

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

I - INTRODUCTION

This Code of Conduct has been adopted by Alankit Limited to comply with the applicable rules of the Stock Exchanges where securities of the Company are listed i.e. Bombay and National Stock Exchange. The principal duty of the Board of Directors, along with management, is to ensure that the Company is well managed in the interests of its shareholders. The Board of Directors plays the central role in the Company's governance. It is the Company's decision-making authority on all matters except those reserved to shareholders or delegated to the management.

This Code shall come into force with immediate effect. Each and every Director/Officer (as defined herein below) shall be duty-bound to follow the provisions of this Code in letter and spirit. Any instance of non-compliance of any of the provisions shall be a breach of ethical conduct and shall be viewed seriously by the Company. The Directors/Officers (as defined herein below) are expected to read and understand this Code and uphold these standards in their business dealings and activities.

II - APPLICABILITY

This Code of Conduct applies to the following:

1. All Members of the Board of Directors of the Company; (hereinafter referred to as the "Directors")
2. All Departmental/Functional heads of different divisions of the Company (By whatever designation they are called). (Hereinafter referred to as "Officers")

III - PURPOSE

The prime purpose of the Code of Conduct is to create an environment where all the Board Members & Senior Management of the Company maintain an ethical standard and compliance to the ethical standards that are laid down. This code of conduct will act as guideline to all to:

- ▶ Promote honest and ethical conduct
- ▶ Maintain a corporate climate in which the integrity and dignity of each individual is valued and promoted.
- ▶ Assure compliance with laws, rules and regulations that govern the Company's business activities; and
- ▶ Assure the proper use of the Company's assets.

This Code does not specifically address every potential form of unacceptable conduct, and it is expected that the Board Members / officers of the Company will exercise good judgment in compliance with the principles set out in this Code. The Board Members/ officers of the Company have a duty to avoid any circumstance that would violate the letter or spirit of this Code.

IV - GUIDELINES FOR CONDUCT

All directors/officers should seek to use due care in the performance of their duties, be loyal to the Company, act in good faith and in a manner such directors/officers reasonably believes to be not opposed to the best interests of the Company. All directors/officers should:

- ▶ dedicate time and attention to the Company; and
- ▶ seek to comply with all applicable laws, regulations, confidentiality obligations and corporate policies of the Company.

V - COMPANY PROPERTY

In carrying out their duties and responsibilities, directors/officers should endeavor to ensure that management is causing the Company's assets, proprietary information and resources to be used by the Company and its employees only for legitimate business purposes of the Company.

VI - CONFIDENTIAL INFORMATION

Directors/officers should maintain the confidentiality of information entrusted to them in carrying out their duties and responsibilities, except where disclosure is approved by the Company or legally mandated or if such information is in the public domain. The Company's confidential and proprietary information shall not be inappropriately disclosed or used for the personal gain or advantage of any director/officer or anyone other than the Company. These obligations apply not only during a Director's/officer's term, but thereafter as well.

VII - FAIR DEALING

In carrying out their duties and responsibilities, directors/officers should endeavor to deal fairly, and should promote fair dealing by the Company, its employees and agents, with customers, suppliers and employees. Directors/officers should not seek to take unfair advantage of the Company through manipulation,

concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing.

VIII - INSIDER TRADING

Directors/officers should observe all applicable laws and regulations including the Company policies and Codes as applicable to them with respect to the purchase and sale of the Company's securities. It is the responsibility of each director/officer to become familiar with and understand these laws, regulations, policies and codes and should seek further explanations and advice concerning their interpretation.

Any waiver of or amendments to the Company's policies or Codes may be made only by the Company's Board of Directors and will be disclosed promptly as required by applicable laws and regulations including the rules of any exchange on which the Company's securities are listed or traded

XI - COMMUNICATION WITH GOVERNMENT AND PUBLIC

Director/officer shall not make any statement, which has the effect of adverse criticism of any policy or action of the government or of the company or which is capable of embarrassing the relations between the company and the public including all the stakeholders. Provided that nothing in this clause shall apply to any statement made or used, expressed by a Board member, which are purely factual in nature and are not considered as confidential in his official capacity or on due performance of the duties assigned to him.

X - INTERPRETATION OF CODE

Any question or interpretation under this Code of Ethics and Business Conduct will be handled by the Board or any person /committee authorized by the Board of the Company. The Board of Directors or any designated person/ committee has the authority to waive compliance with this Code of business conduct for any director, officer of the company. The person-seeking waiver of this Code shall make full disclosure of the particular circumstances to the Board or the designated person/ committee.

XI - DISCRIMINATION AND HARASSMENT

The Company is committed to provide a workplace free of discrimination and harassment based on race, color, religion, age, gender, national origin, disability, veteran status, or any other biases. It would be the endeavor of every Board Member and officer of the Company to see that work place is free from such environment.

If any Officer or Associate is discriminated, he may lodge a complaint of discrimination or harassment to the Managing Director & CEO of the Company.

XII - POLITICAL CONTRIBUTIONS

Corporate funds, credit, property or services shall not be used, directly or indirectly, to support any political party or candidate for public office without the prior approval of the Board of Directors of the Company.

XIII - WAIVERS AND AMENDMENTS OF THE CODE

We are committed to continuously reviewing and updating our policies and procedures. Therefore, this Code is subject to modification. Any amendment/ inclusion or waiver of any provision of this Code must be approved by the Company's Board of Directors and promptly disclosed on the Company's website and in applicable regulatory filings pursuant to applicable laws and regulations, together with details about the nature of the amendment or waiver.

XIV - DISCLOSURE

The members of the Board and the officers personnel shall affirm the compliance with the code on annual basis. The Annual Report of the Company shall carry a declaration to this effect signed by the Director. Full, fair, accurate, timely and understandable disclosure shall be made in reports and documents that Company file with, or submit to, the stock exchange, SEBI and/or any other government agency and in all other public communications made by the Company. Company's management has the general responsibility for preparing such filings and communications and shall ensure that the same shall conform to all applicable laws and regulations.

XV - INVESTOR FEEDBACK

As a stock exchange listed organization, meeting our stakeholders' requirements and excelling at serving them is of great importance to us. We request you to provide us with your views and suggestions in our mail id i.e. investor@alankit.com This would enable us enhance the value of company and serve you better in future..