

## **CODE OF CONDUCT & WORKPLACE ETHICS**

### **I. OVERTURE**

In Peerless Funds Management Co. Ltd. (PFMCL), we strongly believe that our people are the assets to the Company and are one of the most significant factors that contribute to the growth, expansion and all-round development of the organization.

Our aim is to provide all our Employees with a stimulating and industry practiced working environment that encourages unified solidarity and teamwork aided with unconventional thought-processes and incessant learning free from harassment and discrimination, where co-workers are respected and provided and appropriate environment so as to encourage good performance and conduct.

To achieve this goal all Employees are expected to:

- adhere to this policy in their professional as well as personal conduct
- treat co-workers with respect, courtesy, honesty and fairness and not bully, intimidate, harass or discriminate against other co-workers and value the contribution of the people they work with, and work co-operatively
- respect different values, beliefs, caste, creed, sex cultures and religions

### **II. PURPOSE**

PFMCL believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. This “Code of Conduct and Workplace Ethics Policy” (POLICY) has been formulated in order to cultivate and maintain Employee trust and confidence in the professionalism and the integrity of the Employees of PFMCL by ensuring that all Employees adhere to appropriate standards of conduct as set out in this Policy, that maintains and enhances the reputation of the Company.

This Policy aims to provide guidance to all Employees, customers & vendors of PFMCL on how and in which manner should their conduct be when they are undertaking business on behalf and with PFMCL.

The Policy and the events of conducts listed below are not by any means exhaustive in nature and in any case any Employee, customer or vendor encounters any circumstance which is not under the purview of the policy or in the event of any doubt, they are free to seek advice from the reporting authority or Managing Director and CEO or from Human Resources Department and perform accordingly.



The policy neither releases any Employee, customer or vendor from their respective duty of confidentiality in the course of their affairs nor is it a route for taking up personal grievances.

### III. EXPOSURE

The policy hereby is applicable to all the Employees, customers & vendors of PFMCL.

The term **Employee** extends to all individuals on full-time or part-time employment with PFMCL irrespective of the nature of their appointment in the form of permanent, probationary, trainee, retainer, temporary, contractual or in the payroll of any third party consultancy working for PFMCL.

**Customer** means all customers of PFMCL in the form of direct or indirect investors.

**Vendor** means all associates of PFMCL providing the Company with service, goods and materials for day to day functioning of the organization under any department of the Company.

### IV. BASIC GUIDELINES & CLAUSES UNDER THE PURVIEW OF THE POLICY

#### *a. PROFESSIONAL APPROACH*

All Employees shall conform to level ad standards befitting a person in their respective positions with respect to their individual and organizational behavior. All should be committed to maintaining highest standard of integrity, honesty and professional standards in all their dealings and interactions within or outside the organization. Promptness should be there in correcting any miscommunication occurring out of misrepresentation of facts or unwillingness to share important information.

#### *b. INFORMATION & ITS CONFIDENTIALITY*

All Employees have the obligation in protecting and upholding any intellectual property of the organization and should treat all confidential matter and information with regards to the Company and / or its associates, its investors, distributors, customers and suppliers with utmost secrecy and importance worthy of the post or designation each individual Employee might be holding.

#### *c. INTERESTS & CONFLICTS THEREIN*

The Company always expects its Employees to perform to the interest of the Company and avoid all personal dealings and interests that may ultimately conflict with the interest of the Company. Employees are advised not to indulge in any other work



(social, cultural, political or recreational), business, investments or commercial activities that hinder their ability to perform their duties to the Company.

Employees must not utilize his position or any property of the Company or its information or opportunities arising from any of these for their personal benefits and gains or subsequently harm the reputation of the Company.

**d. ORGANIZATIONAL PROPERTY, ITS UPKEEP, PROTECTION & USAGE**

All Employees must use and maintain Company's property and resources efficiently and with due care and diligence. All Employees must use all equipments, tools, materials, supplies, and Employee time only for Company's legitimate business interests. All Employees of the Company are responsible for protecting and taking adequate steps to prevent the theft or misuse of, or damage to Company's assets, including all kinds of physical assets, movable, immovable and tangible property, corporate information and intellectual property such as inventions, copyrights, patents, trademarks and technology and intellectual property used in carrying out their responsibilities. Company's property must not be borrowed, loaned, or disposed of, except in accordance with appropriate Company's policies. The Company premises may not be used for organizing any personal events.

**e. FINANCIAL INFORMATION & ITS INTEGRITY**

Employees participating in accounting processes that directly impact the integrity of external financial statements and internal management reports have a responsibility to ensure that all transactions are recorded in Company's accounts accurately and promptly and must immediately report any known inaccuracies. Shareholders, management and other interested parties must have complete and accurate financial information in order to make informed decisions. Misrepresentations by Employees that result from intentional acts that may conceal or obscure the true nature of a business transaction are clear infringements of this Policy.

**f. NUISANCE & HARASSMENT OF ANY NATURE**

In the course of conducting business wherever harassment occurs to any Employee as a result of an act or omission by any other Employee or by any third party or outsider, the Company shall take all steps necessary and reasonable to assist such affected Employee in terms of support and preventive action. Employees are responsible for supporting the Company in its effort to protect others from any form of harassments. The Company is

committed to provide a work environment that is free of any encumbrance or inappropriate behavior of all kinds and harassment on account of age, physical disability, marital status, race, religion, caste, sex, sexual orientation or gender identity.

**g. ABUSE – SUBSTANCE OR ALCOHOL**

The Company is liable to adapt strict measures if anyone is found to be in use or possession or under the influence of alcohol or illegal drugs or any other controlled / prohibited substance / material in the work place on the job or during working hours. However possession of prescribed medication for medical treatment is permissible.

**h. FRAUDULENT ACTIVITIES**

Fraud or fraudulent activities including the act or intention to cheat, steal, trick, betray, deceive are subject to very strict disciplinary action including permanent termination and possible civil / criminal action against the concerned Employee. Acts like submitting false reports, forging or altering official documents, misappropriation of Company's assets and property, unauthorized handling of official documents, making any false transactions, undertakings on behalf of the Company or altering and affecting Company's records with an intention of false and inaccurate representation and all other acts or intents of dishonesty and criminal in nature will initiate severe action on the part of the Company.

**i. ACCEPTANCE OF FAVORS, GIFTS & PERSONAL BENEFITS OF ANY NATURE**

Employees should not give or accept gifts, entertainment, or any other personal benefit or privilege that would in any way influence or appear to influence any business decision. Accepting money, gifts, entertainment, loans or any other benefit or preferential treatment from any existing or potential customer, supplier or business associate of the Company, is strictly prohibited, except occasional gifts of modest value and entertainment on a modest scale as part of customary business practice or business relationship enhancer.

It is unacceptable to directly or indirectly offer, pay, solicit or accept any kind of inducements or bribes. Any attempted transaction of this nature should be immediately reported to the Reporting Manager/ Business Head or the HR Department. The funds and resources of the Company shall not be used directly or indirectly for any such purpose.

**j. LAWS OF THE LAND & COMPLIANCE THEREIN**

Apart from the Company laid guidelines and rules, all Employees shall act and carry out business in accordance and compliance to the laws and regulations of the land as laid down in their respective districts, states or country.

**k. TIMELINESS & ATTENTION**

All Employees are advised to devote their time and their best of efforts to promote the Company's business and may not engage themselves or be interested in (whether directly or indirectly) in any other business, employment or vocation for financial gain.

**l. ORGANIZATIONAL SAFETY AND HEALTH HAZARDS**

The Company is committed in ensuring measures to uphold the safety and health hazards of all Employees. Employees are advised to bring to the notice of the Company and its administration any workplace safety and health hazard.

**V. MISCONDUCT AND NON-ABIDANCE WITH THE POLICY**

Any non-compliance or non-observance of this policy will be deemed as a mass misconduct warranting strict and severe disciplinary action including termination in deserving cases. The management comprising of the CEO and Managing Director, Functional and the HR Head will be the sole deciding authorities in this regard and their decision shall lie binding on all the Employees.

All queries and clarifications on the policy and procedures may be referred to the HR department.

Any exceptions to the norms laid down in this Policy may be at the discretion of the Chairman / CEO / Managing Director or any appropriate authority delegated by them.

**VI. CONTACT & WHISTLE BLOWER**

The Company encourages all Employees and any individual directly or indirectly associated with the Company to make a protected disclosure (Whistle Blower) to the management of any fraud or fraudulent activity or any non-compliance to this policy that might have come to his / her individual notice. To ensure that the policy is adhered to and to assure that the concern will be acted upon seriously, the Company will:

- Ensure that the “Whistle Blower” and / or the person / persons making the protected disclosure is not victimized for doing so
- Complete conceal the identity of the person / persons making the protected disclosure
- Ensure total secrecy and confidentiality on each and every revelation that is made by way of the protected disclosure
- Undertake to make a complete and non biased enquiry on the disclosure thus made and to give proper opportunity to all thus concerned in the revelations thus made

The “Whistle Blower” or the person making the disclosure will be governed by the clauses and regulations as laid down in the “Whistle Blower Policy” of the Company.

#### **VII. RESPONSIBILITY & ACCOUNTANILITY**

In an event of an offer and subsequent appointment / employment of an individual, it is a condition and provision that all such individuals termed as “Employees” shall strictly abide by and conform to the clauses as laid down in the policy.

#### **VIII. REPRESENTATION OF PFMCL IN PUBLIC**

In keeping with the right to information, PFMCL respects and honors the information requirements of the public and all directly and indirectly associated with the company. Thus is all public appearances for disclosing company and business information to public constituencies such as the media, the financial community, employees, shareholders, agents, franchisees, dealers, distributors and others directly or indirectly associated with the company, PFMCL shall be represented only by specifically authorized directors and employees. It shall be the sole responsibility of these authorized representatives to disclose information about the company in public.

#### **IX. ALTERATIONS & REVISIONS**

The Company reserves the rights to change/ amend / add /delete/ modify this Policy in whole or in part, at any time without assigning any reason whatsoever. The Employees acknowledge that they will not be personally advised of any such changes. The Employees are advised to check for any such changes regularly at the Company website. The Employees hereby unconditionally agree to all such changes / amendments / additions / deletions / modifications.

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#### ***Complied & Edited***

Head – Human Resources

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