CIN: L21093DL1980PLC010492

Magnum Ventures Ltd.

(An ISO 14001-2004 Certified Company)

Corporate Office: 18/31, Site-IV, Industrial Area, Sahibabad, Ghaziabad (U.P.)

Address for Correspondence: 18/41, Site-IV, Industrial Area, Sahibabad, Distt. Ghaziabad - 201 010

Date: 12th June, 2015

Department of Corporate Services Bombay Stock Exchange Limited Phiroj JeeJeeboy Tower, Dalal Street, Fort Mumbai-400001 Department of Corporate Communications National Stock Exchange India Limited Exchange Plaza, Bandra-Kurla Complex Bandra (E) Mumbai-400 051

Ref: Scrip Code

BSE: 532896

NSE: MAGNUM

Dear Sirs,

Sub: <u>Submission of Code of Conduct and Code of Fair Disclosure for Insider Trading under SEBI (Prohibition of Insider Trading) Regulation, 2015</u>

Dear Sir/ Madam,

In continuation of our intimation in compliance of the SEBI (Prohibition of Insider Trading), Regulation, 2015, we hereby enclose the Code of Conduct and Code of Fair Disclosure for Insider Trading of Magnum Ventures Limited.

You are requested to kindly take the same on record.

Thanking You,

For MAGNUM VENTURES LIMITED

Monisha Chaudhary Company Secretary

E-mail: magnumventures@gmail.com, info@magnumventures.in Website: www.magnumventures.in

MAGNUM VENTURES LIMITED

Registered Office: 685, Chitla Gate, Chawri Bazar, Delhi-110006

INSIDER TRADING POLICY

(Under the SEBI (Prohibition of Insider trading) Regulations, 2015)

1. Introduction

- 1.1. The Securities and Exchange Board of India ("SEBI") notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") on January 15, 2015, effective from May 15, 2015. Pursuant to regulation 8 of the Regulations Magnum Ventures Limited ("MVL" or the "Company") is required to formulate and have published on the MVL's website, a code of practices and procedures for fair disclosure of unpublished price sensitive information ("Disclosure Code"). Accordingly the board of directors of Magnum Ventures Limited ("Board") has formulated this Disclosure Code.
- 1.2. The objective of this Disclosure Code is to ensure timely and adequate public disclosure of Unpublished Price Sensitive Information (as hereinafter defined) no sooner than credible and concrete information comes into being in order to make such information generally available.
- 1.3. The provision of this Disclosure Code shall to the extent relevant, be applicable to communications made through any medium, including social media platforms. Words and expressions used and not defined in this Disclosure Code but defined in Code of Conduct for Prevention of Insider Trading in the Securities passed and approved by MVL's Board on 04th May, 2015, and as may be amended from time to time ("Code of Conduct") shall have the meanings respectively assigned to them in the Code of Conduct.

2. Overseeing and Co-Coordinating Disclosure

- 2.1. The Board shall appoint a senior officer of Magnum Ventures Limited who shall be responsible for overseeing the timely and adequate public disclosure of Unpublished Price Sensitive Information as required under this Disclosure Code and the Regulations ("Chief Investor Relations Officer"). In the event that a Chief Investor Relations Officer has not been appointed, and in the absence of the Chief Investor Relations Officer for any reason, the Compliance Officer or such other person as appointed by the Board shall carry out the responsibilities of the Chief Investor Relations. Officer as required under this Disclosure Code, and the Regulations.
- 2.2. The Chief Investor Relations Officer shall report to and be answerable to the Compliance Officer.

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- 2.3. The responsibilities of the Chief Investor Relations Officer shall include
 - Dissemination and disclosure of unpublished price sensitive information (UPSI) in a uniform manner,
 - Ensuring that the company complies with principle of fair disclosure of UPSI, such as
 - prompt dissemination of UPSI that gets disclosed selectively, inadvertently, or otherwise to make such information generally available;
 - appropriate and fair response to queries on news reports and clarification/verification of market rumours by regulatory authorities;
 - ensuring information shared with analysts and research personnel is not UPSI;
 - developing best practices for recording of proceedings of meeting with analysts and other investor relations forum and getting it promptly posted at official website of the company;
 - handling all UPSI on need to know basis.
- 2.4. Any disclosure / dissemination of Unpublished Price Sensitive Information (unless mandated by the Regulations or the Code of Conduct) on behalf of Magnum Ventures Limited shall be first approved by the Chief Investor Relations Officer. In the case of doubt as to whether any information is Unpublished Price Sensitive Information or not, the same shall be referred to Chief Investor Relations Officer.
- 2.5. In the event of disclosure / dissemination of Unpublished Price Sensitive Information without the approval of the Chief Investor Relations Officer by a MVL employee, such MVL employee shall inform the Chief Investor Relations Officer about such disclosure / dissemination as soon as possible.

3. Need to Know

Unpublished Price Sensitive Information is to be handled on a "need to know" basis, i.e., Unpublished Price Sensitive Information should be disclosed only to those within and outside Magnum Ventures Limited who need to know such Unpublished Price Sensitive Information to discharge their duty and whose possession of such Unpublished Price Sensitive Information will not give rise to a conflict of interest or appearance of misuse thereof.

4. Responding to Market Rumours

- 4.1. Any query or request for verification of market rumours received from stock exchanges, the press, the media or any other source received by a MVL employee shall ordinarily be directed to the Chief Investor Relations Officer.
- 4.2. The Chief Investor Relations Officer shall in turn upon consultation with the Compliance Officer and the relevant MVL employee, respond to the same. In the

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event that a Chief Investor Relations Officer has not been appointed the Compliance Officer shall consult with the Board in this regard.

- 4.3. If deemed necessary by the Compliance Officer, the Chief Investor Relations Officer shall make a public announcement for verifying or denying the rumours and thereafter make appropriate disclosures.
- 4.4. All requests and queries for verifications of market rumours shall be documented as far as practicable. In this regard, the Chief Investor Relations Officer shall request for all queries and requests be made in writing.

5. Disclosure/dissemination of Price Sensitive Information with special reference to Analysts, Institutional Investors

- 5.1. The Chief Investor Relations Officer shall to the extent possible, be invited to the meetings and conferences with analysts and institutional investors, organized by Magnum Ventures Limited.
- 5.2. All MVL employees shall adhere to the following guidelines while dealing with analysts and institutional investors:

5.2.1. Sharing of non-public information

Investors and analysts should only be given access to Generally Available Information. However, in the event that any information that is not generally available is provided to an institutional investor, analyst or researcher then Magnum Ventures Limited shall ensure that such information is simultaneously made available to the public as well. In any event, disclosure of any information that is not Generally Available Information (irrespective whether such information is price sensitive or not) shall only be made with the prior approval of the Chief Investor Relations Officer.

5.2.2. Handling of Unanticipated Questions:

MVL employee shall take extra care and caution while dealing with unanticipated questions during meetings with analysts, brokers, researchers and / or institutional investors. Unanticipated questions should be noted and only be given considered responses (which have been approved by the Compliance Officer). If responding to such unanticipated questions requires dissemination of Unpublished Price Sensitive Information, then the Chief Investor Relations Officer shall first disseminate such Unpublished Price Sensitive Information to the public and only subsequently respond to such unanticipated question.

5.2.3. Simultaneous release of information:

In the event that Magnum Ventures Limited proposes to organise meetings with analysts, brokers, researchers and / or institutional investors, the Chief Investor Relations Officer shall to the extent possible ensure that all such meetings are

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webcasted on Magnum Ventures Limited's website. In the event that webcasting of meetings referred to above is not possible, the Chief Investor Relations Officer shall ensure that Magnum Ventures Limited makes a press release, post relevant information on Magnum Ventures Limited's website, or release relevant information or through any other effective medium.

6. Medium of Disclosure / Dissemination

All material disclosures made by Magnum Ventures Limited to stock exchanges shall be updated and maintained on its website.

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

[Regula	[Negulation / (1) (a) read with Negulation 6 (2)]
Name of the company:	
ISIN of the company:	
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_									contact nos.	& address with (Promoters/	No., CIN/DIN Person	Name, PAN
2	Œ		2		etc)	relatives/others security (For	diate	Directors/imme	KMP/	(Promoters/	Person	Category of
3	etc.)	Debentures	Convertible	Warrants,	eg. – Shares,	security (For	Type of			into force	date of regulation coming	Securities held as on the
4	N.						No.					
5				57						e l	Shareholding	% of
				lot size)	(contracts *	units	Number of			regulation co	contracts hel	Open Interes
						Rupee terms	Number of Notional value in			regulation coming into force	Shareholding contracts held as on the date of	Open Interest of the Future
5			2	size)	(contracts * lot	units	Number of			regulation coming into force	Contracts held:	Open Interest of the Option
7						in Rupee terms	Number of Notional value			ing into force	Contracts held as on the date of	f the Option

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

Signature:

Designation:

Date:

Place:

FORM B

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

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

ISIN of the company:	Name of the company:

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

1								contact nos.	Address with	CIN/DIN &	Name, PAN No.,
2								relatives/others etc.) OR Date of	Directors/immediate Director /KMP Director/KMP	(Promoters/ KMP / appointment of Promoter/appointment of	Name, PAN No., Category of Person Date of
3						Promoter	becoming	OR Date of	Director /KMP	appointment of	
4	Debentures etc.)	Convertible	Warrants,	(For eg. – Shares,	Type of security				Director/KMP	Promoter/appointme	Securities held at the time of becoming % of
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		* lot size) terms	(contracts Rupee	value in of units value in	Number	nt of Dire	ne Promoter/	becoming	held at the time of	ld Option Co	ne Open Inte
7		terms	Rupee	value in	Notional	irector/KMP		· ·	e time of	ontracts	rest of the

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

Signature:

Designation:

Date:

Place:



FORM C

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

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

									nos.	contact	with	Director	Employee / e	Promoter/	of	& address	CIN/DIN,	PAN No.,	Name,	Details o	12IN OIL	1011 61	Name of
1 2									1	etc.)	others	relatives/	/ e	immediat	Directors/	rs/ KMP /	(Promote	of Person prior to	Category	f change in	ISIN of the company:		Name of the company:
ယ	s etc.)	Debenture	е	Convertibl	Warrants,	Shares,	(For eg. –	security	Type of	381				2			(Promote acquisition/disposal d	prior to	Category Securities held	holding of S			\.\.\.\.\.\.\.\.\.\.\.\.\.\.\.\.\.\.\.
4	S		le	0	V	S	<u></u>	S	No. T								disposal d			ecurities			
()	s etc.)	Debenture		Convertib	Warrants,	Shares,	(For eg. –	security	Type of									acquired/Dispose shareholding allotment	Securities	of Promot			
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12									transfer etc.		market/	otter / ott	preferential	rights/	blic	acquisition of company purchase/pu	(market	on		Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in regulation of 2.			
13	r				A dinc	Value			Buy							2	Options etc)	type of	Trading	such p			
14		" IOUSIZE)	* 1 at 6:20)	Contracto	of units	Value Number											s etc)	type of contract, Futures or	Trading in derivatives (Specify	ersons as			
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Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Signature:

Designation:

Date:

Place:

Form D (Indicative format)

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

	contact nos.	by the company	of connected persons, as identified	Name, PAN No., CIN/DIN & address
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e Debenture s etc.)	Warrants, Convertibl	1	Type of	Connecti Securities held Son with prior to a company) acquisition/disposal d
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		sa n	Pre Post	% of shareholdin
		20		Securities % of Date of acquired/Dispose shareholding allotment advice/ acquisition o
		-		Date of intimation n to company
5 2	וומווצוכו כוכ.)	market/ Inter-se	lic/ rights/ preferential offer / off	Date of Date of Mode of allotment intimatio acquisition advice/ n to (market acquisition of company purchase/pub
(contra ts * lot size)	Value Number Value Number of units of units	, and a	Riiv	Trading in derivatives (Specify type of contract, Futures or Options etc)
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(contracts * lot size)	Number of units			cify
	,			Exchange on which the trade was executed

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015. 12

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Name:

Signature:

Date:

Place:
