CORPORATE GOVERNANCE

Foreword

At EASUN CAPITAL MARKETS LTD, we believe the code of ethics should consider the company's business and environment, its evolution, its culture and other aspects.

The **key words** that we need to focus on are:

Renewable*:* The behaviours and the practices prescribed in the Code should be repeatable day after day, in all situations by every person.

Respect: We must respect not only our rules and regulations but also the stakeholders and other players we interact with internally or externally.

Refreshing: As a young company, we should bring some fresh thinking, like youngsters who are inspired to change the world they grow up in.

Every employee must read and follow the rules of the Code of Conduct. Violations of the Code will be tracked, investigated and –if justified- appropriate steps will be taken. Together, we can make a difference and make EASUN CAPITAL MARKETS LTD an even better company to work for and to do business with. I count on you to contribute positively to the implementation of the Code, our Code of Ethics.

COMPLIANCE WITH THE CODE OF ETHICS

a. Do consider it a personal responsibility.

Each employee must read carefully and understand the Code of Ethics. It is your responsibility to not get involved in any improper behaviour, even if your manager instructs you to do so. When confronted with a 'questionable' act, it is you who will be answerable and please do not pass it on to someone else or the Company.

b. Do ask questions

When in doubt, discuss with your supervisor. Ask yourself whether a particular behaviour might be embarrassing to the company or the employee involved in the act. If so, then please seek clarification. Alternatively, you can submit your questions to your respective Manager.

c. Do report cases of (suspected) non-compliance

If you notice an act that seems to go against the law, the Code or any other rule or regulation, then you can send an email to secretarial@salarpuriagroup.com/ swati@salarpuriagroup.com.

While reporting, you should provide as much information as possible, please refrain from providing any incorrect facts. Every report will be investigated properly and appropriate action will be taken. Your message will be treated with the strictest confidentiality; your name will not be disclosed without your permission and you will be protected from any form of ill-feelings.

d. Sanctions

An employee who does not follow the Code, including supervisors who fail to report the same, will be subject to disciplinary action that may lead to termination of employment and legal or civil action , including cash fines or jail term. The Company will undertake investigation and may not represent or protect you from criminal investigation or penalties.

Some Don'ts:

- actions that violate the Code
- requesting others –directly or indirectly- to violate the Code
- failure to immediately point out a known or suspected violation of the Code
- failure to cooperate in company investigations of possible violations of the Code
- threatening someone who reported a (suspected) violation of the Code

CODE OF ETHICS

1. CONFLICT OF INTEREST

A conflict of interest arises when an employee has a personal or a monetary interest or wants to use his position in the company for personal benefits.

2. ACCURACY OF COMPANY BOOKS AND RECORDS

The employees are expected to be truthful and accurate in their accounting and are expected to produce disclosures that are full, fair, accurate, timely and understandable.
Financial professionals are expected to stay up-to-date with all financial reporting regulations related to their job functions, report financial statements as per applicable laws and reporting standards as well as provide accurate information and supporting proofs that are easy to understand.

3. COMPANY ASSETS

Only Company's employees are authorized to use company equipment, stationery, systems, facilities, materials as well as intangible assets including company information, and relationships with customers and suppliers. You will protect assets against loss, theft, or improper use and not use it for personal benefits.

i) **General:** Care should be taken that the company assets are properly used, safeguarded and not misappropriated**.** Any employees, contractors and vendors are responsible and failure to do so will lead to disciplinary action and termination from service or contract. If any employee has any questions regarding this policy, please discuss with the Company Secretary.

ii) **Physical Access Control**: There should be strict adherence to the procedures which ensure privacy of communication, maintenance of security and safeguarding from any form of destruction.

iii) **Company Funds:** Employees must not misuse Company funds and should ensure that the Company gets good value in return for the money spent. Detailed reports must be submitted regularly. Agents and contractors must not have access to company funds.

iv) **Computers and Other Equipment**: Computers and other electronic equipment are the exclusive property of the company. You must take care of the equipment and return the same on your separation from the company. The company has the right to access any information transmitted, or stored in any equipment belonging to the company.

v) **Software**: Do not use any pirated copies of software (intellectual property) as it may expose you and the company to civil and criminal investigation. It

may also result in termination of your service. Our IT department will ensure that only verified software is installed on your computers, any unauthorized software if found will be removed.

vi) **Electronic Usage:** Electronic devices within the organization like computers, e-mails, video conferencing, telephone etc. must be utilized in a legal and ethical manner. Discussing or transferring the company information which is not available in public domain without the Boards' written permission is prohibited. Company's e-mails are to be used only for the purpose of business and no data should be copied onto CD etc.

4. CORRUPTION AND BRIBERY

Corruption or bribery means receiving or offering unjustified money in any form to any external or internal person or entity.

5. WORKPLACE PRACTISES

a) Equal-Opportunity Employer:
The Company gives equal opportunity to all without any discrimination. Our policies too do not discriminate amongst the employees and provides equal opportunities to all.

Following are the equal opportunity-areas:

- Age
- Sex and Sexual Orientation
- Religion, Faith or Belief
- Race, Colour, Creed, Ethnic or National Origin
- Disability , impairment or medical condition
- Gender Equality

b) Harassment and discrimination:
Harassment may occur in many forms, including unpleasant remarks, unwelcome sexual advances, jokes and other verbal, graphic or physical behaviour that affects the person or his/her work performance. Discrimination is treating a person more or less favourably because his/her race, gender, colour, religion, national origin, age, sexual orientation, disability, medical condition or other non-job-related personal characteristics. Company will not tolerate any retaliation against an employee who has filed a harassment or discrimination complaint.

7. ENVIRONMENT, HEALTH AND SAFETY

Company will meet all requirements to ensure the safety of the environment and all the people associated or dealing with company. No safety measures will be compromised on.

8. COMPETITION

Company does not make any arrangements with competitors with the intention to alter fair and open competition, e.g. price setting arrangements. Such arrangements are always illegal.

9. INSIDER TRADING

Do not use information about Company or another listed company that you learn through your work for the Company to profit in the stock market.

10. PROTECTING THE COMPANY'S CONFIDENTIAL INFORMATION

The Company's confidential information like trade secrets, financial information which is not available in public domain, customer information, strategies etc. are a property of the company and are provided to the employees to facilitate his/her work. This information is protected by patent, trademark, copyright and trade secret laws. Employees must not disclose this information on the internet or thorough any other medium. You are also responsible for mentioning the following notes wherever appropriate:

- "Private, Privileged and Confidential" on the first page of the information.
- Confidentiality notice on the first page of the information: "This information is intended only for the use of the individuals to whom it is addressed and may contain information that is privileged or confidential or which may not be disclosed under applicable law. If you are not the intended recipient, please notify us immediately and forward the communication to us. Use of the information for any purpose, or copying or distribution, dissemination or delivery of the information is strictly prohibited."
- Super-scribe every envelope in which the Confidential Information is dispatched with the notation "Confidential Information – Envelope to be opened by addressee only".

This responsibility includes the safeguarding, securing and proper disposal of confidential information in accordance with the Company's policy on Maintaining and Managing Records. This obligation extends to confidential information of third parties, which the Company has rightfully received under Non - Disclosure Agreements.

11. PAYMENT PRACTICES

i) Accounting Practices: Only complete and accurate transactions should be recorded in the Company's books and records on time and in accordance with all the applicable laws. False or misleading entries, unrecorded funds or assets, or payments without appropriate supporting documentation and approval are strictly prohibited and violate Company policy and the law.

If you are responsible for recording transactions or events into Company records, don't intentionally delay them, or intentionally record incorrect, incomplete or misleading information. Do provide timely, accurate and complete information to those colleagues who report the same.

ii) Prohibition of Inducements: Employees, agents or contractors must not offer to pay any money, or anything of value to customers, vendors etc. that might influence any business decision. Inexpensive gifts, business meals, events etc. are permitted only if they do not violate any norms. Questions regarding whether a particular payment or gift violates this policy should be directed to Central Ethics Committee.

12. RESPONSIBILITY TOWARDS OUR CUSTOMERS AND SUPPLIERS

a) Customer Relationships:

When you meet any customer, you must remember that you represent the Company. Your behaviour should help build a relationship with the customer. Every employee, agent and contractor must preserve and enhance the goodwill of the company that has been built over the years.

b) Payments or Gifts from Others:

Employees, agents or contractors must not accept to pay any money, or anything of value from customers, vendors etc. that might influence any business decision. Inexpensive gifts, business meals, events etc. are permitted only if they are not extreme or violate any norms. The nature and cost must always be accurately recorded in the Company's books and records. Questions regarding whether a particular payment or gift violates this policy should be directed to CEC. You are also forbidden from accepting referral fees for having referred customers to other third party organizations or financial institutions.

c) Handling Confidential Information of Others:

No third party confidential information should be accepted without signing the non-disclosure agreement with the party offering the information. The legal department will provide and supervise the execution of the nondisclosure agreement. Only required information must be accepted. If extensive confidential information is offered and is not necessary, it should be refused.