



EPACK Durable Limited

**CODE OF CONDUCT FOR CONNECTED PERSONS
Under SEBI (Prohibition of Insider Trading) Regulations,
2015**

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U.P. 201306

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1. PREFACE

This Code of Conduct is formulated in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (**"SEBI PIT Regulations"**), to ensure transparency, fairness, and ethical trading practices by Connected Persons. This Code of Conduct aims to prevent insider trading and regulate dealing in the securities of the Company by Connected Persons.

EPACK Durable Limited **"EPACK or Company"** has adopted this Code of Conduct to enhance the standards of governance and comply with the stated regulations.

It is expressly clarified that compliance with this Code of Conduct is the sole and personal responsibility of each Connected Person. Neither the Company nor the Company Secretary and Compliance Officer is under any legal or regulatory obligation to ensure, monitor, or enforce compliance with this Code on behalf of any Connected Person. The SEBI (Prohibition of Insider Trading) Regulations, 2015 do not mandate that a Connected Person must obtain approval from the Company Secretary prior to any trade; accordingly, the pre-clearance and consultation mechanisms provided herein are purely advisory and facilitative in nature. Connected Persons are encouraged to use these mechanisms as a best practice, but any failure to do so shall not impose any liability on the Company or its officers.

2. SCOPE

This Code governs dealing in securities of the Company by Connected Person and their relative(s).

3. INTERPRETATION & DEFINITIONS:

Words and expressions not defined in this Code shall have the same meaning as contained in the SEBI PIT Regulations, SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and the Companies Act, 2013 and the rules and regulations made thereunder & EPACK Durable Limited's Insider Trading Policy.

- a. **Board:** means the Board of Directors of the Company.
- b. **Chief Investor Relations Officer:** Company Secretary of the Company is designated as Chief Investor Relations Officer of the Company, to deal with dissemination of information and disclosure of unpublished price sensitive information.
- c. **Committee:** means the Audit Committee of the Company.
- d. **Compliance Officer:** means the Company Secretary of the Company.
- e. **Company/EPACK:** means EPACK Durable Limited.
- f. **Connected Person ("CP"):**
 - a) 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.

- b) Deemed Connected Person
- c) Any person as designated by the Compliance Officer as Connected Person; and

includes the definition and meaning assigned to it under the SEBI PIT Regulations.

Connected Person need to disclose information in **Form I (as Annexed) to the Compliance Officer immediately upon falling in the category of Connected Person or Deemed Connected Person.*

g. Contra trade: means a Trade or transaction which involves buying or selling Securities of the Company and within six months trading or transacting in an opposite transaction involving sell or buy following the prior transaction.

h. Deemed Connected Person- The following categories shall be deemed to be connected persons unless the contrary is established-

- [a] relative(s) of connected persons; or
- (b) a holding company or associate company or subsidiary company; or
- (c) an intermediary 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 recognised or authorized by the Board; or (i) a banker of the company; or (j) a concern, firm, trust, HUF, company or association of persons wherein a director of a company or his relative(s) or banker of the company, has more than 10% of the holding or interest; or
- (k) a firm or its partner or its employee in which a connected
- (l) a person sharing household or residence with a CP

NOTE: *It is intended that a CP is one who has a connection with the company that is expected to put him in possession of UPSI. Relative(s)s and other categories of persons specified above are also presumed to be connected persons but such a presumption is a deeming legal fiction and is rebuttable. This definition is also intended to bring into its ambit persons who may seemingly not occupy any position in a company but are in regular touch with the company and its officers and are involved in the know of the company's operations. It is intended to bring within its ambit those who would have access to or could access UPSI about any company or class of companies by virtue of any connection that would put them in possession of UPSI.*

Insider: shall means any person who is:

- i. a connected person; or
- ii. a relative(s) of a connected person; or
- iii. in possession of or having access to UPSI.

i. Insider trading: means, principally, the act of trading in securities of the Company while possessing Unpublished Price Sensitive Information or having access to Unpublished Price Sensitive Information, which information if published and made generally available, would impact the price of the securities in the market.

j. 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 and this Policy.

- k. PIT Portal:** refers to the Employee Self-Service (ESS) Module implemented by EPACK to facilitate compliance with the SEBI PIT Regulations.
- l. Recognised Stock Exchange:** refers a stock exchange that is authorized or recognized by the Securities and Exchange Board of India (SEBI) under the Securities Contracts (Regulation) Act, 1956, which includes Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).
- m. Relative(s)(s):** 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).

- n. Trading:** means and includes subscribing, redeeming, switching, buying, selling, dealing, or agreeing to subscribe, redeem, switch, buy, sell, deal in or pledge any securities of the Company, and "trade" shall be construed accordingly. Further, as per guidance note issued by SEBI dated August 24, 2015, exercise of Employee Stock option plans (ESOPs) shall not be considered to be "trading" except for the purposes of Chapter III of the SEBI PIT Regulations.
- o. Trading day:** refers to any day on which the recognised stock exchange(s) are open for trading in securities.

- p. Trading Window** refers to the period during which Connected Persons are permitted to trade in the securities of the Company, subject to compliance with pre-clearance requirements and other provisions of this Insider Trading Policy.

Connected Persons are prohibited from trading in the securities of the Company when the Trading Window is closed, as notified from time to time.

The Trading Window shall be closed from the end of every quarter till 48 hours after the declaration of financial results and when it is determined that a Connected Person or class of Connected Persons can reasonably be expected to have possession of UPSI, Compliance officer may close trading window for such connected person.

- q. Unpublished Price Sensitive Information ("UPSI"):** 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, delistings, 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.
- xvii. Such other matters as may be specified under the SEBI regulations or decided by the Company from time to time.

4. Recommended Pre-Clearance of trades

Connected person and his Relative(s) are *strongly advised to seek pre-clearance* as per **Annexure A**, from the Company Secretary & Compliance Officer **before** undertaking any transaction involving the Company's shares.

Pre-clearance is strongly recommended for all transactions, whether on-market or off-market, including:

- Buy / Sell
- Pledge / Release Pledge
- Gift / Transfer of shares

5. Contra trade restrictions (opposite transactions prohibited for 6 months)

Connected Person is prohibited from entering into **contra trades** (i.e., opposite transactions) within **6 months of any trade done by CP or his relative(s)**.

6. Trading Window Closure

NO trading shall be undertaken by Connected Person or his Relative(s) during Trading Window Closure, which is applicable during:

(a) In case of declaration of quarterly financial results:

The Trading Window shall remain closed from the first day of the commencement of the succeeding quarter until forty-eight (48) hours after the financial results are made generally available to the public.

(b) In case of other Unpublished Price Sensitive Information (UPSI):

The Trading Window shall remain closed from the date of entry of such UPSI in the Structured Digital Database and shall continue to remain closed until the said information is made generally available to the public.

Notifications regarding Trading Window Closure for point (a) can be accessed through stock exchange or website of the Company and for point (b) shall be communicated from time to time through email communication sent on your registered email ID mapped in the Structured Digital Database.

7. No trading while in possession of UPSI

Connected Person and his Relative(s) must not:

- Trade in Company securities while he is in possession of UPSI
- Share or communicate UPSI to any person

If you inadvertently become aware of sensitive or unpublished information, the same must be **immediately reported** to the Compliance Officer.

8. Reporting & disclosure requirements

All trades undertaken by Connected Person or his Relative(s) to be reported, as per **Annexure-B**.

9. Procedures for dealing in the UPSI

The following procedures have been established, and shall be required to be adhered while dealing in the UPSI:

a. Preservation of "Unpublished Price Sensitive Information"

i. To maintain utmost confidentiality:

While dealing with UPSI, Connected Person are obliged to treat UPSI with due care and have a duty to safeguard UPSI irrespective of source of receipt of UPSI. Connected Persons shall use UPSI for legitimate purpose(s) only and not for any personal gain/avoiding any loss/ breach of applicable laws.

Any disclosure or exchange of UPSI will be strictly on a need-to-know basis only and that no communication of UPSI shall take place, except in furtherance of legitimate purpose(s), performance of duties or discharge of legal obligations.

ii. Due Notice of Confidentiality:

In accordance of the SEBI PIT Regulations, Connected Persons are required to duly notify each recipient with whom they have shared the UPSI for a legitimate purpose that the recipient must maintain its confidentiality and the liability that attaches to misuse or unwarranted use of such information.

The following details to be provided to the Compliance Officer in case the UPSI is being shared to any other person for a legitimate purpose:

1. Name
2. PAN/ or any other Legal Identification No.
3. Phone Number
4. Email Id
5. Date of Sharing UPSI

iii. Limitations on access to UPSI

The following procedures are designed to maintain confidentiality of UPSI:

- a) Connected Persons should take all steps and precautions necessary to restrict access to, and secure, UPSI by, among other things:-
- b) maintaining the confidentiality of UPSI;
- c) conducting their business/ professions and personal/ social activities so as not to risk inadvertent disclosure of UPSI;
- d) reviewing confidential documents in public places should be restricted so as to prevent access to UPSI by unauthorized persons.
- e) Restricting access of documents and files (including computer files) containing UPSI and shall be shared only with persons on a need-to-know basis (including maintaining control over the distribution of documents and drafts of documents).
- f) Keeping security of files containing UPSI with restricted access, and computer files containing UPSI should be encrypted with the help of login, passwords etc.
- g) Promptly removing and cleaning up all confidential documents and other materials containing UPSI from conference rooms following the conclusion of any meetings.
- h) Disposing of all hard copies of confidential documents and other papers containing UPSI, after there is no longer any business or other legal requirement, preferably through shredders.
- i) Avoiding any discussion pertaining to UPSI in places where the information could be overheard by others, such as in elevators, restrooms, hallways, restaurants, airplanes or taxicabs etc.

10. Disciplinary Actions for Violations

The Company has a zero-tolerance policy for violations of the SEBI PIT Regulations, EPACK's Insider Trading Policy and this Code. The Company may impose penalty for any instance of violation of this code and it shall be punishable in manner as mentioned below. The violation *inter-alia* includes the following:

EPACK's Code of Conduct for Connected Person(s)

1. Trading during Trading Window closure period
2. Undertaking Contra Trade
3. Trading on basis of UPSI
4. Making recommendation directly or indirectly on the basis of UPSI
5. Unauthorised Communication of UPSI
6. Non-reporting/ delayed reporting of continual
7. Delay in filing of initial disclosure
8. Any other non-compliance which in the opinion of the Compliance Officer or Audit Committee is procedural in nature.

In the event of any violation of this Code and/or the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company may, without prejudice to any action that may be initiated by statutory or regulatory authorities, take one or more of the following disciplinary actions, depending upon the nature and severity of the violation:

1. Issuance of a written warning or censure letter.
2. Levy of a monetary penalty, as may be determined by the Company at its sole discretion, having regard to the severity of the violation.
3. Any one or more of the above actions, as deemed appropriate, as may be decided by the Compliance Officer and/or the Audit Committee of the Company.

Any monetary penalty imposed pursuant to this Code shall be remitted to the Investor Protection and Education Fund administered by SEBI under the Act. Also Compliance officer shall 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.

The action by the Company shall be in addition and without prejudice to any action that may be taken by SEBI in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 2015.

11. Advisory Pre-Consultation

To avoid any inadvertent violations, Connected Persons are advised to consult the Company Secretary & Compliance Officer before initiating any dealing in the Company's shares, including:

- Buying/Selling
- Trades by Relative(s) of Connected Person
- Off-market transfers or gifts

EPACK's Code of Conduct for Connected Person(s)

- Pledging of shares

This is strongly recommended even when the Trading Window is open and Connected Person is not in possession of UPSI. It is clarified that seeking such consultation is voluntary and at the discretion of the Connected Person. Neither the Company nor the Company Secretary is under any obligation to ensure that such consultation is sought or obtained prior to any trade.

12. Contact for clarification / Pre-Clearance

For any query with regard to this Code which *inter-alia* includes pre-clearance request, reporting requirement, contra trade, you may contact the **Company Secretary & Compliance Officer of the Company Secretary.**

Version Control

Version	Description	Date
Version 1	Code of Conduct for Connected Persons	December 23, 2025
Version 2	Code of Conduct for Connected Persons	May 20, 2026



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Form I

**Connected Person/ Deemed Connected Person Declaration Form
Under EPACK's Code of Conduct for Connected Persons maintained
under SEBI (Prohibition of Trading) Regulations, 2015**

Name of Firm Company/Institution to which Related	Name of Individual	Designation	*Permanent Account No. (PAN) if any	Contact No.	Email Id

***In case of Foreign nationals not having PAN, mention Passport No.**

CIN: U49999UP2019-NC016043

PRE-CLEARANCE REQUEST LETTER

Date: _____

The Compliance Officer,
EPACK Durable Limited

Subject: Request for Pre-Clearance for trading in the Shares of the Company

Dear Compliance Officer,

I, _____, falling under the category of Connected Person, hereby submit a request for pre-clearance to _____ (sell/buy/Pledge/Gift) equity shares of the Company by me/Relative(s). The details of the proposed transaction are as follows:

1. **Name of the Person:**
2. **PAN:**
3. **Relation:**
4. **Proposed Quantity of Shares:**
5. **Type of transaction: (Sell/Buy/Pledge/Gift)**
6. **Proposed Date of Sale:**

I solemnly hereby declare the following:

1. **I and my relative(s) do not possess any Unpublished Price Sensitive Information ("UPSI") as on the date of making this declaration.**
2. **I and my relative(s) shall not engage in trading of the Company's shares while in possession of any UPSI and shall strictly comply with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct.**
3. **I and my Relative(s) have not traded (sold or purchased) any shares of the Company in the last six months prior to this request.**
4. **I/my relative(s), shall execute the proposed transaction within the time limit specified in the Pre-Clearance Approval Letter. In case the trade is not executed within the prescribed period, I shall inform the Compliance Officer of the reason for the same.**
5. **I undertake to disclose the details of the executed transaction within two (2) working days from the date of execution, in the prescribed format.**
6. **I confirm that I and my relative(s) shall not enter into any opposite transaction (i.e., sell/buy) within six months of the purchase/sale of shares.**

I request you to kindly grant the necessary pre-clearance to proceed with the above-mentioned transaction.

Thank you.

Yours faithfully,
Name:
PAN:
Signature:

REPORTING OF TRADE

Date: _____

The Compliance Officer,
EPACK Durable Limited ("Company")
Noida

Subject: Reporting of Trade in Shares of the Company

Dear Compliance Officer,

I, _____, falling under the category of Connected Person hereby report the following trade executed by me/or my relative(s) in the securities the Company pursuant to the pre-clearance approval letter dated _____. The details of the trade are as follows:

1. **Name of the person who executed the trade:**
2. **Relation with Person:**
3. **Nature of Transaction: (Sell/Buy/Pledge/Gift)**
4. **No. of Securities Traded:**
5. **Rate per Share:**
6. **Total Value of the Trade:**
7. **Trade Date:**
8. **DP ID / Client ID:**

I confirm that the above transaction was not in violation of the EPACK's Code of Conduct for Connected Persons dealing in securities and that I along with my relative(s) was not in possession of any unpublished price-sensitive information (UPSI) at the time of the transaction.

I request you to take the same on record.

Thank you.

Yours faithfully,

Name:
PAN:
Signature