

Code of Conduct for Non-executive Directors

The Non-executive Directors of the Company will abide by this Code of Conduct.

They shall -

- comply with all applicable laws, rules and regulations;
- demonstrate highest standards of integrity, business ethics, and corporate governance;
- always act in the interest of the Company and ensure that any other business or personal association which they may have, does not involve any conflict of interest with the operations of the Company and their role therein;
- provide expertise and experience in their areas of specialisation;
- guide the Company's management in the 'right' direction based on their experience and judgement;
- give careful and independent consideration to the affairs of the Company and all documents placed before them to satisfy themselves with the soundness of key decisions taken by the Management and call for additional information, where necessary, for making such judgements;
- always act in the interest of the Company and ensure that any other business or personal association which they may have, does not involve any conflict of interest with the operations of the Company and their role therein;
- safeguard the confidentiality of the information received by them by virtue of their position.

Declaration

I hereby confirm that I have read the Code of Conduct for Non-executive Directors. I understand the standards and policies contained therein. I agree to comply with the Code of Conduct and follow diligently all the guidelines stated in it.

If I have any queries regarding meaning of application of the Code of Conduct, or any of the legal and regulatory requirements, I will consult the Chairman / Managing Director / Company Secretary for clarification.

Signature : _____

Name : _____

Date : _____