

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR PREVENTION OF INSIDER TRADING

A. Preamble

ISSPL Limited (formerly known as “*IRClass Systems and Solutions Limited*” and “*IRClass Systems and Solutions Private Limited*”) (“**Company**”) believes that good corporate governance is founded on transparency, accountability and ethical conduct. Maintaining the integrity of the Securities market and protecting investors’ confidence are important responsibilities for every person associated with the Company.

The Company recognises the importance of preserving the confidentiality of Unpublished Price Sensitive Information and ensuring that Securities Trading takes place in a fair and informed market. The confidence of investors, regulators, employees and other stakeholders is fundamental to the Company’s long term success.

Accordingly, the Board of ISSPL Limited (formerly known as “*IRClass Systems and Solutions Limited*” and “*IRClass Systems and Solutions Private Limited*”) (hereinafter referred to as the “**Company**”) has approved and adopted the following Code of Internal Procedures and Conduct for Prevention of Insider Trading (“**Code**”).

This Code shall be read in consonance with the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and the Policy for Determination of Legitimate Purposes, adopted by the Company.

B. Background

Regulation 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, mandates the Board of Directors of every listed company to formulate a code of conduct, with their approval, to regulate, monitor and report Trading by its Designated Persons and Immediate Relatives of Designated Persons towards achieving compliance with the SEBI PIT Regulations, adopting the minimum standards set out in them.

Accordingly, the Board of the Company on May 18, 2026, has adopted the following Code of Internal Procedures and Conduct for Prevention of Insider Trading (“**Code**”).

C. Objective

To comply with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations 2015, as amended (“**SEBI PIT Regulations**”), the Company has formulated this Code of Internal Procedures and Conduct for Prevention of Insider Trading. This Code, made pursuant to Regulation 9 of the SEBI PIT Regulations, aims to define and establish rules and processes for the Company with respect to:

- a) Prohibiting insider trading of Securities;
- b) Ensuring compliance with the SEBI PIT Regulations;
- c) Preserving confidentiality of UPSI;
- d) To regulate, monitor and report Trading by Designated Persons and Immediate Relatives of Designated Persons towards achieving compliance with the SEBI PIT Regulations; and
- e) Adopting the standards set out in Schedule B to the SEBI PIT Regulations for prevention of insider trading.

The Code shall come into force from the date of listing of the equity shares of the Company on the SME Platform of BSE Limited (the “**Stock Exchange**”). The relevant provision of the Code and the SEBI PIT Regulations applicable to the Securities Proposed to be Listed, shall come into force from the date of filing of the draft prospectus/ with the Stock Exchange.

D. Definitions

In this Code, words and expressions shall have the meaning assigned to them below:

- “Act”** shall mean the Companies Act, 2013 and any Rules, regulations, circulars, notifications or orders issued thereunder, as may be amended from time to time;
- “Applicable Law”** shall mean any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India ("SEBI") and Ministry of Corporate Affairs ("MCA").
- “Board”** shall mean the Board of Directors of the Company;
- “Code”** shall mean this Code of Internal Procedures and Conduct for Prevention of Insider Trading, adopted by the Company;
- “Company”** shall mean ISSPL Limited (formerly known as “IRClass Systems and Solutions Limited” and “IRClass Systems and Solutions Private Limited”);
- “Compliance Officer”** The Company Secretary of the Company shall be the Compliance Officer designated for the purpose of compliance with the provisions of the SEBI PIT Regulations, this Code and the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.
- “Connected Person”** As defined under Regulation 2 (1) (d) of the SEBI PIT Regulations, a Connected Person shall mean:
- (i) any person who is or has been, during the six months prior to the concerned act, associated with the 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 person, directly or indirectly, access to UPSI 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) a Relative of Connected Persons Specified in (i) above; or
 - b) a holding company or associate company or subsidiary company; or
 - c) an intermediary as Specified in Section 12 of the Securities and Exchange Board Act, 1992, as amended, 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 Act; or
 - h) an official or an employee of a self-regulatory organization recognized or authorized by SEBI; 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

	Relative or banker of the Company, has more than ten per cent, of the holding or interest; or
	k) a firm or its partner or its employee in which a Connected Person Specified in (i) above is also a partner; or
	l) a person sharing household or residence with a Connected Person Specified in (i) above.
<i>“Dealing in Securities”</i>	shall mean an act of subscribing to, buying, selling, pledging or agreeing to subscribe to, buy, sell pledge or deal in the Securities of the Company;
<i>“Designated Person”</i>	shall mean a person occupying any of the following positions with the Company: (i) Promoters of the Company; (ii) All the Directors of the Company; (iii) All the Key Managerial Personnel of the Company; (iv) All the employees of the Company designated as Zonal Heads, Branch Heads and Strategic Business Unit Heads or Heads of Departments; (v) All Employees in the Finance & Accounts, Legal & Secretarial, Corporate Affairs departments or functions; (vi) The Executive Assistants or Secretaries to the Directors/ MD/ COOs; (vii) The Chief Executive Officer or head of operations (by whatever name called) of the Material Subsidiary of the Company; (viii) Any other person who on the basis of their role and function in the Company, is reasonably expected to have access to UPSI(s) relating to the Company, as may be decided by the Chairman / Managing Director / Chief Financial Officer / Compliance Officer, from time to time;
<i>“Director”</i>	shall mean a Director of the Company and the word “Directors” shall be construed accordingly;
<i>“Generally Available Information”</i>	shall mean information that is accessible to the public on a non-discriminatory basis and shall not include unverified event or information reported in print or electronic media;
<i>“Insider”</i>	as defined under Regulation 2 (g) of the SEBI PIT Regulations, shall mean a person who is, a Connected Person; or is in possession of or having access to UPSI;
<i>“Immediate Relative”</i>	shall mean the 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>“Key Managerial Personnel”</i>	shall have the same meaning as ascribed to the term under Section 2(51) of the Act and Regulation 2(1)(o) of the SEBI Listing Regulations, as may be amended from time to time.
<i>“Legitimate Purpose”</i>	shall mean the legitimate purposes, determined under the Policy for Determination of Legitimate Purposes, adopted by the Company;
<i>“Material Financial Relationship”</i>	shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift from a Designated Person during the immediately preceding twelve months, equivalent to at least 25% of the annual income of such Designated Person but shall exclude relationships in which the payment is based on arm’s length transactions.
<i>“Promoter”</i>	shall have the meaning assigned to it under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, or any modification thereof;

<i>“Promoter Group”</i>	shall have the meaning assigned to it under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof and the term “member of Promoter Group” shall be construed accordingly;
<i>“Proposed to be Listed”</i>	shall include Securities of an unlisted company: (i) if such unlisted company has filed offer documents or other documents, as the case may be, with SEBI, Stock Exchange(s) or registrar of companies in connection with the listing; or (ii) if such unlisted company is getting listed pursuant to any merger or amalgamation and has filed a copy of such scheme of merger or amalgamation under the Companies Act, 2013;
<i>“Relative”</i>	with reference to a person shall mean: (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 (iii) above; and (vi) spouse of the person listed at (iv) above.
<i>“SEBI”</i>	shall mean the Securities and Exchange Board of India;
<i>“SEBI Listing Regulations”</i>	shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification(s), amendment(s), or re-enactment(s) thereof and any notifications, orders, circulars or clarifications, issued thereunder;
<i>“SEBI PFUTP Regulations”</i>	shall mean the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003 and any amendments thereto.
<i>“SEBI PIT Regulations”</i>	shall mean the SEBI (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto;
<i>“Securities”</i>	shall have the meaning assigned to it under the Securities Contracts (Regulations) Act, 1956 or any modification thereof;
<i>“Specified”</i>	means Specified by SEBI in writing;
<i>“Stock Exchange”</i>	shall mean the BSE Limited or any other Stock Exchange which is recognized by the Central Government or SEBI under the Securities Contracts (Regulation) Act, 1956 and any amendments thereto;
<i>“Takeover Regulations”</i>	means SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
<i>“Trading”</i>	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;
<i>“Trading Day”</i>	means a day on which the recognized Stock Exchanges are open for Trading;
<i>“Trading Plan”</i>	means a plan submitted by an Insider, for the approval of the Compliance Officer, to trade in the Securities of the Company, containing such parameters for each trade to be executed, as may be prescribed under the SEBI PIT Regulations. A Trading Plan once approved shall be irrevocable and will have to be mandatorily implemented by the concerned Insider.
<i>“Trading Window”</i>	means a trading period for Trading in Company’s Securities as specified by the Company from time to time;

“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 shall not be restricted to, information relating to following:

- (i) Financial Results;
- (ii) Dividends;
- (iii) Change in capital structure;
- (iv) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business, award or termination of order/ contracts not in the normal course of business and such other transactions;
- (v) Changes in Key Managerial Personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
- (vi) change in rating(s), other than ESG rating(s);
- (vii) fund raising proposed to be undertaken;
- (viii) agreements, by whatever name called, which may impact the management or control of the Company;
- (ix) 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;
- (x) resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
- (xi) 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;
- (xii) 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;
- (xiii) 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;
- (xiv) outcome of any litigation(s) or dispute(s) which may have an impact on the Company;
- (xv) 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;
- (xvi) granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

Explanation 1:

- ‘Fraud’ shall have the same meaning as referred to in Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;
- ‘Default’ shall have the same meaning as referred to in Clause 6 of paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Explanation 2:

For identification of events enumerated in this clause as Unpublished Price Sensitive Information, the guidelines for materiality referred at paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be Specified by SEBI from time to time and materiality as referred at paragraph B of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be applicable.

E. Role of Compliance Officer

1. The Compliance Officer shall report to the Board, and in particular shall provide reports to the chairman of the Audit Committee, on all matters concerning the SEBI PIT Regulations, this Code and the code of practices and procedures of fair disclosures of UPSI, concerning the Company, at least once in a financial year.
2. The duties of the Compliance Officer shall include:
 - a) responsibility for monitoring the implementation of the Code and procedures, under the overall supervision of the Board;
 - b) maintaining a record of Designated Persons and any changes made to the list of Designated Persons;
 - c) assisting the employees of the Company in addressing any concerns and providing clarification regarding the Code and SEBI PIT Regulations;
 - d) closing the Trading Window, in consultation with the Chairman and/or the Managing Director and as directed by the Board from time to time and make necessary announcement thereof within the stipulated timeframe;
 - e) maintaining records of all the declarations, disclosures and pre-clearance applications submitted by Designated Persons;
 - f) monitoring adherence to the rules for the preservation of Unpublished Price Sensitive Information;
 - g) placing details of the dealing in the Securities by Designated Persons before the Chairman and Managing Director on quarterly basis and the accompanying documents that such persons had executed under the pre-dealing procedure as mentioned in this Code, if required;
 - h) receiving, assessing and disposing the applications for pre-clearance received from Designated Persons;
 - i) reviewing the Trading Plans submitted by Insiders, to assess whether such Trading Plans would have any potential for violation of the SEBI PIT Regulations or the Code and to seek such express undertakings as may be necessary to enable such assessment and to approve or reject and monitor the implementation of the Trading Plan, in consultation with and under the supervision of the Managing Director;
 - j) undertaking all such activities as may be provided under the SEBI PIT Regulations and as may be prescribed by SEBI from time to time.

F. Preservation, communication or procurement of “Unpublished Price Sensitive Information” (UPSI)

1. No Insider shall communicate, provide, or allow access to any UPSI, relating to the Company, its 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.
2. No person shall procure from or cause the communication by an Insider of UPSI, relating to the Company, its Securities listed or Proposed to be Listed, except in furtherance of Legitimate Purposes, performance of duties or discharge of legal obligations.
3. Any person in receipt of UPSI pursuant to a Legitimate Purpose shall be considered an Insider, and due notice shall be given to such persons to maintain confidentiality of such UPSI in compliance with the SEBI PIT Regulations and the Code.
4. Such Insider shall also not pass on such information to any other person directly or indirectly by means such as making a recommendation for the purchase or sale of Securities of the Company.
5. All UPSI shall be handled within the Company on a Need-to-Know basis and in compliance with the SEBI

PIT Regulations and the Code.

6. Notwithstanding anything contained in the Code, UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction which:
 - a) entails an obligation to make an open offer under the Takeover Regulations where the Board of the Company is of informed opinion that sharing of such information, is in the best interests of the Company; or
 - b) does not attract the obligation to make an open offer under the Takeover Regulations, but where the Board 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 UPSI 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 may determine to be adequate and fair to cover all relevant and material facts.

However, the Board 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 confidential, except for the limited purpose mentioned above, and shall not otherwise trade in Securities of the Company when in possession of UPSI.

G. Chinese Walls procedures

1. Chinese Wall means policies, procedures and physical arrangements, if required, designed within the Company, to manage and safeguard UPSI and prevent inadvertent transmission or communication thereof.
2. Within a group of persons, if such persons have been identified and secluded within a Chinese wall (notional and/ or physical) or information barrier from the rest of the Company for a particular purpose or for a Specified period of time in furtherance of Legitimate Purposes, performance of duties or discharge of legal obligations, and are subjected to, among other conditions, additional confidentiality obligations, information barriers designed to prevent exchanges of UPSI outside the 'Chinese wall', and the execution of an undertaking by such persons to abstain and / or forego Trading during such seclusion or till the UPSI no longer constitutes UPSI and has become Generally Available Information, the norms for appropriate 'Chinese wall' procedures, and processes for permitting any Designated Person to "cross the wall" shall be as determined by the Company from time to time.
3. All persons who have wall-crossed should be notified that they would be considered to be a Designated Person under this Code and consequently, required to comply with all applicable provisions of the Code and Regulations, till such information remains UPSI.
4. Files containing UPSI shall be kept secured with restricted access

H. Structured Digital Database

1. The Board shall ensure that a structured digital database is maintained containing the nature of UPSI and the names of such persons who have shared the USPI and also the names of such persons with whom UPSI is shared under the SEBI PIT Regulations, along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available.
2. The maintenance of such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.
3. Entry of USPI, not emanating from within the organisation, in structured digital database may be done not later than 2 (two) calendar days from the receipt of such UPSI.
4. The Board shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

I. Trading when in possession of UPSI

1. No Insider shall trade in the Securities of the Company that are listed or Proposed to be Listed, when in possession of UPSI.
2. When a person has traded in Securities of the Company while being in possession of UPSI, such trades would be presumed to have been motivated by the knowledge and awareness of such UPSI in the concerned person's possession.
3. Innocence may be proved on the part of the Insider, by demonstrating the circumstances including the following:

- (a) the transaction in question being an off-market inter-se transfer between Insiders who were in possession of the same UPSI without being in breach of the SEBI PIT Regulations, and both parties had made a conscious and informed Trade decision;

Provided that such UPSI was not obtained under sub-regulation (3) of regulation 3 of the SEBI PIT Regulations and necessary disclosures and reporting pertaining to such off-market trades, as required under the SEBI PIT Regulations, have been duly made.

- (b) the transaction in question was carried out through block deal window mechanism between persons who were in possession of UPSI without being in breach of the SEBI PIT Regulations, and both parties had made a conscious and informed Trade decision. Provided that such UPSI was not obtained under sub-regulation (3) of regulation 3 of the SEBI PIT Regulations.
- (c) the transaction in question was carried out pursuant to a statutory or regulatory obligation to carry out a bona fide transaction;
- (d) 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; and
- (e) the Trades were pursuant to a Trading Plan set up in accordance with the Code and the SEBI PIT Regulations
- (f) in the case of non-individual Insiders:
 - the individuals who were in possession of UPSI were different from the individuals taking Trading decisions and such decision-making individuals were not in possession of such UPSI when they took the decision to Trade; and
 - appropriate and adequate arrangements were in place to ensure that the SEBI PIT Regulations were not violated and no UPSI 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;

Nothing contained above shall preclude the requirement for pre-clearance, wherever application or other disclosure and reporting requirements in relation to Trading in Company's Securities under the Code, as set out herein or in the SEBI PIT Regulations.

J. Restrictions and procedures for Designated Persons while Dealing in Securities of the Company

Designated Persons may deal in Securities subject to compliance with the SEBI PIT Regulations and this Code.

1. **Prohibition in Dealing in Securities other than during a valid Trading Window:**

Designated Persons shall, conduct their Trading in the Securities of the Company, only in a valid Trading Window within the threshold limit prescribed hereunder and shall not Trade in the Company's Securities during the period when the Trading Window is closed.

When the Trading Window is open, Trading by Designated Persons shall be subject to pre-clearance by the Compliance Officer, if the value of the proposed trades is above such thresholds as the Board may stipulate

2. Valid Trading window for Dealing in Securities of the Company:

- a) The Trading Window shall be closed when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of UPSI;
- b) Designated Persons and their Immediate Relatives shall not trade in the Company's Securities when the Trading window is closed;
- c) For UPSI not emanating from within the Company, Trading Window may not be closed;
- d) The timing for re-opening of the Trading Window shall be determined by the Compliance Officer, in consultation with the Managing Director, after taking into account various factors including the UPSI in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available;
- e) Trading Window shall be mandatorily closed from the end of every quarter till 48 (fourty-eight) hours after the declaration of financial results;
- f) Such other period as may be specified by the Compliance Officer from time to time in consultation with the Chairman and/or Managing Director.

3. The Trading Window restrictions shall not apply in respect of :

- a) transactions Specified in clauses (i) to (iv) and (vi) of the proviso to sub-regulation (1) of Regulation 4 of the SEBI PIT Regulations, subject to pre-clearance by the Compliance Officer and compliance with the respective regulations made by Securities and Exchange Board of India;
- b) in respect of a pledge of Securities for a bona fide purpose such as raising of funds, subject to pre-clearance by the Compliance Officer and compliance with the respective regulations made by Securities and Exchange Board of India;
- c) transactions which are 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.

K. Procedures for dealing in the Securities of the Company

1. Pre-Clearance of Trading in Securities of the Company:

Designated Persons or their Immediate Relatives, who intend to Trade in Securities of the Company (above the prescribed Threshold Limit), shall obtain pre-clearance of the transactions as per the pre-dealing procedure as described hereunder.

2. Procedure for Pre-clearance of Trade

- a) An application for pre-clearance of Trade shall be made in Specified format to the Compliance Officer, as provided under '**Form D**'.
- b) An undertaking in '**Form E**' shall be executed in favour of the Company by such applicant.
- c) The Compliance Officer shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.
- d) The Compliance Officer shall consider the application made as above and shall issue the order as Specified in '**Form F**'.

3. Threshold limit

The pre-clearance shall not be necessary, if the aggregate trade value of shares to be traded in a quarter in one or more transactions does not exceed Rs. 10,00,000/- (rupees ten lakhs only).

4. Validity of Pre-clearance period

Designated Persons shall execute their Trade in respect of Securities of the Company within Seven Trading Days after the approval of pre-clearance is given and shall file within two Trading Days of execution of the

Trade, the details of such Trade, with the Compliance Officer in **Form G**. If the Trade is not executed within the time Specified, fresh pre-clearance would be needed for the Trades to be executed and nil report for the pre-clearance obtained earlier, will have to be filed in **Form G**.

5. Contra Trade or Opposite Transactions

A Designated Person who buys or sells Securities shall not enter into an opposite transaction i.e., sell or buy during next six months following the prior transaction. The Compliance Officer may, in consultation with the Managing Director, grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate the SEBI PIT Regulations.

Designated Persons shall also not take positions in derivate transaction in the Securities at any time. In case of any contra trade being executed, inadvertently or otherwise, in violation of the restriction the profits from such trade shall be liable to be disgorged for remittance to the Board for credit to the Investor Protection and Education Fund administered by SEBI under the Securities and Exchange Board of India Act, 1992.

The restrictions pertaining to Contra Trade, shall not be applicable for Trades executed pursuant to exercise of Stock Options.

L. Trading Plans

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.
2. 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 following parameters for each trade to be executed:
 - (i) either the value of trade to be effected or the number of Securities to be traded;
 - (ii) nature of the trade;
 - (iii) either specific date or time period not exceeding five consecutive Trading Days;
 - (iv) price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as Specified below:
 - for a buy trade: the upper price limit shall be between the closing price on the day before submission of the Trading plan and upto twenty per cent higher than such closing price;
 - for a sell trade: the lower price limit shall be between the closing price on the day before submission of the Trading plan and upto twenty per cent lower than such closing price.

Explanation:

 - While the parameters in (i), (ii) and (iii) above shall be mandatorily mentioned for each trade, the parameter in (iv) shall be optional.
 - The price limit in (iv) shall be rounded off to the nearest numeral.
 - Insider may make adjustments, with the approval of the Compliance Officer, in the number of Securities and price limit in the event of corporate actions related to bonus issue and stock split occurring after the approval of Trading Plan and the same shall be notified on the Stock Exchanges on which Securities are listed.
 - d) not entail Trading in Securities for market abuse.
3. The Compliance Officer shall review the Trading Plan to assess whether the plan would have any potential for violation of the SEBI PIT Regulations and shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.

Pre-clearance of Trades shall not be required and Trading Window norms shall not be applicable for Trades executed as per an approved Trading Plan.

4. 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 the Trading Plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law.

5. The implementation of the Trading Plan shall not be commenced if any UPSI in possession of the Insider at the time of formulation of the plan has not become generally available at the time of the commencement of implementation.
6. If the Insider has set a price limit for a Trade under, the Insider shall execute the Trade only if the execution price of the security is within such limit. If price of the Security is outside the price limit set by the Insider, the Trade shall not be executed.
7. In case of non-implementation (full/partial) of Trading plan due to either of the reasons mentioned above or failure of execution of Trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:
 - (i) The Insider shall intimate non-implementation (full/partial) of Trading Plan to the Compliance Officer within two Trading Days of end of tenure of the Trading Plan with reasons thereof and supporting documents, if any;
 - (ii) Upon receipt of information from the Insider, the Compliance Officer, shall place such information along with his recommendation to accept or reject the submissions of the Insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
 - (iii) The decision of the Audit Committee shall be notified by the Compliance Officer on the same day to the Stock Exchanges on which the Securities are listed.
 - (iv) In case the Audit Committee does not accept the submissions made by the Insider, then the Compliance Officer shall take action as per the Code.
8. The Compliance Officer shall approve or reject the Trading Plan within two Trading Days of receipt of the Trading Plan and notify the approved plan to the Stock Exchanges on which the Securities are listed, on the day of approval.

M. Disclosures of Trading by Insiders

1. General Provisions:

- a) Every public disclosure Specified herein shall be made in such form as may be Specified.
- b) The disclosures to be made by any person under this Part shall include those relating to Trading by such person's Immediate Relatives, and by any other person for whom such person takes Trading decisions.
- c) The disclosures of Trading in Securities shall also include Trading in derivatives of Securities and the traded value of the derivatives shall be taken into account for purposes of set-out herein. Provided that Trading in derivatives of Securities is permitted by any law for the time being in force.
- d) The disclosures made under this part shall be maintained by the Company, for a minimum period of five years, in such form as may be Specified.

2. Disclosures by certain persons:

a) Initial Disclosures:

- (i) Every person on appointment as Key Managerial Personnel or a Director of the Company or upon becoming a Promoter or member of the Promoter Group shall disclose his holding of Securities of the Company as on the date of appointment or becoming Promoter, to the Company in 'Form A' within seven days of such appointment or becoming a Promoter.
- (ii) Every Designated Person shall disclose in **Form H**, details like Name, Permanent Account Number or any other identifier authorized by law, for the following:
 - (i) Immediate Relative;
 - (ii) persons with whom such Designated Person(s) shares a Material Financial Relationship;
 - (iii) phone and mobile numbers which are used by them.
 Additionally, names of educational institutions from which the Designated Person has graduated and names of their past employers, shall also be disclosed.

b) Continual Disclosures:

- (i) Every Promoter, member of the Promoter Group, Designated Person and Director of the Company shall disclose to the Company in '**Form B**' 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 INR 10,00,000 (ten lakh rupees) or such other value as may be Specified.
- (ii) Every Designated Person shall disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the Company on an annual basis and as and when the information changes, In **Form I**:
 - (i) Immediate Relative; (ii) persons with whom such Designated Person(s) shares a Material Financial Relationship; (iii) Phone and mobile numbers which are used by them.
- (iii) Any off-market trade done as per paragraph 4(a) of this Code shall be reported by the Insiders to the Company within two working days.

c) Annual Disclosures:

Every Director, Key Managerial Personnel and those Employees of the Company who have been Specified as Designated Persons shall at the end of the Financial Year disclose the details of their Trading in the Securities of the Company during the Financial Year and their position in the Securities of the Company as at the end of the Financial Year in **Form J**. The disclosure shall submitted by the incumbent within 30 days of the end of the financial year and shall be presented at the first meeting of the Board of Directors held in the subsequent Financial Year.

3. Disclosure by the Company

- a) The 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 of becoming aware of such information.
- b) However, the disclosure of the incremental transactions after any disclosure by the Company, shall be made when the transactions effected after the prior disclosure cross the threshold Specified above.

4. Disclosures by other Connected Persons

The Company may, from time to time, 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 '**Form C**'. The frequency of such disclosures may be as determined by the Company in order to effectively monitor compliance with the SEBI PIT Regulations.

5. Trading in derivatives

If Trading in derivatives of the Company's Securities is permitted by any law for the time being in force, the disclosures of Trading in Securities shall also include Trading in derivatives of Securities of the Company and the traded value of the derivatives shall be taken into account for purposes of this Clause.

N. Procedure for Enquiry in Case of Leak of UPSI or Suspected Leak of UPSI

'Leak of UPSI' shall refer to such act / circumstance(s) by virtue of which any UPSI is made available or becomes available selectively, by any means or mode to any person, association, body, firm, agency, society, entity or to a group thereof, whether registered or otherwise before its official publication or announcement or formal circulation in public domain and which shall also include any purported attempt thereof.

- 1. The Company may conduct an enquiry suo-moto or on the basis of a complaint received from a whistle blower, upon leak/ suspected leak of UPSI or instances /suspected instances of contravention of this Code.

2. The procedure for the enquiry/ investigation in case of leak of UPSI or suspected leak of UPSI shall be same as prescribed under the Whistle Blower Policy adopted by the Company.
3. Every Designated Person and Insider shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her Immediate Relatives).
4. Upon conclusion of the enquiry/ investigation, as per the procedure prescribed under the Company's Whistle Blower Policy, the report will be presented to the Audit Committee.
5. The Audit Committee shall determine the sanctions and/or disciplinary actions, it may consider appropriate in the matter, include wage freeze, suspension, recovery or such other actions.
6. Action taken by the Company for violation of the Policy against any person will not preclude SEBI from taking any action for violation of the SEBI PIT Regulations or any other Applicable Laws/ rules/ regulations.
7. Where a leak of UPSI is established, the Company shall promptly inform the Stock Exchange(s) where the concerned Securities are traded, in such form and such manner as may be Specified by SEBI from time to time.

O. Protection against retaliation and victimization

Chapter IIIA of the SEBI PIT Regulations, allows any individual(s), to voluntarily submit to SEBI a Voluntary Information Disclosure Form relating to any alleged violation of insider trading laws that has occurred, is occurring or the said individual has a reasonable belief that, it is about to occur. The individual submitting the Voluntary Information Disclosure, may or may not be an employee of the Company.

Where an employee of the Company submits such Voluntary Information Disclosure Form to SEBI, the Board shall ensure that:

- a) The identity of such employee remains confidential;
- b) The employee shall be suitably protected against any discharge, termination, demotion, suspension, threats, harassment, whether directly or indirectly;
- c) The employee shall not be discriminated against.

The Board shall ensure that the employee who files a Voluntary Information Disclosure Form is provided with the above protection, irrespective of whether the information is considered or rejected by the SEBI.

P. Penalty for contravention of the Code

Every Employee, Designated Person and Connected Person shall be individually responsible for complying with the applicable provisions of this Code and the SEBI PIT Regulations (including to the extent the provisions hereof are applicable to their Immediate Relatives).

- a) Violation of this Code shall, be subject to sanctions and disciplinary actions which in respect of an employee may include wage freeze, suspension, recovery or such other actions as may be considered appropriate by the Audit Committee, in view of the severity of the violations.
- b) Action taken by the Company for violation of the Code against any person will not preclude SEBI from taking any action for violation of the SEBI PIT Regulations or any other Applicable Laws/ rules/ regulations.
- c) In case it is observed by the Compliance Officer that there has been a violation of the Code by any Employee, Designated Person and Connected Person, the Compliance Officer shall forthwith inform the Audit Committee of the Company about the violation. The Audit Committee shall upon analysis and investigation into the matter, decide on a suitable course of action.
- d) In case it is observed by the Company that there has been a violation of the Code or the SEBI PIT Regulations, the Company shall promptly inform the Stock Exchange(s) where the concerned Securities are traded, in such form and such manner as may be Specified by SEBI from time to time.

- e) Any amount collected under this part shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by the Board under the Act.
- f) The person, against whom information has been furnished by the Company/ Compliance Officer to SEBI for violations of the Code, shall provide all information and render necessary co-operation as may be required by the Company/Compliance Officer or SEBI in this connection.

Q. Communication and dissemination of the Code

For communication and dissemination of the Code to all the Directors and employees of the Company, a copy of this Code shall be posted on the website of the Company.

R. Review and Amendments

- a) The Board of Directors may amend this Code, as and when deemed fit. Any or all provisions of this Code would be subject to revision /amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time.
- b) In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities to the Applicable Laws, not being consistent with the provisions laid down under this Code, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Code shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.
- c) Any amendments to the SEBI PIT Regulation shall *mutatis mutandis* be deemed to have been incorporated in this Code, wherever applicable.

Date of Approval	May 18, 2026
Effective Date	The date of filing DRHP with BSE Limited
Version	1

FORM A

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7(1)(b) read with Regulation 6(2) – Disclosure on becoming a Key Managerial Personnel / Director / Promoter / Member of the promoter group]

Name of the company: **ISSPL Limited** (formerly known as “IRClass Systems and Solutions Limited” and “IRClass Systems and Solutions Private Limited”)

ISIN of the company: **INE22U701016**

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 with contact nos.	Category of Person (KMP /Director or Promoter or member of the promoter group/ Immediate relative to/others, etc.)	Date of appointment of KMP/Director / OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or member of the promoter group		% of Shareholding
			Type of security (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlements, etc)	No.	
1	2	3	4	5	6
[•]	[•]	[•]	[•]	[•]	[•]

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

Details of Open Interest (OI) in derivatives on the Securities of the company held on appointment of 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 appointment of Director/KMP or upon becoming Promoter/member of the promoter group			Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12
[•]	[•]	[•]	[•]	[•]	[•]

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

Name and Signature:

Designation:

Place:

Date:

FORM B

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

Name of the company: **ISSPL Limited** (formerly known as “IRClass Systems and Solutions Limited” and “IRClass Systems and Solutions Private Limited”)
ISIN of the company: **INE22U701016**

Details of change in holding of Securities of Promoter, members 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 the 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 on which the trade was executed
		Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/ sale Pledge / Revocation / Invocation/ Others- please specify)	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]	[•]

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

Details of Trading in derivatives 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 of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22
[•]	[•]	[•]	[•]	[•]	[•]	[•]

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

Name and Signature:

Designation:

Place:

Date:

FORM C

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

Name of the company: **ISSPL Limited** (formerly known as “IRClass Systems and Solutions Limited” and “IRClass Systems and Solutions Private Limited”)
ISIN of the company: **INE22U701016**

Details of Trading in Securities by other connected persons as identified by the company

Name, PAN, CIN/ DIN & Address with contact nos. of other connected persons as identified by the company	Connection with company	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 on which the trade was executed
		Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/ sale Pledge / Revocation / Invocation/ Others- please specify)	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
•	•	•	•	•	•	•	•	•	•	•	•	•	•	•

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

Details of Trading in derivatives on the Securities of the company other connected persons as identified by the company

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22
[•]	[•]	[•]	[•]	[•]	[•]	[•]

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

Name and Signature:

Designation:

Place:

Date:

FORM D

APPLICATION FOR PRE-CLEARANCE OF TRADE

Date: _____

To,
The Compliance Officer,
ISSPL Limited,
(formerly known as “IRClass Systems and Solutions Limited”
and “IRClass Systems and Solutions Private Limited”).

Dear Sir/ Madam,

Sub: Application for Pre-dealing approval in Securities of the Company

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company’s Code of Internal Procedures and Conduct for Prevention of Insider Trading, I seek approval to purchase / sale / subscription of Securities of the Company as per details given below:

1.	Name of the Applicant	:	
2.	Designation	:	
3.	Division and Department	:	
4.	PAN of Applicant	:	
5.	Type of Securities (For eg. Equity Shares, Pref. Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	:	
6.	Number of Securities held as on date	:	
7.	Folio No. / DP ID / Client ID No.)	:	
8.	The proposal is for	:	(a) Purchase of Securities (b) Subscription to Securities (c) Sale of Securities
9.	Proposed date of dealing in Securities	:	
10.	Estimated number of Securities proposed to be acquired/ subscribed/ sold	:	
11.	Price at which the transaction is proposed	:	
12.	Current market price (as on date of application)	:	
13.	Whether the proposed transaction will be through Stock Exchange or off-market deal	:	
14.	Folio No. / DP ID / Client ID No. where the Securities will be credited / debited	:	

I enclose herewith the form of Undertaking signed by me.

Signature:
Name:
Designation:
Emp. Code:

FORM E**UNDERTAKING TO BE ACCOMPANIES WITH THE APPLICATION
FOR PRE-CLEARANCE OF TRADE**

To,
The Compliance Officer,
ISSPL Limited,
(formerly known as “*IRClass Systems and Solutions Limited*”
and “*IRClass Systems and Solutions Private Limited*”).

Dear Sir/ Madam,

I, _____, of the Company
/ my Immediate Relative _____, residing at
_____, am desirous of Dealing in Securities of the
Company, as per the details mentioned in my application dated for pre-clearance of the Trade.

I, declare that I / my Immediate Relative(s) am / are not in possession of or otherwise privy to any Unpublished Price Sensitive Information [as defined in the Company’s Code of Internal Procedures and Conduct for Prevention of Insider Trading (the Code)] up to the time of signing this Undertaking.

In the event that I / my Immediate Relative(s) have access to or receive any information that could be construed as “Unpublished Price Sensitive Information” as defined in the Code, after the signing of this Undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain (and ensure that my Immediate Relatives refrain) from Trading in the Securities of the Company until such information becomes public.

I declare that I have not contravened the provisions of the Code as notified by the Company from time to time and that the proposed Trade, if executed, shall not be in contravention of the Contra Trade/ Opposite Transaction, provisions of the Code.

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 / my Immediate Relative(s) shall execute the deal within 7 (seven) Trading Days of the receipt of approval failing which I / my Immediate Relative(s) shall seek pre-clearance again.

I declare that I have made full and true disclosure in the matter.

(Note: *Strike off whichever is not applicable*)

Signature:

Name:

Designation:

Emp. Code:

FORM F
FORMAT FOR PRE- CLEARANCE ORDER

To,
[Name] :
[Designation] :
[Division and Department] :

Dear Sir/ Madam,

Sub: Intimation of approval/ rejection of the Pre-clearance application

Please be informed that your application dated [●] for Dealing in _____ (nos) Equity Shares, of the Company is approved/ rejected.

Please note that the said transaction must be completed on or before _____ (date) i.e within 7 Trading Days from the date of this approval.

In case you do not execute the approved transaction / deal on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction/deal in the Securities of the Company. Further, you are required to file the details of the executed transactions in the attached format (Form G) within 2 days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

This Pre-Clearance approval has been granted pursuant to the Undertaking submitted by you and any violation of the Code / SEBI PIT Regulations shall result in, among others, disciplinary action as prescribed in the Code/ SEBI PIT Regulations.

[In case of rejection, reasons thereof to be Specified here]

Yours faithfully,
For ISSPL Limited,
(formerly known as "IRClass Systems and Solutions Limited"
and "IRClass Systems and Solutions Private Limited")

Compliance Officer

FORM G
FORMAT FOR DISCLOSURE OF TRANSACTIONS
(To be submitted within 2 days of transaction / Trading in Securities of the Company)

To,
The Compliance Officer,
ISSPL Limited,
(formerly known as “IRClass Systems and Solutions Limited”
and “IRClass Systems and Solutions Private Limited”).

Dear Sir/ Madam,

With reference to my application dated _____ for pre-clearance of Trading in Securities of the Company and your approval dated _____, I hereby inform that:

I have executed/ partially executed the approved transaction, as per the details mentioned below:

Name of Security holder	No. of Securities dealt with	Nature of transaction purchase/ sale/ subscription	DP ID/Client ID / Folio No	Price (Rs.)	No. of Securities held after the transaction

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 years and produce to the Compliance officer / SEBI any of the following documents:

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

I/ my Immediate Relative(s) agree to hold the above Securities for a minimum period of six months OR I/ my Immediate Relative agree not to purchase/ acquire the same Securities for a minimum period of six months.

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).

OR

I have not executed the approved transaction, as per the pre-clearance availed by me.

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).

Note: Strike off whichever is not applicable)

Signature:

Name:

Designation:

Emp. Code:

FORM H

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Schedule B – Para -14–Initial Disclosure by Designated Persons to the company]

To,
The Compliance Officer,
ISSPL Limited,
(formerly known as “*IRClass Systems and Solutions Limited*”
and “*IRClass Systems and Solutions Private Limited*”).

Dear Sir/ Madam,

Pursuant to the Regulations quoted above and the Company’s Code, I hereby submit the following details:

Name of Designated Person	
Employee Code	
Designation	
Date of Joining / Promotion	
Educational Institution from which Graduated	
Name of Past employer	

Details of Immediate relatives* and other people with whom the Designated person shares a Material Financial Relationship #

Sr. No.	Name	Relation	Permanent Account Number/ Any other identifier authorized by law^{\$}	Phone, mobile and cell numbers used by them

*“Immediate Relative” means the spouse of the Designated Person, and includes: (a) parent, (b) sibling, and (c) child of the employee or of the spouse, any of whom is either dependent financially on the employee, or consults such employee in taking decisions relating to Trading in Securities

“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.

^{\$}only in absence of PAN

Signature:

Name:

Designation:

FORM I

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Schedule B – Para -14–Continual Disclosure by Designated Persons to the company]

To,
The Compliance Officer,
ISSPL Limited,
(formerly known as “*IRClass Systems and Solutions Limited*”
and “*IRClass Systems and Solutions Private Limited*”).

Dear Sir/ Madam,

Pursuant to the Regulations quoted above and the Company’s Code, I hereby submit the following details:

Name of Designated Person	
Employee Code	
Designation	
Date of Joining / Promotion	

Details of Immediate relatives* and other people with whom the Designated person shares a Material
Financial Relationship #

Sr. No.	Name	Relation	Permanent Account Number/ Any other identifier authorized by law^s	Phone, mobile and cell numbers used by them

*“Immediate Relative” means the spouse of the Designated Person, and includes: (a) parent, (b) sibling, and (c) child of the employee or of the spouse, any of whom is either dependent financially on the employee, or consults such employee in taking decisions relating to Trading in Securities

“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.

^sonly in absence of PAN

Signature:

Name:

Designation:

FORM J**Annual Disclosure of Securities Holdings/ Trading in as per SEBI (Prohibition of Insider Trading) Regulations, 2015**

To,
The Compliance Officer,
ISSPL Limited,
(formerly known as “*IRClass Systems and Solutions Limited*”
and “*IRClass Systems and Solutions Private Limited*”).

Dear Sir/ Madam,

Dear Sir,

I, _____, hereby declare that Securities held by me and my immediate relatives in the Company as on March 31, 20__ and the transactions during the period April 1, 20__ to March 31, 20__ are as per details furnished below:

Name & PAN	Category (Director/ KMP/ Designated Person)	Type of Security	No. of Securities held on April 1, 20__	No. of Securities acquired during the year	No. of Securities Sold during the year	No. of Securities held on March 31, 20__	Folio No./ DP ID/ Client ID No.

I declare that the information furnished herein is complete and correct.

Signature:

Name:

Designation:

Emp. Code: