

KANCO ENTERPRISES LIMITED

Code of Conduct

This code outlines fundamental considerations of professional and ethical conduct. It is applicable to the Board of Directors, members of the Committees and all employees at one level below the Board including functional heads (hereinafter collectively referred to as 'the Team').

All concerned must read and understand this code and ensure to abide by it in their day to day activities. Mr. D.Arya, Company Secretary/ Compliance Officer or Mr. Sushil Tewari, General Manager (Finance) may please be contacted should anyone have any questions relating to compliance of this code.

Some words and phrases in this code are subject to varying interpretations and due to that a conflict may arise between principles of ethics in specific situations. In case of conflict, the decision of the Board shall be final.

Absolute commitment to ethical professional conduct is expected from every constituent of the Team at Kanco- in all of its units/offices. The code contains many, but not all, issues the team members are likely to face.

Core principles of Conduct

Values

The values- be they moral, social or professional form the crux of proper conduct in all spheres of life, the underlying principle being to contribute positively to the cause at hand. In other words the Team must give full value for all its worth to ensure successful discharge of its obligations concerning the quality of life of all people and surrounding environment leaving no scope for harm to anybody.

Integrity and Transparency

Honesty and transparency are the virtues that would ensure equal justice and result in responsible actions of the Team after careful application of mind devoid of any misrepresentation or deception resulting in fairness in all dealings.

Other Fundamentals

Our stake is jointly represented by Kanco and we will always strive to ensure responsibility and accountability to meet business needs.

Team work makes it happen is our 'mantra' and 'quality' is our motto.

- We must obey and respect the existing local, state, national, and international laws.
- We should also obey the policies, procedures, rules and regulations of the Company.
- We undertake to comply with the Company's Code of Corporate Disclosure Practices.
- Observe Corporate Discipline.
- We undertake to comply with the Company's Code of Conduct for Prevention of Insider Trading.
- Identify, mitigate and manage business risks.
- Shun sexual harassment wholeheartedly.

Specific Additional Provisions for Board & Committee members

We undertake to actively participate in meetings of the Board and of the Committees thereof on which we serve.

As Board members

1. We undertake to inform the Chairman of the Board of any material changes in our other board positions, and other events / circumstances/ conditions that may interfere with our ability to perform our Board/Committee duties due to apparent conflict of interest e.g. Related Party Transactions or other material transactions having pecuniary interest.
2. We should not use our official position for our personal gains.

Continual updation of code

This code is subject to continuous review and updation in line with any changes in law, changes in the Company's philosophy, vision, business plans or otherwise as may be deemed necessary by the Board.