

SQUARE FOUR PROJECTS INDIA LIMITED

Approved version of the Code of Conduct as approved by the Board of Directors on 30th May, 2015

CODE FOR REGULATING, MONITORING AND REPORTING TRADING BY EMPLOYEES AND OTHER CONNECTED PERSON AND CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION AS ENVISAGED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015

1. This Code of Conduct will be known as "SQUARE FOUR PROJECTS INDIA LIMITED CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING" (Code) made pursuant to Regulation 8 and 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

PART – I

CODE FOR REGULATING, MONITORING AND REPORTING TRADING BY EMPLOYEES AND OTHER CONNECTED PERSON

2. Definitions-

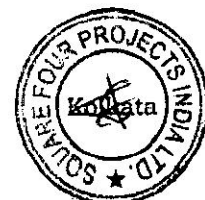
(A) As per the Regulations-

(a) "Act" means the Securities and Exchange Board of India Act, 1992 (15 of 1992)

(b) "Board" means the Securities and Exchange Board of India

(c) "connected person" means,-

- (i) any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity 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 between himself and the company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.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, -



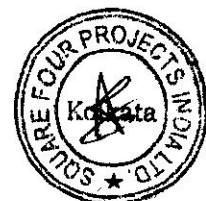
- (a) an immediate relative of connected persons specified in clause (i);
or
 - (b) a holding company or associate company or subsidiary company;
or
 - (c) an intermediary as specified in section 12 of the Act or an employee or director thereof; or
 - (d) an investment company, trustee company, asset 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 Companies Act, 2013; or
 - (h) An official or an employee of a self-regulatory organization recognized or authorized by the Board; 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 a company or his immediate relative or banker of the company, has more than ten per cent of the holding or interest;
- (d) "Generally available information" means information that is accessible to the public on a non-discriminatory basis
- (e) "Immediate relative" means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities;
- (f) "Insider" means any person who is:
- i) a connected person; or
 - ii) in possession of or having access to unpublished price sensitive information;



- (g) "Promoter" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof;
- (h) "trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- (i) "Trading day" means a day on which the recognized stock exchanges are open for trading;
- (j) "unpublished price sensitive information" means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following: –
 - (i) Financial results;
 - (ii) Dividends;
 - (iii) Change in capital structure;
 - (iv) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
 - (v) changes in key managerial personnel; and
 - (vi) material events in accordance with the listing agreement.

(B) For the purpose of this Code –

- (a) "Regulations" means the SEBI (Prohibition of Insider Trading) Regulations, 2015.
- (b) "Company" - means Square Four Projects India Limited.
- (c) "Business Day" means all days excluding the days that the Company is not open for business.
- (d) "Confidential Information" includes any information that is deemed to be confidential by the management and shall include all unpublished price – sensitive information.
- (e) "Conflict of Interest" means a circumstance which places a designated person in a position where their interests, professional and/or personal could compromise their independence.
- (f) "Board of Directors" means the Board of Directors of the Square Four Projects India Limited.
- (g) "Compliance Officer" means the Officer appointed by the Board of Directors of the Company for the purpose of this Code from time to time.
- (h) "Designated persons" mean
 - (i) Key Managerial Personnel of the Company, General Manager and above rank of employees of each Division /Department of the Company
 - (ii) Employees working in secretarial and finance department of the Company of manager and above level



(iii) Immediate Assistant of Manager/Managing Director/Whole-time Director

(iv) such other employees or persons who may be so designated from time to time by the Compliance Officer for the purpose of this Code and who may be able to have access to any unpublished price sensitive information as defined in the Regulations

(v) Auditors of the Company including secretarial auditor, statutory auditor, internal auditor, cost auditor and their representatives connected with the Company.

(i) "Trading Window" means trading period for dealing in Company's Securities as specified by the Company.

(j) "Securities" means Equity Shares or such other security of the Company having voting rights.

3. The Company Secretary of the Company will be the Compliance Officer for the purpose of this code.

4. This code will be applicable to Promoters, Directors and Designated persons and their immediate relatives as defined herein

5. Restrictions on Promoters/ Directors/ Designated Persons –

(i) No Promoter/Director/ Designated Person shall pass on any unpublished 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) No Promoter/ Director/ Designated Person shall communicate, provide or allow access to any unpublished price sensitive information relating to the Company or securities of the Company to any person except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

(iii) No Promoter/ Director/ Designated Person shall trade in the securities of the Company while in possession of unpublished price sensitive information.

(iv) Promoters/ Directors/ Designated persons shall not use Price sensitive information to buy or sell the securities of the Company whether for their own account or their immediate relatives' account.

6. Requirements

(i) All Promoters/ Directors/ Designated Persons will have to forward the following details of their securities transactions including the

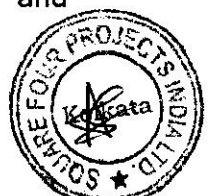


statement of their immediate relatives (as defined in this Code) to the Compliance Officer:-

- (a) Details of securities held in the Company by the person concerned within a period of thirty days from the date when this Code is enforced i.e., 30th May, 2015.
- (b) Details of securities held in the Company by the person concerned at the time of appointment within a period of seven days from the date of appointment
- (c) Number of 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 transaction over any calendar quarter aggregates to a traded value in excess of ten lacs rupees or such other value as may be specified
- (d) Monthly Statement of transactions in securities of the Company where total transactions in a Calendar month exceeds 20000 shares in the case of Directors/Promoters and 10000 shares in case of others.

In case of transactions below the said threshold limit in a particular month, no statement is required to be submitted.

- (e) Annual Statement of holdings in the Securities of the Company within 30 days of the Close of Financial Year.
- (ii) The Compliance Officer shall place before the Managing Director/Chief Executive Officer, on a monthly basis if there are reportable transactions all the details of the dealing in the securities by Promoter/ Director/Designated Person their immediate relatives and the accompanying documents that such persons had executed under the pre-dealing procedure as envisaged in this code. The Compliance Officer will also make a report to the Board of Directors at meetings of the Board provided there are reportable transactions.
- (iii) All Promoters/ Directors/Designated Persons will have to keep the files containing confidential information relating to unpublished price sensitive information fully secured. Computer files must be kept with adequate security of login and password etc.
- (iv) The Compliance Officer shall be responsible for setting forth policies, procedures, monitoring adherence to the rules for the preservation of Price Sensitive Information, pre-clearing of designated person and their immediate relatives' trades, monitoring of trades and the implementation of the code of conduct under the overall supervision of the Board of the Directors of the company.
- (v) The Compliance Officer shall maintain a record of the designated persons and any changes made in the list of designated persons.
- (vi) The Compliance officer shall assist all the designated persons 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.

- (vii) The Compliance Officer shall maintain records of all the declarations in the appropriate form given by the Promoters/Directors/Designated Persons for a minimum period of five years.

7. Procedure and restriction for trading in the Securities of the Company: -

- (i) The Promoters/Directors/Designated persons and their immediate relatives shall be subject to trading restrictions in the following manner: -

(A) Trading Window

The Trading Window will be closed before seven days of the happening of the following events and shall remain closed up to three days after the publication of the price sensitive information.

- (a) Declaration of Financial Results (Quarterly, Half Yearly and Annual);
- (b) Declaration of Dividends (interim and final);
- (c) Change in capital structure including issue of securities by way of public/rights/bonus issue etc.;
- (d) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
- (e) Changes in key managerial personnel
- (f) Material Events in accordance with the listing agreement

Trading window may be further closed by the Company during such time in addition to the above period as it may deem fit from time to time as may be decided by compliance officer.

(B) Restriction of Trading -

No Promoter/Director/Designated Person and their immediate relatives shall conduct any trade in the securities of the Company during the closure of the Trading Window. No Promoter/Director/Designated Person and their immediate relatives shall conduct any trade in the securities of the Company while in possession of unpublished price sensitive information even though the Trading Window is open.

(C) Pre-clearance of Trades when Trading Window is open:

All Promoters/Directors/Designated Persons and their immediate relatives intending to trade in the securities of the Company up to the limit fixed by the Board (20000 shares for Directors/Promoters and 10000 shares for others in one calendar month) may do so without any clearance from the Compliance Officer. In other cases, they should follow the following procedure:-



- (1) Make an application to the Compliance Officer in the prescribed Form (as per draft enclosed) for pre-clearance of the transaction if the same is likely to exceed the above threshold limit.
- (2) Only after receiving the clearance, the transaction can be carried out.
- (3) The execution of the order in respect of the security of the Company will have to be completed within seven days of approval of pre-clearance failing which it will be required to be cleared again.
- (4) All Promoters/Directors/Designated Persons who buy or sell any number of shares of the company shall not enter into an opposite transaction i.e. sale or buy any number of shares during the next six months following the prior transaction. All Promoters/Directors/Designated Persons shall also not take positions in derivative transactions in the shares of the company at any time.
- (5) In case the sale of securities is necessitated by personal emergency, the holding period may be waived by the Compliance Officer after recording in writing his/her reasons in this regard provided same is not in violation of Regulations.
- (6) In case a contra trade is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the SEBI for credit to the Investor Protection and Education Fund administered by the SEBI under the Act.

8. However the Promoters or Directors or Designated Persons may execute trades subject to compliance with these Regulations. Towards this end, a notional trading window shall be used as an instrument of monitoring trading by the Designated Persons. The trading window shall be closed when the Compliance Officer determines that the Designated Person or class of Designated Persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates. Promoters/Directors/Designated Persons and their immediate relatives shall not trade in securities when the trading window is closed.

9. Following are the norms for Chinese Wall Procedures while dealing with unpublished price sensitive information.

(1) Identification of Conflict of Interest

- A. Every occurrence of Conflict of Interest shall immediately necessitate the initiation of the Chinese walls procedure.



- B. It will be the responsibility of every employee of the Company to identify and report an actual or potential Conflict of Interest.

(2) Procedure For Reporting And Determining The Initiation Of Chinese Walls

- A. Upon the identification of a Conflict of Interest, an officer or employee of the Company must report the same to the Compliance Officer within two Business Days
- B. The Compliance Officer shall determine whether the Conflict of Interest requires the implementation of Chinese walls procedures within two Business Days.
- C. The Compliance Officer must consider the following parameters while determining whether or not to implement the Chinese walls procedure:

(i) In the absence of the Chinese walls procedure, whether a department, officers or employees of the Company will have access to Confidential Information that could, directly or indirectly, lead to an illegal benefit to them.

(ii) In the absence of the Chinese walls procedure, whether a client of the Company potentially would receive anything other than the impartial and best service of the Company.

- D. If the Compliance Officer decides that no Chinese walls procedures are initiated, he must record his reasons for not doing so.

(3) Implementing of Chinese Walls

A. Based on the nature of the Conflict of Interest the Compliance Officer shall implement the Chinese walls system.

B. This could include:

(i) Requiring all communication between employees, officers or departments who have a Conflict of Interest to be copied to the Compliance Officer.

(ii) Requiring passwords to access different information of the Company or its clients.

(iii) Implementing other barriers on information dissemination within the Company.

(iv) Any other measure that the management of the Company deems necessary to ensure that a Conflict of Interest is addressed.



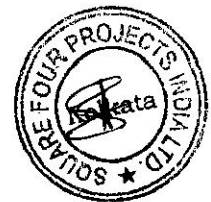
- C. The Compliance Officer shall do periodic checks to ensure that the Chinese walls procedure implemented is functional, and that there are no leaks in information.
- D. Any breach of the Chinese walls procedure will invite disciplinary action by the Company, in accordance with the Company's disciplinary policies, against any employee, officer or department involved in such breach.

(4) Crossing the Chinese wall

- A. Where for the furtherance of a person's legitimate purposes, performance of duties or discharge of its/their legal obligations, Chinese walls procedures need to be crossed, a request for the same will be submitted to the Compliance Officer.
- B. The Compliance Officer shall determine whether or not the Chinese walls procedure are required to be crossed, and shall base his determination on the legitimacy of the purpose for which such action may be taken.
- C. The Compliance Officer must make his determination within two Business Days.
- D. The crossing of the Chinese walls may only take place for as long as it is necessary to fulfill the legitimate purpose for which such action was allowed, and the normal Chinese walls procedure must be restored upon the fulfillment of that purpose.

PENALTY:

- 10. Promoters/Directors/ Designated Persons who trade in securities or communicate any information for trading in securities in contravention of the Code of Conduct prescribed by the Company may be penalized and appropriate action may be taken against them by the Company after giving reasonable opportunity to them to explain their stand in the matter. They shall also be subject to disciplinary action including wage freeze, suspension and ineligibility for future participation in ESOPs. (Employees Stock Option Plans) etc.
- 11. In addition to the action taken by the Company the persons violating these Regulations will also be subject to action by SEBI as per SEBI Act. In case of any violation, the Company shall inform the SEBI about the matter.



PART II

Code of practices and procedures for fair disclosure of unpublished price sensitive information:

12. Following principles shall be followed by the Company to ensure fair, timely and adequate disclosure of unpublished price sensitive information:-

- (a) The Company shall make promptly public disclosure of price sensitive information to Stock Exchanges on immediate basis and continual basis.
- (b) The Company shall make uniform and universal dissemination of unpublished price sensitive information through stock exchanges and its official web site to avoid selective disclosure.
- (c) The Compliance Officer will act as a Chief Investor Relations Officer to deal with the dissemination of information and disclosure of unpublished price sensitive information.
- (d) The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- (e) The Compliance Officer will ensure that the Company complies with continuous disclosure requirements. He will co-ordinate disclosure of price sensitive information to Stock Exchanges, Analysts, Shareholders and media which will be approved by him in advance
- (f) The Compliance Officer shall be responsible for deciding whether a public announcement is necessary for verifying or denying any news for effectively responding to market gossips and will respond to queries on news report and request for verification of market rumors by regulatory authorities.
- (g) Following guidelines will be adopted by the Company while dealing with Analysts/Institutional investors:-
 - (1) The Company will provide only public information to analysts/ Research persons/ large investors/ Institutions.
 - (2) At least two officers of the Company will be present at the meetings with Analysts, Brokers, Institutional Investors and the



discussions with them will be recorded to avoid misquoting or misrepresenting.

(3) Questions outside the intended scope of discussions by the Analysts will not be answered normally but the same may be taken on notice and a considered response given later.

(4) Whenever the Company will organise meetings with analysts it will normally be followed by a press release and the same information will also be posted on the website of the Company. This will be simultaneously sent to the Stock Exchanges.

(h) The Company will handle all unpublished price sensitive information on need-to know basis. All insiders shall communicate, provide or allow access to any unpublished price sensitive information relating to Company or its securities to any person only for furtherance of legitimate purposes, performance of duties or discharge of legal obligation. All the insiders having in possession of unpublished price sensitive information are required to handle such information with care and deal with such information when transacting their business strictly on need to know basis.

13. The Board of Directors of the Company shall have power to suitably modify or replace this Code in part or full as may be thought fit by them from time to time

14. This Code was duly approved by the Board of Directors of the Company on 30th May, 2015



FORM A

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,
2015**

[Regulation 7(1)(a) read with Regulation 6(2)]

Name of the Company: Square Four Projects India Limited.
238A, AJC Bose Road, 2nd Floor, Suite 2B
, Kolkata- 700 020,

ISIN of the Company: INE716K01012

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters /KMP/ Directors/ Immediate Relatives/ Others etc	Securities held as on the date of regulation coming into force		% of Share- holding	Open Interest of the Future contracts held as on the date of regulation coming into force		Open Interest of the Option Contracts held as on the date of regulation coming in to force	
		Type of security (For e.g.-Shares, Warrants, Convertible Debentures Etc.)	No		Number of units (contract *lot size)	National value in Rupee terms	Number of units (contract *lot size)	National value in Rupee terms
1	2	3	4	5	6		7	

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

Signature:

Name:

Designation:

Date

Place:



FORM B

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7(1)(a) read with Regulation 6(2)]

Name of the Company: Square Four Projects India Limited.
238A, AJC Bose Road, 2nd Floor, Suite 2B
Kolkata- 700 020

ISIN of the Company: INE716K01012

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

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters /KMP/ Directors/ Immediate Relatives/ Others etc)	Date of appointment of Director /KMP/ Directors/ immediate Relatives/ other etc	Securities held at the time of becoming Promoter/appointment of Director/KMP		% of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP		Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP	
			Type of security (For e.g.-Shares, Warrants, Convertible Debentures Etc.)	No		Number of units (contract *lot size)	National value in Rupee terms	Number of units (contract *lot size)	National value in Rupee terms
1	2	3	4	5	6	7		8	

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

Signature:

Name:

Designation:

Date

Place:



FORMAT FOR SUBMISSION OF MONTHLY STATEMENT

The Compliance Officer
 Square Four Projects India Limited.
 238A, AJC Bose Road, 2nd Floor, Suite 2B
 Kolkata- 700 020

Sub: Information to be furnished by Insider in terms of the Code of Conduct for Prohibition of Insider Trading.

Details of monthly statement of transactions in the securities of the Company for the month of the Company for the month of 2015.

The following table gives the details of monthly transactions in securities of the company by myself and as well as my immediate relatives.

Sl No (1)	Name of the Insider or the immediate relative, who transacted (2)	Relationship (3)	Nature of the transaction (Purchase/Sale) (4)	No of shares Purchased/Sold (5)	Purchase price/Sale price as the case may be (6)	Date of the transaction (7)

[Please attach a separate sheet in case of more entries.]

Signature : _____

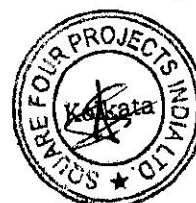
Name : _____

Designation: _____

Date : _____

1. In case of joint holding, names of all the holders should be mentioned.
2. This Statement has to be submitted by all the Insiders for each calendar month when there are transactions in excess of 10,000 shares. For the purpose of reckoning the limit of 5000 shares, transactions by the Immediate Relatives are also to be considered. This statement should reach the compliance officer before 5th of subsequent month.
3. There is no requirement to submit this statement if there is no transaction or the level of transaction is below the limit of 10,000 shares. In order to avoid any omission on this account, it is suggested that the Insiders submit a nil statement or the statement with necessary details, even if they are below the limit, as a measure of caution.

[The onus is on the Insider to submit the information and if no information is received, it will be presumed that there are no reportable transactions.]



FORMAT FOR SUBMISSION OF MONTHLY STATEMENT

The Compliance Officer
 Square Four Projects India Limited.
 238A, AJC Bose Road, 2nd Floor, Suite 2B
 Kolkata- 700020

Sub: Information to be furnished by Insider in terms of the Code of Conduct for Prohibition of Insider Trading.

Annual statement of holdings in the securities of the Company--- year_____.

The following table gives the details of the holding of the securities of the Company in my name as well as in the names of my Immediate Relatives, either singly or jointly, as on _____.

Sl No (1)	Name of the holder (2)	Relationship (3)	Nature of the holding (Single/joint) (4)	No of shares held (5)	Distinctive No./DP/Client ID (6)

[Please attach a separate sheet in case of more entries.]

I/we declare that I/we have complied with the requirements of Insider Trading Regulations.
 I/we further declare that the above disclosure is true and correct and is in accordance with the previous disclosures given to the company.

Signature : _____

Name : _____

Designation: _____

Date : _____

1. In case of Joint holding, names of all the holders are to be indicated in Column 2.
2. This statement has to be submitted by all Insiders once in a year. This should be submitted to the Compliance Officer within 30 days of the close of the financial year.
3. **It is requested that all the Insiders should submit the statement even if there are nil holdings.** This will ensure that the holdings of the Immediate Relatives have also been verified and confirmed as well as it will avoid any omission.



**FORM FOR CLEARANCE FROM THE COMPANY REGARDING PROPOSED
PURCHASE/ SALES OF
EQUITY SHARES / LISTED SECURITIES OF THE COMPANY**

The Compliance Officer
Square Four Projects India Limited.
238A, AJC Bose Road, 2nd Floor, Suite 2B
Kolkata- 700 020

Dear Sir,

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 Conduct for Prohibition Insider Trading, I seek approval to purchase / sale / subscription of _____ equity shares of the Company as per details given below:

1	Name of the applicant	
2	Designation	
3	Number of securities held as on date	
4	Folio No./DP ID/ Client ID No.	
5	The proposal is for	(a) Purchase of securities (b) Subscription to securities (c) Sale of securities
6	Proposed date of dealing in securities	
7	Estimated number of securities proposed to be acquired/subscribed/sold	
8	Price at which the transaction is proposed	
9	Current market price (as on date of application)	
10	Whether the proposed transaction will be through stock exchange or off market deal	
11	Folio No /DP ID/ Client ID No. where the Securities will be credited/ debited	

I hereby undertake as follows :-

1. I am not in possession of price sensitive information up to the time of signing this under taking.
2. In case I have access to or receive "Unpublished Price Sensitive Information" after the signing of this undertaking but before the execution of transaction I shall inform to the Compliance Officer of the change in my position and I shall not deal in the securities of the Company till the time such information becomes public.
3. I have not contravened the Code of Conduct for Prohibition of Insider Trading as notified by the Company from time to time.
4. I will hold/not repurchase such equity shares/listed securities for a minimum period of six months from the date of purchase/sale.
5. In case of non –execution of transaction by me within 7 days from the date of permission for purchase/sale , I will again take the clearance for the same.



I further confirm that the information given here in is full and true disclosure in the matter.

Thanking You,



Yours faithfully,

Signature : _____

Name : _____

Designation: _____

Date : _____

FORMAT FOR PRE-CLEARANCE ORDER

To,

Name : _____

Designation: _____

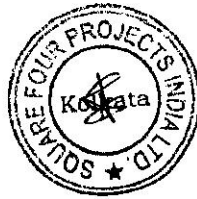
Date : _____

This is to inform you that your request for dealing in _____ (no's) shares of the Company as mentioned in your application dated _____ is approved . Please note that the said transaction must be completed on or before _____ (date) that is within 7 days from today.

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 transaction in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken a "Nil" report shall be necessary.

Yours faithfully

For Square Four Projects India Limited



Compliance Officer

Date: _____

Encl : Format for submission of details of transaction

FORMAT FOR DISCLOSURE OF TRANSACTIONS

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

The Compliance Officer
 Square Four Projects India Limited.
 238A, AJC Bose Road, 2nd Floor, Suite 2B
 , Kolkata- 700 020

I hereby inform that I

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

Name of holder	No. of securities dealt with	Bought/sold/subscribed	DP ID/Client ID/ Folio No	Price (Rs)

In connection with the aforesaid transaction(s) , I hereby undertake to preserve, for a period of five 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 slips (applicable in case of sale transaction).

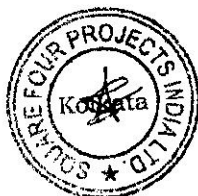
I agree to hold the above securities for a minimum period of six months. In case there is any urgent need to sell these securities within the said period, I shall approach the Compliance Officer for necessary approval. (applicable in case of purchase/ subscription).

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

SQUARE FOUR PROJECTS INDIA LTD.



Director




Signature : _____

Name : _____

Designation: _____

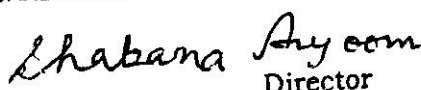
Date : _____

SQUARE FOUR PROJECTS INDIA LTD.



Director

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Director

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Director