

CODE OF PROFESSIONAL CONDUCT

CLAUSES COVERED UNDER THE POLICY

Professionalism: The personal and professional behavior of Employees shall conform to the standards expected of persons in their positions, which includes:

- A commitment to and adherence to professional standards in their work and in their interactions with other Employees of the Company
- A commitment to maintaining the highest standards of integrity and honesty in their work;
- A responsibility to support the Company in its efforts to create an open and mutually supportive environment;

Conflict of Interest: Each Employee is expected to avoid situations in which his or her financial or other personal interests or dealings are, or may be, in conflict with the interests of the Company. Accordingly, the Company expects its Employees to act in the Company's interest at all times. Employees are advised not to engage in any other business, commercial or investment activity that may conflict with their ability to perform their duties to the Company. Employees must also not engage in any other activity (cultural, political, recreational, and social) which could reasonably conflict with the Company's interests and interfere with the performance of their duties. Employees must not use any Company's property, information or position, or opportunities arising from these for personal gains or to compete with or to tarnish the image of the Company.

Protection and Use of Company Property: All Employees of the Company are responsible for protecting and taking reasonable steps to prevent the theft or misuse of, or damage to Company's assets, including all kinds of physical assets, movable, immovable and tangible property, corporate information and intellectual property such as inventions, copyrights, patents, trademarks and technology and intellectual property used in carrying out their responsibilities. All Employees must use all equipments, tools, materials, supplies, and Employee time only for Company's legitimate business interests. Company's property must not be borrowed, loaned, or disposed of, except in accordance with appropriate Company's policies. All Employees must use and maintain Company's property and resources efficiently and with due care and diligence.

Acceptance of Gifts and Other Benefits: Accepting money, gifts, entertainment, loans or any other benefit or preferential treatment from any existing or potential customer, supplier or other stake holder of the Company, is strictly prohibited, except occasional gifts of modest value and entertainment on a modest scale as part of customary business practice. Generally, gifts of minor estimated value (e.g. pens, desk diaries) are acceptable. Where the gift has value over Rs.1000, such gift should be declined.

Whole Time and Attention: All Employees shall devote their time and their best efforts to promote the Company's business and may not without the prior written consent of the Company (and subject to any terms and conditions as may be imposed by the Company) engage or be interested in (whether directly or indirectly) in any other business, employment or vocation for pecuniary gain.

Harassment: The Company is committed to provide a healthy work environment means environment that is free of inappropriate behavior of all kinds and harassment on account of age, physical disability, marital status, race, religion, caste, sex, sexual orientation or gender identity. Employees are advised to

protect others from any form of such harassments. If any employee suffers from harassment than company should take immediate action on such activities.

This is separately detailed in the “**Prevention of Workplace Harassment Policy**”.

Alcohol & Substance Abuse: The use or possession of alcohol, illegal drugs, and other controlled substances in the workplace and during working hours is strictly prohibited. However, possession of prescription medication for medical treatment is permitted. There may be company-sponsored events where management approves the serving of alcoholic beverages. In these cases, all appropriate liquor laws must be followed, including laws regarding the prohibition of serving of alcohol to those under the legally permissible age. However, under all such cases, excessive drinking, intoxication and misbehavior at these events is prohibited and will be dealt with severely.

Fraud: Any kind of fraud by the employee is illegal

Some examples of Fraud include:

- Submitting false expense reports;
- Forging or altering checks;
- Misappropriating assets or misusing Company's property;
- Unauthorized handling or reporting of transactions;

Compliance with Laws and Agreements: All Employees shall advise to follow the rules and regulations in course of business (applicable laws and regulations of state and country).

Health, Safety and Environment: All Employees shall comply with the company health and safety norms. Employees shall advise to make attention to the management about any workplace safety and health hazard.

MISCONDUCT AND NON-CONFORMANCE WITH THE POLICY

Non-observance of this Policy shall be construed as misconduct that could result in disciplinary action, including suspension from job on immediate basis. The decision in this regard will lie with the Management

EXCEPTIONS

Any exceptions to the norms laid down in this Policy may be at the discretion of the Director or any appropriate authority delegated by them.

CONTACT

All queries and clarifications on the policy and procedures may be referred to the Corporate-Office.

AMENDMENTS

The Company reserves the rights to change/ amend / add /delete/ modify this Policy in whole or in part, at any time without assigning any reason whatsoever. The Employees acknowledge that they will not be personally advised of any such change/ amendment / addition /deletion/ modification. The Employees are advised to check for any such change/ amendment / addition /deletion/ modification regularly. The Employees hereby unconditionally agree to all such changes / amendments / additions / deletions / modifications.