



DIMENSION FINANCIAL SOLUTIONS PRIVATE LIMITED

12.4 - Code of Conduct and Ethics

Dimension Financial Solutions Private Limited ('Our Company') is committed to conduct the business in accordance with the highest standards of business ethics and complying with applicable laws, rules and regulations. By adhering to this code, employees contribute to creating an environment of trust, reliability, and credibility. This, in turn, strengthens our relationships with clients, partners, and stakeholders. The salient feature of code of conduct of our Company are as under:

- All employees including senior management and directors shall make all efforts to protect the interests of investors and clients. Employees are required that-
 - a. inquiries from investors are adequately dealt with.
 - b. grievances of investors are redressed in a timely and appropriate manner as detailed in Investor Complaints Redressal Mechanism Policy.
 - c. where a complaint is not remedied promptly, the investor is advised of any further steps which may be available to the investor under the regulatory system.
 - d. they shall endeavour to ensure that the investors are provided with true and adequate information without making any misleading or exaggerated claims or any misrepresentation and are made aware of the attendant risks before taking any investment decision.
 - e. they shall not discriminate amongst its clients, save and except on ethical and commercial considerations.
 - f. they shall not make any statement, either oral or written, which would misrepresent the services that the Company is capable of performing for any client or has rendered to any client.
 - g. they shall maintain high standards of integrity, dignity and fairness in the conduct of its business.
 - h. they must handle the confidential information received from the client responsibly. Unauthorized disclosure or use of such information for personal gain is strictly prohibited. Employees are permitted to share this information only with individuals who have a legitimate need to access it for their job responsibilities. Also, they must not possess or make unauthorized copies of confidential information without proper authorization.

For Dimension Financial Solutions Pvt. Ltd.

Director

Corporate Office

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- i. they shall not render, directly or indirectly, any investment advice about any security in any publicly accessible media, whether real-time or non-real-time, unless a disclosure of his interest including a long or short position, in the said security has been made, while rendering such advice.
 - j. they will not indulge in consumption of alcohol or narcotics drugs within the premises of our Company.
 - k. they shall be punctual in attending the office. Prior approval from head of the department is required for any view, leave or absence from office.
 - l. they have to report promptly to compliance officer or director, any unethical practices or malpractices involving another employee.
 - m. they are encouraged to report to compliance officer or director of any mistreatment within our Company.
 - n. they are required of proper record keeping of the official documents of our Company and as well as clients and must refrain from damaging, disposing of or interfering of the official documents in any way.
- Our Company has put in place a mechanism to resolve any conflict of interest situation that may arise in the conduct of our business or where any conflict of interest arises, shall take reasonable steps to resolve the same in an equitable manner.
 - Our Company shall fulfil our obligations in a prompt, ethical, and professional manner and shall at all times exercise due diligence, ensure proper care and exercise independent professional judgment.
 - Our Company shall ensure that adequate disclosures are made to the investors in a timely manner in accordance with the applicable regulations and guidelines so as to enable them to make a balanced and informed decision.
 - Our Company shall always endeavour to render the best possible advice to the clients having regard to their needs.
 - Our Company shall not divulge to anybody either orally or in writing, directly or indirectly, any confidential information about its clients which has come to its knowledge, without taking prior permission of its clients, except where such disclosures are required to be made in compliance with any law for the time being in force.
 - Our Company shall ensure that any change in registration status/any penal action taken by the Board or any material change in the Company's financial status, which may adversely affect the interests of clients/investors is promptly informed to the clients and any business remaining outstanding is transferred to another registered intermediary in accordance with any instructions of the affected clients.

For Dimension Financial Solutions Pvt. Ltd.

Ravi Kant

Director



Confidential Information

- Confidential Information includes the clients' details such as their KYC, financial and legal documents, business plans, agreements, patents, technology, operational methods etc. Such information and documents are to be treated by the employees with confidentiality as per our policies and legal obligations.

It is a role of compliance officer to ensure that all personnel are well-acquainted with the Company's Code of Conduct and that these guidelines are strictly adhered to across all levels. This includes educating employees on ethical practices, legal requirements, and company policies to mitigate risks and maintain a culture of integrity. Any instance of non-compliance, whether it involves ethical breaches, regulatory violations, or internal policy infractions, must be promptly identified and addressed.

- Our Company shall maintain arm's length relationship between its merchant banking activity and any other activity.
- Our Company shall have internal control procedures and financial and operational capabilities which can be reasonably expected to protect its operations, its clients, investors and other registered entities from financial loss arising from theft, fraud, and other dishonest acts, professional misconduct or omissions.
- Our Company shall maintain an appropriate level of knowledge and competence and abide by the provisions of the Act, regulations made thereunder, circulars and guidelines, which may be applicable and relevant to the activities carried on by it.
- Our Company shall demarcate the responsibilities of the various intermediaries appointed by it clearly so as to avoid any conflict or confusion in their job description.
- Our Company shall provide adequate freedom and powers to its compliance officer for the effective discharge of the compliance officer's duties.
- Our Company shall develop its own internal code of conduct for governing its internal operations and laying down its standards of appropriate conduct for its employees and officers in carrying out their duties. Such a code may extend to the maintenance of professional excellence and standards, integrity, confidentiality, objectivity, avoidance or resolution of conflict of interests, disclosure of shareholdings and interests, etc.
- Our Company shall ensure that good corporate policies and corporate governance are in place.
- Our Company shall ensure that any person it employs or appoints to conduct business is fit and proper and otherwise qualified to act in the capacity so employed or appointed (including having relevant professional training or experience).

For Dimension Financial Solutions Pvt. Ltd.

Ravi Kumar Jain

Director



- Our Company shall ensure that it has adequate resources to supervise diligently and does supervise diligently persons employed or appointed by it in the conduct of its business, in respect of dealings in securities market.
- Our Company shall be responsible for the Acts or omissions of its employees and agents in respect of the conduct of its business.
- Our Company shall ensure that the senior management, particularly decision makers have access to all relevant information about the business on a timely basis.
- Our Company shall not be a party to or instrument for—
 - (a) creation of false market;
 - (b) price rigging or manipulation; or
 - (c) passing of unpublished price sensitive information in respect of securities which are listed and proposed to be listed in any stock exchange to any person or intermediary in the securities market.
- Our Company or any of its directors, partners or manager having the management of the whole or substantially the whole of affairs of the business, shall not either through its account or their respective accounts or through their associates or family members, relatives or friends indulge in any insider trading.
- Our Company acting as an underwriter shall not make any statement, either oral or written, which would misrepresent—
 - (a) the services that the underwriter is capable of performing for its client, or has rendered to any other issuer company;
 - (b) his underwriting commitment.
- Our Company acting as an underwriter shall not indulge in any unfair competition, which is likely to be harmful to the interest of other entities acting as underwriters carrying on the business of underwriting or likely to place such other underwriters in a dis-advantageous position in relation to the underwriter while competing for, or carrying out any assignment.
- When engaging with regulatory bodies such as SEBI, Stock Exchanges, and Depositories, it is crucial to ensure that communication is conducted through designated personnel within the organization. This responsibility primarily falls upon the Compliance Officer, Principal Officer, and the Directors, who possess the necessary expertise and authority to represent the company effectively.

Upon getting registered as Category I Merchant Banker, we shall ensure that the Board is promptly informed about any action, legal proceedings, etc., initiated against it in respect of material breach or non-compliance by it, of any law, rules, regulations, directions of the Board or of any other regulatory body.

For Dimension Financial Solutions Pvt. Ltd.

Ravikant Jain

Director

