

KANCHI KARPOORAM LIMITED

CODE OF CONDUCT FOR THE BOARD OF DIRECTORS & SENIOR MANAGEMENT

The Board of Directors (The Board) of **Kanchi Karpooram Limited** (The Company) has adopted the following code of conduct for director and senior Management. This code is intended to commit the Board and the senior management to conduct the business of the Company in accordance with applicable laws, rules, regulations, highest standards of business ethics and to detect and prevent unethical conduct of business.

CODE OF CONDUCT

1. Shall maintain and promote the Company by maintaining highest degree of Corporate Governance practices.
2. Shall act in utmost good faith and exercise due care, diligence and integrity in performing their official duties.
3. Shall ensure that they use the Company's assets, properties, information and intellectual rights for official purpose only and/or as per the terms and conditions detailed in their letter of appointment.
4. Shall not divulge and maintain absolute confidentiality of information entrusted by the Company or acquired during the performance of their duties and shall not use it for personal gain or advantage.
5. Shall not seek, accept or receive, directly or indirectly, any gift, payments or favour or induce anyone else in whatsoever form from the Company's business associates, which can be perceived as being given to gain favour or dealing with the Company and shall ensure that the Company's interests are never compromised.
6. Shall not communicate with any member of press or publicity media or any other outside agency on matters concerning the Company, except through the designated spokespersons unless authorized otherwise.
7. Shall not, without the prior written approval of the Board or Senior Management, as the case may be, accept employment or a position of responsibility with any other organization for remuneration or otherwise that are prejudicial to the interests of the Company and shall not allow personal interests to conflict with the interest of the Company.
8. Shall in conformity with the applicable Law and the legal provisions disclose personal and/ or financial interest in any business dealings concerning the Company and shall declare information about their relatives (spouse, dependent children and dependent parents) including transactions, if any, entered into with them.
9. Shall not commit any offence involving morale turpitude or any act contrary to law or opposed to the public policy and if committed shall be duty bound to inform the Company for appropriate action to be undertaken by the company under the given relevant circumstances as per the policy of the company.
10. Shall ensure strict compliance with SEBI (Prohibition of Insider Trading) Regulations, 1992 as also other regulations as may become applicable from time to time.