



**YUKEN INDIA LIMITED**

CIN: L29150KA1976PLC003017

Regd. Office: No. 16-C, Doddanekundi Industrial Area, II Phase, Mahadevapura, Bengaluru - 560 048.

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**CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**

(Under Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015)

Approved by the Board of Directors at their meeting held on February 13, 2026



## 1. **SHORT TITLE, APPLICABILITY AND COMMENCEMENT**

- 1.1. This Code may be called “The Code of Conduct to Regulate, Monitor and Report Trading by Insiders” of Yuken India Limited (“the Company”).
  - 1.2. This Code applies to
    - Directors
    - Key Managerial Personnel
    - Designated Employees
    - Designated Persons
    - Connected Persons
    - Insiders (as defined under this Code)
  - 1.3. This Code shall come into force from the date approved by the Board of Directors.
  - 1.4. The Board may amend/modify this Code from time to time to comply with SEBI Regulations and best governance practices.
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## 2. **DEFINITIONS**

- 2.1. **“Act”**- Means the Securities and Exchange Board of India Act, 1992.
- 2.2. **“Board”**-Securities and Exchange Board of India.
- 2.3. **“Code / Code of Conduct”**- Means this Code adopted pursuant to SEBI (PIT) Regulations, 2015.
- 2.4. **“Company”**- Means Yuken India Limited.
- 2.5. **“Compliance Officer”**- Means the Company Secretary or such other senior officer designated by the Board to ensure compliance with SEBI PIT Regulations, responsible for:
  - maintaining UPSI controls
  - monitoring trading activities
  - approving/disallowing trade requests
  - reporting violations to SEBI/Audit Committee.
- 2.6. **“Connected Person”**- Means:
  - 2.6.1. any person who is or has been, during the six months prior to the concerned act, associated with a company, in any capacity, directly or indirectly, 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, whether temporary or permanent, with the company, that allows such a person, directly or

indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.

2.6.2. 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

- Relative of connected persons specified in clause (i); or
- A holding company or associate company or subsidiary company; or
- An intermediary as specified in section 12 of the act or an employee or director thereof; or
- An investment company, trustee company, asset management company or an employee or director thereof; or
- An official of a stock exchange or of clearing house or corporation; or
- 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
- 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
- an official or an employee of a self-regulatory organization recognised or authorized by the board; or
- a banker of the company; or
- A concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his relative or banker of the company, has more than ten per cent. Of the holding or interest or;
- a firm or its partner or its employee in which a connected person specified in sub-clause (i) of clause (d) is also a partner; or
- A person sharing household or residence with a connected person specified in sub-clause (i) of clause (d);

2.7. **“Contra Trade”**- Contra trade refers to a situation where a Designated Person (DP) or insider:

- Buys securities of the company and then sells them within 6 months, or
- Sells securities of the company and then buys them within 6 months

2.8. **“Designated Employees”**

Includes:

- CFO
- CEO
- Company Secretary
- Heads of Departments & Unit Heads
- Employees in Finance, Accounts, Legal, Secretarial
- Executive/Personal Assistants of above
- Any employee reasonably expected to access UPSI

2.9. **“Designated Persons”**

Includes:

- All Designated Employees
- Connected Persons as notified
- Any person in possession of UPSI

2.10. **“Director”**- Means a Board member of the Company.

2.11. **“Employee”**- Includes every employee including directors in employment.

2.12. **“Generally Available Information”**- Information accessible to the public on a non-discriminatory basis.

2.13. **“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.

2.14. **“Insider”** Means:

A Connected Person; or  
One possessing / having access to UPSI

2.15. **“Key Managerial Personnel (KMP)”**- As defined in Companies Act, 2013.

2.16. **“Legitimate purpose”**- shall include sharing of UPSI 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. Annexure 7 provides an illustrative list of “legitimate purposes”

2.17. **“Promoter” & “Promoter Group”**- As defined in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof;

2.18. **“Relative”**- (i) spouse of the person;  
(ii) parent of the person and parent of its spouse;  
(iii) sibling of the person and sibling of its spouse;  
(iv) child of the person and child of its spouse;  
(v) spouse of the person listed at sub-clause (iii); and  
(vi) spouse of the person listed at sub-clause (iv)

2.19. **“Securities”**- shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956

2.20. **“trading”**-means and includes subscribing, redeeming, switching, buying, selling, dealing, or agreeing to subscribe, redeem, switch, buy, sell, deal in any securities, and “trade” shall be construed accordingly ;

2.21. **“trading day”**-means a day on which the recognized stock exchanges are open for trading;

2.22. **“unpublished price sensitive information”** means any information, relating to a 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: –

- Financial results;
- Dividends;
- Change in capital structure;
- Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business , award or termination of order/contracts not in the normal course of business and such other transactions;
- Changes in key managerial personnel , other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
- Change in rating(s), other than ESG rating(s);
- Fund raising proposed to be undertaken;
- Agreements, by whatever name called, which may impact the management or control of the company;
- Fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad;
- Resolution plan/ restructuring or one time settlement in relation to loans/borrowings from banks/financial institutions;
- Admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
- Initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;
- Action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company;
- Outcome of any litigation(s) or dispute(s) which may have an impact on the company;
- Giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the company not in the normal course of business;
- Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

#### **Interpretation**

- Words not defined here shall carry meanings defined in SEBI laws
- Masculine includes feminine and vice versa

### 3. Prohibition on communicating or procuring UPSI

An Insider Shall not

3.1. Communicate, provide, or allow access to any UPSI, relating to the Company or its Securities, to any person including other Insiders, except to the extent allowed by this Code or SEBI Regulations; or

3.2. Procure from or cause the communication by an Insider of UPSI, relating to the Company or its Securities.

- Provided that nothing contained above shall be applicable when an UPSI is communicated, provided, allowed access to or procured:
- In furtherance of Legitimate purposes, performance of duties or discharge of legal obligations pursuant to appropriate notice, confidentiality and non-disclosure agreements being executed; or
- In the event the Board directs or causes the public disclosure of UPSI in the best interest of the Company; or
- A group of people may be separated from the rest of the Company ('Chinese wall) and given access to UPSI only for specific work, legal requirements, or legitimate business purposes. These people must keep the information strictly confidential and must not share it with anyone outside the group.

While they are part of this restricted group, they must also not trade in the Company's securities until:

The information becomes public, or

The information is no longer considered UPSI.

- The Company will decide the rules for creating such information barriers and the process for allowing anyone to move in or out of this group.

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### 4. Prohibition on Insider Trading

4.1. An Insider shall not, directly or indirectly.

- Trade in Securities of the Company that are listed or proposed to be listed when in possession of UPSI
- Trade in Securities of the Company except when the Trading Window is open and the Insider is not in possession of UPSI; and
- provide advise/ tips to any third party on trading in Company's securities while in possession of UPSI.

4.2. **Trading in Securities of other companies:** No Designated Person while in possession of unpublished price sensitive information about any other public company gained in the course of employment with the Company shall, (a) Trade in the Securities of the other public company, (b) “tip” or disclose such material non-public information concerning that company to anyone, or (c) give trading advice of any kind to anyone concerning the other public company.

4.3. The restriction in 4.1. above may not apply to:

- a) A transaction that is an off-market inter-se transfer between Insiders who were in possession of the same UPSI without being in breach of this code and both parties had made a conscious and informed Trade decision.
- b) A transaction carried out through block deal window mechanism between persons who were in possession of UPSI without being in breach of this Code and both parties had made a conscious and informed Trade decision.
- c) A transaction carried out pursuant to statutory or regulatory obligation;
- d) A transaction undertaken pursuant to the exercise of stock options and the exercise price is predetermined with applicable regulations; and
- e) Trades pursuant to a Trading Plan (as defined below) set up in accordance with this Code and SEBI Regulations.

The exceptions in paragraph 4(E) above reflect the statutory exceptions in Regulation 4(1) of the SEBI Regulations, and nothing above shall preclude the prior approval or other requirements in relation to Trading in Company’s Securities under the Code, as set out herein.

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## 5. Trading Window

5.1. The Compliance Officer shall notify a ‘trading window’ during which the Designated Persons may Trade in the Company’s Securities after securing pre-clearance from the Compliance Officer in accordance with this Code.

5.2. Designated Persons and their Immediate Relatives shall not Trade in the Company’s Securities when the trading window is closed.

5.3. The Trading Window shall generally remain closed for all Designated Persons from the first day of the quarter in which the financial results of the previous quarter are to be announced, and will reopen 48 hours after the financial results are publicly disclosed by the Company.

Example:

If the Company plans to announce its Q1 results (April–June quarter) in August, then the Trading Window will be closed from July 1st and will continue to remain closed until 48 hours after the Q1 results are officially announced and disclosed to the stock exchanges.

- 5.4. Additionally, the trading window shall be closed in particular for a Designated Person or class of Designated Persons when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of UPSI, for such periods as determined by the Compliance Officer. Designated Person or class of Designated Persons will receive a notification on such special blackout periods.
- 5.5. The trading window may be re-opened after closure, not earlier than 48 hours after the UPSI in question becomes generally available information or is no longer classified as UPSI.
- 5.6. The trading window restriction shall not apply for below cases;
- Off-market inter-se transfer between insiders who were in possession of the same UPSI without violating the Code and both parties had made a conscious and informed trade decision.
  - Transaction carried out through the block deal window mechanism between persons who were in possession of the UPSI without violating the Code and both parties had made a conscious and informed trade decision.
  - Transaction carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction.
  - Transaction undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre-determined in compliance with applicable regulations.
  - Trades executed as per the Trading Plan set up in accordance with the Code.
  - Pledge of shares for a bona fide purpose such as raising of funds, subject to pre- clearance by the Compliance Officer.
  - Transactions undertaken in accordance with respective regulations made by 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 SEBI from time to time.
  - Transmission of Securities
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## 6. Pre-clearance of Trading

- 6.1. All Designated Persons who intend to Trade in Securities of the Company (either in their own name or through their Immediate Relatives) i.e., buy/ sell/ gift/ transfer/ pledge/ un-pledge etc. in Securities of the Company during the trading window open period and if the value of the securities likely to be traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a Traded value in excess of Rs.50,000/- (Rupees Fifty

Thousand Only), should pre-clear the transactions by making an application in the format set out in **Annexure 1** to the Compliance Officer indicating the estimated number of units of Securities that the Designated Person or Immediate Relative(s) intends to trade and such other details as specified in the form and also declare that the applicant is not in possession of UPSI as per **Annexure 2**.

- 6.2. The Compliance Officer shall not approve any proposed Trade by Designated Person if the Compliance Officer determines that such Designated Person is in possession of UPSI even though the trading window is open.
- 6.3. The Compliance Officer may, after being satisfied that the application and undertaking are true and accurate, approve Trading by a Designated Person, on the condition that the Trade so approved shall be executed within seven trading days following the date of approval.
- 6.4. The Board of Directors of the Company shall be the approving authority for the pre-clearance application of Compliance Officer.
- 6.5. The Designated Person shall, within two days of the execution of the Trade, submit the details of such Trade to the Compliance Officer as per Annexure 3. In case the transaction is not undertaken, a report to that effect shall be filed in the said form.
- 6.6. If the pre-cleared Trade is not executed within seven trading days after the approval is given, the Designated Person must secure pre-clearance of the transaction again.
- 6.7. If the pre-cleared Trade is not executed within seven trading days after the approval is given, the Designated Person must secure pre-clearance of the transaction again.
- 6.8. A Designated Person who Trades in securities of the Company without complying with the preclearance procedure as envisaged in this Code or gives false undertakings and/or makes misrepresentations in the undertakings executed by him/her while complying with the preclearance procedure shall be subjected to the penalties as envisaged in this Code.
- 6.9. All Designated Persons who trade in Securities of the Company shall not enter into a Contra Trade during the next six months following the prior transaction. In case of any 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 SEBI for credit to the Investor Protection and Education Fund administered by SEBI.
- 6.10. The above restriction on Contra Trade shall not apply in case of exercise / sale of employee stock option plan (“ESOP”) securities provided the Designated Persons do not possess UPSI and the sale is executed when the trading window is open and after obtaining pre-clearance.
- 6.11. The above restriction on Contra Trade shall also not apply in case of transmission of securities.

## 7. Trading Plan

7.1. 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.

7.2. Such trading plan shall

- a. not entail commencement of trading on behalf of the insider earlier than one hundred and twenty calendar days from the public” disclosure of the plan.
- b. not entail overlap of any period for which another trading plan is already in existence;
- c. Set out the following parameters for each trade to be executed.
  1. Either the value of the trade to be effected or the number of securities to be traded
  2. Nature of trade
  3. Either specific date or time period not exceeding five consecutive trading days
  4. Price Limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to range specified below
    - **For a buy trade:** the upper price limit shall be between the closing price on the day before submission of trading plan and upto twenty percent higher than such closing price.
    - For a sell trade: the lower price limit shall be between the closing price on the day before the submission of trading plan and upto twenty percent lower than such closing price.
- d. not entail trading in securities for market abuse
- e. The compliance officer upon receipt of trading plan shall review the trading plan to assess whether the plan would have any potential for violation of these regulations. The Compliance Officer will 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.
- f. The Compliance officer will endeavor to approve the trading plan within seven working days of receipt of the trading plan together with necessary undertakings and declarations.
- g. The trading plan once approved shall be irrevocable and the insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law.

- h. The implementation of the trading plan shall not be commenced if any unpublished price sensitive information in possession of the designated person / insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation. If the insider has set a price limit for a trade as specified above, insider shall execute the trade only if the execution price of the security is within such limit. If the price of the security is outside the price set by insider, trade shall not be executed.
- i. In case of non-implementation (full/partial) of the trading plan due to either reasons enumerated in the para (VI) & (VII) above or failure of execution of the trade due to inadequate liquidity in the scrip, the procedure specified in the regulation shall be followed.
- j. Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

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## 8. Penalty for Insider Trading

- 8.1. A Designated Person, Officers and employees of the Company who violate this Code shall be subject to disciplinary action by the Company, which may include wage freeze, suspension, recovery etc. and ineligibility for future participation in the Company's stock option plans or termination.
- 8.2. A Designated Person, Officers and employees of the Company who violate this Code shall be subject to disciplinary action by the Company, which may include wage freeze, suspension, recovery etc. and ineligibility for future participation in the Company's stock option plans or termination.
- 8.3. Any amount collected as penalty under this Code shall be credited to the Investor Protection and Education Fund administered by SEBI.

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## 9. Disclosure Requirements

### 9.1. Initial Disclosures.

Every person on appointment as a key managerial personnel or a director of the company or upon becoming a member of the promoter group shall disclose his holding of securities of the company as on the date of appointment or becoming a member of the promoter group, to the company within seven days of such appointment or becoming a member of the promoter group as per Form A set out in Annexure 4.

## 9.2. Continual Disclosure

- Every promoter, designated person member of the promoter group and director of every company shall disclose to the company the number of such securities acquired or disposed of within two 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 ten lakh rupees or such other value as may be specified as per Form A set out in Annexure 5.
- Every company 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.
- The above disclosures shall be made in such form and such manner as may be specified by the Board from time to time.

## 9.3. Disclosures by other connected persons

Any company may at its discretion require any other connected person or class of connected persons to make disclosures of holdings and trading in securities of the company in such form and at such frequency as may be determined by the company in order to monitor compliance with these regulations as per Form A set out in Annexure 6.

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## 10. Miscellaneous

- 10.1. The Board shall be empowered to amend, modify, and interpret this Code of Conduct and such Code and same shall be effective from such date that the Board may notify in this behalf.
- 10.2. The Compliance Officer shall provide the Audit Committee of the Board, on a quarterly basis, update on compliance under this code, any violations of this Code and other matters as may be directed by the Audit Committee from time to time.
- 10.3. The Compliance Officer shall maintain (a) an updated list of Designated Persons, and (b) records of disclosures and pre-clearance applications and undertakings for a period of eight years; and (c) any other information that is required pursuant to SEBI Regulations.
- 10.4. The Board is required to ensure that a structured digital database is maintained of every person in possession of UPSI containing (i) the nature of UPSI; (ii) names of such persons who have shared the information; (iii) names of such persons with whom information is shared under SEBI Regulations along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non- tampering of the database.

- 10.5. The Company has adopted the amended Yuken Code on Fair Disclosures and Investor Relations available at [www.yukenindia.com](http://www.yukenindia.com) to regulate the Company's practices and procedures for fair disclosure of UPSI.
- 10.6. Intermediary or fiduciary engaged by the Company shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in the SEBI Regulations to prevent insider trading.
- 10.7. It is the responsibility of the Connected Person to ensure compliance with this Code.
- 10.8. The policy and procedure for inquiry in case of Leak of UPSI or suspected Leak of UPSI is enclosed as Annexure-7 and forms integral part of this Code.
- 10.9. In the event of any conflict between the provisions of this Code and of the SEBI Regulations or any other legal requirement ("Applicable Law"), the provisions of Applicable Law shall prevail over this Code. Any subsequent amendment / modification to the Applicable Law shall automatically apply to this Code.
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**Annexure 1**

**APPLICATION FOR PRE-TRADING APPROVAL**

To,

The Compliance Officer,  
Yuken India Limited

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Internal Code of Conduct for Prohibition of Insider Trading, I seek approval to purchase / sell / subscribe equity shares/ American depository shares of the Company as per details given below:

Sl. No	Particulars	Details
1	Name of the Applicant	
2	Designation	
3	Relationship with the Applicant (Self/Immediate Relative)	
4	Number of securities held as on date	
5	Folio No. / DP ID / Client ID No.	
6	The proposal is for	
7	Proposed date of trading in securities	
8	Estimated number of securities proposed to be purchased/subscribed/sold/pledge	
9	Current market price (as on date of application)	
10	Whether the proposed transaction will be through stock exchange or off-market trade	
11	Folio No. / DP ID / Client ID No. where the securities will be credited / debited	

I enclose herewith the undertaking signed by me.

Signature :

Name:

Date:

**Annexure 2**

**UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE- CLEARANCE**

To,

The Compliance Officer,  
Yuken India Limited

I, \_\_\_\_\_ being a designated person of the company as per the code for Trading in the securities of the Company residing at \_\_\_\_\_, am desirous of trading in shares of the Company as mentioned in my application dated \_\_\_\_\_ pre-clearance transaction.

I further declare that I am not in possession of any unpublished price sensitive information (“UPSI”) up to the time of signing this undertaking. In the event that I have access to or receive any UPSI after signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from trading in the securities of the Company until such information becomes public.

I declare that I have not contravened the provisions of this code as notified by the Company from time to time.

In the event of this transaction being in violation of the code or the applicable laws, (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 this transaction and (c) I authorize the Company to recover from me, the profits arising from this transaction and remit the same to the Securities and Exchange Board of India (“SEBI”) for credit of the Investor Protection and Education Fund administered by the SEBI.

I undertake to submit the necessary report within two days of execution of the transaction / a ‘Nil’ report if the transaction is not undertaken.

If approval is granted, I shall execute the trade within seven days of the receipt of approval failing which I shall seek pre-clearance afresh. I declare that I have made full and true disclosure in the matter.

Signature:

Name:

Date:

**Annexure 3**

**DISCLOSURE OF TRANSACTIONS (To be submitted within 2 trading days of transaction / trading in securities of the Company)**

To,  
The Compliance Officer,  
Yuken India Limited

I hereby inform that I

- have not bought / sold/ subscribed any securities of the Company
- have bought/sold/subscribed to securities as mentioned below on (date) (strike out whichever is not applicable).

Name of holder	No. of securities traded	Bought / sold / subscribed	DP ID / ClientID / Folio No.	Price (Rs.)

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

**Annexure 4**

**FORM A**

**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 the promoter group]**

**Name of the company:**

**ISIN of the company:**

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 immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN Address contact	Category of person (Promoter or Member of promoter group/KMP/Directors/ immediate relative to/others etc.)	Date of appointment of Director/ KMP OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of becoming Promoter or member of the promoter group/appointment of Director/KMP	% of Shareholding
			Type of security (For eg: Shares, Warrants, Convertible-debentures etc.)	No

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

Details of Open Interest (OI) in derivatives of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of becoming Promoter/member of the promoter group/appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/member of the promoter group/appointment of Director/KMP		
Contract Specification	Number of Units (Contact Size)	Notional Value	Contract Specification	Number of Units (Contact Size)	Notional Value

Signature:

Name:

Designation:

Date:

Place:

**Annexure 5**

**Form B**

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

**Name of the company:**

**ISIN of the company:**

**Details of change in holding of Securities of Promoter, Member of the 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 (Promoter/ member of Promoter Group/ Designated Person/ Director s/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/ disposal 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 e on which the trade was executed
		Type o security	No. and % of shareholding	Type of security	No & Value	Transact ion Type	Type of security	No. and % of shareholding				

**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 on the securities of the company by Promoter, member of the 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 contract	Contract specifications	Buy		Sell		
		Notional Value	Number units of (contracts lot size)	Notional Value	Notional Value	

Signature:

Name:

Designation:

Date:

Place:

## Legitimate Purpose List – Yuken India Limited

### *(For sharing of Unpublished Price Sensitive Information “UPSI”)*

Sharing of UPSI by Yuken India Limited (“the Company”) shall be considered as undertaken for a Legitimate Purpose, provided such sharing is in compliance with the Company’s Code of Conduct, SEBI (Prohibition of Insider Trading) Regulations, 2015 and subject to appropriate confidentiality obligations, including execution of Non-Disclosure Agreements, wherever applicable.

Legitimate purposes may include, but shall not be limited to, the following:

- A. Under legal proceedings or pursuant to orders of courts/tribunals  
Example: National Company Law Tribunal (NCLT), National Company Law Appellate Tribunal (NCLAT), Arbitration Tribunals and other competent judicial/quasi-judicial authorities.
- B. For inquiries, investigations, reviews, or information requests by statutory or governmental authorities

Example: Ministry of Corporate Affairs, Income Tax Department, SEBI, Stock Exchanges, Reserve Bank of India, or any sectoral regulatory authority.

- C. Disclosure required under applicable laws, statutes, or regulatory frameworks  
Example: Compliance with the Companies Act, SEBI Regulations, Tax Laws, Industry-specific regulations.
- D. Arising from contractual obligations Sharing information to fulfill duties under any contract, agreement, arrangement, undertaking, or settlement entered by the Company.
- E. Sharing with intermediaries, advisors, or fiduciaries in course of business  
Example: Merchant bankers, auditors, consultants, legal advisors, financial advisors, rating agencies, bankers, or other professionals engaged by the Company.
- F. For seeking legal, financial, or professional advice  
Example: Audit activities, accounting requirements, litigation strategy, consultations for dispute resolution.
- G. For transactions attracting Takeover Regulations Where the Board of Directors forms the opinion that sharing UPSI is in the best interests of the Company.
- H. For strategic corporate transactions not attracting Takeover Regulations Including mergers, acquisitions, joint ventures, corporate restructuring, due diligence of counterparties, valuation, commercial feasibility, etc., after determination by the Board that sharing UPSI is in the Company’s best interests.

*In such cases, UPSI shall be made generally available information at least two trading days prior to the proposed transaction being effected, ensuring fair and adequate disclosure of all material facts.*

- I. Sharing financial information for consolidation or group reporting requirements  
Example: Sharing of data with parent/holding entities for preparation of consolidated financial statements.
  
  - J. Sharing with statutory, internal, cost, and secretarial auditors For performance of audits, issuing certificates, confirmations, comfort letters, and presenting matters for Board/Committee approvals.
  
  - K. Activities carried out in furtherance of the business and objects of the Company  
Any operational or strategic action undertaken to achieve the Company's stated business objectives as per its Memorandum of Association, including technology collaborations, product development projects, vendor or customer due-diligence, etc.
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