Finideas Growth Fund – Scheme 1

(Registered under the SEBI (Alternative Investment Funds) Regulations, 2012)

INSIDER TRADING PREVENTION POLICY

(Implemented in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended)

Version 2.0

Effective Date: 08 June 2026
Approved by: Board of the Investment Manager
Last Reviewed: 08 June 2026

1. OBJECTIVE

Finideas Growth Fund – Scheme 1 (“the Fund”), managed by Finideas Investment Advisor Private Limited (“Investment Manager”), has implemented this Insider Trading Prevention Policy in accordance with:

- Securities and Exchange Board of India
- SEBI Act, 1992
- SEBI (Prohibition of Insider Trading) Regulations, 2015

Finideas actively prevents misuse of Unpublished Price Sensitive Information (“UPSI”) through structured controls, monitoring systems, and documented procedures. Compliance with this Policy is mandatory and continuously monitored.

The Fund enforces ethical standards in all securities transactions undertaken by its Directors, employees, and connected persons.

2. APPLICABILITY

This Policy applies to:

- Directors
- Key Managerial Personnel
- Employees
- Designated Persons
- Connected persons
- Immediate relatives of Designated Persons

Finideas ensures that the list of Designated Persons is maintained, updated periodically, and formally communicated.

The Policy applies to direct and indirect trading, including discretionary accounts and trades through intermediaries.

3. DEFINITIONS AND IDENTIFICATION OF INSIDERS

Finideas identifies Insiders as persons who:

- Are connected persons, or
- Possess or have access to UPSI

UPSI includes material non-public information relating to securities, including financial results, mergers, acquisitions, changes in capital structure, key managerial changes, or material events.

The Compliance Officer maintains updated records of insiders and ensures they are informed of their obligations.

4. ROLE OF THE COMPLIANCE OFFICER

Finideas has appointed a senior officer as Compliance Officer to administer this Policy.

The Compliance Officer:

- Monitors adherence to this Policy
- Maintains disclosure records
- Reviews and approves pre-clearance applications
- Oversees trading window closures
- Maintains the Structured Digital Database (SDD)
- Investigates suspected violations
- Reports periodically to the Board

Compliance reporting to the Board is documented and recorded.

5. PROHIBITION ON INSIDER TRADING

Finideas strictly prohibits:

- Trading while in possession of UPSI
- Communication or tipping of UPSI without legitimate purpose
- Indirect trading through third parties while aware of UPSI

The prohibition applies irrespective of profit or loss.

All employees and insiders are regularly reminded of these restrictions.

6. LEGITIMATE PURPOSE FRAMEWORK

Finideas permits sharing of UPSI strictly on a need-to-know basis and only for legitimate purposes such as:

- Due diligence
- Audit requirements
- Legal obligations
- Investment evaluation

Prior approval of the Compliance Officer is obtained before sharing UPSI.

All recipients execute confidentiality and non-disclosure undertakings.

Each instance of sharing UPSI is recorded in the Structured Digital Database with complete audit trail.

7. STRUCTURED DIGITAL DATABASE (SDD)

Finideas maintains a Structured Digital Database in compliance with Regulation 3(5) of the PIT Regulations.

The SDD records:

- Name of recipient
- PAN or unique identifier
- Nature of UPSI shared
- Date and time of sharing

The database includes time-stamping and non-tampering controls.

Records are preserved for a minimum of eight years and are readily available for regulatory inspection.

8. TRADING WINDOW MECHANISM

Finideas operates a formal Trading Window mechanism.

The Trading Window is closed:

- When Designated Persons are expected to possess UPSI
- From the end of every financial quarter until 48 hours after financial results are made public

Closure and reopening are formally communicated.

No trading is permitted during closure periods.

9. PRE-CLEARANCE OF TRADES

Finideas requires pre-clearance for trades exceeding ₹10,00,000 in a calendar quarter (or such threshold as determined by the Board).

Pre-clearance applications are:

- Reviewed by the Compliance Officer
- Approved prior to execution
- Valid for seven trading days

If not executed within validity, fresh approval is required.

A minimum holding period of six months is enforced to prevent speculative trading.

10. CONTRA TRADE RESTRICTIONS

Finideas enforces a six-month contra trade restriction.

Designated Persons cannot:

- Buy and sell the same security within six months
- Sell and buy the same security within six months

Any exception is recorded with written reasons.

Profits from prohibited contra trades are subject to disgorgement and remittance to SEBI Investor Protection and Education Fund.

11. TRADING PLAN

Finideas permits adoption of Trading Plans in accordance with Regulation 5 of the PIT Regulations.

Trading Plans:

- Include a six-month cooling-off period
- Have a minimum duration of twelve months
- Are irrevocable once approved

The Compliance Officer reviews and approves all Trading Plans.

12. DISCLOSURE REQUIREMENTS

Finideas ensures compliance with disclosure requirements:

- Initial disclosure within seven days of appointment
- Continual disclosure within two trading days if trades exceed ₹10,00,000 in a quarter
- Annual disclosure of holdings

Disclosures are monitored and documented by the Compliance Officer.

13. CHINESE WALL MECHANISM

Finideas implements robust information barriers between:

- Investment and insider areas
- Administrative and marketing functions

Controls include:

- Restricted access systems
- Password-protected files
- Segregated reporting lines
- Physical and electronic safeguards

Unauthorized flow of information is prohibited and monitored.

14. CODE OF FAIR DISCLOSURE

Finideas ensures:

- Uniform and prompt public disclosure of UPSI
- No selective disclosure
- Designated spokesperson for public communication
- Proper handling of market rumours

All public disclosures are factual and compliant with regulatory requirements.

15. MONITORING AND INTERNAL CONTROLS

Finideas actively monitors compliance through:

- Periodic review of disclosures
- Demat statement verification
- PAN-based trade tracking
- Internal compliance audits
- IT access logs and security monitoring

Periodic compliance reports are placed before the Board.

16. WHISTLEBLOWER MECHANISM

Finideas maintains a whistleblower mechanism that allows:

- Confidential reporting of violations
- Anonymous complaints
- Protection against retaliation

All complaints are investigated and documented.

17. DISCIPLINARY ACTION

Violation of this Policy results in:

- Wage freeze
- Suspension
- Termination
- Clawback of profits
- Regulatory reporting to SEBI

Finideas takes prompt action in case of breaches.

18. REVIEW AND AMENDMENTS

This Policy is reviewed at least annually or upon regulatory amendments issued by SEBI.

Any changes are approved by the Board.

Employees acknowledge compliance with the updated version.

CONCLUSION

Finideas Growth Fund – Scheme 1 follows a fully implemented and actively monitored Insider Trading Prevention framework aligned with the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Fund enforces structured controls, maintains documented audit trails, supervises trading activity, and ensures that fiduciary integrity, regulatory compliance, and market integrity are upheld at all times.

Darji YogeshKUMAR Balvantbhai

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