INTERNAL CONTROL POLICY

Version	1.0
Version Date	6-Jul-2026
Approved By	Board of Directors
Department In Charge	Compliance
Frequency of Review	Yearly or as and when any update comes change in the Relevant Regulation comes or any change in the Company's internal control or Structure whichever is earlier.

I. INTRODUCTION:

Agroy Finance and Investment Ltd (Agroy) internal control policy aims to establish and maintain a robust internal control framework to ensure operational efficiency, regulatory compliance, risk mitigation, and protection of client assets.

II. POLICY STATEMENT:

1. Client On boarding and Account Management:
   a) KYC Compliance: AGROY Strict adherence to SEBI's KYC guidelines, ensuring thorough verification of client identity, address, and financial background. This includes in-person verification or video-based KYC, checking original documents, and confirming PAN details with the Income Tax website.
   b) Documentation: AGROY Mandatory collect of client registration forms, rights and obligations documents, risk disclosure documents, and trading guidelines. All documents must be signed by the client before account activation.
   c) Financial Assessment: AGROY evaluate client's financial capacity to trade based on turnover and financial information, particularly for active and corporate clients.
   d) Unique Client Codes (UCC): AGROY Allocate UCCs for tracking client transactions and ensuring proper linkage between trading and settlement.
   e) Ongoing Monitoring: AGROY Regularly review of client accounts for suspicious activities or deviations from established trading patterns, as per SEBI regulations.

2. Trading Operations:
   a) Authorized Dealer List : AGROY Upload an active client master list to all trading terminals (e.g., NEAT/BOLT/ODIN) to prevent wrong code punching by dealers.
   b) Order Execution Vigilance: As per AGROY policy Dealers must be vigilant while executing orders, reporting abnormal quantities or rates, and confirming trades with clients post-market hours.
   c) Margin Monitoring: As per AGROY policy Dealers must check client margin availability/credit limits before order execution.

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AGROY Finance and Investment Ltd.
SEBI Reg.No.: NSE/BSE INZ000185530
CDSL: IN-DP-513-2020 (DP ID 12060700)
Regd. Office: A-21 Kailash Colony, New Delhi 110048
Tel: +918448897100 / 101 / 102

   d) Risk Management System Integration: Trading systems must be aligned with Agroys' risk management system to enforce exposure limits, turnover limits, and security-specific limits.
   e) Refusal of Orders: AGROY follow Policy of refusal of orders in illiquid stocks or those exceeding client exposure limits.
3. Funds Management:
   a) Segregation of Client Funds: AGROY follow policy of Strict separation of client funds from Agroy's own funds, as mandated by SEBI.
   b) Client Bank Accounts (CBAs): AGROY strictly adhere to guidelines of operations of USCNBA and DSCNBA provided by exchanges for client funds and regular reconciliation with exchange/clearing corporation reports.
   c) Timely Payouts: AGROY have a policy of Ensuring accurate and timely payouts to clients, in compliance with regulations.
   d) No Cash Transactions: AGROY have a policy of Acceptance of payments from clients only through banking channels, not in cash.
   e) Realization of Payments: AGROY have a policy of Crediting client accounts only after realization of funds from instruments like cheques or RTGS/NEFT.

4. Securities Handling:
   a) Demat Account Control: AGROY have a policy of Ensuring clients provide delivery of shares from the same Demat account registered with Agroy.
   b) Delivery Instructions: AGROY have Proper procedures for receiving and processing delivery instructions, maintaining records, and adhering to depository guidelines.
   c) Reconciliation of Demat Holdings: AGROY have a policy of Regular reconciliation of Demat holdings with depository records, as required by SEBI.
   d) Corporate Action Processing: AGROY have a policy of Ensuring accurate and timely processing of corporate actions for clients.

5. Risk Management:
   a) Margin Collection and Reporting: AGROY have a policy of Proper calculation, collection, and reporting of margins as per SEBI/exchange regulations.
   b) Exposure Limits: AGROY have a policy of Establishing and monitoring client exposure limits and taking corrective actions for breaches.
   c) Real-time Monitoring: AGROY have a policy of Implementing systems for real-time monitoring of client positions and margin requirements.
   d) Default Procedures: AGROY have Clearly defined procedures for handling client defaults and liquidation of positions, according to SEBI guidelines.
   e) Cybersecurity Measures: AGROY have a policy of Implementation of robust cybersecurity measures to protect trading systems, client data, and prevent cyber threats.

6. Technology and Systems:
   a) Access Control: AGROY have a policy of Implementing strong access controls to trading systems and ensuring regular security checks.
   b) Disaster Recovery (DR) and Business Continuity Plan (BCP): AGROY have a policy of Testing and maintaining effective DR/BCP plans to ensure business continuity.

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c) Data Integrity and Security: AGROY have a policy of Ensuring the accuracy and security of trade and order data.
d) Client Data Protection: AGROY have a policy of Adherence to the Information Technology Act, 2000, and SEBI guidelines for client data protection.

7. Compliance and Audit:
   a) Compliance with Regulations: AGROY have a policy of Adherence to all applicable SEBI regulations, exchange bye-laws, and circulars.
   b) Independent Internal Audit: AGROY have a policy of Mandatory half-yearly internal audits conducted by independent Chartered Accountants, Company Secretaries, or Cost Accountants, as mandated by SEBI.
   c) Reporting of Suspicious Activities: AGROY have a policy of Implementing systems for detecting and reporting suspicious transactions.
   d) Compliance Officer: AGROY Appointed a Compliance Officer responsible for overseeing regulatory compliance and ensuring adherence to this policy.
   e) Record Keeping: AGROY have a policy of Maintenance of records, documents, and circulars issued by SEBI and NSE, BSE as per regulatory requirements.

8. Employee Code of Conduct:
   a) Prohibition of Insider Trading: AGROY have a policy in Compliance with SEBI (Prohibition of Insider Trading) Regulations, 1992 to prevent insider trading and enhanced surveillance.
   b) Restrictions on Personal Trading: AGROY have a policy of Monitoring of employee trading activities to prevent conflicts of interest and market abuse.
   c) Unauthenticated News Circulation: AGROY have a policy of Strict prohibition on circulation of unauthenticated news related to scrips/stocks through any communication channels.

9. Continuous Improvement:
   a) Regular Review and Updates: AGROY have a policy of Periodic review and updates to this policy to incorporate changes in regulations, business practices, and technological advancements.
   b) Training and Awareness: AGROY have a policy of Ongoing training programs for employees to ensure they are aware of their responsibilities and understand the importance of internal controls.
   c) Feedback Mechanism: AGROY have a policy of Establishing a feedback mechanism for employees to report any potential control weaknesses or irregularities.
   d) Self-Evaluation and Gap Analysis: AGROY have a policy of Conducting regular self-evaluations and gap analyses to identify areas for improvement.

III. COMMUNICATION OF POLICIES, PROCEDURES AND CODE TO ALL CONCERNED:

This Policy offers general guidance in addition to Company's policies and procedures and is not meant to replace any of those policies or procedures and shall be made available through Company's website www.agroy.com by sending a request in writing. Company expects all its Associated persons, employees, to adhere to this policy. The Board of Directors of the

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Company reserves the right to amend, supplement or discontinue this policy and the matters addressed herein, without prior notice, at any time.

IV. CLARIFICATION / INFORMATION:

In case of any clarification/information required on the implementation of the Policy, please contact the Compliance Officer on Email -compliance@agroy.com, Tel No.8448897100.

V. REVIEW:

This policy shall come into effect from the date of approval of the Board of Directors of the company for its implementation and the same shall be reviewed and assessed annually by the company management.

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