

CODE OF CONDUCT FOR BOARD MEMBERS & SENIOR MANAGEMENT

Introduction

The Company's philosophy on corporate governance revolves around fair and transparent governance and disclosure practices. This includes respect for human values, individual dignity, and adherence to honest, ethical and professional conduct.

Applicability

This Code of Conduct is applicable to the Members of the Board of Directors of the Company and Senior Management, defined as members of core management team excluding Board of Directors but including all functional heads (hereinafter collectively referred to as Senior Officers). The Senior Officers shall confirm that they have received, read and understood the Code of Conduct, and agree to comply with the Code annually in the format specified.

The Code

Following are the covenants of the Code of Conduct for board members and senior management

Honest and Ethical Conduct: Senior Officers are expected to comply with all applicable laws, rules and regulations and all applicable policies and procedures adopted by the Company with the highest standard of personal and professional integrity, honesty and ethical conduct.

Confidential Information: Senior Officers have to secure, preserve, safeguard and use discreetly, confidential information in the best interest of the Company. They should not divulge or communicate such information to third parties except when authorized for the business reasons.

Related Parties: Senior Officers should avoid conducting company business in any significant way with a relative (as defined in the Companies Act), or with a business in which a close relative is associated, without intimation to the Board of Directors.

Exclusivity: Senior Officers are expected to devote their full attention with integrity and honesty to the business interests of the Company. They are prohibited from engaging in any activity that interferes with his proper discharge of responsibilities of the Company, or is in conflict with or prejudicial to the interests of the Company.

Gratuities and Gifts: The Company's policy prohibits the receipt of gifts and gratuities, particularly from individuals or firms with which the Company has business dealings. The only exception is the receipt of complementary items that carry Company's name printed or embossed on it so as to clearly establish that it is a sales promotional item. To the extent possible all such gifts or hospitalities must be declined so as to ensure that Senior Officers are not put in an obligatory position vis-à-vis the company customer, supplier or trader.

Protection and Proper Use of Company's Assets: Senior Officers are responsible for effective control and appropriate use of all Company's resources entrusted to them in the official discharge of their duty. Company's assets should be used only for legitimate business purposes.

Insider Trading: Senior Officers should abide by company's insider trading policy in compliance with the SEBI (Prohibition of Insider Trading) Regulations 1992, as adopted by the Board of Directors of the Company.

Anti Harassment Policy: The Senior Officers should adhere to and facilitate effective functioning of the Company's mechanism for redressal of complaints of harassment of any nature as per laid down policies and principles.

Compliance with the Code: Any Senior Officer who knows or suspect violation of applicable laws, rules or regulations or this Code of Conduct, must immediately report such information to the HR Department. This will help safeguard company's assets and reputation.

The Board of Directors of the Company shall designate appropriate person to determine appropriate action in case of violation of the Code.

Disclosure

It is company's policy to provide full, fair, accurate, timely and understandable disclosures in reports and documents that we file with, or submit to any Public Authority and in our other public communications. Senior Officers must ensure that they and other in the Company comply with company's disclosure controls and procedures. Waivers and amendment of the Code. Any amendment or waiver of any provision of this Code should be approved by the Board of Directors of the Company and disclosed appropriately.