

ARUNA HOTELS LIMITED

CHENNAI

AHL CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING

BY DESIGNATED PERSONS

(As effective from 01.04.2019)

1. Short Title and Commencement:

- 1.1 This Code of Conduct is framed pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, with the approval of the Board of Directors of the Company. This Code shall be called the "AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons" (hereinafter referred to as "AHL Code") and it shall come into force with immediate effect.
- 1.2 The existing "AHL Code of Conduct for Prevention of Insider Trading" framed pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 shall be replaced with this "AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons'.

A Code of practices and procedures for fair disclosure of unpublished price sensitive information framed pursuant to Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015, as approved by the Board of Directors, is set out in Annexure A.

The Policy and Procedures for inquiry in case of leak or suspected leak of Unpublished Price Sensitive information (UPSI) framed pursuant to Regulation 9A(5) of the Securities And Exchange Board of India (Prohibition of Insider Trading) Regulations 2015, as approved by the Board of Directors is set out in Annexure B.

2. Applicability:

AHL Code shall be applicable to:

- (a) All the Directors of the Company;
- (b) The Designated persons of the Company
- (c) The Connected Persons and their immediate relatives.

3. Definitions:

- (a) "Act" means the Securities and Exchange Board of India Act, 1992.
- (b) "Board" means the Board of Directors of the Company.
- (c) "Company" means Aruna Hotels Limited.

(d) “Code” or “AHL Code” or “Code of Conduct” shall mean the Code of Conduct for Regulating , Monitoring and Reporting of Trading by insiders of Aruna Hotels Limited as amended from time to time.

(e) “Connected Person’ means:

(i) 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 unpublished price sensitive information or is reasonably expected to allow such access.

(ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established:

(a) an immediate relative of connected persons specified in clause (i); or

(b) a holding Company or associate Company or subsidiary Company; or

(c) an intermediary as specified in Section 12 of the Act or an employee or director thereof or

(d) an investment Company, trustee Company, asset management Company or an employee or director thereof; or

(e) an official of a stock exchange or of clearing house or corporation; or

(f) a member of board of trustees of a mutual fund or a member of the Board of Directors of the asset management Company of a mutual fund or is an employee thereof; or

(g) a member of the Board of Directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or

(h) an official or an employee of a self-regulatory organization recognized or authorized by the Board; or

(i) a banker of the Company; or

(j) a concern, firm, trust, hindu undivided family, Company or association of persons wherein a director of the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

(f) **“Designated Person(s)”** shall include:

i. The promoters of the Company;

ii. Directors of the Company;

iii. Key Managerial Personnel as defined under Section 2(51) of the Companies Act, 2013;

- iv. Senior General Managers, General Managers and Departmental Heads, and all the employees and support staff in Finance and Accounts Departments;
 - v. All employees and support staff in the Departments located at the Company's Registered Office at Chennai;
 - vi. Auditors of the Company;
 - vii. The Connected Persons;
 - viii. Immediate Relatives of Sl.No.3(f)(i) to 3(f)(ix); and
 - ix. Such other employee(s) / person(s) as identified by the Compliance Officer, in consultation with Managing Director, in line with the objectives of the Code.
- (g) "**Generally available** Information" means information that is accessible to the public on a non-discriminatory basis.
- (h) "**Immediate Relative**" means a spouse of a person, and includes parent, sibling and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities
- (I) "**Insider**" means any person who is,
- (i) a connected person; or
 - (ii) in possession of or having access to unpublished price sensitive information.
- (j) "**Insider Trading Regulations**" means Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended.
- (k) "**Legitimate purpose**" shall include sharing of unpublished price sensitive information in the 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 , provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations;
- (l) "**Promoter** " shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof;
- "**promoter group**" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof;
- (m) "**Securities** "shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof except units of a mutual fund;

- (n) **"Takeover regulations"** means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- (o) **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- (p) **"Trading day"** means a day on which the recognized stock exchanges are open for trading;
- (q) **"Unpublished Price Sensitive Information"** (UPSI) means 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 and shall, ordinarily including but not restricted to, information relating to the following:
- i. financial results;
 - ii. dividends;
 - iii. change in capital structure;
 - iv. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
 - v. changes in key managerial personnel and
 - vi. any other matters that may be decided by the Board.
- (r) **Words and expressions** used and not defined in this Code but defined in the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and Rules and Regulations made there under shall have the meanings respectively assigned to them in those legislation. 1997

4. Compliance Officer:

- 4.1. The Company Secretary has been appointed as the Compliance Officer for the purposes of this Code and the Insider Trading Regulations. He shall report to the Managing Director of the Company.
- 4.2 The Compliance Officer shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the Rules for the preservation of "Unpublished Price Sensitive Information", pre-clearing of Designated Persons' trades, monitoring of trades and the implementation of the AHL Code under the overall supervision of the Board of Directors of the Company.
- 4.3. The Compliance Officer shall maintain a record of the insiders and Designated Persons and any changes made therein.

4.4 The Compliance Officer shall report on insider trading to the Board of Directors of the Company and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors, but not less than once in a year.

4.5 The Compliance Officer shall assist all the Designated Persons in addressing any clarifications regarding Insider Trading Regulations and AHL Code.

5. Preservation of "Price Sensitive Information":

All information shall be handled on a need-to-know basis and no unpublished price Sensitive information shall be communicated to any person, including other insiders, except in furtherance of the legitimate purposes, performance of duties or discharge of legal obligations.

Unpublished Price Sensitive Information (UPSI) should be disclosed only to those who need the information to discharge their duties and whose possession of such information will not give rise to a conflict of interest or "appearance of misuse of the information. All non-public unpublished information directly received by any employee should immediately be reported to the Head of the Department.

5.1. Communication or procurement of UPSI:

No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to the Company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to the Company or securities listed or proposed to be listed except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Unpublished price sensitive information may be communicated, provided, allowed access to or procured in connection with a transaction which would:

- ❖ entail an obligation to make an open offer under the takeover Regulations where the Board of Directors of the Company is of informed opinion that sharing of such information is in the best interests of the Company;
- ❖ not attract the obligation to make an open offer under the takeover Regulations but where the Board of Directors of the Company is of informed opinion that sharing of such information is in the best interests of the Company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least **two trading days** prior to the proposed transaction being effected in such form as the Board of Directors may determine to be adequate and fair to cover all relevant and material facts.

5.3. The Board of Directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received under Clause 5.1 confidential, except for the purpose of Clause 5.2 and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

5.4. **Digital Data Base:**

‘The Board of Directors shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom information is shared under this Code along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

5.5 **Limited Access to Confidential Information:**

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

6. **Prevention of Misuse of Unpublished Price Sensitive Information:**

6.1 All the Designated Persons shall be subject to trading restrictions as enumerated below:

6.2 **Trading Window:**

All designated persons shall be governed by the Code of Conduct governing dealing in securities. Designated persons may execute trades subject to compliance with this Code. Toward this end, a notional trading window shall be used as an instrument of monitoring trading by the designated persons.

6.3 **Closing of Trading Window:**

6.3.1. The trading window shall be closed from the end of every quarter till 48 hours after the declaration of financial results.

The trading window shall also be closed when the Compliance officer determines that a designated person(s) can reasonably be expected to have possession of unpublished price sensitive information.

6.3.2. **Trading at the time of Closure of Trading Window:**

During closure of trading window, Designated Persons shall not trade in the securities of the Company.

6.3.3 **The Trading Window shall be, inter alia, closed at the time of:**

- a. Declaration of Financial Results (quarterly, half-yearly and annual).
- b. Declaration of Dividends (interim and final).

- c. Issue of Securities by way of public/rights/bonus etc.
- d. Any major expansion plans or execution of new projects.
- e. Amalgamation, mergers, takeovers and buy-back.
- f. Disposal of whole or substantially whole of the undertaking.
- g. Any changes in policies, plans or operations of the Company.
- h. Any other purpose, as may be decided by the Managing Director.

6.3.4 All designated persons and any person having contractual or fiduciary relation with the Company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Company, shall conduct all their dealings in the securities of the Company only in a valid Trading Window and shall not deal in any transaction involving the purchase or sale of the Company's securities during the periods when trading window is closed, as referred to in Para 6.3.3 or during any other period as may be specified by the Company through Compliance Officer from time to time.

6.3.5 Opening of Trading Window:

After taking into account various factors including UPSI in question becoming generally available and being capable of assimilation by the market, the Compliance Officer shall determine timing of re-opening of the trading window however in any event it shall be 48 hours after the information becomes generally available.

6.4 Pre-Clearance of Trades:

6.4.1. All designated persons who intend to deal in the securities of the Company when the trading window is open and the value of the securities proposed to be traded is above Rs.10 lakhs or such other value as may be specified, should obtain pre-clearance of the transactions from the Compliance Officer as per the pre-dealing procedure as described hereunder. No designated person shall apply for pre-clearance of any proposed trade if such designated person is in possession of unpublished price sensitive information even if the trading window is not closed.

6.4.2 An Application may be made to the Compliance Officer as per the Format given in the Annexure—I.

{For the purpose of arriving at the Market value of the shares, the material date shall be the date mentioned by the applicant in the application to the Compliance Officer (Annexure-I)}

6.4.3. An Undertaking, as per Annexure-II, shall be executed in favour of the Company by such designated persons.

6.4.4. The Compliance Officer issues pre-clearance approval as per Annexure-III.

7. Other Restrictions:

7.1 All designated persons shall execute their Order in respect of securities of the Company within 7 trading days after the approval of pre-clearance is given. They shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form in Annexure V (Form C of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015). If the Order is not executed within 7 trading days after the approval is given, the designated persons must inform the Company and get the transaction pre-cleared again.

7.2 All designated persons who buy or sell any number of shares of the Company, shall not enter into an opposite transaction i.e., sell or buy any number of shares during the next six months following the prior transaction. All designated persons shall also not take positions in derivative transactions in the shares of the Company at any time. If contra trade is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities and Exchange Board of India for credit to the Investor Protection and Education Fund. In the case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.

However this clause shall not be applicable for trades pursuant to exercise of stock options.

7.3 In case the sale of securities is necessitated by any valid reasons, the holding period may be waived by the Compliance Officer after recording in writing his/her reasons in this regard with the approval of the Managing Director.

8. Reporting Requirements for Transaction in Securities:

8.1. Initial Disclosure:

The promoter, promoter group, Key Managerial Personnel and Director of the Company have to disclose their holding of securities of the Company within 30 days from the date of Insider Trading Regulations taking into effect, to the Company in Form A (Annexure-IV).

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 within 7 days of appointment or becoming a promoter, the number of shares or voting rights held and positions taken in derivatives as on the date of appointment or becoming a promoter, in Annexure-VI (Form-B of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015) to the Company.

8.2 Continual Disclosures:

Every promoter, member of the promoter group, designated person and director of the Company shall disclose to the Company, in Annexure-V (Form C of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015), the number of such securities acquired or disposed of, include trading in derivatives of securities and the traded value of the derivatives, within 2 trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs.10 lakhs or such other value as may be specified.

The Compliance Officer shall notify the particulars of such trading to the stock exchange on which the securities are listed within two trading days of receipt of the disclosure or from becoming aware of such information.

8.3 Disclosure by other connected person:

The other connected person or class of connected persons may require to make disclosures of holdings and trading in securities of the Company in Annexure VII (Form D of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015), and at such frequency as may be determined by the Compliance Officer.

The Compliance Officer shall maintain records of all the declarations in the appropriate form given by Designated Persons for a minimum period of five years.

9. Trading when in possession of unpublished price sensitive information:

9.1 Subject to the provisions of insider Trading Regulations, no insider shall either on his own behalf or on behalf of any other person, trade in securities of the Company that are listed or proposed to be listed on any stock exchange when in possession of any unpublished price sensitive information.

Explanation ~ When a person who has traded in securities has been in possession of unpublished price sensitive information, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.

Provided that the insider may prove his innocence by demonstrating the circumstances including the following: —

- (i) the transaction is an off-market inter-se transfer between insiders who were in possession of the same unpublished price sensitive information without being in breach of Clause 5 and both parties had made a conscious and informed trade decision.

Provided that such unpublished price sensitive information was not obtained under sub-clause (2) of Clause 5 of this Code.

Provided further that such off-market trades shall be reported by the insiders to the Company within two working days. Every Company shall notify the particulars of such

trades to the stock exchange on which the securities are listed within two trading days from receipt of the disclosure or from becoming aware of such information.:

- ii. the transaction was carried out through the block deal window mechanism between persons who were in possession of the unpublished price sensitive information without being in breach of Clause 5 and both parties had made a conscious and informed trade decision;

Provided that such unpublished price sensitive information was not obtained by either person under sub-clause (2) of Clause 5 of this Code.

- iii. the transaction in question was carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction.
 - iv. the transaction in question was undertaken pursuant to the exercise of Stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations.
 - v. In the case of non-individual insiders: —
 - (a) the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and
 - (b) appropriate and adequate arrangements were in place to ensure that these Clauses are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached:
 - vi. The trades were pursuant to a trading plan set up in accordance with Clause 10 of this Code.
- 9.2 The onus of establishing that they were not in possession of unpublished price sensitive information shall be on the Connected Person.
- 9.3 The Board of Directors may specify such standards and requirements from time to time as it may deem necessary for the purpose of these Clauses.

10. Trading Plan:

- 10.1. An insider shall be entitled to formulate a trading plan and present it to the Compliance Officer for approval and public disclosure, pursuant to which trades may be carried out on his behalf in accordance with such plan.
- 10.2 Such trading plan shall:
 - ❖ not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;

- ❖ not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the issuer of the securities and the second trading day after the disclosure of such financial results;
- ❖ entail trading for a period of not less than twelve months;
- ❖ not entail overlap of any period for which another trading plan is already in existence;
- ❖ 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;
- ❖ not entail trading in securities for market abuse: and

10.3 Application for Trading Plan shall be given in Annexure VIII.

The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of these Clauses 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.

Provided that pre-clearance of trades shall not be required for a trade executed as per an approved trading plan.

Provided further that trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.

- 10.4 The trading plan once approved shall be irrevocable and the insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.
- 10.5 Provided that the implementation of the trading plan shall not be commenced if any unpublished price sensitive information 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 unpublished price sensitive information becomes generally available information so as to avoid a violation of Clause 9.1 above.
- 10.6 Upon approval of the trading plan, the Compliance Officer shall notify the plan to the Stock exchanges on which the securities are listed.
- 10.7 Letter of intimation of approval of Trading plan is at Annexure - IX.
- 10.8 Such Insider is required to intimate the Compliance Officer regarding execution of trading plan within 2 trading days of each transaction intimated under the trading plan as per proforma provided in Annexure — V.

10.9 The Compliance Officer shall maintain a register of trading plan of securities by the Insiders and notification to Stock Exchanges as given in Annexure-XII / REG-I.

11. Internal Controls

11.1 The Compliance Officer, in consultation with the Managing Director, shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in the Code of Conduct and insider trading Regulations to prevent insider trading.

11.2 The internal control shall include the following

- (a) Identifying all employees who have access to unpublished price sensitive information as 'Designated Employee'.
- (b) Identifying all the unpublished price sensitive information and maintaining its confidentiality as per the requirements of the Code of Conduct.
- (c) Placing adequate restrictions on communication or procurement of unpublished price sensitive information as required under the Code of Conduct.
- (d) Maintaining a list of all employees and other persons with whom unpublished price sensitive information is shared and signing of confidentiality agreements and serving of notice to all such employees and persons as considered necessary.
- (e) Ensuring compliance of all relevant requirements specified under the Code of Conduct.
- (f) Ensuring periodical review of the process to evaluate effectiveness of such internal controls.

11.3 The Board of Directors of the Company shall ensure that the Managing Director or Such other analogous person (s) ensure compliance with the Code of Conduct.

11.4 The Audit Committee of the Board of Directors of the Company shall review Compliance with the provisions of this Code at least once in a financial year and shall Verify that the systems for internal control are adequate and are Operating effectively.

11.5 On becoming aware of leak or suspected leak of UPSI, appropriate inquiries will be initiated and inform the Audit Committee / Board promptly of such leaks, inquiries and result of such inquiries.

11.6 To make employees aware of the Company's Policy on Vigil Mechanism to enable them to report instances of leak of UPSI.

12. Disclosure by Designated Persons

All designated persons shall be required to disclose name and Permanent Account Number or any other identifier authorized by law of the following. persons to the Company on an annual basis (Annexure-X) and as and when the information changes, within 30 days of such change:

- (a) immediate relatives:
- (b) persons with whom such designated person(s) shares a material financial relationship;
- (c) Phone and mobile numbers which are used by them.

In addition, names of educational institutions from which designated persons have studied and names of their past employers shall also be disclosed on a one time basis (Annexure-XI).

Explanation — the term “material financial relationship” shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift 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.

13. Penalty for contravention of Code of Conduct:

- 13.1 Any designated persons who trade in the securities or communicate any information for trading in securities in contravention of the Code of Conduct will be penalised and appropriate action will be taken by the Company.
- 13.2 Designated persons who violate the AHL Code shall also be subject to disciplinary action by the Company , which may include wage freeze , suspension , recovery , claw back, ineligibility for future participation in employees' stock option plans, etc.
- 13.3 The action by the Company shall not preclude SEBI from taking any action in case of violation of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

14. Information to SEBI in case of violation of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015:

In case it is observed by the Company / Compliance Officer that there has been a violation of SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI shall be informed thereof by the Company.

15. Amendment:

The Board shall have the authority to review and amend the contents of this Code whenever necessary to bring them in line with any change(s) / amendment(s) in the provisions of the regulatory framework. The Code (as amended from time to time) will be made available on the Company's website: www.arunahotels.com.

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

(Pursuant to Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015)

1. Short Title and Commencement:

The Code of practices and procedures for fair disclosure of unpublished price sensitive information is framed pursuant to Regulation 8(1) of the Securities And Exchange Board of India (Prohibition of Insider Trading) Regulations 2015 as amended, read with Schedule-A thereof with the approval of the Board of Directors of the Company . The Code shall be called AHL Code of Fair Disclosure and it shall come into force w.e.f 01.04.2019.

2. Practices and Procedures:

AHL Code of fair disclosure set out the following practices and procedures:

- a. Unpublished Price Sensitive Information (UPSI) which will impact on price of Security shall be promptly disclosed to general public.
- b. UPSI shall not be disseminated selectively but it should be disseminated uniformly and universally.
- c. Compliance Officer shall be the Chief Investor Relations Officer to deal with dissemination of information and disclosure of UPSI.
- d. Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- e. The Company shall give appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- f. The following practice shall be complied while meeting/conferences with analysts, investors and research personnel:
 - (i) No UPSI shall be shared with them and only information available in public domain shall be shared.
 - (ii) Transcripts or records of proceedings of meeting with them shall be placed on website of the Company.

- g. All UPSI shall be handled on a need-to-know basis.

All information shall be handled on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person, including other insiders, except in furtherance of the legitimate purposes, performance of duties or discharge of legal obligations.

Unpublished Price Sensitive Information should be disclosed only to those who need the information to discharge their duties and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.

3. Policy on determination of legitimate purposes:

No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to the Company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to the Company or securities listed or proposed to be listed except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

“Legitimate purpose” shall include sharing of unpublished price sensitive information in the 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, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Code.

Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for purposes of the Code and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with the Code.

4. Amendment:

The Board shall have the authority to review and amend the contents of this Code whenever necessary to ensure that the Code remains effective and meets its objectives. The Code (as amended from time to time) will be made available on the Company’s website: www.arunahotels.com

POLICY AND PROCEDURES FOR INQUIRY IN CASE OF LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION OR SUSPECTED LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(Pursuant to Regulation 9A (5) of SEBI (Prohibition of Insider Trading) Regulations,

1. Short Title and Commencement:

This Policy and Procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information is framed pursuant to Regulation 9A(5) of the Securities And Exchange Board of India (Prohibition of Insider Trading) Regulations 2015 as amended, with the approval of the Board of Directors of the Company .The Policy shall come into force w.e.f 01.04.2019

2. Objective:

This Policy is framed with an objective of establishing systems and procedures to initiate appropriate inquiries on becoming aware of leak or suspected leak of Unpublished Price Sensitive Information (UPSI) and inform the Board promptly of such leaks, inquiries and results of such inquiries.

3. Applicability: This Policy shall apply to all Insiders.

4. Unpublished Price Sensitive Information (UPSI):

All information shall be handled on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person, including other insiders, except in furtherance of the legitimate purposes, performance of duties or discharge of legal obligations.

Unpublished Price Sensitive Information (UPSI) should be disclosed only to those who need the information to discharge their duties and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information. All non-public unpublished information directly received by any employee should immediately be reported to the Head of the Department.

The Company shall have a Whistle Blower Policy and make employees aware of such policy to enable employees to report instances of leak of UPSI.

5. Procedure:

In the case of any leak or suspected leak of UPSI, the Company shall adopt the following procedures:

- (a) Ascertain whether the information is UPSI;
- (b) Ascertain the origin of leak or suspected leak of UPSI and determine whether the person who is suspected for, is an “insider” in terms of the Code of Conduct;

- (c) Determine the impact of leak or suspected leak of UPSI;
- (d) Initiate the following procedures for enquiry and investigation.

6. Inquiry and Investigation:

The Compliance Officer shall determine whether the incidence or complaint is maintainable and supported by specific information/ documents and initiate investigation only on establishing that the alleged act constitutes an improper or unethical activity or conduct and may call for further information or particulars from the Insider for the purpose of initiating / conducting investigation and in case, any violation is not established, extinguish the matter.

The Compliance Officer shall analyze and examine such incidence or complaint and depending on the importance and in consultation with and advice of the Managing Director either decides the matter himself or refer the matter to the Investigating Officer /Committee . The Managing Director shall appoint or nominate any Official as Investigating Officer and constitute a Investigating Committee with two or more officials as its members depending on the need for the purpose.

For the purpose of investigation, the Investigating Officer/Committee, if deems fit, may call for further information or particulars from the Insider / complainant and at his / its discretion, consider involving any other official of the Company and/ or outsider, depending on the seriousness of the matter.

The investigation shall be completed within the time frame, as may be decided by the Company, from the date of notice of the incidence / receipt of such complaint. On conclusion of the investigation, the Compliance Officer / Investigating Officer/ the Committee constituted in this regard, shall submit the report to the Audit Committee.

The decision of the audit committee will be final and binding. The Audit Committee, depending on the importance, may also place the findings before the Managing Director / Board with its recommendations to decide the matter as he/ it deems fit.

If any violation has been established, on conclusion of such investigation, the Company will take appropriate remedial/corrective action commensurate with the nature and impact of the offence. The Company will also initiate necessary steps to prevent occurrence of any such violations in future.

Any Insider who violates this Policy shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, recovery, claw back, ineligibility for future participation in any benefit plans, etc.

In case it is observed by the Company / Compliance Officer that there has been a violation of SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI shall be informed thereof by the Company.

7. Amendment:

The Board shall have the authority to review and amend the contents of this Policy whenever necessary to ensure that the Policy remains effective and meets its objectives and to bring them in line with any change(s) / amendment(s) in the provisions of the regulatory framework. The Policy (as amended from time to time) will be made available on the Company's website: www.arunahotelsLimited.

ANNEXURE- I

(See Clause 6.4.2 of AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons)

APPLICATION FOR PRE — CLEARANCE

Date:

To

The Compliance Officer

M/s. Aruna Hotels Ltd.

“144-145, Sterling Road ,

Nugambakkam, Chennai — 600 034.

Dear Sir,

APPLICATION FOR PRE - CLEARANCE FOR DEALING IN SECURITIES OF THE COMPANY

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the AHL Code of Conduct to regulate, monitor and report trading by Designated Persons , I seek approval for Purchase / Sale / Subscription of the securities (give description) of Aruna Hotels Limited as per the details given below:

1} Name of the Applicant:.....

Emp. No. :

Designation :

Department :

Location :

2.Name of the Immediate :.....

Relative(s) proposing to

buy / subscribe / sell

and his / her relationship

with the Applicant

a. Nature of transaction

(Buy / Sell/ Subscribe):.....

- b. Name of proposed Buyer / Seller *:.....
- c. Estimated no. of securities :
proposed to be acquired/
sold / subscribed
- d. Date of Purchase / Sale / Allotment **:.....
- e. Price at which the transaction is proposed :.....
& Current market price
- f. Previous approval No. & :.....
Date of Purchase / Sale /
Allotment ***
- g. Folio No. / DP ID & Client ID & Name :.....
of DP where securities will be
credited / debited
- h. No. of Securities held in such Account :.....
/ Folio as on Date
- i. Whether proposed transaction will be
through Stock Exchange or Off-market
deal and its aggregate value (in Rs.lakhs)

*applicable for off market transaction.

** applicable only if the application is in respect of sale of Securities.

***applicable only if the application is in respect of sale of Securities for which an earlier purchase sanction was granted by the Compliance Officer.

I enclose an undertaking, duly signed, as per the format provided in Annexure-II.

Signature

Name

Designation

Emp. No.

ANNEXURE II

(See Clause 6.4.3 of AHL Code of Conduct to regulate, monitor and report trading by Designated Persons)

Date:

The Compliance Officer

M/s Aruna Hotels Limited

“444-145 sterling Road ,

Nugambakkam, Chennai — 600 002.

Dear Sir,

Sub: Undertaking under AHL Code

Ref: Application for Pre-clearance dated

In pursuance of AHL Code, I hereby undertake that:

- a. I and my immediate relative(s) do not have any access or have not received “Unpublished Price Sensitive information” up to the time of signing this Undertaking.
- b. In case I and my immediate relative(s) have access to or receive “Price Sensitive Information” after signing of this Undertaking but before the execution of the transaction for which the approval is sought, I shall inform the Compliance Officer of the change in my position and I will completely refrain from dealing in the securities of the Company till such information becomes public.
- c. I have not contravened the AHL Code of Conduct to regulate, monitor and report trading by Designated Persons as notified by the Company / SEBI from time to time.
- d. I declare that I have not executed any opposite transaction in past six months and not contravened the provisions of the Code as notified by the Company from time to time.
- e. I undertake to submit the necessary report within 2 days of execution of the transaction / a Nil report if the transaction is not undertaken.
- f. If approval is granted, I shall execute the deal within 7 trading days of the receipt of approval failing which I shall seek again pre-clearance.
- g. In the event of the transaction being in violation of the AHL Code or the applicable Laws and Regulations,
 - a) I will, unconditionally, release, hold harmless and indemnify to the fullest extent, the Company and its directors and officers, (the ‘indemnified persons’) for all losses, damages, fines, expenses, suffered by the indemnified persons,

- b) I will compensate the indemnified persons for all expenses incurred in any investigation, defense, crisis management or public relations activity in relation to the transaction and
- c) I authorise the Company to recover from me, the profits arising from the transaction and remit the same to the SEBI for credit of the Investor Protection and Education Fund administered by the SEBI.
- h. I am aware that, I shall be liable to face penal consequences as set forth in the AHL 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.
- i. I hereby undertake not to transact in Securities in the sanctioned period in case trading window is declared closed subsequently and not to enter into opposite transaction (i.e) sell or buy any number of shares during the next six months following the transaction.
- j. I have made full and true disclosure in the matter.

Yours faithfully,

Signature

Name

Designation

Emp. No.

ANNEXURE III

APPROVAL OF PRE- CLEARANCE

(See Clause 6.4.4 of AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons)

Date:

To:

Name:

Designation:

Emp No.

Dear Sir / Madam,

Sub.: Pre-clearance for dealing in securities of the Company.

This is with reference to your Application and Undertaking for Pre-clearance datedwe would like to inform you that your application to purchase / saleequity shares of the Company is hereby approved / rejected.

Now, you may execute your trade within 7 trading days i.e. on or before.....
Further, you are required to submit a report of your trade details within two trading days from trade. In case, no trade is executed, you are required to submit a 'Nil' report.

In case, you do not execute a trade before....., you shall submit a fresh pre-clearance application before executing any transaction in the Securities of the Company.

In this regard, we invite your kind attention to the following Clauses of the AHL Code which are reproduced below for Compliance.

- Clause 7.1: All designated persons shall execute their order in respect of securities of the Company within 7 trading days after the approval of pre-clearance is given. They shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form. In case the transaction is not undertaken, a report to that effect shall be filed in Annexure V (Form C of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015). If the order is not executed within 7 trading days after the approval is given, the designated persons must get the transaction pre-cleared again.
- Clause 7.2 : All designated persons who buy or sell any number of shares of the Company, shall not enter into an opposite transaction i.e., sell or buy any number of shares during the next six months following the prior transaction. All designated persons shall also not take positions in derivative transactions in

the shares of the Company at any time. If contra trade is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities and Exchange Board of India for credit to the Investor Protection and Education Fund. In the case of subscription in the primary market (initial public offers), the above mentioned entities shall hold their investments for a minimum period of 30 days. The holding period would commence when the securities are actually allotted.

The aforesaid approval is also subject to other restrictions stipulated in the AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended.

Thanking you,

Yours faithfully,

For ARUNA HOTELS LIMITED

COMPLIANCE OFFICER

FORM A

SEBI (Prohibition of Insider Trading) Regulations, 2015[Regulation 7 (1) (a) read with Regulation 6 (2) – Initial disclosure to the company]

Name of the company: Aruna Hotels Limited

ISIN of the company: **INE957C01019**

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director 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 as on the date of regulation coming into force		% of Shareholding
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No	
1	2	3	4	5

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

Open Interest of the Future contracts held as on the date of regulation coming into force			Open Interest of the Option Contracts held as on the date of regulation coming into force		
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
6	7	8	9	10	11

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

Date:

Place:

Signature:

Designation:

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]

Name of the company: Aruna Hotels Limited

ISIN of the company: **INE957C01019**

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

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP /Directors / Immediate relative to / Others etc	Securities held as on the date of regulation coming into force		% of Shareholding
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No	
1	2	3	4	5

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 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:
Designation:

ANNEXURE -VI

FORM C

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

Name of the company: Aruna Hotels Limited

ISIN of the company: **INE957C01019**

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 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

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:

Signature:

Designation:

FORM D

SEBI (Prohibition of Insider Trading) Regulations, 2015 Regulation 7(3) – Transactions by Other connected persons as identified by the company Details of trading in securities by other connected persons as identified by the company

Name, PAN, CIN/DIN, & address with contact	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.)
		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	Valu e	Transact ion Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants , Convertible Debentures etc.)	No. and % of shareholdi ng	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 :

Signature

Place:

Designation

ANNEXURE VIII

(See Clause 10.3 of AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons)

APPLICATION FOR TRADING PLAN

Date:

To: The Compliance Officer
M/s Aruna Hotels Limited.
"144-145 Sterling Road , Nugambakkam
Chennai — 600 034.

Dear Sir,

APPLICATION FOR TRADING PLAN FOR DEALING IN SECURITIES OF THE COMPANY

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the AHL Code of Conduct to regulate, monitor and report trading by Designated Persons, I seek approval for trading plan in..... Equity Shares of Aruna Hotels Limited as per the details given below:

Name of Director / KMP /

Designated Employee / Support Staff /

Auditor / Designated Person /

Connected Person

Emp. No..... Designation :.....

Department Location

Sl. No	No. of Securities held (including that of the immediate relative as on the date of application	Folio No. / DP ID & Client ID	Nature of new transaction for which approval is sought	Estimated number of Securities to be dealt	Estimated consideration value	Whether proposed transaction under self name or by immediate relativ	Name of the Immediate relative, if the transaction is made by Immediate Relatives	Proposed Date(s) of Trades/ Date of allotment	Previous approval no. and date of Trading / allotment

Name & Signature :

Emp. No.

Designation:

UNDERTAKING

In this connection I solemnly confirm and declare that:

- a) I and my immediate relatives do not have any access or have not received Unpublished Price Sensitive Information” up to the time of signing this Undertaking.
- b) The trading plan once approved shall be irrevocable and I shall mandatorily 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.
- c) The implementation of the trading plan shall not be commenced if any unpublished price sensitive information in my possession at the time of the formulation of the plan has not become generally available at the time of the commencement of implementation.
- (d) I have not contravened the AHL Code of Conduct to regulate, monitor and report trading by Designated Persons and Code of Corporate Disclosure Practices as notified by the Company from time to time.
- (e) I shall adhere to the AHL Code.
- (f) I am aware that, I shall be liable to face penal consequences as set forth in the AHL 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.
- g) I have made full and true disclosure in the matter.

Pre-clearance for Trading Plan, may kindly be accorded in terms of provisions of the AHL Code of Conduct to regulate, monitor and report trading by Designated Persons.

Yours faithfully,

Signature Name

Designation

Emp. No.

ANNEXURE IX

(SEE CLAUSE 10.7 OF AHL CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSONS)

LETTER OF INTIMATION OF FOR TRADING PLAN

Date:

To:

Name :

Designation :

Emp. No. :

Dear Sir / Madam,

Sub.: Trading Plan for dealing in securities of the Company.

This is with reference to your Application and Undertaking for Trading Plan dated, please be informed that you are hereby authorised/ not authorised to undertake the transaction(s) as detailed in your said application for approval of Trading Plan

Trading Plan shall be irrevocable and you have to mandatorily 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.

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

Further, you are required to file the details of the executed transactions (in Annexure VI) within 2 trading days from the date of transaction/deal.

In this regard, we request you to comply Clause 10 of the AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons.

The aforesaid approval is also subject to other restrictions stipulated in the AHL Code & Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

Thanking you,

Yours faithfully,

For ARUNA HOTELS LIMITED

COMPLIANCE OFFICER

ANNEXURE IX

(See Clause 12 of AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons)

ANNUAL DISCLOSURE

Date:

To:

The Board of Directors
Aruna Hotels Limited
144-145 Sterling Road
Nugambakkam
Chennai-600034

Dear Sirs,

Sub.: Annual Disclosure under SEBI (Prohibition of Insider Trading) Regulations, 2015 read with the AHL Code of Conduct to regulate, monitor and report trading by Designated Persons

1) Details of Designated Persons

Name of Director / KMP / Designated Employee / Support Staff / Designated Person	Permanent Account Number	Phone Number (s)	Mobile Number (s)

2) Details of Immediate Relatives:

Sl. No.	Name of the Relative	Relationship	Permanent Account Number	Phone Number (s)	Mobile Number (s)

Note: "Immediate Relative" means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.

3) Name of persons with whom I share material financial relationship:

Sl. No.	Name of the Person	Permanent Account Number	Phone Number (s)	Mobile Number (s)

Note : The term "material financial relationship" shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift 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.

I hereby state that the information provided herein above is true to the best of my knowledge. I also undertake to provide this disclosure, whenever there is a change in the information provided herein above.

Yours faithfully,

Signature:

Name :
Designation :

ANNEXURE X

(See Clause 12 of AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons)

ONE TIME DISCLOSURE

Date:

To:

The Board of Directors
Aruna Hotels Limited
144-145 Sterling Road
Nugambakkam
Chennai-600034

Dear Sirs,

Sub.: One time disclosure under SEBI (Prohibition of Insider Trading) Regulations, 2015 read with the AHL Code of Conduct to regulate, monitor and report trading by Designated Persons

1) Educational institution details of Designated Persons:

Name of Director / KMP / Designated Employee / Support Staff / Designated Person	Qualification	Name of the Educational institution	Year of Passing

2) Past Employer details of Directors I Designated Persons:

Sl. No.	Name of the Company	Address	Period of Employment	
			From	To

I hereby state that the information provided herein above is true to the best of my knowledge.

Yours faithfully,

Signature :

Name :

Designation :

ANNEXURE XII

(In terms of Clause 10.9 of AHL Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons)

REG-I

REGISTER OF APPROVAL OF TRADING PLAN IN SECURITIES AND NOTIFICATION TO STOCK EXCHANGE

Sl. NO	Name	Designation	Department	Date & Time of Receipt of Trading Plan Application	Nature of Transaction	Estimated Number of Securities indicated in the Application

Estimated Consideration Value indicated in the Application	Name of the immediate Relative if the Transaction is in the Name of the Immediate Relative	Date of communication of the Approval by the Compliance Officer	Reasons for non approval, if not cleared	Number of securities actually trade	Date of notification to Stock Exchange	Remarks