

## **CODE OF CONDUCT**

### **FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL**

This Code of Conduct for the ‘Company’s Directors’ and ‘Senior Management Personnel’ is intended to set and maintain the standards of business conduct for the Company and also ensure compliance with statutes and regulations applicable to the Company.

The aforementioned term “Senior Management Personnel” shall mean employees of the company who are members of its core management team, including Chief Executive Officer, Chief Financial Officer, Chief Accounting Officer and other functional heads.

All directors and senior management personnel are expected to read, understand and comply with the contents of this Code in their day-to-day activities. They are also required to acknowledge having received, read and understood the Code and agree to comply with its contents.

Nothing in this Code creates or implies an employment contract or term of employment.

#### **I Honest and ethical conduct**

All directors and senior management personnel are expected to act in accordance with the highest standards of personal and professional integrity, honesty and ethical conduct, while working on the Company’s business, when they are representing the Company or at its social events. Honest conduct is considered to be conduct that is free from fraud or deception; ethical conduct is conduct conforming to the accepted professional standards of conduct and includes the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.

#### **II Disclosures**

This Code intends to provide full, fair, accurate, timely and understandable disclosure in reports and documents that the Company files with regulatory authorities and in other public communications. Accordingly, directors and senior management personnel must ensure that they comply with the Company’s internal controls and procedures for financial reporting and disclosures.

### **III Compiances**

Company's Directors and senior management personnel must comply with all applicable governmental laws, rules and regulations. They must acquire sufficient knowledge of the legal requirements relating to their duties to recognize potential dangers and avoid violations of relevant statutes, regulations etc. which may expose them to individual civil or criminal liability or disciplinary action by the Company.

### **IV Violations**

All Directors and senior management personnel have a responsibility to help enforce this Code by cooperating in investigations of possible violations, reporting actual violations of this Code to the Finance Department.

The Company will take appropriate action against any Directors and senior management personnel whose actions are found to violate the Code, including termination of employment, position, other legal remedies, etc.

### **V Confirmation of compliance**

All Board members and senior management personnel shall affirm compliance with the Code on an annual basis. The Annual Report of the company shall contain a declaration to this effect signed by the CEO. The code of conduct shall be posted on the website of the Company.

### **VII Waivers and Amendments of the Code**

This Code is subject to continuous review and modification. Any amendment or waiver of any provision of this Code must be approved in writing by the Company's Board.

**Confirmation by Directors/Sr. Mgt. Per.**

I have received, read and understood the Company's Code of Ethics. I hereby unconditionally agree to comply with this Code at all times during my tenure as a director/employee of the Company.

If I have any questions concerning the meaning or application of any aspect/clause of this Code, I know I can consult the HR Department or the Legal Department and that my queries or reports will be maintained in confidence by them.

I further agree to sign and affirm my compliance with this Code in writing on an annual basis / as and when required by the Company as long as I am a director/employee of the Company.

Signature:

Name of Director/Employee:

Date: