

POLICY REFERENCE	CORPORATE ETHICS & CODE OF CONDUCT
POLICY OWNER	HUMAN RESOURCE (HR)

1. OBJECTIVE

Over the years, the Company conducted its business with very high ethical and moral standards. This has resulted in gaining reputation as a professionally managed company by all its stakeholders. As the Company grows and expands further, it is critical to continue to exhibit high levels of ethical standards and professional behavior in everything that the Company does.

The company needs to have a model code of conduct which should guide the attitude and actions of all employees. This, in turn, would further strengthen the linkage among all the stakeholders.

Shall believe that in business, conduct can be ethical only when it is in consonance with Corporate Ethics and Code of Conduct of the company. In pursuance to these enclosed Code shall fulfill our commitment to ethical interface with all our stakeholders – employees, customers, shareholders, lenders and other investors, suppliers, government and the community.

This policy states what the company expects from its employees in letter and spirit and what the stakeholders can expect from the company.

The principle and procedures in this document apply to all material transactions, large or small, and describes the conduct expected of every employee.

Every employee is expected to conduct business with integrity, in compliance with applicable laws, and in a manner that excludes considerations of unfair direct or indirect personal advantage/gains.

It is employee’s individual responsibility to ensure that all employees under him/her are aware of these commitments & procedures and behave in accordance with the letter and spirit of this code.

2. APPLICABILITY

Management and the Employees of the company are obliged to carry out their duties in an honest, fair, diligent and ethical manner, within the scope of the authority conferred upon them and in accordance with the laws, rules, regulations, agreements, guidelines, standards, and internal policies and procedures.

The Board of Directors of the Company is entrusted with the fiduciary responsibility of oversight of the affairs of the Company. As Directors of the Company, they have a duty to make decisions and implement policies in the best interests of the Company and its other stakeholders.

3. CODE OF CONDUCT

3.1 Employees

3.1. We strive to be high performing organization and therefore, our employees are fully committed to give best possible performance and best possible output under all favorable and unfavorable

circumstances.

3.1.2 Shall strive to be a learning organization and hence shall actively encourage employees to share their knowledge and learning.

3.1.3 Shall strive to create and in turn expect ownership spirit/sense of belonging from our people to the organization. In this context shall encourage initiative and enterprise from all employees

3.1.4 Shall treat employees as our greatest asset. Shall respect the individual rights and dignities of all people.

3.1.5 Shall recognize merit as the only criteria for growth in the company. An employee will have the opportunity to grow to his/her highest capability regardless of nationality, caste, religion, colour or sex.

3.1.6 Shall fully be committed to people development processes in a fair, equitable and transparent manner.

3.1.7 Shall strive to ensure highest level of 2-way communication with the employees so that all employees continuously possess complete relevant knowledge at all times.

3.1.8 Shall believe in creating a healthy open environment for the employees, where free expression of views can take place across all hierarchies.

3.1.9 Shall actively seek to create an atmosphere of highest integrity, trust, fairness and honesty which should guide our behaviour and relationship with people, both internally and externally.

3.1.10 Shall maintain highest level of professional conduct in a manner that continuously enhances the image of our department, business unit and the group companies without conflict of one with the other.

3.1.11 Shall in his business conduct, comply with all applicable laws and regulations, both in letter and in spirit, in all the territories in which it operates. If the ethical and professional standards set out in the applicable laws and regulations are below that of the Code, then the standards of the Code shall prevail.

3.1.12 Shall deal on behalf of the Company with professionalism, honesty, integrity as well as high moral and ethical standards. Such conduct shall be fair and transparent and be perceived to be as such by third parties. Every employee shall be responsible for the implementation of and compliance with the Code in his professional environment. Failure to adhere to the Code of conduct could attract the most severe consequences including termination of employment.

3.1.13 Shall not, without the prior approval of the head of the Department /company, accept employment or a position of responsibility (such as a consultant or a director) with any other company, nor provide "freelance" services to anyone in the same industry. In the case of the head of the company, such prior approval must be obtained from the Board of Directors of the company.

3.1.14 Shall not engage in any business, relationship or activity that might detrimentally conflict with the interest of the Company. Any conflict of interest, actual or potential, may arise where directly or indirectly: -

(a) an employee of the company engages in a business relationship or activity with anyone who is party to a transaction with his Company,

(b) an employee is in a position to derive a personal benefit or a benefit to any of his relatives by making or influencing decisions relating to any transaction, and

(c) an independent judgment of the Company's best interest cannot be exercised.

3.1.15 Shall not disclose their compensation package to anyone nor shall be permitted to discuss the compensation of any other employees to others.

3.1.16 The assets of the Company should not be misused but employed for the purpose of conducting the business for which they are duly authorized. These include tangible assets such as systems, facilities, materials, and resources as well as intangible assets such as proprietary information, relationships with customers and suppliers, etc.

3.1.17 Shall ensure, at all times, the integrity of data or information furnished by him to the Company.

3.1.18 Shall promptly report to the management any actual or possible violation of the Code or an event he/she becomes aware of that could affect the business or reputation of the Company.

3.1.19 Shall prepare and maintain its accounts fairly and accurately in accordance with the accounting and financial reporting standards that represent the generally accepted guidelines, principles, standards, laws and regulations of our country.

Internal accounting and audit procedures shall fairly and accurately reflect all of the Company's business transactions and disposition of assets. All required information shall be accessible to company auditors and other authorized parties and government agencies. There shall be no willful omissions of any company transactions from the books and records, no advance income recognition and no hidden bank account and funds.

Any willful material misrepresentation of and/or misinformation on the financial accounts and reports shall be regarded as a violation of the Company's Code of Conduct policy, leading to inviting appropriate civil or criminal action under the relevant laws.

3.2 Customers

3.2.1 Shall be committed to understand the present and changing needs of the customers and fulfilling them for achieving total customer satisfaction.

3.2.2 Shall strive to make our company the Customer's Business Partners of choice.

3.2.3 Shall believe in elevating customer service to such a high level that it becomes the brand differentiator for our products.

3.3 Business Partners/suppliers

3.3.1 Shall continuously work for a relationship of mutual inter-dependence and prosperity with our business partners/suppliers.

3.3.2 Shall extend our philosophy of highest integrity, openness and fairness to our business partners/suppliers.

3.4 Government

3.4.1 The Company always strive to be a good corporate citizen, respecting the Government laws in all the countries where we operate. Further the company Shall remain apolitical while participating in democratic processes.

3.5 Environment, Health and safety

3.5.1 The company Shall have the highest respect for protection of environment which is translated into our ensuring that all our establishmentsprotect and encourage healthy environment.

3.5.2 The company Shall be committed to protect the health and safety of ouremployees and our customers.

3.5.3 The company Shall be also committed to the development of communitieswhere shall are located.

3.5.4Shall do not employ child labour i.e. Worker under the age of 18.

3.5.3Shall treat all the employed in the company with respect, dignity.Shall do not discriminate based on gender.

3.6 Shareholders

The company shall be committed to enhance shareholder value and comply with all regulations and laws that govern shareholders' rights. The Board of Directors of the Company shall duly and fairly inform its shareholders about all relevant aspects of the Company's business and disclose such information in accordance with the respective regulations and agreements.

4. SOME EXAMPLES OF VIOLATION OF CODE OF CONDUCT

4.1 Personal Conduct

- Indulging directly or indirectly in any insider trading/ dealing in unpublished price sensitive informationof the Company.
- Divulging information of classified nature to anyone other than persons within the company who are qualified to possess that information.
- Receiving or giving bribes/kickbacks.
- Pursuing self-interest by exploiting business relationship.
- Giving gifts to any other person such as any government official/ any agent or any other person, other than complimentary, the value of which exceeds Rs.1500/-.
 - Accepting gifts from any other person such as vendor, businessassociates or any other outsiders which has a monetary value exceeding Rs.1500/- on the occasion of any festival or otherwise.
 - If an employee received gifts by post / courier, it would be advisable to return the gift with a thank note explaining the Company Policy. When in doubt, consult the concerned Departmental Head / HR person.
- Accepting or extending business courtesies, favours,entertainment etc. which:
 - a) Contravenes applicable laws; and
 - b) Causes embarrassment if it becomes public.

- Taking decisions on considerations other than merits.
- Not projecting positive aspects of unit/group while communicating with an outsider.
- Providing or accepting anything less than best quality of product and services.
- Using Company resources for personal work.
- Misuse of IT infrastructure/company resources.

4.2 Customer

- Being rude to customers.
- Ignoring the needs of customers.
- Ignoring or neglecting pursuit of customer satisfaction.

4.3 Business Partners/Suppliers

- Being rude to business partners/suppliers.
- Giving any kind of undue advantage to one at the cost of the other.
- Giving any favorable /business/contract to any person who has a relationship with the employee without referring the matter at a level where no conflict of interest is present.
- Shall ensure supplier respect, human rights practices including Health, Safety, Environment and other Business Principal and ethics.

4.4 Workplace /Employee

- Lack of effective communication with colleagues.
- Not pursuing career growth of subordinates.
- Reprimanding team members in public.
- Ignoring breach of Code of Conduct by a colleague.
- Not supporting or not attending training programmes.

4.5 Community

- Not participating in Community programmes as planned by Management.
- Disregard for public hygiene and clean environment.

4.6 Government

- Non-compliance with legal & statutory provisions.

4.7 Sexual Harassment Policy:

All employees should respect the rights of their Male / Female Co employees and create & maintain healthy work environment free of any kind of Mental / Physical / Sexual harassment.

5. ENFORCEMENT MECHANISM

5.1 The company expects voluntary compliance to this code of conduct.

5.2 The company encourages conscientious employees to help the company to enforce this code adequately.

5.3 Any action by an employee which is in non-compliance of the code of conduct or causes conflict of interest shall be deemed as an act of misconduct and be liable to disciplinary action.

5.4 The immediate superior of an employee, Unit head, President and the Director in-charge shall form the

corner stones of this mechanism who could be informed by any employee the nature of violation when it becomes known to him.

5.5 Committees have been created under Sexual harassment policy depending upon Geographical location of our manufacturing units and Marketing branch offices each committee is headed by one Lady Employee of the Company. Depending upon the Complaint the Committee will enquire and take necessary steps.

5.6 Suppliers can register their complaint to exclusive mail ID suppliercomplaint@srichakra.in Confidentially, if any employee of Srichakra seek a favor, which should automatic trigger a Mail to Head – Materials and Head – HR.

6. ETHICS MANAGEMENT PROCEDURE

6.1 Ethics Compliance Process

The overall compliance of the code - The Code of Conduct - is applicable to all personnel in the Management Cadre. The concerned managers would also strive to ensure compliance of this code of conduct by all consultants, advisors, representatives, suppliers, contractors and agents.

6.2 Ethics Management Committee

Every business will have a Committee comprising executive Director as Chairman and President, Head of HR and Head of Accounts and any person nominated to this committee as Members who would be the final authority in dealing with all types of violations to the code of conduct. The committee shall meet at periodic intervals but at least once in a quarter.

6.3 Adoption and acceptance of the Code

- All employees should adopt and accept the code with immediate effect.
- A letter as per Annexure A may be issued by respective authorities at different locations to all employees.
- An affirmation/undertaking may be given by all employees as per Annexure B which will be kept on record by the company in his/herservice file.

6.4 Process to address violation

6.4.1 Personal grievances - an aggrieved employee can directly approach his senior/Departmental Head/Unit HRD head for redressal. The senior should ideally respond with the course of action proposed within 72 hours. If the employee is not satisfied, he may approach his Unit Head/Corporate HR Head in writing. The Unit Head/ Corporate HR Head should respond with the course of action proposed within 2 weeks.

6.4.2 Personal integrity - this violation can be reported directly to the Unit Head/ Corporate HR Head and action should be taken at the earliest.

6.4.3 Organization issues - violations can be reported to the Managing Director and action as far as possible should be taken within a month.

Annexure A

Letter from the company to all employees to adopt and accept Corporate Ethics and Code of Conduct

Date

Ms./Mr.

Dear Sir,

Please find enclosed a copy of our Corporate Ethics and Code of Conduct which should guide the attitude and actions of our employees in performing their duties.

You are required to commit to abide by this document in letter and spirit together with changes if any made in future and brought to your notice.

You may please confirm your commitment to this code of conduct by filling and signing the enclosed declaration.

For Srichakra Polyplast (India) Pvt Ltd -----

Annexure B

Declaration from the employee for accepting. Corporate Ethics and Code of Conduct

Declaration of my commitment(For service file)

I, Ms./Mr..... have read and understood the company's Corporate Ethics and Code of Conduct dated and Revision & New Inclusion dated.

I hereby commit to abide by this document together with changes if any made in future and communicated to me in letter and spirit. A copy of the above code has been made available to me.

Name:

Designation:

Signature:

Place:

Date: