



STRUCTURED DIGITAL DATABASE

(Regulation 3(5) of SEBI (Prohibition of Insider Trading)
Regulations, 2015)

a product by



InsiderQ: Streamlining UPSI Management and SDD Compliance for Listed Companies

Your trusted partner in navigating the complex landscape of SEBI regulations. InsiderQ provides comprehensive solutions designed specifically for compliance officers and company secretaries facing the challenges of Unpublished Price Sensitive Information management and Structured Digital Database requirements.

Developed by Naapbooks Limited, a BSE-listed company with first-hand understanding of compliance challenges, InsiderQ offers specialized tools to ensure your organization stays compliant while minimizing administrative burden.

Our Growth Partners



& more...

About Naapbooks

Naapbooks Limited (NBL) is a Listed BSE Startup registration vide DIPP Start up Certificate No DIPP 4092 under Startup India Initiative of Government of India having ISO 9001 2015 ISO 27001 2018 and appraised with CMMI 3 Certification.

NBL is engaged in the business of developing and providing Information Technological solutions to corporates for their requirements The company develops and provides Fintech App, Cloud Consulting, Block chain App, Mobile App, Web App, Embedded App products to its clients.



Who Needs to Maintain an SDD?



Listed Companies

The primary source of most UPSI and directly responsible for compliance with SEBI regulations



Intermediaries & Fiduciaries

Merchant bankers, asset management companies, stockbrokers, auditors, transaction advisors, law firms, consultants, banks, and Company Secretaries in Practice



Related Entities

Unlisted group/promoter companies dealing with listed entities, and potentially suppliers and employees of material subsidiaries with access to UPSI

The requirement to maintain an SDD extends beyond just the listed company itself. Any organization or individual with access to UPSI must implement appropriate systems to track and document this access in compliance with regulations.

The Challenge of Insider Trading and SEBI Regulations

What is Insider Trading?

Trading securities with non-public, price-sensitive information that gives unfair advantage to certain market participants.

Why is it a Concern?

It fundamentally undermines market fairness and erodes investor confidence in the integrity of capital markets.

SEBI's Role

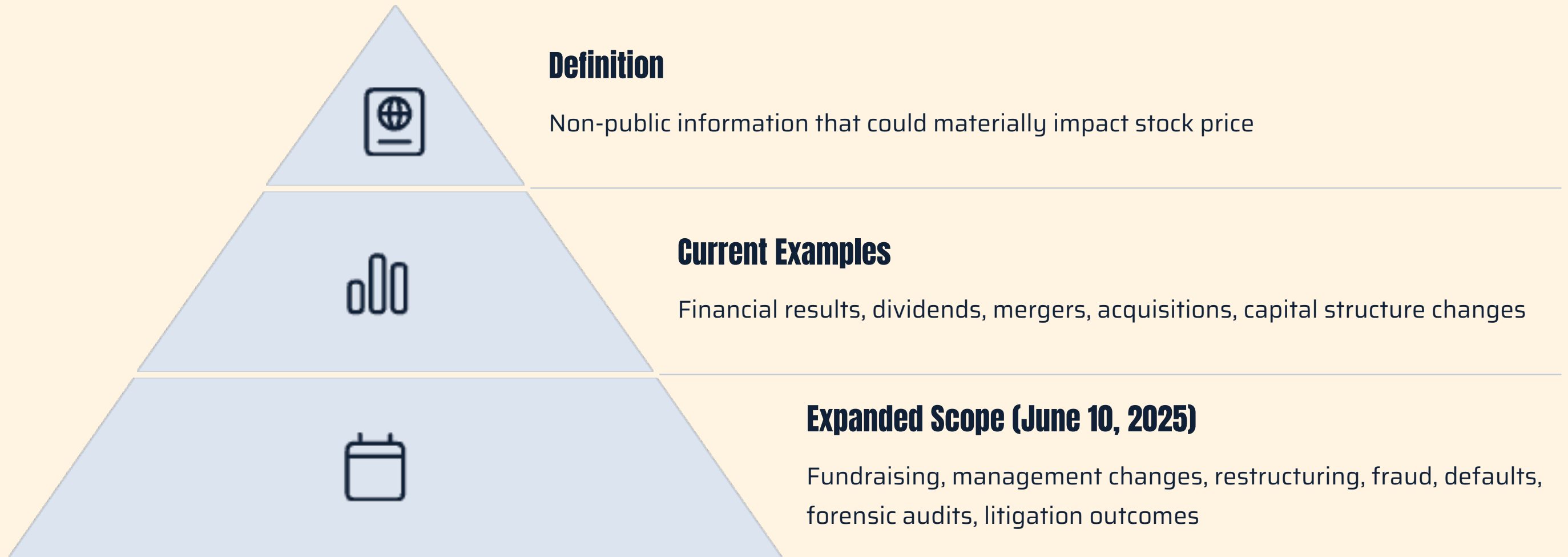
To prevent insider trading through regulatory frameworks and ensure fair market practices that protect all investors.

Legal Framework

SEBI (Prohibition of Insider Trading) Regulations, 2015 provides comprehensive guidelines to prohibit and penalize insider trading.



Understanding Unpublished Price Sensitive Information (UPSI)



Understanding what constitutes UPSI is critical for compliance officers and company secretaries. The expanding scope of UPSI definitions requires robust systems to track and manage sensitive information across the organization.

The Mandate for Structured Digital Database (SDD)



Regulatory Basis

Regulation 3(5) of SEBI PIT Regulations, 2015 mandates the establishment and maintenance of an SDD



Responsible Parties

Board of Directors or head(s) of the organization handling UPSI

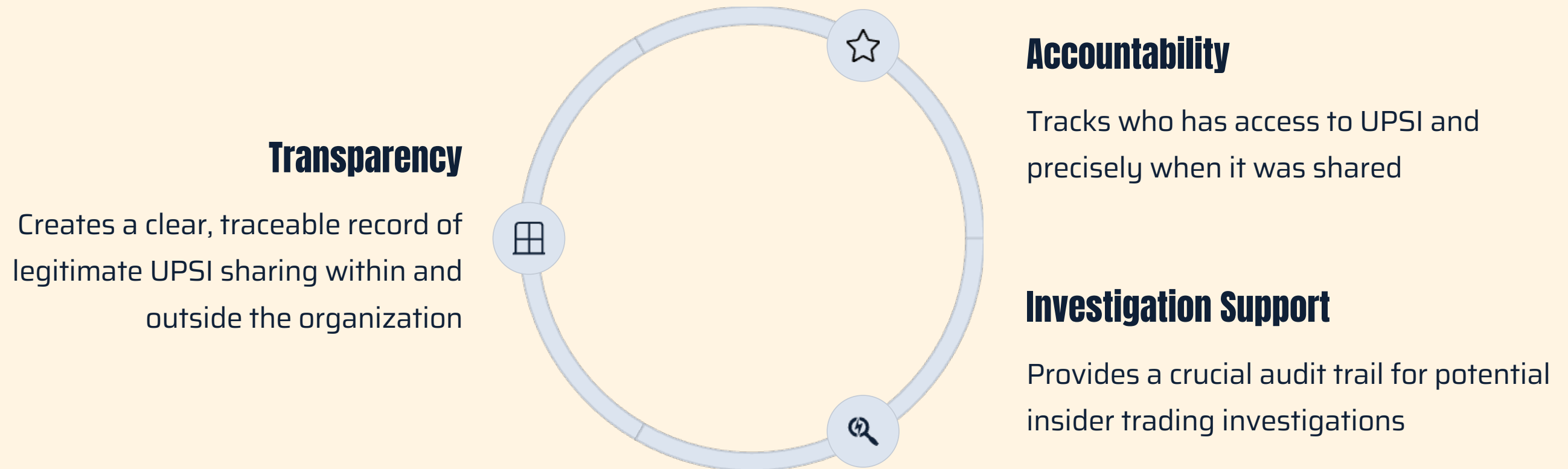


Applicable Entities

Listed companies, intermediaries, fiduciaries, and unlisted companies proposing to list

The SDD mandate represents a significant compliance requirement for organizations dealing with UPSI. It requires systematic documentation and tracking of all UPSI-related activities to ensure regulatory compliance and market integrity.

Purpose and Importance of SDD



The Structured Digital Database serves as the cornerstone of effective UPSI management. By maintaining comprehensive records of all UPSI access and sharing, organizations can demonstrate compliance and protect themselves from regulatory scrutiny.

Introducing InsiderQ - Your Compliance Partner



Specialized SDD Software

Designed specifically for compliance officers of listed companies



Regulatory Focus

Specifically engineered to meet SDD requirements under Regulation 3(5)

InsiderQ represents a comprehensive solution to the complex challenges of UPSI management and SDD compliance. Developed by professionals who understand the regulatory landscape, it provides the tools needed to navigate SEBI requirements effectively.



Developed by Experts

Created by Naapbooks Limited (BSE-listed) with first-hand understanding of compliance challenges



CS Support

Helps Company Secretaries efficiently track and manage UPSI



Core Features of InsiderQ



Database Management

Connected Party Member Database, Grey List/Restricted Security Database



Trading Management

Pre-Clearance Workflow, Trading Window Management, Trade Request Validation, Post-trading Update



Compliance Tools

User Management, SDD Compliance Features, Audit Trails, UPSI Report Generation, Real-time Timestamping

InsiderQ offers a comprehensive suite of features designed to address every aspect of UPSI management and SDD compliance. From database management to trading controls and compliance tools, the platform provides a complete solution for regulatory requirements.

InsiderQ and SEBI Regulation 3(5) Alignment

SDD Maintenance

Directly assists in meeting all regulatory requirements

Long-Term Retention

Supports data preservation for eight years or more



Security & Controls

Internal deployment with robust checks and real-time timestamping

Data Integrity

Non-tamperability ensures database integrity as mandated

InsiderQ has been specifically designed to align with the requirements of SEBI Regulation 3(5). Every feature and function of the platform contributes to maintaining a compliant Structured Digital Database that meets regulatory standards and withstands scrutiny.

Key Features and Benefits: Connected Party & Grey List Management

Connected Party Member Database

A centralized platform to efficiently manage and monitor all individuals and entities connected to the company who may have access to UPSI.

- Comprehensive record of all connected parties
- Automatic tracking of relationships
- Easy updates and modifications

Benefit: Simplifies the identification and monitoring of potential insiders, reducing the risk of oversight.

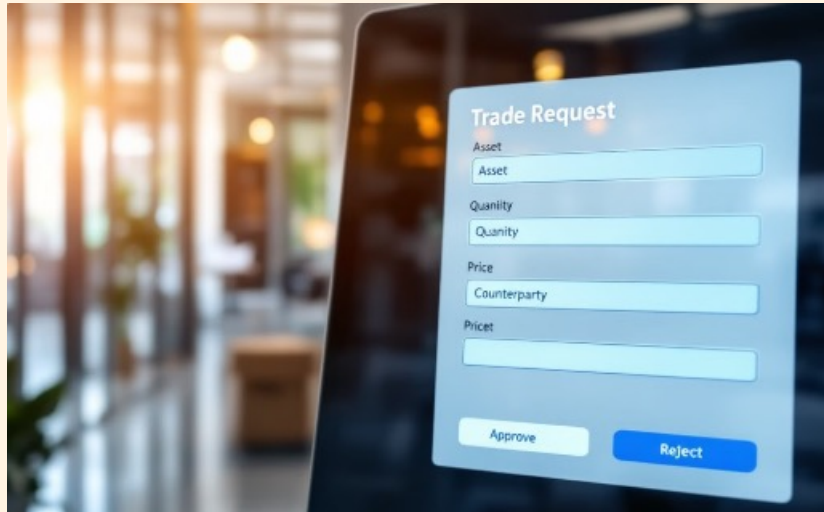
Grey List/Restricted Security Database

Proactively manage securities that are subject to trading restrictions due to ongoing UPSI or other regulatory considerations.

- Automatic flagging of restricted securities
- Time-bound restrictions management
- Notification system for status changes

Benefit: Prevents inadvertent trading violations by clearly identifying restricted securities.

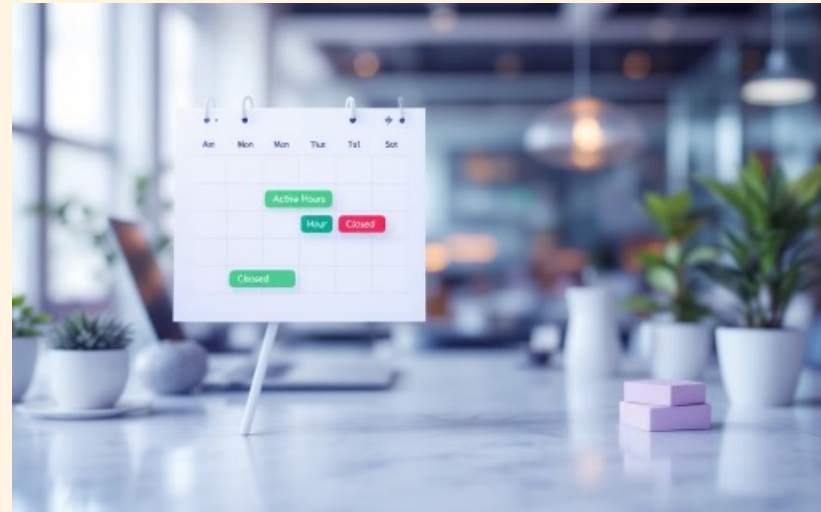
Key Features and Benefits: Trading Activity Management



Pre-Clearance Request/Approval Workflow

Streamlines the process for designated persons to seek authorization before executing trades.

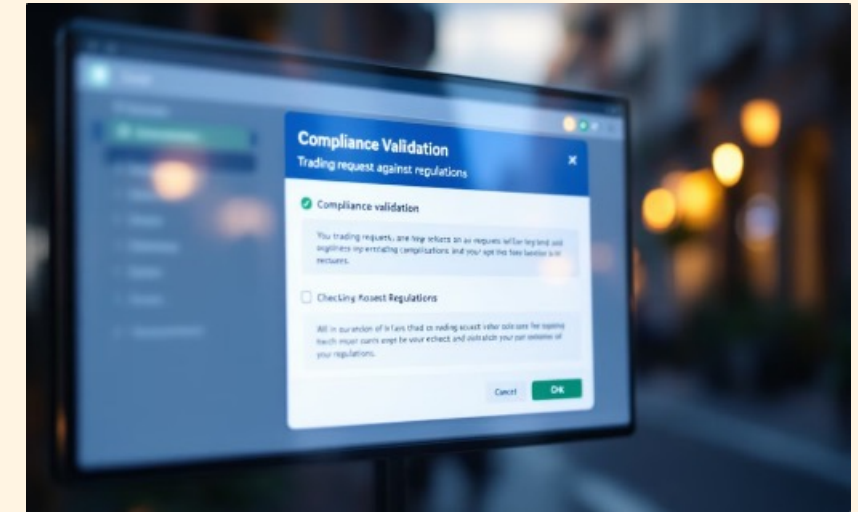
Benefit: Ensures compliance with trading window closures and company policies.



Trading Window Management

Automates the opening and closing of trading windows with timely notifications to all relevant parties.

Benefit: Reduces the risk of trading during prohibited periods.



Trade Request Validation & Post-trading Update

Automatically validates trade requests against regulatory requirements and records executed trades.

Benefit: Prevents potential non-compliance and maintains accurate records.

Key Features and Benefits: Data Management and Security



User Creation and Management

Controls access to the system based on 'need-to-know' principle, enhancing data security and restricting access to sensitive UPSI.



Comprehensive Audit Trails

Automatically records all activities within the system with timestamps, ensuring accountability and facilitating compliance reviews.



UPSI Report Generation

Creates detailed reports for monitoring and regulatory purposes, providing insights for risk management and reporting.



Real-time Timestamping

Accurately records the time of UPSI submission, preventing data manipulation and ensuring data integrity.

Navigating SDD Compliance with InsiderQ

SDD Requirement	InsiderQ Implementation
Record of Access to UPSI (Direct & Indirect)	Tracked through comprehensive user management and communication features
Description of Specific UPSI Shared	Dedicated field for detailed information capture and categorization
Names & Details (PAN/Identifier) of Persons Sharing & Receiving UPSI	Specific fields to capture complete identification data
Date and Time of Sharing	Dedicated fields for accurate recording of temporal information
Date and Time of Entry in SDD	Automatically captured through real-time timestamping mechanism

InsiderQ systematically addresses each requirement of the Structured Digital Database mandate, ensuring that all necessary information is captured accurately and comprehensively for compliance purposes.



Navigating SDD Compliance with InsiderQ



100%

Electronic Maintenance

Software-based system with robust user roles and comprehensive audit trails

24/7

Automatic Timestamping

Real-time recording for every UPSI-related action in the system

8+ yrs

Data Retention

Long-term preservation capability exceeding regulatory requirements

0%

Tampering Risk

Design prevents unauthorized modification or deletion of records

InsiderQ's technical architecture ensures that all regulatory requirements for database maintenance are met, from access controls to data integrity and long-term retention. The system is designed to be deployed on the company's own server, ensuring internal management as required by regulations.

Addressing the Challenges of Manual UPSI Management



Tracking Complexity

Difficulty identifying all entities requiring SDD and tracking the complex flow of UPSI across departments.



Human Error Risk

Manual data entry introduces risks of mistakes in crucial compliance information and reporting.



UPSI Classification Challenges

Determining what qualifies as UPSI and ensuring all individuals with access are properly documented.



Timing & Audit Concerns

Ensuring timely entries during corporate actions while maintaining a tamper-proof database with audit trails.

These challenges are compounded as regulatory scope continues to expand. InsiderQ addresses these pain points through automation and structured workflows.

Why Choose InsiderQ Over Competitors?



Complete SEBI Compliance

InsiderQ provides 100% alignment with SEBI regulations, offering comprehensive coverage of all compliance requirements compared to competitors' partial solutions.



Superior Ease of Use

Our user-friendly interface and intuitive workflows make compliance management simpler for officers, reducing training time and operational friction.



Comprehensive Audit Trail

InsiderQ maintains detailed, tamper-proof audit trails that exceed regulatory requirements, providing you with complete documentation for all compliance activities.



Enhanced Data Security

Built with enterprise-grade security architecture, InsiderQ safeguards your sensitive compliance data with industry-leading protection mechanisms.



Expert Support Team

Developed by a listed company that understands compliance challenges firsthand, our dedicated team provides guidance on both technical and regulatory matters.



Consequences of Non-Compliance and the Role of InsiderQ

Severe Penalties

Monetary fines (min. INR 10 lakh, max. INR 25 crore or 3 times profit), imprisonment (up to 10 years), and debarment from trading or holding directorship positions.

Reputational Damage

Significant loss of investor confidence and negative impact on market standing that can persist long after regulatory issues are resolved.

Active SEBI Monitoring

High risk of scrutiny for non-compliance with increasingly sophisticated surveillance mechanisms being deployed.

InsiderQ helps organizations avoid these consequences by ensuring adherence to SDD requirements, automating compliance processes, providing audit trails for defense, enhancing data security, and preventing insider trading activities through proactive controls.



Conclusion and Connect



Comprehensive Solution

For effective UPSI management and SDD compliance



SEBI Compliance

Specifically designed for PIT regulations

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