

# FOURDEGREEWATER FINVEST PRIVATE LIMITED

(CIN: U66301KA2022PTC158134)

## CODE OF CONDUCT FOR PORTFOLIO MANAGERS

### Preamble

Fourdegreewater Finvest Private Limited ("the Portfolio Manager") is registered as a Portfolio Manager with the Securities and Exchange Board of India ("SEBI") under the SEBI (Portfolio Managers) Regulations, 2020 ("PMS Regulations").

In accordance with Regulation 21 read with Schedule III of the PMS Regulations, this Code of Conduct ("Code") sets out the standards of conduct, ethics, and professional behaviour that shall govern the activities of the Portfolio Manager.

This Code is intended to ensure that the Portfolio Manager conducts its portfolio management business with the highest standards of integrity, fairness, transparency, and investor protection, in keeping with SEBI's regulatory framework and the spirit underlying the PMS Regulations.

### Code of Conduct

1. The Portfolio Manager shall, in the conduct of its business, observe high standards of integrity and fairness in all its dealings with its clients and other portfolio managers.
2. The money received by the Portfolio Manager from a client for an investment purpose should be deployed by the Portfolio Manager as soon as possible for that purpose and money due and payable to a client should be paid forthwith.
3. The Portfolio Manager shall render at all times high standards of service, exercise due diligence, ensure proper care and exercise independent professional judgment. The Portfolio Manager shall either avoid any conflict of interest in its investment or disinvestment decision, or where any conflict of interest arises, ensure fair treatment to all its customers. It shall disclose to the clients, possible source of conflict of interest, while providing unbiased services. The Portfolio Manager shall not place its interest above those of its clients.
4. The Portfolio Manager shall not execute any trade against the interest of the clients in its proprietary account.
5. The Portfolio Manager shall not make any statement or indulge in any act, practice or unfair competition, which is likely to be harmful to the interests of other portfolio managers or is likely to place such other portfolio managers in a disadvantageous position in relation to the Portfolio Manager, while competing for or executing any assignment.

6. The Portfolio Manager shall not make any exaggerated statement, whether oral or written, to the client either about the qualification or the capability to render certain services or its achievements in regard to services rendered to other clients.
7. At the time of entering into a contract, the Portfolio Manager shall obtain in writing from the client, its interest in various corporate bodies which enables it to obtain unpublished price-sensitive information of the body corporate.
8. The Portfolio Manager shall not disclose to any clients, or press any confidential information about its client, which has come to its knowledge.
9. The Portfolio Manager shall where necessary and in the interest of the client take adequate steps for the transfer of the clients' securities and for claiming and receiving dividends, interest payments and other rights accruing to the client. It shall also take necessary action for conversion of securities and subscription for/renunciation of rights in accordance with the clients' instruction.
10. The Portfolio Manager shall endeavour to -
  - (a) ensure that the investors are provided with true and adequate information without making any misleading or exaggerated claims and are made aware of attendant risks before any investment decision is taken by them;
  - (b) render the best possible advice to the client having regard to the client's needs and the environment, and its own professional skills;
  - (c) ensure that all professional dealings are effected in a prompt, efficient and cost effective manner.
11. (1) The Portfolio Manager shall not be a party to —
  - (a) creation of false market in securities;
  - (b) price rigging or manipulation of securities;
  - (c) passing of price sensitive information to brokers, members of the recognized stock exchanges and any other intermediaries in the capital market or take any other action which is prejudicial to the interest of the investors.(2) No Portfolio Manager or any of its directors, partners or manager shall either on their own or through their associates or family members or relatives enter into any transaction in securities of companies on the basis of unpublished price sensitive information obtained by them during the course of any professional assignment.
12. (a) The Portfolio Manager or any of its employees shall not render, directly or indirectly any investment advice about any security in the publicly accessible media, whether real-time or non-real-time, unless a disclosure of its long or short position in the said security has been made, while rendering such advice.
  - (b) In case an employee of the Portfolio Manager is rendering such advice, he shall also disclose the interest of his dependent family members and the employer including their long or short position in the said security, while rendering such advice.
13. (a) The Portfolio Manager shall abide by the Securities and Exchange Board of India Act, 1992 (15 of 1992), Rules, and regulations made thereunder and the Guidelines / Schemes issued by SEBI.

(b) The Portfolio Manager shall comply with the code of conduct specified in the SEBI (Prohibition of Insider Trading) Regulations, 2015.

(c) The Portfolio Manager shall not use its status as any other registered intermediary to unduly influence the investment decision of the clients while rendering portfolio management services.