



**CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT
TRADING BY DESIGNATED PERSONS
[Under Regulation 9 (1) and (2) of SEBI (Prohibition of Insider Trading)
Regulations, 2015, as Amended]**

INTRODUCTION

In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Board, has adopted this code of conduct for regulating, monitoring and reporting of trading in the securities of the Company by Designated Persons and their Immediate Relatives (the "Code").

The Code has been formulated and adopted by the Board of Directors ("the Board") of the Company at its meeting held on May 09, 2023.

The Company endeavors to preserve the confidentiality of Unpublished Price Sensitive Information ("UPSI") and to prevent misuse of such information. The Company is committed to transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations, as modified from time to time.

1. APPLICABILITY

This Code shall be applicable to the Designated Persons and their Immediate Relatives, and includes any person in the possession of Unpublished Price Sensitive Information.

2. Definitions

- 2.1 **"Code"** means Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and immediate relatives of Designated Persons as modified from time to time.
- 2.2 **"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 these 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the

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codes specified in these regulations under the overall supervision of the board of directors of the Company or the head of an organization, as the case may be;

2.3 **“Connected Person” means:-**

(i) 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.

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, -

- relative of connected persons specified in clause (i); or
- a holding company or associate in section 12 of the Act or an employee or director thereof; or
- an intermediary as specified in section 12 of the Act or an employee or director thereof; or
- an investment company, trustee company, asset management company or an employee or director thereof; or
- an official of a stock exchange or of clearing house or corporation; or
- 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
- 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
- an official or an employee of a self-regulatory organization recognised or authorized by the Board; or
- a banker of the company; or
- 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
- a firm or its partner or its employee in which a connected person specified in sub-clause (i) of clause (d) is also a partner; or
- person sharing household or residence with a connected person specified in sub-clause (i) of clause (d)

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2.4 **"Designated Person"** means -

- All Directors on the Board
- Promoters
- All Key Managerial Personnel
- Chief Executive Officer and employees up to two levels below Chief Executive Officer, of the Company and its material subsidiaries
- All Employees in the Finance & Accounts, Legal, Secretarial & Compliance department of the Company and its material subsidiaries.
- Any other employee including support staff such as IT staff and secretarial staff who have access to UPSI as may be determined and informed by the Compliance Officer from time to time in consultation with the Board.

2.5 **"Employee"** means every employee of the Company including the Directors in the employment of the Company.

2.6 **"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.

2.7 **"Immediate Relative"** shall have the same meaning as defined in the Regulations.

2.8 **"Insider"** means any person who is:

- a. A connected person; or
- b. In possession of or having access to unpublished price sensitive information;

2.9 **"relative"** shall mean the following:

1. spouse of the person;
2. parent of the person and parent of its spouse;
3. sibling of the person and sibling of its spouse;
4. child of the person and child of its spouse;
5. spouse of the person listed at sub-clause (iii); and
6. spouse of the person listed at sub-clause (iv)

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- 2.10 **“Specified Persons”** means all Directors, Connected Persons, Insiders, Employees, Promoters and their immediate relatives.
- 2.11 **“Unpublished Price Sensitive Information” or “UPSI”** means any information, relating to the 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: -
- a. financial results;
 - b. dividends;
 - c. change in capital structure
 - d. mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - e. changes in key managerial personnel.

Words and expressions used but not defined in this Code shall have the same meaning assigned to them in the Regulations, the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996), the Companies Act, 2013 (18 of 2013) and the Rules made thereunder and the Regulations shall have the meanings respectively assigned to them in those legislations.

3. Duties of the Compliance Officer

- 3.1 The Compliance Officer 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 and shall have access to all information and documents relating to the Securities of the Company for the aforesaid purpose.
- 3.2 Grant of pre-trading approvals to the Designated Persons for trading in the Company’s Securities by them / their Immediate Relatives and monitoring of such trading.
- 3.3 The Compliance Officer shall maintain a record (either manual or in electronic form) of the Designated Persons and their Immediate Relatives and changes thereto from time-to-time.

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- 3.4 The Compliance Officer shall assist all the Specified Persons in addressing any clarifications regarding the Regulations and this Code.
- 3.5 The Compliance Officer shall place a report to the Board and the Audit Committee on annual basis on the following:
- Status of compliance of the Code;
 - Status of Compliance of the Code of Fair Disclosure;
 - Details of trading in securities of the Company by Designated Persons;
 - Violation(s), if any, of the Code.

4. Preservation of Unpublished Price Sensitive Information (“UPSI”)

- 4.1 All information shall be handled within the organization on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except as prescribed under the Code of Fair Disclosure of the Company.

Unpublished price sensitive information may be communicated, provided, or allowed access to or procured, in connection with a transaction that would:

- Entail an obligation to make an open offer under the takeover regulations where the Board of the Company is of an informed opinion that sharing of such information is in the best interest of the Company;
- Not attract the obligation to make an open offer under the takeover regulations but where the Board of the Company is of an informed opinion that the proposed transaction is in the best interests of the Company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board may determine to be adequate and fair to cover all relevant and material facts.

However, any person in receipt of an unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for the purpose of this Code and due notice shall be given to such person to maintain confidentiality of the UPSI in compliance with these Regulations or shall be required to execute an agreement to maintain confidentiality, except for the purpose prescribed under the Act and shall not otherwise trade in securities of the Company when in possession of any UPSI.

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- 4.2 UPSI shall be handled strictly on a “**Need to Know**” basis. This means that the UPSI shall be disclosed only to those persons who need to know the same in furtherance of a legitimate purpose, the course of performance or discharge of their duty and whose possession of UPS will not in any manner give rise to a conflict of interest or likelihood of misuse of the information.
- 4.3 Files containing unpublished price sensitive information or any such related confidential information shall be kept secure. Computer files must have adequate security of login and password etc. Files containing confidential information should be deleted / destroyed on its expiry.

5. Trading by Insiders - Rules & Restrictions

- 5.1 No Insider shall trade in securities of the Company that are listed or proposed to be listed when in possession of unpublished price sensitive information provided that the Insider may defend his action by giving valid reasons of the circumstances like:
- (i) The transaction is an off-market inter-se transfer between Promoters who were in possession of the same unpublished price sensitive information without being in breach of the applicable provisions and both parties had made a conscious and informed trade decision;
 - (ii) In the case of non-individual Insiders: -
 - (a) the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and
 - (b) appropriate and adequate arrangements were in place to ensure that these regulations are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached;
 - (iii) The trades were pursuant to a trading plan.
- 5.2 In the case of connected persons the onus of establishing, that they were not in possession of unpublished price sensitive information, shall be on such connected persons and in other cases, the onus would be on the Board.

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6. Trading Plan

- 6.1 Insider may formulate a trading plan and present the same to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his/her behalf in accordance with such plan.
- 6.2 The following are the requirements of the trading plans:
- (i) Trading can be done after one hundred and twenty calendar days of commencement / public disclosure of the trading plan.
 - (ii) The Trading Plan shall not entail overlap of any period for which another trading plan is in existence.
 - (iii) Insider shall set out following parameters for each trade to be executed:
 - (i) either the value of trade to be effected or the number of securities to be traded;
 - (ii) nature of the trade;
 - (iii) either specific date or time period not exceeding five consecutive trading days;
 - (iv) price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
 - a. for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;
 - b. for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent lower than such closing price.

Explanation:

- (i) While the parameters in sub-clauses (i), (ii) and (iii) shall be mandatorily mentioned for each trade, the parameter in sub-clause (iv) shall be optional.
- (ii) The price limit in sub-clause (iv) shall be rounded off to the nearest numeral.
- (iii) Insider may make adjustments, with the approval of the compliance officer, in the number of securities and price limit in the event of after the approval of trading plan and the same shall be notified on the stock exchanges on which securities are listed.
- (iv) not entail trading in securities for market abuse.

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6.3 The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law.

However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.

6.4 If the insider has set a price limit for a trade under sub-clause (iv) of clause (v) of sub-regulation 2, the insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed.

Explanation: In case of non-implementation (full/partial) of trading plan due to either reasons enumerated in sub-regulation 4 or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:

- (i) The insider shall intimate non-implementation (full/partial) of trading plan to the compliance officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
- (ii) Upon receipt of information from the insider, the compliance officer, shall place such information along with his recommendation to accept or reject the submissions of the insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
- (iii) The decision of the Audit Committee shall be notified by the compliance officer on the same day to the stock exchanges on which the securities are listed.
- (iv) In case the Audit Committee does not accept the submissions made by the insider, then the compliance officer shall take action as per the Code of Conduct.

6.5 The compliance officer shall approve or reject the trading plan within two trading days of receipt of the trading plan and notify the approved plan to the stock exchanges on which the securities are listed, on the day of approval

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6.6 The requirements of pre-clearance of trades shall not be required for a trade executed as per an approved trading plan.

The trading window norms shall not be applicable for trades carried out in accordance with an approved trading plan

7. Trading Window

7.1 The trading window shall be closed by the Compliance Officer inter alia, 7 (Seven) days prior to and during the time the unpublished price sensitive information is published. The trading window with respect to approval of financial results shall start from the end of every quarter till 48 hours after the declaration of financial results.

7.2 The Designated Persons and their immediate relatives can trade Company shares only when the trading window is open.

7.3 The trading window shall be closed when Compliance Officer determines that designated person or a class of designated person are expected to be in possession of unpublished price sensitive information, relating to the following matters / events:

- (i) financial results;
- (ii) dividends;
- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delisting, disposal and expansion of business and such other transactions; and
- (v) changes in Key Managerial Personnel.

7.4 The Compliance Officer shall take all reasonable steps to ensure that the Designated Persons and/or Insiders are informed in advance, about the date of closing and opening of the Trading Window.

7.5 The timing for re-opening of the trading window shall be determined by the Compliance Officer taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.

8. Pre-clearance of trades

All Designated Persons or their immediate relatives, who intend to deal in the securities of the Company when the trading window is open and is the value of the proposed trades is above Rs. 10 lakhs (market value), whether in one

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transaction or a series of transactions over any 6 calendar quarter, should pre-clear the transaction. However, Designated Persons or their immediate relatives shall not be entitled to apply for pre-clearance of any proposed trade if such Designated Persons or their immediate relatives is in possession of UPSI even if the trading window is not closed and hence such Designated Persons or their immediate relatives shall not be allowed to trade. For pre-clearance following procedure should be followed:

- 8.1 An application be made to the Compliance Officer in the prescribed form for pre-clearance of the transaction if the threshold limit is likely to be exceeded.
- 8.2 To execute an undertaking in favour of the Company in the prescribed form.
- 8.3 The proposed transaction can be carried out only after receiving appropriate clearance from the Compliance Officer in prescribed form
- 8.4 The execution of the order in respect of the securities of the Company will have to be completed within 7 days from the date of such approval of pre-clearance. The details of such deal shall be submitted with the Compliance Officer in the prescribed form within 2 days of the execution of deal. In case the transaction is not undertaken a 'Nil' report shall be submitted within 2 days.
- 8.5 If the order is not executed within 7 days as specified above, the applicant must pre-clear the transaction again.
- 8.6 No contra trade shall be executed by the designated person within a period six months from date of execution of the pre-cleared trade.
- 8.7 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 the applicable regulations.
- 8.8 In case of execution of a contra trade, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities & Exchange Board of India ("SEBI") for credit to the Investor Protection an Education Fund.

9. Reporting Requirements for Transactions in Securities

9.1 General:

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- a) The disclosures to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.
- b) The disclosures of trading in Securities shall also include trading in derivatives of Securities and the traded value of the derivatives shall be taken into account for the purpose of this Code.
- c) The Compliance Officer may at his discretion or on requisition of the Audit Committee may require any other connected person or class of connected persons to make disclosures of holding and trading in securities of the Company.
- d) The disclosures made under this Code and the Regulations shall be maintained for a period of five years.

9.2 **Initial Disclosures:**

- a) Every person on appointment as a key managerial personnel or a director of the company or upon becoming a 60[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.

9.3 **Continual Disclosures:**

- a) Every Promoter, member of the Promoter group, designated person and the Directors of the Company shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transactions 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 in the prescribed Form
- b) The Company shall notify the particulars of such trading to the stock exchange on which the securities are listed within two trading days of receipt of the disclosure or from becoming aware of such information.
- c) The above disclosures shall be made in such form and manner as may be specified by SEBI from time to time.

9.4 **Additional Disclosures**

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The Company may at its discretion require any other connected person or class of connected persons to make disclosures of holdings and trading in securities of the Company in such form and at such frequency as may be determined by the Compliance Officer in order to monitor compliance with the Code.

9.5 **Disclosure by other Connected Persons**

- a) The Compliance Officer may require any other Connected Person or class of Connected Persons to make disclosures of holdings and trading in securities of the Company in the prescribed form and at such frequency as may be determined by the Company in order to monitor compliance with this code.
- b) The disclosure to be made by any person under this Code shall include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.

10. **Internal Control**

The Chairman & Managing Director of the Company shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in the Regulations as well as with this Code.

- 10.1 Adequate restrictions shall be placed on communication or procurement of unpublished price sensitive information as required by these Regulations.
- 10.2 List of all employees and other persons with whom unpublished price sensitive information is shared shall be maintained and confidentiality agreement shall be signed or notice shall be served to all such employees and persons.
- 10.3 All other relevant requirements specified under the Regulations shall be complied with.
- 10.4 This code shall be circulated by the HR Department amongst all the existing employees of the Company and in case of new joining at the time of his / her joining, irrespective of their functional role in the Company. This code shall be circulated amongst the Designated Persons.
- 10.5 The Compliance Officer shall review the process to evaluate effectiveness of the internal controls at the end of every half year, commencing from September 30, 2019.

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10.6 Notwithstanding anything contained hereinabove, the Audit Committee shall also review the compliance with the provisions of this Code and the Regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.

10A. **Maintaining structured digital database for UPSI**

- a) The Company shall maintain a structured digital database containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under the Regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database. The Compliance Officer shall be responsible for maintenance of the same.
- b) The structured digital database shall be preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

11. **Penalty for contravention of the Code**

Every Designated Person shall be individually responsible for complying with the applicable provisions of this Code (including to the extent the provisions hereof are applicable to their Immediate Relatives).

Any Designated Person who violates this Code may be penalised and appropriate action may be taken against him by the Company.

Any violation of this Code shall, in addition to any other penal action that may be taken by the Company pursuant to law, also be subject to disciplinary action which in respect of any Designated Person may include wage freeze, suspension, recovery, clawback or termination of employment.

Any amount collected under the aforesaid penal action shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Securities and Exchange Board of India Act, 1992.

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Action taken by the Company for violation of the Code against any person will not preclude SEBI from taking any action for violation of the Regulations or any other applicable laws/rules/regulations.

In case it is observed by the Company/Compliance Officer that there has been a violation of the Regulations, the Compliance Officer shall promptly inform the stock exchanges where the securities of the Company are traded in such form and manner as may be specified by SEBI from time to time.

11A. **Protection against retaliation and victimization**

Suitable protection shall be provided to an employee against any discharge, termination, demotion, suspension, threats, harassment, directly or indirectly or discrimination by the Company, who files a Voluntary Information Disclosure Form with SEBI, irrespective of whether the information filed by him is considered or rejected by SEBI or the employee is eligible for a Reward under the Regulations, for such reasons as are mentioned in Regulation 7I of the Regulations.

12. **Amendment / Modification**

The Board of Directors of the Company may, subject to applicable laws, amend/substitute any provision(s) with a new provision(s) or replace the Code entirely with a new Code.

In any circumstance where the terms of the Code differ from any law, rule, regulation, etc. for the time being in force, the law, rule, regulation, etc. shall take precedence over the Code.

The Code and any subsequent amendment(s) thereto, shall be promptly intimated to the Stock Exchanges.

This code was reviewed by the Board of Directors at its meeting held on March 10 2025

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FORMAT FOR REQUEST OF TRADING PLAN

The Compliance Officer,
Unihealth Hospitals Limited,
H-13/14 Everest, 156 Tardeo Road,
Mumbai- 400034

Dear Sir,

I _____ in my capacity as _____ of the company hereby submit the following trading plan for your review and approval in terms of the Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons.

Trading Plan

Date/intervals of Trade Execution	No. of Securities Traded	Nature of Transaction and quantity	Trading Account details	Trading Member details
		Purchase/ sale/ others		

Details of securities held by immediate Relative of the Employee

Name of the person and relationship with the designated person	Date of Trading in securities	No. of Securities Traded	Nature of Transaction and quantity	Trading Account details	Trading member details
			Purchase/ Sale/ others		

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I hereby undertake that I am not in violation of the Company's Code of Conduct or SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended) while formulating the aforesaid trading plan.

I undertake to furnish such information as required by the Compliance Officer with regard to the Trading Plan.

Date:

Signature

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FORMAT FOR APPROVAL OF TRADING PLAN

Name:

Designation:

Place:

This is to inform you that your request/immediate relatives request for approval of trading plan in relation to shares of the Company as mentioned in your application dated **[Insert Date]** is approved.

The trading plan once approved shall be irrevocable and the insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.

You acknowledge that in order to comply with the principles of Company's Code of Conduct and SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended) you may be required to further furnish information in relation to the trading plan.

The approval is based on your express undertakings that you will not contravene any provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended) and Code of Conduct of the Company and the Trading plan is not for the purposes of market abuse.

Yours faithfully,

For **Unihealth Hospitals Limited**

Compliance Officer

Date:

Encl: Format for submission of details of transaction

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CIN No.: L85100MH2010PLC200491



**APPLICATION FOR PRE-DEALING APPROVAL
[DESIGNATED PERSON]**

Date: _____

The Compliance Officer,
Unihealth Hospitals Limited,
H-13/14 Everest, 156 Tardeo Road,
Mumbai- 400034

Dear Sir/Madam,

Application for Pre-dealing approval in securities of the Company

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended) and the Company's Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons, I seek approval to purchase / sale / subscription of _____ equity shares of the Company as per details given below:

1.	Name of the applicant	:	
2.	In case of immediate relative, name of employee and relationship with him/her	:	
3.	Designation	:	
4.	No. of securities held as on date	:	
5.	Folio No. / DP ID /Client ID	:	
6.	PAN	:	
7.	The proposal is for (please tick)	:	(i) Purchase of securities (ii) Sale of securities (iii) Subscription to the securities
8.	Proposed date of dealing in securities	:	

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9.	Estimated no. of securities proposed to be acquired / sold / subscribed	:	
10.	Price at which the transaction is proposed	:	
11.	Current market price (as on date of application)	:	
12.	Whether the proposed transaction will be through the stock exchange or off market deal	:	

I enclose herewith the form of Undertaking duly signed by me.

Yours faithfully,

(Signature of designated person)

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**FORMAT OF UNDERTAKING/DECLARATION TO BE ACCOMPANIED WITH
THE APPLICATION FOR PRE-CLEARANCE**

UNDERTAKING/DECLARATION

Date:

The Compliance Officer,
Unihealth Hospitals Limited,
H-13/14 Everest, 156 Tardeo Road,
Mumbai- 400034

I, _____, resident of _____ hereby declare
that I am Designated Person of Unihealth Consultancy Limited.

I further declare that I am not in possession of or otherwise privy to any Unpublished Price Sensitive Information (as defined in the Company's Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons up to and at the time of signing this Undertaking/Declaration.

In case I have access to or I receive any Unpublished Price Sensitive Information after signing this Undertaking/Declaration but before execution of the transaction, I shall inform the Compliance Officer of the change in my position and I would, and ensure that my Immediate Relatives would completely refrain from Trading in the Securities (including derivatives) of the Company till the time such Unpublished Price Sensitive Information becomes generally available.

I declare that I have not contravened the Code as notified by the Company from time to time.

I undertake to submit the necessary report within two Trading Days of execution of the transaction/a "Nil" report if the transaction is not undertaken.

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.

I agree to comply with the provisions of the Code and provide any information relating to the trade as may be required by the Compliance Officer and permit the Company to disclose such detail to SEBI, if so required by SEBI.

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I declare that I have made full and true disclosure in the matter.

(Signature of Applicant)

FORMAT FOR APPROVAL OF PRE-CLEARANCE ORDER

Name:

Designation:

Place:

This is to inform you that your request for dealing in [**Insert number of shares**] shares of the Company as mentioned in your application dated [**Insert Date**] is approved. Please note that the said transaction must be completed on or before [**Insert Date**] that is within 7 days from today. In case you do not execute the approved transaction / deal on or before the aforesaid date this approval shall stand withdrawn and 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 transactions in the attached format within 2 trading days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Based on your undertaking it is understood that you have not executed any opposite transaction in past six months and not contravened the provisions of the Code as notified by the Company from time to time.

Please note this approval can be withdrawn, if subsequently the information provided by you in the application form or the undertaking is found incorrect.

Yours faithfully,

For Unihealth Hospitals Limited

Compliance Officer

Date:

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**FORMAT OF ANNUAL STATEMENT OF HOLDINGS BY PROMOTER/
DIRECTOR/ KEY MANAGERIAL PERSONNEL /DESIGNATED PERSON AND
THEIR IMMEDIATE RELATIVES**

To,
The Board of Directors,
Unihealth Hospitals Limited,
H-13/14 Everest, 156 Tardeo Road,
Mumbai- 400034

Dear Sir(s)/Madam,

I, _____ being the [designation] of Unihealth Hospitals Limited (“the Company”) do hereby disclose as under, the annual shareholding under the Code of Conduct Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons for the financial year ended 31st March, _____, in respect of the equity shares of the Company held by me and/or my immediate relatives:

Sl. No.	Name of the Shareholder	Name of Relative and relationship with holder	Number of Shares held	Folio No / DPID & Client-ID

Place:
Date:

Signature:
Name:
Designation:

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FORM A

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6(2) - Disclosure on becoming a Key Managerial Personnel/Director/Promoter/Member of the promoter group]

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 the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (KMP / Director or Promoter or member of the promoter group/ Immediate relative to/others, etc.)	Date of appointment of KMP/Director / OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or member of the promoter group		% of Shareholding
			Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	
1	2	3	4	5	6

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

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Details of Open Interest (OI) in derivatives on the securities of the company held on appointment of KMP or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group			Open interest of the Option contracts held as on the date of regulation coming into force		
Contract Specifications	Number of units (contracts * lot size)	Notional Value In Rupee terms	Contract Specifications	Number of Units(contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name &
Signature:
Designation:
Date:
Place:

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FORM B

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) - Continual Disclosure]**

Name of the Company _____
ISIN of the Company _____

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoter/member of the promoter group/designated person/ Director s/immediate relative to/others etc.)	Securities held prior to acquisition/ disposal		Securities acquired/Disposed			
		Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/sale Pledge / Revocation / Invocation/ Others-please specify)
1	2	3	4	5	6	7	8

Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/ disposal of shares, specify		Date of intimation to company	Mode of acquisition /disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights	No. and % of shareholding	From	To			

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entitlement, etc.)						
9	10	11	12	13	14	15

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

(ii) Value of transaction excludes taxes/brokerage/any other charges

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name &
Signature:
Designation:
Date:
Place:

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