pre-clearance" for the transaction.

- 10.5 Holding period for Securities:

10.5.1 The Designated Person who is permitted to trade shall not execute a contra trade during the next 6 (six) months following month of transaction.

10.5.2 The compliance officer may grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate the provisions of SEBI PIT regulations.

10.5.3 Should a 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 SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the SEBI Act.

11. Trading Plans

- 11.1 An Insider shall be entitled to formulate a trading plan for dealing in securities of the Company and present it to the Compliance Officer in the format annexed as Annexure III for approval and public disclosure, pursuant to which trades may be carried out on his behalf in accordance with such plan.
- 11.2 Such trading plan shall –
- i. not entail commencement of trading on behalf of the insiders earlier than 6 (six) months from the public disclosure of the plan;
 - ii. not entail trading for the period between the 20th (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 2nd (second) trading day after the disclosure of such financial results;
 - iii. entail trading for a period of not less than 12 (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 of the Company for market abuse.
- 11.3 The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of this Code or SEBI PIT Regulations and shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.
- 11.4 Pre-clearance of trades shall not be required for a trade executed as per an approved trading plan. Trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.
- 11.5 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.
- Provided that* the implementation of the trading plan shall not be commenced if any UPSI in possession of the Insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation and in such event the Compliance Officer shall confirm that the commencement ought to be deferred until such UPSI becomes generally available information so as to avoid a violation of this Code or SEBI PIT Regulations.
- 11.6 Upon approval of the trading plan, the Compliance Officer shall notify the plan to the stock exchange(s) on which the securities of the Company are listed.

12. Reporting requirements by Designated Persons

12.1 Initial Disclosures

12.1.1 Every person on appointment as a Key Managerial Personnel or a Director of the Company or upon becoming a Promoter or member of the Promoter Group shall disclose his holding of 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 a Promoter in Form B annexed as Annexure IV.

12.2 Continual Disclosures

12.2.1 Every Designated Person shall disclose to the Company the number of such securities acquired or disposed of within 2 (two) trading days of such transaction in Form C annexed as Annexure V;

12.2.2 The Company shall notify the particulars of such trading to the stock exchange on which the securities are listed within 2 (two) trading days of receipt of the disclosure or from becoming aware of such information.

12.2.3 The above disclosures shall be made in such form and such manner as may be specified by SEBI from time to time.

12.3 Disclosure by Connected Persons

The Company may at its own discretion require any other connected person or class of connected persons to make disclosures of holdings and trading in securities of the Company in Form D annexed as Annexure VI and at such frequency as may be determined by the Company in order to monitor compliance with this Code and SEBI PIT Regulations.

12.4 Disclosure by Designated Persons

The Designated Persons shall annually disclose following details of their immediate relatives, persons with whom such Designated Persons shares a material financial relationship and changes thereto from time-to-time:

- a. Name;
- b. Permanent Account Number or any other identifier authorised by law; and
- c. Phone, mobile and cell numbers which are used by them.

The Designated Persons shall also disclose the names of educational institutions from which he/she have graduated and names of their past employers.

The aforesaid disclosure shall be in the format annexed as Annexure VII.

“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.

13. Procedure and Penalty for contravention of this Code

- 13.1 The Company shall follow the procedures formulated for inquiry in case of leak of UPSI or suspected leak of UPSI and accordingly initiate appropriate inquiries on becoming aware of leak of UPSI or suspected leak of UPSI and inform SEBI promptly of such leaks, inquiries and results of such inquiries.
- 13.2 Any Designated Person, who trades in securities or communicates any information for trading in securities, in contravention of this Code may be penalised and appropriate action will be taken by the Company.
- 13.3 The Designated Persons of the Company who violate this Code shall also be subject to disciplinary action by the Company, which may include wage/salary freeze, suspension, withholding of promotions, recovery, clawback, etc. The action by the Company shall not preclude SEBI from taking any action in case of violation of SEBI PIT Regulations.
- 13.4 The Company shall ensure that any amount collected (i.e. fine or penalty imposed by the Company) under the code shall be remitted to the SEBI of India for credit to the Investor Protection and Education Fund

14. Protection against retaliation and victimisation

- 14.1 Retaliation and victimisation for reporting any leak/suspected leak of UPSI or violation/suspected violation of this Code is strictly prohibited under the Whistle-Blower Policy.
- 14.2 Any employee who reports any alleged violation of insider trading laws in accordance with the Informant Mechanism introduced vide SEBI (Prohibition of Insider Trading) (Third Amendment) Regulations, 2019 dated September 17, 2019 and SEBI (Prohibition of Insider Trading) (Second Amendment) Regulations, 2020 dated October 29, 2020 will be protected against any discharge, termination, demotion, suspension, threats, harassment, directly or indirectly or discrimination irrespective of whether the information is considered or rejected by the Board.

15. General

- 15.1 A copy of this Code is available on the employee portal of the Company.
- 15.2 Designated Persons and all employees of the Company are advised to acquaint themselves with their obligations under the SEBI PIT Regulations and in case any clarification/ assistance is required in that regard, they may reach out to the Compliance Officer at secretarial@summitdigitel.com.
- 15.3 Any act or deed not mentioned under the Code shall be in accordance with the SEBI PIT Regulations.
- 15.4 Any suspected leak of unpublished price sensitive information or violation of this Code can be reported under Whistle-Blower Policy of the Company.

- 15.5 The Company shall promptly inform the stock exchange(s) about the violation of these regulations, if any, in such form and such manner as may be specified by the SEBI from time to time.

16. Review and amendment

- 16.1 The Board/Audit Committee shall review compliance with the provisions of the SEBI PIT Regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- 16.2 The Board is authorised to amend or modify this Code, in whole or in part, as and when deemed necessary and in line with the applicable laws, rules and regulations. However, the amendment in the regulatory requirements shall be binding on the Company and shall prevail over this Code, even if not incorporated in the Code.

APPLICATION FOR PRE - CLEARANCE OF TRADING

Date: _____

To,
The Compliance Officer
Summit Digital Infrastructure Limited

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Prohibition of Insider Trading ("Code") and the Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information, I seek approval for purchase/sale of the Securities of the Company as per the details given below:

Details of Designated Person	
Name	
Designation	
PAN	
Location	
Email Id.	
Contact No.	
Preclearance sought for	Self/ Immediate Relative
<i>If pre-clearance sought for Immediate Relative, then</i>	
Name of the Immediate Relative for whom pre-clearance sought	
Nature of Relationship	
PAN of Immediate Relative	
Details of Security held by self/ Immediate Relative for whom the pre-clearance is sought	
No. of Securities held as on date	
In physical form	
In dematerialized form	
Details of Proposed Transaction	
Nature of Proposed Transaction	Sale/ Purchase
No. of Securities proposed to be transacted	
Details of identified account	
Name & contact details of Broker with Account No.	
Name of Depository Participant	
DP ID	
Client ID	
Details of last trade, if any	
No. of Securities traded	
Date of last trade	
Whether pre-clearance was taken	
If yes, Date of approval of pre-clearance	
Reasons if the trade was not executed	

I hereby confirm and declare that:

- a) I do not have access to and I am not in possession/ knowledge of any information that could be construed as Unpublished Price Sensitive Information (UPSI) as defined in the Code upto the time of signing this undertaking;
- b) In the event that I get access to or I am in possession/knowledge of any information that could be construed as UPSI, after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer immediately and shall completely refrain from dealing in the Securities of the Company until such information becomes generally available to the public;
- c) I have not and shall not enter into any opposite transaction (buy/sell) during the previous/ next six months from the date of last transaction;
- d) I have not contravened any provision of this Code;
- e) I undertake to submit the necessary forms/ documents within the prescribed timelines.
- f) I am aware that, I shall be liable to face penal consequences including disciplinary action in case the above declarations are found to be misleading or incorrect at any time;
- g) All the disclosures made by me hereunder are complete, true and accurate;
- h) I agree to comply with the provisions of the Code at all times 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 Stock Exchange/ SEBI, if so required; and
- i) I further hereby agree to indemnify and keep the Company and its Directors indemnified from and against all and any penalties/fines that may be imposed on them by the SEBI and/or any other statutory authorities as a result of violation by me of the SEBI (Prohibition of Insider Trading) Regulations 2015 as amended from time to time and the Code prescribed by the Company.

Date :

Signature: _____

Signature: _____
(On behalf of Immediate Relative)

Name:

Designation:

Please provide all the information. Incomplete forms will not be accepted.

For use of Compliance Officer:

PCO No.	Application received date	Approval Date	Approval Granted for (Type of transaction)	Approval granted for (No. of shares)	Pre-clearance valid upto (dd/mm/yyyy)	Compliance Officer's signature
			Sale/ Purchase			

FORM OF DISCLOSURE OF TRANSACTIONS EXECUTED/NOT EXECUTED

(To be furnished within 1 day of transaction/dealing in Securities of the Company or if the transaction is not executed, within 1 day of validity of pre-clearance period)

Name of Designated Person	
Designation	
PAN	
Email Id	
Contact No.	
<i>If the trade was effected in the name of Immediate Relative</i>	
Name of Immediate Relative	
Nature of Relationship	
PAN	
<i>Details of Pre-clearance approved</i>	
Type of Transaction for which pre-clearance was applied	Purchase/ Sale
No. of Shares for which pre-clearance was applied	
Pre-clearance approved for (No. of security & date of Approval)	
<i>Details of Transaction executed/ not executed</i>	
No. of Securities bought/sold	
DP ID/Client ID/Folio Number	
Reasons if the transaction was not executed	
<i>No. of Securities held prior to the date of transaction</i>	
Price at which the transaction executed	
Reasons, if transaction not executed or if executed for lower quantity	
Total number of Securities held after acquisition / sale	

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

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

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

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

.....
Signature of Designated Employee

APPLICATION FOR TRADING PLAN**Date:** _____**To,****The Compliance Officer
Summit Digital Infrastructure Limited**

1. Name of the Applicant: _____; PAN _____
2. No. of securities held in the Company as on date: _____
3. Approval sought for: Self _____; Immediate Relative (IR) _____
4. Trading plan belongs for a period of _____ months i.e. for a period commencing from _____ and ending on _____
5. Details of the proposed trade:

Sr. No.	Nature of transaction (Sale/Purchase)	Date of transaction/period/ interval for transaction	Value of trade/ No. of securities transacted	Conditions /Remarks

Undertaking:

- a) I will not commence trading earlier than six months from the public disclosure of the plan
- b) I do not have overlapping trading plan for the same period.
- c) In the event that I am in possession/knowledge of any information that is construed as "Unpublished Price Sensitive Information" as defined in the Policy, at the time of formulation and approval of this plan but which is not made public at the time of trading as per the approved time schedule in the said plan, 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;
- d) I have not contravened the provisions of the Insider Trading Policy as notified by the Company from time to time;
- e) I have made full and true disclosure in the matter.
- f) I undertake to abide by this trading plan once approved and shall furnish such declarations/disclosures as may be deemed necessary by compliance officer for the monitoring of this plan.
- g) I shall not use this trading plan as a tool for market abuse.

Signature:**Date:**

For use of Compliance Officer:

Application recd. date	Approval Date	Approval No.	Compliance Officer's signature

Approval granted for Trading Plan for a period of ____ months commencing from _____ up till _____

Notification to Stock Exchange: _____

Signature of Compliance Officer: _____

FORM B

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(1)(b) read with Regulation 6(2) - Disclosure on becoming a
director/KMP/Promoter/Member of promoter group]

Name of the company: **Summit Digital Infrastructure Limited**

ISIN of the company: **INE507T07054**

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or Member of the Promoter Group 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/ Member of Promoter Group/KMP /Directors / Immediate relative to / Others etc	Date of Appointment of Director/ KMP or date of becoming Promoter /Member of Promoter Group	Securities held at the time of becoming Promoter/ Member of Promoter Group/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/ Member of Promoter Group of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2):

Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter/ Member of Promoter Group/			Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/ Member of Promoter Group/		
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

Name & Signature:
Designation:

Date:
Place:

FORM C

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]

Name of the company: **Summit Digital Infrastructure Limited**

ISIN of the company: **INE507T07054**

Details of change in holding of Securities of Promoter, Member of Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2):

Name, PAN, CIN/DIN, & address with contact nos	Category of Person (Promoters/ Member of Promoter Group/ Designated Person / 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.)	Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants , Convertible Debentures etc.)	No. and % of shareholding	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 shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

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

(ii) Value of transaction excludes taxes/brokerage/any other

Details of trading in derivatives of the company by Promoter, Member of Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons 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)	
16	17	18	19	20	21	22

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

Name & Signature:

Designation:

Date:

Place:

FORM D

SEBI (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7(3) – Transactions by Other connected persons as identified by the company]

Name of the company: **Summit Digital Infrastructure Limited**ISIN of the company: **INE507T07054****Details of trading in securities by other connected persons as identified by the company**

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the company	Connect ion 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.)	Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke/ Others-please specify)	Type of security (For eg. – Shares, Warrants, Convertible Debentures, Right entitlement etc.)	No. and % of shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
(ii) Value of transaction excludes taxes/brokerage/any other charges

Details of trading in derivatives of the company 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)	
16	17	18	19	20	21	22

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

Name:

Signature:

Date:

Place:

ANNUAL DISCLOSURE FORM

(To be furnished within 30 days of the dissemination of the Code and before April 30 each year for the previous year)

1	Name			
2	PAN (in case of PAN is not available, any other identifier authorized by law)			
3	Designation			
4	Location			
5	Contact Nos.			
6	Email Id			
7	Educational Institution of Graduation			
8	Details of Past Employment (Name of the past employer/ organization)			
9	Date of declaration			
10	Details of Securities held in the Company			
a.	Held by the Designated Person			
	No. of Securities	Type of Security	Folio No(s), if held in physical form:	If held in demat form
				DP ID Client ID
b.	Held by the Immediate Relative / person with whom Designated Person shares Material Financial Relationship			
	Name of Immediate Relative			
	Relationship			
	PAN (in case of PAN is not available, any other identifier authorized by law)			
	No. of Securities	Type of Security	Folio No(s), if held in physical form:	If held in demat form
				DP ID Client ID

Notes:

- Immediate Relative includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.
- Material Financial Relationship means 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 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

.....
Signature