

ASIAN GRANITO INDIA LIMITED



CODE OF CONDUCT



OBJECTIVE & APPLICABILITY

The purpose of the code is to enhance the high standard of ethics and commitment by the company in conducting the business. It is broad policy applies to the members of Board of Directors and Senior Management Personnel for their conduct and commitment in dealing with the company, with each other and other employees of the company and the internal and external stake holders and the external environment in which the company operates its business.

The main objective of the code is to regulate the relationship with the concerns like consumer, shareholders, government agencies, among board of directors etc.

The Company is committed in conducting its business with honesty, responsibility, transparency.

It applies all the members of Board of Directors and core management team comprising of the members of management one level below the Director and includes all functional heads also.

It is expected that the code is read, understood and implemented in right spirit and make the company to full fill its obligations to all stake holders like customers, share holders, government, society and the nation at large.

CONTENTS OF THE CODE

A) OUR RELATIONSHIP WITH SOCIETY AND NATION

B) OUR RELATIONSHIP WITH CONSUMERS

C) OUR RELATIONSHIP WITH THE GOVERNMENT AND THE LAW

D) OUR RELATIONSHIP WITH EACH OTHER, WITH COMPANY AND WITH THE BOARD OF DIRECTORS

E) OUR RELATIONSHIP WITH SHAREHOLDERS.

A) OUR RELATIONSHIP WITH SOCIETY AND NATION :

We are well aware about our civic responsibility as a citizen of each locality where we operate and always be supportive for the health education and welfare of the community.

The company is committed to universal human rights. The company shall be committed to contribute the economic development of the nation. We are dedicated to consumer products which contribute to the overall quality of life and we value the healthy and clean environment by reducing waste and minimizing the impact of our products on the environment through source reduction recycling and other responsible waste management.

B) OUR RELATIONSHIP WITH CONSUMERS :

The motto of our business is the consistence quality and environment friendly product as the quality and safety is essential for the consistent growth and success of our company. We ensure our consumers for reliability and quality of our product as we set the highest standard of our product. We also ensure to be always aware for consumer satisfaction, trust and goodwill and to serve the needs of consumers.

We will be creative and honest for the accurate advertising of our product which will be never misleading.

We respect and honour the privacy of rights of consumer.

C) OUR RELATIONSHIP WITH THE GOVERNMENT AND THE LAW :

- ❖ **Financial reporting and records:** The Company shall prepare and maintain its accounts fairly and accurately in accordance with the accepted guidelines, principles, standards, laws and regulations of the Nation. We are strict enough that any willful material misrepresentation on the financial accounts and reports will be considered as a violation of the code apart from inviting the appropriate legal action under the relevant laws.
- ❖ **We comply with the antitrust laws:** We also believe that we shall market our products on its own merits and ensure healthy competition as well as avoid making unfair and misleading statements about competitors' products and services.
- ❖ The company believes in fare compliance of all laws, rules and regulations applicable to or concerning to the company and its business both in letter and spirit.

D) OUR RELATIONSHIP WITH EACH OTHER, WITH COMPANY AND WITH THE BOARD OF DIRECTORS

1. Our Relationship with each other:

- ❖ The Company believe that human is an asset and shall act as equal opportunity employer by providing just and fare opportunities of employment only on basis of quality of applicant not on basis of their race, caste, religion, colour, sex or nationality.
- ❖ The Company and its employees shall neither receive nor offer directly and indirectly any illegal payments, gifts or donations to obtained business or unhealthy favour for the conduct of our business.
- ❖ Any information concerning the Company's business, its customers, suppliers etc. which has been received or to which one has access during the course of employment or dealing with the Company shall be considered as confidential unless such information is publicly available. Such information must be held in confidence and used only for the purposes of the business of the Company and not disclosed otherwise unless authorised to do so or required to do under law. This obligation continues for three years even after one leaves or disassociates himself from the Company.

2. Our relationship with Company

❖ [a] Conflicts of Interest:

Each of us has a responsibility to the Company, its shareholders and towards each other. Although this duty does not prevent us from engaging in personal transactions and investments, it does demand that we avoid situations where conflict of interest might occur or appear to occur.

A "conflict of interest" occurs when an individual's private interest interferes or appears to interfere with the interests of the Company. The Directors and senior management personnel must act at all times in the Company's best interests and avoid putting themselves in a position where their personal interests conflict or appears to conflict with the interest of the Company. The personal interests will include those of their close relatives. Any Director or senior management personnel, who is aware of a conflict of interest or is concerned that a conflict might develop, is required to disclose the matter promptly to the Board of Directors in case of a Director and to the Chairperson in case of senior management personnel.

The Directors and senior management personnel shall not engage in any activity or enter into any relationship which might result in conflict of interest, either directly or indirectly. An illustrations only and not being exhaustive, some of the common instances of conflict of interest which should be avoided are given below:

1.) None shall receive a personal benefit from a person or any entity which is seeking to do business or does business with the Company. They shall not participate in any decision making process of the Board involving another entity/person in which they have direct or indirect interest.

2.) None shall receive remuneration, in any form, for service rendered for the Company from any source other than the Company.

❖ **[b] Ethical Conduct :**

Every employee of the Company, which shall include whole-time Directors and the Managing Director, shall deal on behalf of the company with professionalism, honesty, integrity as well as high moral and ethical standards. Such conduct shall be fair and transparent and be perceived to be such by third parties. Every employee shall be responsible for the implementation of and transparent and be perceived to be such by third parties. Every employee shall be responsible for the implementation of and compliance with the code in his professional environment. Failure to adhere to the code could attract the most severe consequences including termination of employment.

❖ **[c] Integrity of Data :**

Every employee of the company shall ensure, at all times, the integrity of data or information furnished by him to the company.

❖ **[d] Reporting Concerns :**

Every employee of the company shall promptly report to the management any actual or possible violation of the code or an event he/she becomes aware of that could affect the business or reputation of the company.

❖ **[e] PROTECTING COMPANY ASSETS :**

The assets of the Company should not be misused but employed for the purpose of conducting the business for which they are duly authorised. These include tangible assets such as equipment and machinery, systems, facilities, materials, resources as well as intangible such as proprietary information, relationships with customers and suppliers, etc.

3. OUR RELATION WITH BOARD OF DIRECTORS

We are fortunate to have a group of outstanding individuals serving on the Company's Board of Directors, providing advice, guidance and leadership that is vital to our continuing success. With their collective experience in business, educational achievement, moral and ethical character our Board of Directors provides effective oversight of the Company's business.

E) OUR RELATIONSHIP WITH SHAREHOLDERS

The company shall be committed to enhance shareholder value & comply with all regulations & laws that govern shareholders' rights. The board of directors of the company shall duly & fairly inform its shareholders about all relevant aspects of the company's business & disclose such information in accordance with the respective regulations & agreements.

IMPLEMENTATION AND MODIFICATION

The decision of the Board of Directors with regard to all matters relating to the code will be final and binding on all concerned. It is sole discretion of member of Board of Directors to review, to modify to alter or replace the code in part or in full.

CODE OF CONDUCT FOR NON-EXECUTIVE DIRECTORS

- ❖ In addition to the application of above code of conduct following will also be applied.
 - All Non-Executive Directors of the Company will always be aware and ensure that any other their business or personal association, if any they may have does not create any conflict of interest with the operations of the Company and their roll therein will not be affected adversely.
 - All Non-Executive Directors will also comply all applicable laws and regulations which may be applicable to such directors in their individual capacity.
 - All Non-Executive Directors safeguard and ensure the confidentiality of all information of the Company received by them by virtue of their position in this company.