

DOCUMENT TITLE: Code Of Conduct And Ethics

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CODE OF CONDUCT AND ETHICS POLICY:

The Company believes in the conduct of its affairs in a fair, accountable, and transparent manner and is committed to conduct its business in accordance with the applicable laws, rules & regulations and with highest standards of professionalism, ethics, integrity, and objectivity. This Code applies equally to all directors, officers, and employees.

This code of ethics & conduct (the “Code”) is intended to maintain high standards of transparency, business conduct, ethics, corporate culture, and values. The Code is also to act as a deterrent from unethical doings and to promote ethical values and is the manifestation of the Company's commitment to successful operation of its business in the best interest of the shareholders, creditors, employees, and other business associates.

The Code if to be followed by all during the term of their employment. Anybody found disregarding the same would be liable to appropriate disciplinary action taken by the Company, up to and including dismissal.

KEY REQUIREMENTS:

All employees shall conduct themselves within the authority conferred upon them and must not engage in unethical conduct.

1. Avoid Conflict Of Interest

All Associates shall always act in the interest of the Company and ensure that any business or personal association including close personal relationships which they may have, does not create a conflict of interest with their roles and duties in the Company or the operations of the Company. Further, our employees and executive directors shall not engage in any business, relationship, or activity, which might conflict with the interest of the Company. All employees should be scrupulous in avoiding ‘Conflict of Interest’ with the Company . In case there is likely to be a conflict of interest, he/she should make full disclosure of all facts and circumstances thereof and obtain prior written approval from the Office Manager.

Examples of potential conflicts

- When an employee acts or has interests that may make it difficult to perform his or her work objectively and effectively;
- the receipt of any personal benefit by a member of his or her family from any supplier, customer or competitor of the Company without prior written approval of the Office Manager;
- any outside personal business activity that detracts an individual's ability to devote appropriate time and attention to his or her responsibilities with the Company;
- the receipt of non-nominal gifts or excessive entertainment from any person or company with which the Company has current or prospective business dealings by reason of or by virtue of being an employee of the Company;
- any investment interest by a director or senior management or their relative, who is in possession of any unpublished price sensitive information about any supplier, customer, or competitor of the Company; or
- any consulting or employment (whether part time or full time) relationship with any supplier, customer, business associate or competitor of the Company.

2. Honest And Ethical Conduct

During the term of employment, all employees shall act in accordance with the highest standards of personal and professional integrity, honesty, and ethical conduct not only on the Company's premises and offsite but also, at the Company's sponsored business, social events etc. Employees shall not make any false claims for personal gains nor shall indulge in fabrication of any documents or bills (medical, travel, conveyance and any other bills/ expense vouchers that may be required to be incurred / raised during the conduct of your normal business activities) Employees shall act and conduct themselves free from fraud and deception.

3. Non-Engagement In Conflicting Employment

During the term of employment with the Company, an employee will not engage in any other occupation, consulting or other business activity directly or indirectly related to the business in which the Company is now involved or becomes involved during the term of the employment, nor will any employee engage in any other activities that shall conflict with his/her obligations to the Company. An employee shall, also, not engage in any other gainful or commercial employment, business, or activity part-time or full-time, directly, indirectly, or simultaneously if the employee is employed with the Company or engages himself/herself directly or indirectly in any other profitable business or vocation. Any action on the contrary would render the employee's services liable for termination, with immediate effect notwithstanding any other conditions in the appointment.

4. Corporate Opportunities

All employees owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. They are expressly prohibited from:

- taking for themselves personally, opportunities that are discovered using the Company's property, information, or position;

- competing directly with the business of the Company or with any business that the Company is considering; and
- using the Company's property, information, or position for personal gain. If the Company has finally decided not to pursue an opportunity that relates to the Company's business activity, he/she may pursue such activity only after obtaining prior approval.

5. **Fair Dealing**

Every employee should deal fairly with customers, suppliers, and competitors of the Company. They should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential, proprietary or trade secret information, misrepresentation of material facts, or any other unfair dealing practices.



Luke Deasy
Managing Director