

CODE OF CONDUCT

Purpose of Policy

The Code of Conduct applies to all Directors, officers and employees (Designated Persons) of Aurora Funds Management Limited (“AFM”).

The purpose of this Code of Conduct is to:

- Articulate the high standards of honest, ethical and law-abiding behavior that AFM expects of its officers and employees;
- Encourage the observance of those standards so as to protect and promote the interests of shareholders and other stakeholders;
- Maintain confidence in AFM’s integrity; and
- Set out the responsibilities and accountabilities of officers and employees to report and investigate reports of unethical practices.

Honesty and integrity

AFM expects all Designated Persons to observe the highest standards of honesty, integrity and ethical behavior in performing their duties and in dealing with shareholders, unit holders, clients, suppliers, external auditors, external lawyers and other advisers. AFM expects all Designated Persons to use reasonable care and diligence on an objective basis when exercising judgement.

To reinforce the Company's culture of honesty and integrity, the Company aims to provide a professional and safe working environment. The Company does not permit its officers and employees to work while under the influence of alcohol or illegal drugs and promotes a healthy and safe work environment and encourages officers and employees to report matters which may cause injury to colleagues or stakeholders.

Designated Persons should not make or accept gifts or entertainment of an inappropriate size or nature. The giving and receiving of gifts or benefits by Designated Persons to induce or influence decisions is forbidden.

Conflicts of Interest

Designated Persons must keep any personal or external business dealings separate from the business dealings of AFM. Each Designated Person needs to be sensitive to, and mindful of, the actual and potential conflicts between:

- The interests of AFM and any person (or external business) interests of the Designated Person on the other hand.

Designated Persons must be careful to avoid placing themselves in a position where there would be an actual or potential conflict of interest, or a reasonable perception of an actual or potential conflict of. AFM must place the interests of the shareholder, investor or client ahead of its interests. If Designated Persons are in any doubt as to whether a conflict arises, they must disclose the conflict to the Company Secretary and follow his or her instructions about how to resolve the conflict.

Corporate Opportunities and Company Assets

Designated Persons must not improperly use:

- Their position with AFM; or
- Property or information of AFM obtained as a result of their position, to gain an advantage for themselves (or for a relative or other associate) or to compete with or harm AFM.

Designated Persons must not use the name of AFM (or any other business name or trademark used by AFM) for the purposes of any personal or external business transaction (such as, a business transaction that does not occur as part of AFM's ordinary business and relates to their separate business affairs).

Designated Persons must not use their position with AFM to obtain a personal gain (or a gain for a relative or other associate) from the existing or potential stakeholders, or the external auditor, external lawyers or other advisers of AFM. AFM expects Designated Persons to use all reasonable endeavors to protect the assets of AFM and to ensure their efficient use. Any suspected incidents of fraud or theft should be reported immediately to the Company Secretary and/or the Managing Director.

Designated Persons must use the assets of AFM for legitimate business purposes or other purposes approved by the Board. Designated Persons must protect the assets of AFM (including proprietary information such as intellectual property, investment proposals and any information that is not generally known to the public). This obligation to protect AFM's assets continues after Designated Persons leave office or the employment of AFM, as the case may be.

Designated Persons are required to:

- Maintain the confidentiality of all confidential information acquired in the course of performing their duties to AFM; and
- Not make improper use of, or improperly disclose, such confidential information to third parties, except as otherwise approved by the Board or required by law or the listing rules of an applicable stock exchange.

These obligations of confidentiality continue after Designated Persons leave office or the employment of AFM, as the case may be.

Fair Dealing

AFM expects Designated Persons to deal fairly (and to encourage others to deal fairly) with shareholders and with other stakeholders of AFM. Designated Persons must not take unfair advantage of any shareholder, supplier, competitor, employee, external auditors, external lawyer or adviser of AFM through illegal conduct, manipulation, undue influence, concealment, abuse of privileged or confidential information, misrepresentation of material facts, or any other unfair-dealing practice.

Designated Persons are expected to record accurately the performance and financial position of AFM and to communicate business goals and achievements in a fair and honest manner to shareholders, investors and clients.

Compliance with Laws, Regulations, Contracts, Policies and Procedures

The Company requires Designated Persons to comply with:

- Both the letter and spirit of all laws, rules and regulations that apply to the Company in the conduct of its business and affairs;

- All directions issued by the Company in its protocols, policies and procedures, including (but not limited to) the Company's Corporate Code of Conduct.

The Company also requires its Designated Persons to comply with its Trading Policy.

The Company undertakes due diligence when appointing and monitoring its outsourced service providers including the quality, timeliness and provision of agreed services as well as their compliance with this Code of Conduct.

Encouraging the Reporting of Unlawful and Unethical Behavior

AFM is committed to promoting and maintaining a culture of compliance with the standards, requirements and expectations set out in this Code of Conduct. To fulfil this commitment, AFM needs to be able to ensure that:

- Violations of those standards, requirements and expectations are detected in a timely manner and reported to the Chairman or Company Secretary; and
- Appropriate action is taken in response to any such violations.

AFM recognises that the identity of the person or persons to whom any such violations should be reported might vary depending on the particular circumstances. Where a Designated Person reports, in good faith, an actual or suspected violation of this Code of Conduct, AFM will, to the extent practicable, keep the individual's identity confidential and will not take or tolerate action against the individual as a consequence of reporting that violation.

Effect of this Code

This Code of Conduct consists of reasonable directions issued by AFM with which each Designated Person is required to comply under his or her letter of appointment or contract of employment and is not intended to limit, in any way, any of the terms of that letter or contract.

Approved and adopted

This Code of Conduct was amended and adopted by the AFM Board.