

Code of Conduct for the Board Members and Senior Management Employees

INTRODUCTION

This code of conduct is made for Senior Employees and Board members to maintain the standard in the business and to ensure the compliances with the legal requirement.

This code is applicable to following

- All Board members
- All functional departments head

The concerned persons are expected to read and adhere to these conducts in performing their duties.

Nothing contained in this Code, in any company policy and procedures or in other related communication shall constitute or implies an employment or contract of employment for a definite term or a guarantee of confirmed employment.

GENERAL STANDARDS

The company expects professional integrity, honesty and ethical conduct while conducting the business of the company.

The Company expects all to exercise good judgment to ensure safety and welfare of employees. The company is committed to provide a good working environment and expect to be reported of any unlawful harassment, unsocial or unethical conduct at work place.

COMPLIANCES

The company expects its officers to comply with the all Statutory Laws, Rules, Regulations and to be alert with possible violations. The officer must acquire appropriate knowledge of the requirement of compliances relating to their duties.

INTERNAL CONTROL SYSTEM

Directors and Senior Management Personnel should maintain and should cause the Company to maintain a proper and adequate system of internal controls for financial reporting.

CONFLICT OF INTEREST

If an Whole- Time Director/Officer is considering investment in any customer, supplier, developer or competitor , he/she must ensure that the investment made do not compromise with his/her responsibilities with the company. The Company expects the full time attention from its Whole- Time Directors/Officers. The company prohibits its Directors/Officers to engage in any business, profession,

Part-time jobs, that interface with the performance or responsibility or otherwise prejudicial to the interest of the company

The Whole- Time Director/Officer should avoid conducting the Company business with their relatives, or with the business associates in which they have a significant role. In case of any such transaction the nature of the related party transaction should be disclosed to the head of the Board/ Accounts and Finance department.

Under no circumstances any Officer should accept any offer, payment , promise to pay or authorization to pay any money, gift or anything of value from customers, vendors, consultants that is perceived as intended , directly or indirectly , to influence any business decision, any act or failure to act , any commitment of fraud of opportunity for the commission of any fraud.

Gifts by company to suppliers or customer or received from suppliers or customers should be appropriate to the circumstances.

CORPORATE OPPORTUNITY

The officer should not use for their personal gain, any opportunity that are discovered through the use of company resources unless the facts are fully disclosed to the Company.

CONFIDENTIAL INFORMATION

The confidential information are the valuable assets of the Company. The company information which includes process, list of customers, transaction details, vendor database, employees list must be protected and must be used for the company business purpose only.

USE OF THE COMPANY ASSETS

Protecting Assets of the company is the major key responsibility of all employees. Care should be taken to ensure that the assets are not misappropriated, loaned to others or sold or donated without proper authorization. The Assets of the company should be used only for the business of the company. The officers shall not use the assets of the company for their personal purpose and they shall not allow any other person to do so.

Every officer who has the control over the fund of the company shall not allow any outsider to exercise control over the fund of the company and the officer having control over the fund shall be personally responsible for the safeguard of the funds. Reasonable steps should be taken to ensure that the company receives good value for the fund spent and accurate and timely recording of expenditure is made.

VOILATION AND ACTION

The violation of the Code of Conduct should be promptly reported to the appropriate authority. The company will take appropriate action in case of violation. Disciplinary action includes immediate termination which shall be at the sole discretion of the company.

Where laws have been violated, the company will cooperate fully with the appropriate authority.

WAIVER

This code is subject to continuous review and updation in the line with the changes in the law , company vision , business plans or otherwise as may be deemed necessary by the board. Any waiver of any provision of this code of conduct must be approved in writing by the company's Board of Directors and promptly disclosed.

AMENDMENT

The provisions of this Code can be amended/ modified by the Board from time to time and all such amendments/ modifications shall take effect from the date stated therein. All Directors and Senior Management Personnel shall be duly informed of such amendments and modifications.