

B. LODHA SECURITIES LIMITED

POLICY ON CONFLICT OF INTEREST

This Policy applies to all Directors, Officers and employees (Associates) of **B.LODHA SECURITIES LIMITED** and its Affiliates (Group)

An Associate's personal interests should never influence his/her business judgment or decision-making on behalf of **B. LODHA SECURITIES LIMITED** herein after mentioned as BLSL. BLSL fully respects the Associates' private life, but expects Associates to avoid situations that could result in a conflict between their personal interests and those of the company. This Policy provides rules on how to avoid or handle such conflicts.

Nobody, whether an individual, a commercial entity, or a company with a relationship to a BLSL employee, may improperly benefit from BLSL through his or her relationship with the employee or as a result of the employee's position in the company. Furthermore, no employee may personally benefit in an improper way."

Associates must also be aware that according to various international conventions and national laws, the

This Policy contains a list of common situations that could result in a conflict between the personal interest of an Associate and the interests of BLSL. It sets forth in which situations the Associate has to

- refrain from a certain activity;
- disclose the activity to his/her supervisor; or
- seek the approval of his/her supervisor.

Disclosure of a conflict of interest shall be made to the Associate's supervisor. Where approval is required, such approval shall be sought from the Associate's supervisor.

Disclosures, approvals and rejections shall be documented in writing and a copy shall be kept by the Associate as well as by his/her supervisor.

Should the Associate feel that an approval has been denied unfairly, he/she may contact the relevant Compliance Officer.

Disclosure and, if applicable, approval is always required *prior* to engaging in the conduct in question. Any material changes to the disclosed/approved conflicts shall also be subject to renewed disclosure/approval.

New hires are requested to disclose all actual or potential conflicts of interest at or before commencement of employment.

To ensure that all potential conflicts of interest are recognized, all Associates shall disclose any mandates they may hold in a board of directors, in a scientific advisory board or in a similar supervisory body of an external organization to their local HR Manager.

As per this policy All the associates should Follow the below guidelines :

1. All Associates maintain high standards of integrity in the conduct of their business
2. Also they should ensure fair treatment of their clients and not discriminate amongst them.
3. All Associates should ensure that their personal interest does not, at any time conflict with their duty to their clients and client's interest always takes primacy in their advice, investment decisions and transactions.
4. make appropriate disclosure to the clients of possible source or potential areas of conflict of interest which would impair their ability to render fair, objective and unbiased services
5. endeavor to reduce opportunities for conflict through prescriptive measures such as through information barriers to block or hinder the flow of information from one department/ unit to another, etc
6. place appropriate restrictions on transactions in securities while handling a mandate of issuer or client in respect of such security so as to avoid any conflict
7. not deal in securities while in possession of material non published information;
8. not to communicate the material non published information while dealing in securities on behalf of others;
9. not in any way contribute to manipulate the demand for or supply of securities in the market or to influence prices of securities
10. not have an incentive structure that encourages sale of products not suiting the risk profile of their clients;
11. not share information received from clients or pertaining to them, obtained as a result of their dealings, for their personal interest

There are a number of standard situations where conflicts of interest are likely to arise. However, being too specific risks restricting the application of this Policy to the examples specifically mentioned.

Please note that this list of potential conflicts of interest is not exhaustive. Even if a particular situation is not expressly mentioned in the Policy. Associates are advised to disclose all situations which may result in a conflict of interest and, where appropriate, seek approval.

Personal Interest/Outside Engagement

- An Associate may not take or hold a personal financial interest in a transaction in which it is known that BLSL is or may be interested.
- While working for BLSL, an Associate may not have a second job nor any type of business relationship with a supplier, customer or competitor of BLSL.

Commissions, Fees, Gifts & Hospitality

- No Associate or Family Member may solicit or receive a fee, commission, or other favor from any actual or potential supplier, competitor or clients of BLSL.
- Other than customary gifts of token value given on religious or festive occasions, gifts from actual or potential suppliers, customers or competitors of BLSL should not be accepted by an Associate. If in doubt about the value the matter should be disclosed.
- Modest hospitality is an accepted courtesy in a business relationship. However, the recipient should never allow himself/herself to be in a position where his/her decision making might appear to have been influenced by accepting such hospitality. If in doubt the matter should be disclosed.
- The giving of gifts and hospitality by an Associate shall be in compliance with the General Guidance.

. Employment of Family Members

- The employment of a Family Member is not allowed in the following situations:
 - The Associate is involved in the hiring decision concerning the Family Member.
 - The Associate is in a supervisory, subordinate or control relationship with a Family Member.
- Where the employment of a Family Member creates any actual, perceived or potential conflict of interest the relationship must be disclosed. BLSL will make any reasonable effort to mitigate any such potential conflict of interest by transferring one or the other of the related Associates to another position.

No Use of Assets and Confidential Information for Personal Business of BLSL

- The use of BLSL assets by an Associate for personal business is not allowed.
- The use of confidential information by an Associate for personal business and insider trading is strictly prohibited. For further clarification please refer to the Disclosure Policy and the Insider Policy of BLSL.

Activities which violate or appear to violate this Policy shall be reported to the COMPLIANCE OFFICER. BLSL will regard any violation of this policy as a serious breach of an Associate's obligations and will take strong disciplinary action including termination of employment.

This Policy enters into force on 1 September 2013.