

TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED)

Code for Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

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Transworld Shipping Lines Limited (formerly known as Shreyas Shipping and Logistics Limited) (the "Company") is a public company whose equity shares are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) and subject to the rules and regulations issued by the Securities and Exchange Board of India (SEBI).

The Board of Directors of the Company has adopted this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (hereinafter referred to as "Code"/"Insider Trading Policy") to comply with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations"). This Code shall come into force from 15th day of May 2015.

This Policy is amended in accordance with the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) (Third Amendment) Regulations, 2024, to further amend SEBI PIT Regulations with effect from December 04, 2024.

1. OBJECTIVE

- 1.1 The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, which is effective from 15th May 2015 requires Board of Directors of every listed Company to formulate a code of conduct to regulate, monitor and report trading by its employees and other connected persons, towards achieving compliance with these regulations, in relation to the securities of the Company.
- 1.2 The objective of this Code is to ensure protection of un-published price-sensitive information and regulate, monitor and report trading by its **Designated Persons and Connected Persons**. The Insiders as defined in the Code shall be prohibited, from communicating, providing or allowing access to any unpublished price sensitive information, relating to a Company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

2. APPLICABILITY

2.1 This Code shall be applicable to Designated Persons and Connected Persons of the Company, as defined herein.

In the event of any conflict between this Code and the Regulations, the Regulations shall prevail.

3. DEFINITIONS

- a. **“Act”** means the Securities Exchange Board of India Act, 1992.
- b. **“Code” or “this Code”** shall mean this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.
- c. **“Company”** means Transworld Shipping Lines Limited (formerly known as Shreyas Shipping and Logistics Limited).
- d. **“Compliance Officer”** means any senior officer, designated so and reporting to the board of directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under SEBI PIT Regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board of directors of the listed company or the head of an organization, as the case may be.

For the purpose of this SEBI PIT Regulation, “financially literate” shall mean a person who has the ability to read and understand basic financial statements i.e. balance sheet, profit and loss account, and statement of cash flow;

- e. **“Connected Person”** means: -
 - (1) any person who is or has been, during the six months prior to the concerned act, associated with a company, in any capacity, directly or indirectly, including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the company or holds any position including a professional or business relationship, whether temporary or permanent, with the company, that allows such a person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
 - (2) 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,
 - I. relative of connected persons specified in clause (1); or
 - II. a holding company or associate company or subsidiary company; or
 - III. an intermediary as specified in section 12 of the Act or an employee or director thereof; or
 - IV. an investment company, trustee company, asset management company or an employee or

director thereof; or

- V. an official of a stock exchange or of clearing house or corporation; or
- VI. 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
- VII. a member of the board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
- VIII. an official or an employee of a self-regulatory organization recognised or authorized by the Board; or
- IX. a banker of the company; or
- X. a concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of a company or his relative or banker of the company, has more than ten per cent. of the holding or interest; or
- XI. a firm or its partner or its employee in which a connected person specified in clause (1) is also a partner; or
- XII. a person sharing household or residence with a connected person specified in clause (1).

f. **“Designated Persons”** shall include the following persons: -

- 1. Promoters or promoter group;
- 2. Directors of the Company and its subsidiaries;
- 3. Employees in the category of Key Managerial Personnel, Senior Management Personnel, business heads;
- 4. All persons that directly report to the persons as set forth in point (iii) who are under the designation of senior manager and above;
- 5. All employees of the Company and its material subsidiaries irrespective of their designation working in Accounts & Finance, Legal, Compliance department;
- 6. And such other persons as may be notified by the Compliance Officer as per direction of the Board considering the objectives of the Code;
- 7. Immediate Relatives of all the above persons; and
- 8. All other person as may be notified by the Compliance officer.

g. **“Generally Available Information”** means 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.

h. **“Immediate Relative”** means a spouse of a person, and includes parents, siblings, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities;

i. **“Insider”** means any person who is, a connected person; or in possession of or having access to unpublished price sensitive information;

K. **“Listing Regulations”** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time;

- L. **“Legitimate purpose”** shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the SEBI PIT Regulations. Any person in receipt of unpublished price sensitive information pursuant to a legitimate purpose shall be considered an insider for purpose of the SEBI PIT Regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information and the same shall be read as Policy for determination of legitimate purpose.
- M. **“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 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
- N. **“Relative”** shall mean the following:
- (i) spouse of the person;
 - (ii) parent of the person and parent of its spouse;
 - (iii) sibling of the person and sibling of its spouse;
 - (iv) child of the person and child of its spouse;
 - (v) spouse of the person listed at sub-clause (iii); and
 - (vi) spouse of the person listed at sub-clause (iv)
- O. **“Securities”** shall have the meaning assigned to it under Securities Contracts (Regulation) Act, 1956, or any modification thereof.
- P. **“Senior Management”** as defined under Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) 2015 and as provided under the Companies Act, 2013 as may be amended from time to time.
- Q. **“SEBI PIT Regulations”** means SEBI (Prohibition of Insider Trading) Regulations, 2015 as may be amended from time to time.
- R. **“Trading in Securities” trading”** means and includes subscribing, redeeming, switching, buying, selling, dealing, or agreeing to subscribe, redeem, switch, buy, sell, deal in any securities, and “trade” shall be construed accordingly.
- S. **“Threshold limit”** means the minimum number of securities or the value of securities, as decided by the Board of Directors of the Company from time to time in line with the requirement of SEBI PIT Regulations, 2015 for the purpose of making disclosure and/or obtaining pre-clearance of trades. The Board of Directors of the Company at its meeting held on 08th November 2023 has revoked the threshold limit of INR.10,00,000/- (Rupees Ten Lakhs) w.e.f. 08th November 2023, thereby making it

applicable on the prospective transactions.

- T. **“Trading Window”** means a trading period for trading in Company’s securities as specified by the Board from time to time. The Trading window shall be closed during the time “Price Sensitive Information” is unpublished. When the trading window is closed, the Directors, employees and connected persons on the basis of their functional role as defined in the Code, shall not trade in the Company’s securities in such period.
- U. **“Trading day”** means a day on which recognized stock exchanges are open for trading”.
- V. **“Unpublished Price Sensitive Information”** means any information relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of securities of the Company and shall, ordinarily including but not restricted to information relating to the following:-
- i. financial results;
 - ii. dividends;
 - iii. Change in capital Structure;
 - iv. mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - v. Change in Key Managerial Personnel;

4. COMPLIANCE OFFICER

- 4.1 The Company Secretary will be the Compliance Officer and shall act as the Chief Investor Relations Officer and he / she will report to the Board of Directors of the Company & in particular, shall provide the Audit Committee of the Board, on a quarterly basis, all the details of Trading in securities by the Designated Persons including any violations of the Code.
- 4.2 The Company may designate such other officer as may be required under SEBI (Listing obligations and disclosure requirements) Regulations, 2015 and any other SEBI Regulation in the absence of the Company Secretary.
- 4.3 The Compliance Officer will maintain a records (either manual or in electronic form) of the Designated Persons and their immediate relatives (Appendix VI) and changes thereto from time to time.
- 4.4 The Compliance Officer shall assist the designated persons, connected persons and employees in addressing any clarifications regarding the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015 and the Company’s Code of Conduct. Besides the above, the Compliance Officer will be responsible for overseeing and coordinating disclosure of price sensitive information to Stock Exchanges, Analysts, shareholders and media in accordance with Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

4.5 The Compliance Officer will inform the Stock Exchanges of any price sensitive information as required by the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 including any amendment or re-enactment thereof from time to time.

4.6 The Board of Directors while observing any violation of provisions of code of conduct, shall inform SEBI about such violation as soon as possible.

5. PRESERVATION OF PRICE SENSITIVE INFORMATION

5.1 All the Designated Persons must maintain confidentiality of all Unpublished Price Sensitive Information (UPSI) coming into their possession or control;

5.2 To comply with this confidentiality obligation, the Designated Persons shall not:

- i. pass on Price Sensitive Information to any person directly or indirectly by way of making a recommendation for the purchase or sale of securities of the Company;
- ii. disclose Price Sensitive Information to their family members, friends, business associates or any other individual, or
- iii. discuss Price Sensitive Information in public places, or
- iv. disclose Price Sensitive Information to any employee who does not need to know the information for discharging his or her duties, or
- v. recommend to anyone that they may undertake trading in Securities of the Company while being in possession, control or knowledge of Price Sensitive Information;
- vi. be seen or perceived to be Dealing in Securities of the Company on the basis of unpublished Price Sensitive Information.

5.3 All non-public information directly received by any Director/ Designated Employee should be reported to the Head of his/her department and the Compliance Officer immediately.

5.4 Need to Know: Price Sensitive Information must be handled on a 'need to know' basis. Such information should be disclosed only to those within the Company who need the information for legitimate purposes, performance of duties or discharge of legal obligations and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of information.

5.5 All files containing confidential information will be kept secure and under lock and key. Computer files will have adequate security of login and passwords. The Designated Employees shall ensure that no papers / documents/ deeds containing UPSI shall be left loose / unattended within the office premise.

- 5.6 A structured database shall be maintained containing the names of such persons or entities as the case may be with whom information is shared under SEBI PIT Regulations along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Adequate and effective system of internal controls will also be laid out to ensure the compliance of maintenance of a digital database for sharing the information for said legitimate purposes.
- 5.7 Designated persons shall be required to 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:
- a) immediate relatives
 - b) persons with whom such designated person(s) shares a material financial relationship
 - c) Phone, mobile and cell numbers which are used by them

In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one-time basis

6. PROTECTION TO EMPLOYEES AGAINST RETALIATION AND VICTIMIZATION

- 6.1 Any suspected violation of leak of UPSI or violation of this Code can be reported under whistle blower mechanism.
- 6.2 Retaliation for reporting suspected violation is strictly prohibited under this Policy.
- 6.3 Employees who reports any alleged violation of insider trading laws in accordance with the Informant Mechanism, will be protected against any discharge, termination, demotion, suspension, threats, harassment, directly or indirectly or discrimination.

7. TRADING WINDOW

- 7.1 Other than the period (s) for which the Trading Window is closed as prescribed hereunder, the same shall remain open for Trading in the Securities.
- 7.2 Unless otherwise specified by the Compliance Officer, the Trading Window for Trading in Securities of the Company shall be closed for the following purposes: -
- i. financial results;
 - ii. dividends;
 - iii. Change in capital Structure;
 - iv. mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - v. Change in Key Managerial Personnel;

- 7.3 Trading Window Closure for Declaration of Financial Results: In respect of declaration of financial results, the Trading Window shall remain closed from end of every quarter for the quarterly or annual standalone/consolidated, financial results, as the case may be declared. Designated persons and their immediate relatives shall not trade in securities when trading window is closed.
- 7.4 Trading Window Closure for declaration of dividend and other matters as mentioned in point no (ii to v) as mentioned above: In respect of point no (ii to v) above, the trading window shall be closed for such period as may be determined by Compliance Officer in consultation with Managing Director of the Company.
- 7.5 Opening of Trading Window: The Trading Window shall be opened 48 (forty-eight) hours after the information referred to above is made public.
- 7.6 All the Designated Persons and their immediate relatives will conduct all their dealings in the securities of the Company only in a valid trading window and will not deal in any transaction involving the purchase or sale of the Company's securities during the period in which "Trading Window" is closed or during any other period as may be specified by the Compliance Officer from time to time.

8. PRE-CLEARANCE OF TRADES

- 8.1 Pre-clearance for every trade (irrespective of any amount) shall be obtained from the Compliance officer. All Designated Persons and their immediate relatives who intend to deal in the securities of the Company will pre-clear the transactions as per the pre-clearance procedure given below:
- 8.2 Designated Persons (including their immediate relatives) must make an application in the prescribed form to the Compliance Officer, and in the absence of the Compliance Officer, pre-clearance shall be obtained from the Managing Director/ Chief Financial Officer of the Company indicating the estimated number of securities that such person intends to deal in, details of depository and such other information as may be prescribed by the SEBI PIT Regulations, as may be amended and modified from time to time.
- 8.3 For the Compliance Officer, pre-clearance is required to be taken from the Executive Chairman/Managing Director/Chief Financial Officer (severally) of the Company;
- 8.4 Every Designated Person (including their immediate relatives) must sign an undertaking in the prescribed form which will have the following details among other things:
- I. That he does not have any access to or has not received any Price Sensitive Information up to the time of signing the undertaking.
 - II. That if he has access to, or receives, any Price Sensitive Information after the signing of the undertaking but before the execution of the transaction he/she will inform the Compliance officer of the change in his position and that he/she would completely refrain from dealing in the securities of the Company till the time such information becomes public.
 - III. That he has not contravened the Code as notified by the Company from time to time.
 - IV. That he has made a full and true disclosure in the matter.

- 8.5 All Designated Persons (including their immediate relatives) will execute their order in respect of the securities of the Company within Seven trading days from the date of the approval of pre-clearance. If the order is not executed within seven trading days from the date of the pre-clearance approval, the Insider must pre-clear the transaction again. The details of the transactions including the total number of shares bought or sold or traded in any manner by the Designated Person, the date on which the order was executed and other details, will be intimated forthwith, not exceeding two (2) working days from date of the transaction, to the Compliance Officer and in his/her absence, to the Managing Director/ Chief Financial Officer of the Company in the format as may be prescribed by the SEBI PIT Regulations and formats prescribed by the Company from time to time.
- 8.6 If the Compliance Officer approves the application made by the Designated Person, the Compliance Officer will intimate such Designated Person, of the approval, in the format prescribed.
- 8.7 All Directors/ Designated Employees (including their immediate relatives) who buy or sell any number of shares of the Company will not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction. The Compliance Officer may be empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing provided that such relaxation does not violate SEBI (Prohibition of Insider Trading) Regulations, 2015. If contra trade is executed, inadvertently or otherwise, in violation of said restriction, the profits from such trade shall be liable to be disgorged for remittance to the board (SEBI) for credit to investor protection and education fund administered by board under the act.
- 8.8 All Directors / Designated Employees (including their immediate relatives) will not take positions in derivative transactions if any in the shares of the Company at any time.

9. DISCLOSURE REQUIREMENTS

1. Disclosure:

Initial Disclosure / Annual Disclosure

- a. In terms of SEBI PIT Regulations 7(1) (b) 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 a promoter, to the Company within seven days of such appointment or becoming a promoter as per Form B below.
- b. Every Designated person shall disclose names and Permanent Account Number of the following people to the company on an annual basis and as and when the information changes:
 - a) immediate relatives
 - b) persons with whom such designated person(s) shares a material financial relationship
 - c) Phone, mobile and cell numbers which are used by them

2. Continual Disclosure

Every promoter, member of the promoter group, designated person and director every of company and each of their Immediate Relatives shall disclose to the Compliance Officer and in his/her absence, to the Managing Director/Chief Financial Officer of the Company the number of securities acquired or disposed of within two trading days of such transaction.

3. Disclosure to the Stock Exchange:

In terms of SEBI PIT Regulations 7(2)(b), the Compliance Officer /Managing Director/Chief Financial Officer of the Company notify the details of such trading to stock exchange on which the securities are listed within two trading days of receipt of disclosure, if the value of securities traded, whether in one transaction or series of transaction over any calendar quarter, aggregates to a traded value in excess of Rs. 10,00,000 (Rupees Ten Lakhs) or such other value as may be specified.

Explanation. — It is clarified for the avoidance of doubts that the disclosure of the incremental transactions after any disclosure above, shall be made when the transactions effected after the prior disclosure cross the threshold specified above.

10. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

10.1 Every Insider will adhere to the following reporting requirements in the formats as may be prescribed:

Event	Time Frame	Format of Disclosure
Application for pre-clearance of Trades	Prior approval	Appendix I and II
Letter of Approval: Approval letter/ Pre-clearance Order from the Compliance Officer for the Trades	On receipt of application for pre-clearance	Appendix III
Completion of transaction: On completion of the buying, selling or trading of the securities of the Company after having pre-cleared the transaction by the Compliance Officer	Within 2 working days	Appendix IV
Statement of Initial Disclosure: On joining as/ or becoming a Director, Designated Employee, Promoter	Within 7 working days.	Appendix V

<p>Disclosure to the Company: Any Director/Employee will disclose to the Company in Form D (format attached), the number of such securities acquired or disposed of if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees</p>	<p>Within 2 trading days of such transaction</p>	<p>Appendix VI</p>
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10.2 The Company will maintain records of the declarations in the appropriate forms given by the Directors/Designated Employees for a minimum period of five years.

11. PENALTY FOR CONTRAVENTION OF THE CODE

- 11.1 The Company will take appropriate action and initiate inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and the Board shall be informed promptly of such leaks, inquiries and result of such inquiries. Any Designated person who trades in securities or communicates any information for trading in contravention of this Code will be penalized. The quantum of penalty will be decided by the Board on case to case basis, to whom the Executive Chairman/Managing Director/Compliance Officer/Chief Financial Officer will report such violations.
- 11.2 If designated person who is permitted to trade executes a contra- trade within 6 months, the profits from such trade shall be liable to be disgorged for remittance to the Board (SEBI) for credit to investor protection and education fund administered by board under the Act.
- 11.3 A Designated Persons of the Company who violates this Code, in addition to the above, will also be subject to disciplinary action by the Company, which may include caution notice, salary freeze, suspension, recovery, clawback etc.
- 11.4 The action taken by the Company will not preclude SEBI from taking any action in case of violation of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

12. INFORMATION TO SEBI IN CASE OF VIOLATION

In case it is observed by the Board of Directors that there has been a violation of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors will inform SEBI accordingly.

TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED) CODE OF CONDUCT TO REGULATE MONITOR AND REPORT TRADING BY INSIDERS

LIST OF APPENDICES

Appendix No.	Particulars
I	Application form for Pre-clearance of Trades in Company's Securities
II	Undertaking to be accompanied with every Pre-clearance Application
III	Draft Letter of Approval from Compliance Officer/ Pre-clearance Order
IV	Confirmation of date of completion of transaction
V	Disclosure to the Company (FORM B)
VI	Disclosure to the Company (FORM C)
VII	Disclosure to the Company (FORM D)
VIII	Register of Designated Persons

APPENDIX - I

APPLICATION FORM FOR PRE-CLEARANCE OF TRADE IN THE SECURITIES OF TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED) PURSUANT TO APPLICABLE PROVISIONS OF THE CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

To,
The Compliance Officer
TRANSWORLD SHIPPING LINES LIMITED
(FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED),

<u>Internal Use</u>
Received Date:
Time:
Signature

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct to regulate, monitor and report Trading by insiders, I seek approval for purchase/ sale/subscription of the -----Securities (give description) of the Company as per the details given below:

State whether

Director	Designated Employee	Immediate relative
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Employee Code: _____ . Designation _____ Department _____
Location _____

Nature of Transaction (Buy / sell/subscribe)	*Name of Proposed Buyer/Seller	No. of Securities	**Date of purchase / allotment	***Previous approval no. and date for purchase / allotment	DPID & CLID/ folio no whether the securities will be credited / debited	No. of Securities held in such Account/ Folio No
					DP ID CI ID Folio No	

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

APPENDIX – II

UNDERTAKING FOR PRE-CLEARANCE OF TRADE IN THE SECURITIES OF TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED) PURSUANT TO APPLICABLE PROVISIONS OF THE CODE OF CONDUCT FORREGULATING, MONITORING AND REPORTING TRADING BY INSIDERS

(TO BE ACCOMPANIED WITH APPLICATION FOR PRE- CLEARANCE)

To,
The Compliance Officer
TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED)

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Dear Sir,

I, _____ being a Director/Designated Employee of the Company, am desirous of dealing in Securities of the Company held in my name/ in the name of my Immediate Relatives as mentioned in my application dated _____ for pre-clearance of the transaction.

I hereby confirm (in case of an application on behalf of Immediate Relatives on behalf of them):

- to maintain confidentiality of all 'Unpublished Price Sensitive Information' that may come into my possession in the discharge of my duties with the Company;
- not to pass on such information to any person directly or indirectly by way of making a recommendation for the purchase or sale of securities of the Company based on the same;
- to report to the Compliance Officer, any non-public information that may be directly received by me;
- that I did not have any access or received 'Unpublished Price Sensitive Information' upto the date of signing this undertaking ;
- that in case I have access to or receive 'Unpublished Price Sensitive Information' after the signing of this undertaking but before the execution of the transaction, I will inform the Compliance Officer of the change in my position and that I will completely refrain from dealing in the securities of the Company till such time such information becomes public;

- that I have not contravened the Code of Conduct for Prevention of Insider Trading as notified by the Company from time to time;
- that I shall not enter into an opposite transaction during the next six months following the prior transaction;
- that I am aware that I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time
- that I have made full and true disclosure in the matter; and

(Signature)

Name of Designated Employee:

Date:

PAN No

Contact No

APPENDIX – 3

DRAFT LETTER OF APPROVAL/PRE-CLEARANCE ORDER FROM COMPLIANCE OFFICER OF TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED)

Date:

To:

Mr./Mrs _____ Employee

Code No: _____

Designation: _____

Dear Sir,

Sub : **Pre-clearance of transaction in Company's Securities / or Disapproval**

Ref : **Your application dated _____ for pre-clearance of transaction for _____ shares of the Company in your name / in the name of _____.**

With reference to your above application, seeking pre-clearance for undertaking certain transaction in securities of the Company, we hereby accord our approval/disapproval to the proposed transaction as detailed in your said application.

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

You may kindly note that the aforesaid transaction will be executed **within seven trading days** from the date of this approval letter, failing which, an application seeking pre-clearance to the proposed transaction together with undertaking in the prescribed format, will be made afresh.

Further, you are required to file the details of the executed transactions in the prescribed format within two working days from the date of the transaction/ deal. In case, transaction is not undertaken a "Nil" report shall be necessary.

You may kindly note that after the aforesaid transaction, you will not enter into an opposite transaction during the next six months from the date of the aforesaid transaction.

Thanking you, Yours faithfully,

For **TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED)**

Compliance Officer

DRAFT CONFIRMATION LETTER TO BE GIVEN BY DESIGNATED PERSON ON THE COMPLETION OF TRANSACTION

(To be submitted within 2 days of transaction / dealing in securities of the Company)

**The Compliance Officer
TRANSWORLD SHIPPING LINES LIMITED (FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED)**

Dear Sir/ Madam,

DETAILS OF PRE-APPROVED TRANSACTION

Ref: Your approval letter No----- dated

I hereby confirm that I / my _____

- ❖ have not bought / sold/ subscribed any Securities of the Company
- ❖ have bought / sold/ subscribed to the _____ Securities as mentioned below on _____ (insert date)

Name of Holder	PAN of Holder	No of Securities dealt with	Bought/ Sold/ Subscribed	DPID/ Client ID or Folio No where the securities is debited or credited	Price (Rs.)

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 5 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)
5. Copy of PAN card

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

I agree not to buy/ sell (strike out which is not applicable), the Securities for a period of six months from the date of the aforesaid transaction.

In case any urgent need to sell these securities within the said period, I shall approach the Company (Compliance Officer), for necessary approval (applicable in case of purchase / subscription).

Yours truly,

(Signature)

Name of Designated Employee/ Director:

Employee Code No.:

Department:

Location:

FORM B

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6 (2)]**

Name of the company: _____

ISIN of the company: _____

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

Name , PAN No., CIN/ DIN & addr ess with cont act nos.	Categor y of Person (KMP / Director or Promoter or member of promoter group immediate relatives/o thers Etc.)	Date of appoi ntment of Director /KMP OR Date of becoming Promoter/ member of promoter group	Securities held at the time of becoming Promoter /member of promoter group/app ointment of	% of Sharehol ding	Open Interest of the Future contracts held at the time of becoming Promoter/ member of promoter group /appointment of Director/KMP		Open Interest of the Option Contracts held at the time of becoming Promoter/membe r of promoter group/ appointment of Director/KMP	
					Numb er of units (contr acts * lot size)	Notio nal value in Rupee terms	Numbe r of units (contra cts * lot size)	Notio nal value in Rupee terms
1	2	3	4	6	7	8		
			Warrants, Converti ble Debentu res etc.)					

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

I further declare that the above disclosure is true and correct and is in accordance with the previous disclosures given to the Company.

Place :

Date :

(Name and Signature)

Designation

APPENDIX - VI

FORM C

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,
2015 [Regulation 7 (2) read with Regulation 6(2)]**

Name of the company: _____

ISIN of the company: _____

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN No., CIN/DIN, & address of Promoter/ Employee / Director	Category of Person (Promoter/member of promoter group / designated persons / Director s/ immediate relatives)	Securities held prior to acquisition/ disposal		Securities acquired/ Disposed		% of Shareholding		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition (market purchase /public rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc)		Exchange on which the trade was executed
		Type of security (For eg. – Shares,	No.	Type of security (For eg. – Shares, Warrants,	No.	Pre transaction	Post transaction	From	To			Buy	Sell	

with contact nos..	/ others etc.)	Warrants, Convertible Debentures etc.)	Convertible Debentures etc.)								Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)

* I/We declare that I/we have complied with the requirement of not entering into an opposite transaction within six months of the prior transaction.
(applicable in case of Directors/ Designated Employees)

Place :

Date :

(Signature)

Designation

**APPENDIX - VII
FORM D**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 Regulation 7(3) – Transactions by
Other connected persons as identified by the company**

Name, PAN No., CIN/DIN, & address of Promoter/ Employee / Director with contact nos.	Connection with company)	Securities held prior to acquisition/ disposal		Securities acquired/ Disposed		% of Shareholding		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition (market purchase /public rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc.)				Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To			Buy		Sell		
												Value	Number of units (contracts *lot size)	Value	Number of units (contracts * lot size)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17

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

* I/We declare that I/we have complied with the requirement of not entering into an opposite transaction within six months of the prior transaction. (applicable in case of Directors/ Designated Employees)

Place :

Date :

(Signature)
Designation

APPENDIX – VIII

REGISTER OF DESIGNATED PERSONS OF TRANSWORLD SHIPPING LINES LIMITED
(FORMERLY KNOWN AS SHREYAS SHIPPING AND LOGISTICS LIMITED)

Sl. No	Employee. Code, if any	Name of Specified Person	Department	Division and Location	Name of Dependents as disclosed by Specified Persons	DP ID and CL ID/ Folio No	Date of Joining	Date of cessation