



KISAN MOULDINGS LIMITED

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CIN:L17120MH1989PLC054305

CODE OF CONDUCT

(Applicable to all Directors and Senior Management Personnel)

I. Introduction:

This Code of Conduct shall be called "The Code of Conduct for Board Members and Senior Management Personnel of Kisan Mouldings Limited". It ensures compliance with the provisions of revised Clause 49 of the Listing Agreement entered into with the Stock Exchanges.

The Code is in alignment with the Company's Vision and Values to achieve the Mission & Objectives of the Company and aims at enhancing ethical and transparent process in managing the affairs of the Company.

Kisan Mouldings Limited believes and practices the principles of good corporate governance over the years which include respect for human values, individual dignity and adherence to honest, ethical and professional conduct.

The Directors and Senior Managerial Personnel shall confirm that they have received, read and understood the Code of Conduct. They further agree to comply with the Code in the format specified on an annual basis.

II. Applicability:

- 1) All Whole-time Directors;
- 2) All Non Whole-time Directors and Independent Directors unless specifically exempted from the Code or some of the provisions of the Code;
- 3) All Senior Managerial Personnel of the Company and members of the core Management Team who are at the level of one rank below the members of the Board of Directors. This will include all employees at the level of Chief Operating Officer and above.

III. Compliance of Law:

- 1) The Directors and Senior Managerial Personnel are expected to comply with all applicable laws, rules and regulations and all applicable policies and procedures adopted by the Company.
- 2) The Directors and Senior Managerial Personnel should also **abide by the SEBI (Prohibition of Insider Trading) Regulations, 1992** and also the internal procedure as adopted by the Board of Directors.

IV. Honest & Ethical Conduct:

- 1) The Directors and Senior Managerial Personnel shall act honestly, fairly, ethically with loyalty and conduct themselves in a professional, courteous and respectful manner.
- 2) The Directors and Senior Managerial Personnel act in the best interest of the Company and in a manner to enhance and maintain the reputation of the Company, and fulfill their fiduciary duties to the stakeholders of the Company.
- 3) The Directors and Senior Managerial Personnel are expected to act in good faith, with responsibility, due care, competence, diligence and independence.
- 4) The Directors and Senior Managerial Personnel should treat their colleagues and other associates of the Company with dignity

V. Conflict of Interest:

- 1) The Senior Managerial Personnel should avoid any relationship, influence or activity that may impair the ability to make objective and fair decisions.
- 2) The Executive Directors and Senior Managerial Personnel should avoid the acceptance or continuation of any position of influence or of pecuniary interest, directly or indirectly, in any other organization or indulge themselves in a business, without prior approval of the Board/Committee, during their tenure, which is in competition with the Company.
- 3) The Senior Managerial Personnel are responsible for effective control and appropriate use of all Company's resources entrusted to them in the official discharge of their duty.

VI. Confidentiality of Information:

Every Director and Senior Managerial Personnel has to secure, preserve, safeguard and use discreetly, confidential information in the best interest of the Company. He should not divulge or communicate such information to third parties except when authorized for the business reasons. Provided that Board Members and Senior Management Personnel shall be free to disclose such information which is:

- 1) Part of the public domain at the time of disclosure;
- 2) Authorized or required to be disclosed pursuant to a decision of the Board;
- 3) Required to be disclosed in accordance with applicable laws, rules, regulations, guidelines or to any authority.

VII. Clean Environment, Safety & Health:

Kisan Mouldings Limited is committed to ensuring that the covered Parties are treated with dignity. In all aspects of company's operations, safe, healthy and clean environment shall be given prime importance.

VIII. Amendments to the Code:

The provisions of this Code can be amended/ modified by the Board of Directors of the Company from time to time and all such amendments/ modifications shall take effect from the date stated therein.

IX. Enforcement of Code of Conduct and its Consequences of Non-Compliance of this Code:

Each party shall be accountable for complying with this Code. In case of breach of this Code by anyone, the same shall be considered by the Board of Directors for initiating Appropriate Action, as deemed necessary.

X. Placement of the Code on Website:

This Code and any amendments thereto shall be posted on the website of the Company.