

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

The Company follows and maintains sound standards of the Business Conduct and Corporate Governance.

The Board of Directors (the “Board”) and the Senior Management of the Company abide by the Code of Conduct framed in terms of Clause 49 of the Listing Agreement with Stock Exchange and adopted by the Board, to the best of their knowledge and belief. The compliance of the Code is reviewed on annual basis.

APPLICABILITY :

The Code is applicable to all the members of The Board of Directors and Senior Management of the Company. The members of the core management team of the Company excluding Directors shall constitute the Senior Management of the Company.

THE CODE :

- (a) **Conduct:** The Directors and Senior Management shall observe high standards of personal and professional integrity, honesty and ethical conduct. They should use powers of their office in good faith and in the best interest of the Company.
- (b) **Conflicts of Interest:** The Directors and Senior Management should take due care in avoiding 'conflict of interest' with the Company. This is an area in which it is impossible to provide comprehensive guidance. The guiding principle is that any event, activity or situation involving 'conflict of interest' coming to their knowledge, should be disclosed to the Company.
- (c) **Confidentiality:** The Directors and the key management personnel in the Senior Management must strictly maintain the confidentiality and they should know what is confidential. They should not disclose the confidential information and part with any confidential documents, deeds etc in respect of the Company to any other associated parties such as customers, suppliers, creditors, debtors etc.
- (d) **Transactions in Company's Securities:** The Director and Senior Management shall duly comply with the Code of Conduct for Prohibition of Insider Trading.
- (e) **Misuse of Company's Assets:** The Directors and Senior Management should not use Company's assets and property other than for Company's business and benefits.
- (f) **Compliance with Laws, Rules, and Regulations:** The Directors and Senior Management shall take due care to ensure compliance with all applicable laws, rules, and regulations.

COMPLIANCE OF THE CODE :

Each Director and Senior Management personnel shall adhere to this code of conduct and affirm compliance with the code on an annual basis as per the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges. Violation and non-compliance of this Code might lead to appropriate action and disqualification.