Date: February 16, 2023

The Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip code: 543426

The Manager
Listing Department
National Stock Exchange of India Limited,
"Exchange Plaza", 5th Floor, Plot No. C/1,
G Block, Bandra – Kurla Complex, Bandra,
Mumbai-400051.
Symbol: METROBRAND

Subject: Reporting of violation of Company's Code of Conduct for Prohibition of Insider Trading

Ref: SEBI Circular No. SEBI/HO/ISD/CIR/P/2020/135 dated July 23, 2020

Dear Sir/ Ma'am,

This is to inform you that in terms of the SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020, the details of violation of the Company's Code of Conduct for Prohibition of Insider Trading under the SEBI (Prohibition of Insider Trading) Regulations, 2015 by the Designated Person in the format prescribed in the said Circular is enclosed as "Annexure A" to this letter.

Request you to take the same on record.

Yours faithfully,
For **Metro Brands Limited,**

DEEPA SOOD
Digitally signed by DEEPA SOOD
Date: 2023.02.16 12:01:56 +05'30'

Deepa Sood
(Company Secretary & Compliance Officer)
Membership No: 16019

METRO BRANDS LIMITED
Registered Office:
401, Zillion, 4th Floor,
LBS Marg & CST Road Junction,
Kurla (W), Mumbai - 400070.
Tel: +91 22 6656 0444
Email: info@metrobrands.com
Website: www.metrobrands.com
CIN: L19200MH1977PLC019449
ISO 9001: 2015 Company

metro BRANDS

<u>**Annexure A**</u>

Report by Metro Brands Limited for violations related to Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015.

Schedule B read with Regulation 9 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Sr. No.	**Particulars**	**Details**
1	Name of the listed company/ Intermediary/Fiduciary	Metro Brands Limited
2	*Please tick appropriate checkbox* Reporting in capacity of : ☐ Listed Company ☐ Intermediary ☐ Fiduciary	Listed Company
3	**A. Details of Designated Person (DP)**	
	i. Name of the DP	Dattatray Kisan Awate
	ii. PAN of the DP	ADYPA5581F
	iii. Designation of DP	Deputy General Manager
	iv. Functional Role of DP	Inventory Control
	v. Whether DP is Promoter or belongs to Promoter Group	No
	B. If Reporting is for immediate relative of DP	
	i. Name of the immediate relative of DP	Not Applicable
	ii. PAN of the immediate relative of DP	Not Applicable
	C. Details of transaction(s)	
	i. Name of the scrip	NSE Symbol – METROBRAND BSE Symbol – 543426
	ii. No of shares traded and value (Rs.) (Date-wise)	Sale of 111 and 4,500 Equity Shares on 3rd February, 2023 and 6th February, 2023 respectively Total value: Rs. 34,62,750/-
	D. In case value of trade(s) is more than Rs.10 lacs in a calendar Quarter	

Sr. No.	Particulars	Details
	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under regulation 7 of SEBI (PIT) Regulations, 2015	Not Complied
	ii. Date of intimation of trade(s) by Company to stock exchanges under regulation 7 of SEBI (PIT) Regulations, 2015	Complied as per SEBI circular SEBI/HO/ISD/ISD/CIR/P/2021/617 dated 13th August 2021.
4	Details of violations observed under Code of Conduct	Failure to report details of executed trades in Form C within 2 trading days of such trades.
5	Action taken by Listed company/ Intermediary/ Fiduciary	DP had taken preclearance approval for sale of Equity shares of the Company for value of Rs. 1,00,00,000/- on 2nd February 2023. He sold 4,611 equity shares of the company in two tranches on 3rd February, 2023 and 6th February, 2023 for a value of Rs. 34,62,750/- and did not report details of transaction within two trading days. As this was the first non-compliance by DP of PIT Regulations and Code of Conduct the following action has been taken by the Company: • Warning letter has been issued by the Compliance Officer on behalf of the Company, wherein DP has been: 1. Cautioned to not to repeat any violation in future under the Code of Conduct. 2. Instructed to attend educative session on the compliances under PIT Regulations & Code of Conduct.
6	Reasons recorded in writing for taking action stated above	Violation of clause 2.2 of the Code of Conduct, i.e., reporting of details of executed trade in Form C within 2 days of such trade. As this is the 1st Non-compliance of

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<table>
<tr><td></td><td></td><td>DP and he inadvertently missed updating the online system taken by the Company to report his Trades, warning letter issued.</td></tr>
<tr><td>7</td><td>Details of the previous instances of violations, if any, since last financial year</td><td>Not Applicable</td></tr>
<tr><td>8</td><td colspan="2">If any amount collected for Code of Conduct violation(s)</td></tr>
<tr><td></td><td>i. Mode of transfer to SEBI - IPEF (Online/Demand Draft)</td><td>None</td></tr>
<tr><td></td><td>ii. Details of transfer/payment

In case of Online:
<table>
<tr><th>Particulars</th><th>Details</th></tr>
<tr><td>Name of the transferor</td><td rowspan="5">Not Applicable</td></tr>
<tr><td>Bank Name, branch and Account number</td></tr>
<tr><td>UTR/ Transaction reference Number</td></tr>
<tr><td>Transaction date</td></tr>
<tr><td>Transaction Amt. (in Rs.)</td></tr>
</table>

In case of Demand Draft (DD)
<table>
<tr><th>Particulars</th><th>Details</th></tr>
<tr><td>Bank Name and branch</td><td rowspan="4"></td></tr>
<tr><td>DD Number</td></tr>
<tr><td>DD date</td></tr>
<tr><td>DD amount (in Rs.)</td></tr>
</table>
</td><td>Not Applicable</td></tr>
<tr><td>9</td><td>Any other relevant information</td><td>None</td></tr>
</table>

For Metro Brands Limited

DEEPA SOOD
Digitally signed by DEEPA SOOD
Date: 2023.02.16 12:01:23 +05'30'

Deepa Sood
Company Secretary & Compliance Officer

Date: 16th February, 2023
Place: Mumbai