



Stakeholders Empowerment Services

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STAKEHOLDERS EMPOWERMENT SERVICES

EMPLOYEE'S SECURITIES TRADING POLICY

1. Definitions

The following are the definitions / clarifications for the various terms used in this Policy:

'**Securities**' defined in this Policy will mean securities as defined in clause (h) of section 2 of the Securities Contract (Regulation) Act, 1956.

'**Employee**' means persons who are in the full time employment of SES including Promoters, Directors (executive and non-executive) and includes their dependants.

'**Dependants of employee**' means the employee's spouse, dependent children and anyone who is financially dependent on the employee.

"**Policy**" means this "Code of Conduct & Employee Securities Trading Policy" issued by the Company.

"**Company**" or "**SES**" means Stakeholders Empowerment Services, a company registered under section 25 of the Companies Act, 1956.

"**Regulations**" means Securities and Exchange Board of India (Research Analysts) Regulations, 2014

"**Report**" or "**Research Report**" means the Report as mentioned in Regulation 2 (w) of Regulations.

2. Objective:

To ensure that legal, business and ethical conflicts are prevented and that there is no misuse of proprietary or confidential information about the clients - existing and prospective. The object of the Policy is not to discourage employees from buying or selling shares, but to:

- Maintain independence of SES and keep all conflicts at bay
- Encourage long-term investments by employees
- Ensure proper safeguards for the activities of SES
- Discourage employees from engaging in personal trading on a scale or of a kind that would distract them from their daily responsibility
- Discourage speculative/manipulative trading
- Ensure priority on client's interest and transactions
- Ensure that the employees do not trade on unpublished, price sensitive, inside information
- Employees do not indulge in 'fraudulent' or 'manipulative' transactions

3. CONFLICT OF INTEREST

For the purpose of this Policy, any shareholding in excess of the following limits based on latest market price shall be deemed to cast a potential conflict of interest:

- In excess of ₹ 1 lacs per Company for each employee (excluding directors);
- In excess of ₹ 5 crores per Company for each Director.

Value of Shareholding in excess of the above limits shall be reported to the Compliance Officer immediately and the Compliance officer shall ensure that such employee / director is not associated in publishing any report on such Company.

4. Applicability of Policy

- This Policy is applicable to all Employees and 'Dependants of the employees' of the SES
- SES may, from time to time, amend this Policy or stipulate additional policies, depending upon the situation and change in the internal policies of the Company.
- All employees are bound by such changes/ additions in the Policy as and when it comes into force.

5. Disclosures of securities:

- At the time of joining, employee will be required to furnish the name(s) of the dependant(s) and the details of securities held by him/her and his dependant(s) in format as given in Annexure 1, subject to such holding exceeding thresholds prescribed under Clause 3.
- All existing Employees are required to furnish the following to the Compliance Officer within 7 days of issue of this Policy.
 - Details of securities held by them and their dependants in the format given in Annexure 1.
 - Details of Relationship with any listed company in the form of employment of spouse/children/dependent relatives etc.
 - Details of shareholding in any unlisted company.
 - Details of any Directorship.
- Employees are also required to furnish list of securities held each year commencing 1st April and ending 31st March.
- Further, the Compliance Officer may require any employee to furnish his / her demat statement or securities holding, at such time as may be deemed fit by him. And the employee shall be required to provide the same to the Compliance Officer within such time.
- Additionally, every employee (in consultation with the Compliance Officer) shall ensure that he/ she is not in any conflict of interest situation whether by way of holding securities or otherwise, which may potentially impact his/ her Analysis.
- In case of any conflict of interest, the Compliance officer shall ensure that such employee is recused from the Reports of the particular Company.

Provided that number of securities shall not be required to be furnished as long as shareholding in a particular Company are within the conflict of interest limits stated under clause 3.

6. Reporting:

The Compliance Officer shall maintain records of all the declarations, in the appropriate form, given by the employees and also the other relevant documents required under this Policy. The same shall be placed before the Managing Director/ Board of Directors, on a regular basis.

7. Penal Action:

For any non-compliance with the provisions contained herein and the Regulations, the concerned employee will be subject to such disciplinary action/ penalty as may be decided by the Managing Director/ Board of Directors of the Company as he/ they may in their absolute discretion deem fit.