

## **CODE OF CONDUCT**

### **Introduction:**

The Code of Conduct is the set of principles and expectations that are considered binding on all who are one way or the other connected to the “Indo-Global Enterprises Limited”. This code of Conduct (the “code”) helps to maintain the standards of Business conduct of organization and ensures compliances with legal requirements to the company.

### **Compliance is everyone’s business:**

Ethics of the business is critical to our business and it is the responsibility of all to respect and adhere to the Business ethics. Violations of the laws related to the company, can create significant liability on the stakeholders concerned with the company and also adversely affect the existence of the company. Those who violate the policies of this code of conduct will be liable to disciplinary action by the company.

### **Organizational code of conduct:**

The Organization and its employees must, all the times, comply with all applicable laws and regulations. The Organization will not condone the activities of employees who achieve results through violation of the law or unethical business dealings. This includes any payments for illegal acts, indirect contributions, rebates, and bribery.

### **Legal Compliances:**

All the Directors and officers of the company should ensure compliance of all applicable laws, rules and regulations applicable to the company. All shall make aware of the current affairs and changes in legal laws and be informed of the Compliances carried out by the Company with the laws. Violations of applicable laws may create disciplinary action as well as pecuniary loss to the company and also to the management of the Company.

### **Health Safety and Environment:**

The Officers shall strive to provide a safe and healthy working environment, both within the organization and as part of the society and comply, in the conduct of its business affairs with all regulations regarding the preservation of the environment of the territory the Company operates in. Particular attention should be paid to training of the employees to increase safety awareness and adoption of safe working methods, particularly designed to prevent serious or fatal accidents.

### **Corporate Citizenship:**

The core value underlying in “IGELs” corporate philosophy is "Trusteeship". Its management believes that this organization has been handed over to them by various stakeholders in “Trust” and they, as management as a whole, are the “Trustees” of these

stakeholders. It is therefore their responsibility to ensure that the organization is managed in a manner that protects and fosters the interests of all the stakeholders. "IGELs" recognizes society as an important stakeholder and therefore it is a part of its responsibility to practice good corporate citizenship.

### **Corporate Governance:**

Corporate Governance practices adopted by the "IGEL" add more its value to the conduct and compliance of laws. The Corporate Governance Policy is the apex level instrument that guides the conduct of the affairs of "IGEL" and clearly defines the roles, responsibilities and authorities of the Board of Directors and the senior management personnel. This Code forms an integral part of the Company's Corporate Governance Policy. The Board and the Key Management Personnel shall at all material times strictly adhere to the Corporate Governance Policy of "IGEL".

### **Conflict of Interest:**

Every director and employee of the company should always act in the interest of the company and their personal interest should not conflict with the interest of the company. Although this duty does not prevent them from engaging in personal transactions and investments, it does, however, demand that they should avoid situations where a conflict of interest might occur or appear to occur.

Where one's conduct is likely to confer a pecuniary benefit to oneself or in favor of any relative(s) or in favor of any company, body corporate or firm where one or one's relative is an employee, member, director or partner. In this situation conflict of interest may occur and one should always act in the interest of the company.

### **Gifts & Donations:**

Under no circumstance officers may accept any offer, payment promise or authorization to receive any money, gift or anything of value from customers, vendors, consultants etc that is perceived as intended, directly or indirectly, to influence any business decision, any act or failure to act, any commitment of fraud or any opportunity for the commission of any fraud. Inexpensive gifts, celebratory events and entertainment, provided that they are not excessive or create an appearance of impropriety, don't violate this policy.

### **Transparency:**

All Members of the Board and Senior Management Personnel shall ensure that their conduct at workplace is totally transparent, subject, of course, to the sensitivity of the information or the nature of job assigned to him/her or where the need of business security dictates otherwise. Such transparency shall be brought about by adherence to corporate governance norms, policies, systems and processes laid down by the Company, from time to time, including as appropriate segregation of duties, tiered approval mechanism, involvement of more than one manager in key decisions and maintaining supporting records.

**Confidentiality:**

All directors and management employees shall ensure that any confidential information gained in their official capacity is not utilized for personal profit or for the advantage of any other person. They shall not disclose in writing/verbal any facts, figures, information, trade secrets and/or confidential documents obtained during the course of business relationship with Company to any person/authority/organization/statutory body unless required by law and/or with specific written permission of the Company. They shall not provide any information either formally or informally to the press or to any other publicity media unless specifically authorized to do so. They shall adhere to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 1992.

**National Interest:**

The Company shall conduct its business affairs in accordance with the economic development and foreign policy objectives of the country and strive to make a positive contribution at the international, national and regional levels. It shall not undertake any activity that will have any adverse impact on the social and cultural life of the citizens.

**Securities Transaction:**

The officers and employees of the Company and his or her immediate family shall not derive any benefit or assist others to derive any benefit from the access to and possession of information about the Company, which is not in the public domain. The officers and employees of the Company shall not use or proliferate information which is not available to the investing public for making or giving advice on investment decisions on the securities of the Company.

**Waiver:**

Any waiver of any provision of this Code of Conduct for a director, officer or employee must be placed for approval before the Company's Board of Directors and such waiver shall be granted in writing.

**Violation:**

Any instance of violation of this Code of Conduct shall be brought to the attention of the immediate reporting authority or the Board of directors and shall be dealt with appropriately.