

**ZEN TECHNOLOGIES LIMITED**  
**CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

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# ZEN TECHNOLOGIES LIMITED CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

## 1. Introduction

Insider trading has been prohibited through legislation in most of the western countries for the last several years. In India, there was no regulation-governing insider trading until 1992, when Securities and Exchange Board of India ("SEBI") framed the Insider Trading Regulations.

These Regulations have been amended with effect from 20<sup>th</sup> February 2002. These regulations are now called the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (hereinafter referred to as 'the **Regulations**'). The full text of the Regulations is given in **Appendix 1**.

Regulation 12 of the **Regulations** requires *inter alia* all listed companies to set up an appropriate mechanism and to frame and enforce a code of internal procedures and conduct based on the Model Code specified in **Schedule I to the Regulations**. Further, regulation 13 of the **Regulations** requires directors, officers, designated employees and substantial shareholders of listed companies to disclose their shareholdings or voting rights to the respective companies.

In compliance with the above requirements, the company has introduced a code for prohibition of Insider Trading (hereinafter referred to as the '**Code**').

## 2. Objective

The Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information. The Company is committed to transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations.

Every Director, Officer, Designated Employee and Connected person of the Company has a duty to safeguard the confidentiality of all such information obtained in the course of his or her work at the Company. No Director, Officer, Designated Employee may use his or her position or knowledge of the Company to gain personal benefit or to provide benefit to any third party. Such persons are prohibited from communicating / or counseling others with respect to the securities of the Company. Such persons should also refrain from profiteering by misusing the unpublished price sensitive information and thereby enabling the Company to retain investor confidence.

To achieve these objectives, ZEN TECHNOLOGIES LIMITED (hereinafter referred to as "the Company") hereby notifies that this code of conduct is to be followed by all Directors, Officers, Designated Employees and connected persons.

## 3. Definition of terms

"Close Period" means

- (a) The period beginning with seven days before the date of Board Meeting where the Board of Directors are to consider the announcement of the financial results (audited or unaudited) of the quarter or half year or the financial year as the case may be and ending up to and including 24 hours after the public announcement; or
- (b) The period commencing with four days before the date of Board Meeting where the Board of Directors are to consider the announcement of all sensitive matters (other than financial results) which are deemed to be 'price sensitive information' and

ending 24 hours after the public announcement of the decision taken by the Board of Directors at such meeting; or

- (c) such other period as may be notified by the 'Compliance Officer' from time to time, under the authority of **Chairman and Managing Director**.

**Illustration** of close period in case of financial results:

<b>Nature of financial results</b>	<b>Date of declaration</b>	<b>Commencement of Close Period</b>
Un-audited results for the first quarter	On or before August 15	7 days before the declaration of results
Un-audited results for the second quarter/ half year	On or before November 15	7 days before the declaration of results
Un-audited results for third quarter	On or before February 15	7 days before the declaration of results
Audited results for the year and fourth quarter results	On or before May 30	7 days before the declaration of results

**"Company"** means ZEN TECHNOLOGIES LIMITED.

**Compliance Officer"** means the Company Secretary of the Company.

**"Connected Person"** means any person who-

- (i) is a director, of the company, or is deemed to be a director of the company by virtue of sub-clause (10) of section 307 of the Companies Act, 1956; or
- (ii) occupies the position as an officer or an employee of the company; or
- (iii) holds a position involving a professional or business relationship between himself and the company whether temporary or permanent including consultants, advisors, statutory and internal auditors, relatives of all directors and officers and who may reasonably be expected to have an access to unpublished price sensitive information in relation to the company.

**Explanation: For the purpose of this definition, the words "connected person" shall mean any person who is a connected person six months prior to an act of insider trading.**

**'Dealing in Securities'** means an act of subscribing, buying, selling or agreeing to subscribe, buy, sell or deal in the securities of the company by any person either as principal or agent and includes exercising of options.

**'Deemed Connected Persons'** means and includes:

- (i) Any group company, company under the same management or subsidiary of the Company;
- (ii) Relatives of the Connected Persons;
- (iii) Bankers of the company;

- (iv) Merchant banker, Share Transfer Agent, Registrar to an Issue, Debenture Trustee, Broker, Portfolio Manager, Investment Advisor, Sub-broker or any employee thereof having a fiduciary relationship with the Company;
- (v) Trustees of any trust the beneficiaries of which include any of the Connected Persons;
- (vi) Any person, who was a connected person, whether temporary or permanent six months prior to an act of Insider Trading.
- (vii) Persons having professional or business relationships between themselves and the Company, whether temporary or permanent and by virtue of such relationship are expected to be in possession of price-sensitive information;
- (viii) A concern, firm, trust, Hindu Undivided Family, Company or association of persons wherein any of the Connected Persons under sub-clause (i) of clause 3.4 herein and / or any of the persons mentioned in (ii) or (iii) of this clause having more than 10% of the holding or interest;
- (ix) Any other person or category of persons mentioned in Regulation 2 of the SEBI (Prohibition of Insider Trading) Regulations, 1992.

**'Dependent Family Members'** shall mean the spouse, dependent parents and dependent children of designated employee(s).

**'Designated Employees'** include all employees in the top management cadre (up to the level of General Managers) and Personal Assistants / Secretaries of the Whole-Time-Director / Executive Directors and designated employees of the company and other persons as may be notified from time to time by the **Chairman and Managing Director** of the company.

**'Insider'** means any person who:-

(i) is or was connected with the company or is deemed to have been connected with the company, and who is reasonably expected to have access to unpublished price sensitive information in respect of securities of the company, or

(ii) who has received or has had access to such unpublished price sensitive information.

**'Officer(s) of the Company'** means any director, secretary, or any person in accordance with whose directions or instructions the Board of directors or any one or more of the directors is or are accustomed to act including an auditor of the company.

**'Pre-clearance of Trade'** means prior approval for trading / dealing in the securities of the company.

**'Price Sensitive Information'** means any information, which relates directly or indirectly to the company and which if published is likely to materially affect the price of securities of the company.

The following shall be deemed to be price sensitive information:-

- i. Periodical financial results of the company;
- ii. intended declaration of dividends (both interim and final);
- iii. issue of securities or buy-back of securities;
- iv. any major expansion plans or execution of new projects;
- v. amalgamation & mergers or takeovers;
- vi. disposal of the whole or substantial part of the undertaking;
- vii. disruption of operations due to natural calamities.
- viii. any significant changes in policies, plans or operations of the company, such as:

- (a) Commencement of any new commercial production or commercial operations where the contribution there from is likely to exceed 5% of the total turnover of the company during that financial year.
- (b) Developments with respect to changes in pricing/realisation on goods and services arising out of changes in government policy
- (c) Litigation/dispute with a material impact.
- (d) Revision of credit ratings assigned to any debt or equity instrument of the company.
- (e) Any information which, if disclosed, in the opinion of the person disclosing the same is likely to materially affects the prices of the securities of the Company.

**‘Relative’** means a person who shall be deemed to be a relative of another, if, and only if,

{a} they are members of a Hindu undivided family; or

{b} they are husband and wife; or

{c} the one is related to the other in the manner indicated below:

- i) Father.
- ii) Mother (including step-mother).
- iii) Son (including step-son).
- iv) Son's wife.
- v) Daughter (including step-daughter).
- vi) Father's father.
- vii) Father's mother.
- viii) Mother's mother.
- ix) Mother's father.
- x) Son's son.
- xi) Son's son's wife.
- xii) Son's daughter.
- xiii) Son's daughter's husband.
- xiv) Daughter's husband.
- xv) Daughter's son.
- xvi) Daughter's son's wife.
- xvii) Daughter's daughter.
- xviii) Daughter's daughter's husband.
- xix) Brother (including step-brother).
- xx) Brother's wife.
- xxi) Sister (including step-sister).
- xxii) Sister's husband.

**‘Securities’** include shares, stocks, bonds, debentures, debenture stock, derivatives, employee stock options or other marketable securities of a like nature excluding non-convertible debentures.

**‘Substantial Shareholders’** means any person who holds more than 5% of the total number of shares or voting rights in the company.

**‘Trading Window’** means the period which is not a ‘Close Period’ for trading in the Company’s Securities.

**‘Unpublished Information’** means information which is not published by the company or its agents and is not specific in nature.

**Explanation:** Speculative reports in print or electronic media shall not be considered as published information.

Words and expressions not defined in this code shall have the same meaning as contained in SEBI (Prohibition of Insider Trading) Regulations, 1992 or the Securities and Exchange Board of India Act, 1992 or the Companies Act, 1956.

#### **4. Compliance Officer**

The Directors of the Company have appointed Ms Ritu Tiwary, Company Secretary, as Compliance Officer for the purposes of this Code.

The Compliance Officer shall maintain records of all the declaration(s) given by the Directors, Officers, Designated Employees and Connected Persons for a minimum period of three years.

#### **5. Prohibition on Dealing, Communicating or Counseling on Matters relating to Insider Trading.**

No Insider shall: -

- (i) either on his own behalf, or on behalf of any other person, deal in securities of the Company when in the possession of any unpublished price sensitive information;
- (ii) communicate, counsel or procure, directly or indirectly any unpublished price sensitive information to any person. However, these restrictions shall not be applicable to any communication required in the ordinary course of business or profession or employment under any law.

#### **6. Preservation of “Price Sensitive Information”**

Directors, Designated Employees, Officers and All Connected Persons shall maintain the confidentiality of all Price Sensitive Information. Employees / Directors shall not pass on such information to any person directly or indirectly by way of making a recommendation for the purchase or sale of Securities. Following practices should be followed in this regard.

##### **Need to know**

Unpublished Price Sensitive Information is to be handled on a “need to know” basis, i.e., Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of information.

##### **Limited Access To Confidential Information**

Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password, etc. Files containing confidential information should be deleted / destroyed after its use. Shredder should be used for the destruction of physical files.

#### **7. Trading Restrictions**

All directors, officers, designated employees and all connected persons shall conduct all their dealings in the securities of the company only in a valid trading window and shall not enter into any transaction in the company’s securities during the ‘close period’.

#### **8. Pre-clearance of transactions**

All directors, officers, designated employees and all connected persons of the company who intend to deal in the securities of the company in excess of **25000 shares** or value of which exceeds **Rs. Five lakhs**, whichever is lower, **in a financial year**, in any manner whatsoever, shall apply in the prescribed form to the Compliance Officer for pre-clearance together with necessary undertakings as prescribed in **Appendix 1.1** along with a statement of holdings at the time of pre-clearance as prescribed in **Appendices 2.8** or **2.9** (whichever is applicable).

The Compliance Officer shall grant the approval or reject the application within two working days of the receipt of application for pre-clearance.

Such persons shall execute the order for which pre-clearance has been obtained within seven working days of such approval. The details of the transaction shall be communicated to the compliance officer within four working days thereof. In case, the person is unable to execute the order within seven working days after the approval, a fresh application for pre-clearance (as mentioned above) shall be made.

## 9. Minimum Holding Period

All directors, officers, designated employees and all connected persons of the company shall hold their investments in securities of the company including those procured in public offer(s) for a minimum period of 30 days. The holding period shall commence from the date of allotment in case of securities procured in public offer(s). Under circumstances of personal emergency, such persons shall make an application (**Appendix - 1.2**) to the Compliance Officer requesting a waiver of the holding period, explaining the reason for the same. The Compliance Officer may on being satisfied as to the urgency of the situation grant the waiver.

## 10. Disclosures Required to be Furnished

All directors, officers, designated employees and all connected persons shall make disclosures to the Company as detailed below:

- a) An initial disclosure in **Form 'B' (Appendix 2.2)** disclosing the total number of shares or voting rights in the company, held by him, within four working days of his becoming a director / officer / connected person and designated employee.
- b) An initial disclosure in **Form 'B1' (Appendix 2.3)** disclosing the total number of shares held by the relative(s) / dependent family member(s) of a director, officer, connected person or designated employee (whichever applicable), within four working days, of his becoming a director / officer / designated employee and connected person.
- c) Statement in **Form 'D' (Appendix 2.5)** reflecting any change in the holdings since the last disclosure where such change exceeds Rupees 5 lac in value or 25000 shares or 1% of total shareholding or voting rights, whichever is lower, within four working days of –
  - i. the receipt of intimation of allotment of shares or
  - ii. the acquisition or sale of shares or voting rights, as the case may be.
- d) Statement in **Form 'E' (Appendix 2.6)** or in **Form 'F' (Appendix 2.7)**, as applicable, disclosing the holdings at the time of pre-clearance of a transaction.

All others, excluding those mentioned in Clause 10.1 of the Code, shall make disclosures to the Company as detailed below:

- a) An initial disclosure of details of acquisition of 5% or more shares by any person in **Form 'A' (Appendix 2.1)** disclosing the total number of shares or voting rights in the company within four working days of acquiring more than 5% of the total number of shares or voting rights of the Company.
- b) Statement in **Form C' (Appendix 2.4)** reflecting any change in the holding since the last disclosure where such change exceeds 2% of the total share holding or voting rights in the Company within four working days of
  - i) the receipt of intimation of allotment of shares or

ii) the acquisition or sale of shares or voting rights, as the case may be.

### **11. Dealings Under The Pre-Clearance Procedure To Be Reported To The Committee Of Directors / Whole-Time-Director**

The Compliance Officer shall place before the Whole-Time-Director / Committee of Directors, on a monthly basis the details of the dealings in the securities by directors, officers, designated employees and all connected persons and other documents accompanying the applications for pre-clearance.

### **12. Penalty/Punishment For Contravention Of Code**

Any director, officer, designated employee and all connected persons of the company who trades in securities of the company or communicates any information enabling the trading in securities of the company, in violation/contravention of this code shall be penalised of an amount as may be decided by the Committee of directors and shall also be subject to such disciplinary action as may be considered appropriate by the Whole-Time- Director / Committee of Directors of the company.

Disciplinary action may include wage freeze, suspension, ineligibility for future participation in employee stock option plans, withholding of promotion, etc.

Under Section 15G of SEBI Act, any person violating the Code is liable for a penalty not exceeding Rs.25 crores or three times the amount of profits made out of Insider Trading, whichever is higher.

Under Section 24 of SEBI Act, any one who contravenes the Regulations is punishable with imprisonment for a maximum period of ten years or with fine which may extend to twenty five crore rupees or with both.

Such a person who violates the Code shall also be subject to any action that may be taken by SEBI under Regulation 11 of the Regulations, including declaring such transactions in securities as null and void.

### **13. Intimation To SEBI**

In case the Compliance Officer and / or the company observe that there has been violation of these Regulations, the company shall inform SEBI of such violations for appropriate action. SEBI can initiate necessary proceedings for violation of any of these Regulations.

### **14. Clarifications / Enquiries**

The Compliance Officer may be contacted for any assistance as to the interpretation and application of this Code.

**Application for Pre-clearance of Trade**  
(For Director/Officer/Designated Employee/All Connected Persons)\*

To,  
*The Compliance Officer,*  
Zen Technologies Limited  
B-42, Industrial Estate  
Sanathnagar, Hyderabad – 500 018

**Through Division / Department Head / Whole-Time-Director**

1. Name of the applicant
2. Designation / Nature of Relation :
3. Employee Pay Roll No.\* (if applicable) :
4. Nature of securities held : \*Equity shares / Debentures / Other Securities
- 5 Number of securities in the company held as on date
- 6 Nature of proposed dealing for which approval is sought : Purchase / Sales of securities
- 7 Estimated number of securities proposed to be acquired / subscribed/ sold:
- 8 Other Details:  
Name of Depository Participant:  
DP ID No:  
Client ID No.\* \ Folio No.\*:

\* Strike whichever is not applicable

**Undertaking to be submitted along with the Application for Pre-Clearance**

In relation to the above dealing, I undertake that:

- a) I have no access to nor do I have any information that could be construed as “*Price Sensitive Information*” as defined in the Code upto the time of signing this undertaking;
- b) In the event that I have access to or received any information that could be construed as “*Price Sensitive Information*” as defined in the code, after the signing of this undertaking but *before executing the transaction for which approval* is sought, I shall inform the Compliance Office of the same and shall completely refrain from dealing in the securities of the Company until such information becomes public;
- c) I have not contravened the provisions of the code of conduct for prevention of insider trading as notified by the company from time to time;
- d) I have made full and true disclosure in the matter;
- e) I hereby declare that I shall execute my order in respect of securities of the Company within one week after the approval of pre-clearance is given. If the order is not executed within one week after the approval is given, I undertake to obtain pre-clearance for the transaction again.

Place:  
Date:

Signature  
Name \_\_\_\_\_

**PRE-CLEARANCE ORDER**

With reference to your application dated \_\_\_\_\_, we inform you that your request for dealing in ..... (nos.) or \_\_\_\_\_ worth shares of the Company is approved. Please note that the said transaction must be completed on or before ..... (date), that is within one week from today.

Date:

for Zen Technologies Limited.,

Company Secretary & Compliance Officer.

**CONFIRMATION OF DEAL**

To,

To,  
*The Compliance Officer,*  
Zen Technologies Limited  
B-42, Industrial Estate  
Sanathnagar, Hyderabad – 500 018

I confirm that the share dealing for which approval was granted on ..... was completed on ..... to purchasing / selling ..... (nos.) shares of the Company.

Employee Name: \_\_\_\_\_

Designation: \_\_\_\_\_

Pay Roll No: \_\_\_\_\_

(Signature)

Date:

**APPLICATION FOR WAIVER OF MINIMUM HOLDING PERIOD  
(For Director/Officer/Designated Employee/All Connected Persons)**

To,  
*The Compliance Officer,*  
Zen Technologies Limited  
B-42, Industrial Estate  
Sanathnagar, Hyderabad – 500 018

**Through Division / Department Head / Whole-Time Director**

Date: \_\_\_\_\_

Dear Sir \ Madam,

I request you to grant me waiver of the minimum holding period of 30 days as required under the Code of Conduct for prevention of insider trading with respect to \_\_\_\_\_ shares of the Company held by me singly / jointly which were acquired by me on \_\_\_\_\_ (Date). I desire to deal in the said shares on account of \_\_\_\_\_ (give reasons).

Thanking you,  
Yours faithfully,  
(Name)  
(Designation)  
(Department)  
(Employee PL No.)

APPROVAL GRANTED / REJECTED  
FOR Zen Technologies Limited

Company Secretary & Compliance Officer

Date:

*1 Reasons to be given, if rejected.*

**FORM A**  
**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992**  
*(Regulations 13(1) and (6))*  
**Regulation 13(1) - Details of acquisition of 5% or more shares in the Company**

Name, PAN and address of shareholder with telephone number	Shareholding prior to acquisition	No. & % of shares/voting rights acquired	Date of receipt of allotment/ advice Date of acquisition (specify)	Date of intimation to Company	Mode of acquisition (market purchase/public/rights/preferential offer etc.,)	Shareholding subsequent to acquisition	Trading member through whom the trade was executed with SEBI Registration No. of the Trading Member	Exchange on which the trade was executed	Buy quantity	Buy value	D P I D	Folio No./ Client ID

Signature \_\_\_\_\_

*Note: To be submitted within 4 working days of acquiring more than 5% shareholding or voting rights in the Company as per **Clause 10.2** of the Code.*

**FORM B**  
**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992**  
*(Regulations 13(2) and (6))*

**Regulation 13 (2) - Details of shares held by Director<sup>1</sup> / Officer<sup>1</sup> / Designated Employee<sup>1</sup> / and all Connected Persons<sup>1</sup> of the Company**

Name, PAN and Address of Director/officer/connected Person/Designated Employee	Date of Assuming Office of Director/ Officer/ Connected Person/ Designated Employee	No. & % of Share/Voting/rights held at the time of becoming Director/Officer /Connected Person/ Designated Employee	Date of Intimation to Company	Mode of acquisition (Market Purchase/ Public rights/ Preferential offer etc.,)	Trading members through whom the trade was executed with SEBI Registration No. of the Trading Members	Exchange on which the trade was executed	Buy quantity	Buy Value	DP ID	Folio No./ Client ID

Signature\_\_\_\_\_

<sup>1</sup>Delete whichever is not applicable

*Note: To be submitted within 4 working days of becoming Director / Officer / Connected Person as per **Clause 10.1** of the Code.*

**FORM - B1**  
**Form for Initial Disclosure of Shares held by**  
**Relatives<sup>2</sup> / Dependent Family Members<sup>3</sup> of Director<sup>1</sup> / Officer<sup>1</sup> / Designated Employee<sup>1</sup> and all Connected Persons<sup>1</sup>**

Date: \_\_\_\_\_

To  
 To,  
*The Compliance Officer,*  
 Zen Technologies Limited  
 B-42, Industrial Estate  
 Sanathnagar, Hyderabad – 500 018

Name of the Employee : \_\_\_\_\_

Employee No : \_\_\_\_\_

Designation<sup>1</sup> / Nature of Relation<sup>1</sup> : \_\_\_\_\_

Name, PAN of the Dependent Family member/relative	Relationship	Mode of acquisition (market Purchase/Public rights/ preferential offer etc.,)	Trading members through whom the trade was executed with SEBI Registration No. of the trading Member	Exchange on which the trade was executed	Buy quantity	Buy Value	DP ID	Folio No./Client ID

Signature \_\_\_\_\_

1 Delete whichever is not applicable.

2 Applicable to Director

3 Applicable to Officer / Designated Employee and Connected Person

*Note: To be submitted within 4 working days of becoming Director / Officer / Designated Employee / Connected Persons as per **Clause 10.1** of the code.*

## FORM C

## Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

*(Regulations 13(3) and (6))***Regulation 13 (3) - Details of change in shareholding in respect of persons holding more than 5% shares in the Company.**

Name, PAN, and address of shareholder	Shareholding prior to acquisition	No. & % of shares/voting rights acquired/sold	Receipt of allotment advice/acquisition of shares/sale of shares (specify)	Date of intimation to Company	Mode of acquisition (market purchase/public/rights/preferential offer etc.,)	No. & % of shares/voting rights post-acquisition sale	Trading member through whom the trade was executed with SEBI Registration No. of the Trading Member	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value	DPID	Folio No./Client ID

Signature \_\_\_\_\_

*Note: To be submitted within 4 working days of acquiring more than 5% shareholding or voting rights in the Company as per Clause 10.2 of the Code.*

**FORM D****Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992***(Regulations 13(4) and (6))***Regulation 13(4) - Details of change in shareholding Director1 / Officer1 / Connected Person1 / Designated Employee1 of the Company.**

Name, PAN and address of Director/ officer connected persons/ designated employee	No. & % of shares / voting rights held by the Director / Officer / Connected person designated Employee	Date of receipt of allotment advice/ acquisition/ sale of shares/ voting rights	Date of Intimation to Company	Mode of acquisition (market purchase / public / rights / preferential offer etc.,)	No. & % of shares / post acquisition/ voting rights sale	Trading member through whom the trade was executed with SEBI Registration No. of the Trading Member	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value	D P I D	Folio No./ Client ID

Signature \_\_\_\_\_

1

Delete whichever is not applicable

*Note: To be submitted within 4 working days of becoming Director / Officer / Connected Person as per Clause 10.1 of the Code.*

## FORM E

Date: \_\_\_\_\_

To,  
*The Compliance Officer,*  
 Zen Technologies Limited  
 B-42, Industrial Estate  
 Sanathnagar, Hyderabad – 500 018

## Statement of Holdings at the time of Pre-clearance

## I Details of shareholding of Director\* / Officer\* / Designated Employee\* held in own name

Name	Designation	Department	No. of Shares held as on date (date of application for pre-clearance)	Folio No. / DP ID / Client ID	Nature of dealing for which approval is sought	No. of shares/value of shares to be dealt

I / We hereby declare that the shares to be sold have been held by me / us for a minimum period of 30 days.

Signature \_\_\_\_\_

*\*Delete whichever is not applicable*

## FORM F

Date: \_\_\_\_\_

To,  
*The Compliance Officer,*  
Zen Technologies Limited  
B-42, Industrial Estate  
Sanathnagar, Hyderabad – 500 018

**Statement of Holdings at the Time of Pre-clearance****I Details of shareholding of other Connected Persons**

Name	Nature of Relation	No. of Shares held as on date (date of application for pre-clearance)	Folio No. / DP ID / Client ID	Nature of dealing for which approval is sought	No. of shares/value of shares to be dealt

I / We hereby declare that the shares to be sold have been held by me / us for a minimum period of 30 days.

Signature \_\_\_\_\_

**Relative in accordance with section 6 means and includes:-**

1. Father.
2. Mother (including step-mother).
3. Son (including step-son).
4. Son's wife.
5. Daughter (including step-daughter).
6. Father's father.
7. Father's mother.
8. Mother's mother.
9. Mother's father.
10. Son's son.
11. Son's son's wife.
12. Son's daughter.
13. Son's daughter's husband.
14. Daughter's husband.
15. Daughter's son.
16. Daughter's son's wife.
17. Daughter's daughter.
18. Daughter's daughter's husband.
19. Brother (including step-brother).
20. Brother's wife.
21. Sister (including step-sister).
22. Sister's husband.