

CODE OF CONDUCT

1. Definition:

The 'Code of Conduct' is a set of principles and standards to be maintained by the Company, its Directors and Officers in the best interest of the Company. The objective of this document is to communicate the CODE of CONDUCT for the Directors and Officers of the Company which sets guidelines of the individual behavior whilst discharging their the duties.

The Board of Directors are responsible for setting the code and for updating and revision, if required to reflect legal and regulatory developments.

2. Applicability

]The code shall apply to all the Directors and Officers of the Company across its all the units, offices and branches in India or elsewhere. Any stringent provisions of any act, law or enactment shall always supercede and prevail to any aspect of this code or its silence. However, the Board of Directors shall be the final authority to interpret the Code, its applicability, violation and consequential action thereof.

3. Ethics

The Directors and Officers of the Company should uphold professionalism and competence, discipline and teamwork, trust and fairness, integrity and honesty, truthfulness and high moral standard both within and outside of the Company in their day to day activities to be carried on in the manner that safeguards the interest of shareholders and stakeholders and enhance the value of shareholders.

- They shall not undertake or participate in any task, debate or conversation which may exhibit unfavourably on their own interest or Company's dignity / interest and upholds and enhance the image of their position and the Company.
- They shall share responsibility for protecting the confidentiality and security of all properties, technical and business information of the Company.
- They shall be law biding and exhibit upright character in their personal conduct.
- No personal expenses of own or for their family shall charged and paid on/ by the Company, unless specifically allowed by the Company to do so.
- They shall endeavour to economise on the expenses in all areas and avoid misuse and wasteful expenditure.
- They should not confer any personal right or create a lien on the assets of the Company in favour of the user at any time.
- They should not undertake on regular basis trading / speculation in the shares of the Company or any commodity manufactured by the Company.
- They should be made accountable with regard to function and responsibility and necessary action will be taken for misdeeds enabling the Company to function at its utmost standards.
- Pride of place shall be given to the best of social, cultural in behavior and truthfulness in conduct and dealings. Misrepresentation, manipulation or misinformation in respect of business, commercial or financial data, information or operating reports shall considered as violation of integrity as well as code of conduct.

4. Corporate Governance

The Company is committed for adopting best relevant practices of Corporate Governance. Due emphasis would be laid on the audit / internal audit process and every Director and Officer would extend their full co-operation to the Auditors and made available all the desired information to them. The Audit Committee shall oversee the effectiveness of the Audit and internal audit tasks, to assist the Board in providing useful supervision of overall financial reporting process.

5. Fair Dealing

They will discharge their duties in accordance with their good faith business judgment and in the best interests of the company and its stakeholders. They are expected to use their best endeavors and organize the resources for advancing company's Mission, Aspiration, Values and Leadership Attributes. They are expected to act diligently, openly, honestly and in good faith.

6. Compliance with Laws

They must abide by all laws, rules and regulations of the country applicable to the company and company's insider trading norms.

7. Conflict of Interest

A "conflict of interest" may arise when the interests of a corporate leader conflict in any way (or even appear to conflict) with the interests of a corporate entity. Any situation that creates or appears to create a conflict of interest must be avoided. They shall disclose conflicts of interest, if any, to affected parties including but not limited to the Board of Directors, when they exist.

8. Confidentiality of information

They must maintain the confidentiality of all material non-public information entrusted to them by company, except when the company authorizes disclosures or required by laws, regulations or legal proceedings.

9. Protection and proper use of assts

They shall ensure protection and efficient use of company's assets.

Company resources should be used only to conduct company's business.

10. Reporting of illegal or unethical behavior

They and all the employees are encouraged to report the Chairman of the Board about any illegal or unethical behavior of any employee, officer or director.

11. Public Disclosure

They may be asked to provide information so that company's public disclosure requirements should be full, fair, accurate, timely and understandable.

12. Compliance with code and violation

All the persons to whom such code is applicable shall agree to support a mechanism for the prompt and fair adjudication of alleged violations of this code.

13. Dealing with People in the Organisation

In dealing with each other, directors, senior management and employees shall uphold the values which are at the core of our HR Philosophy - trust, teamwork, mutuality and collaboration, meritocracy, objectivity, self respect and human dignity. Indeed, these values form the basis of our HR management systems and processes. AI champdany will focus on meritocracy, equity and upholding of Company values in all people processes including performance management systems, appraisals, remuneration and rewards.

14. Prevention of Sexual Harassment

As a good corporate citizen, AI champdany is committed to a gender friendly workplace. It seeks to enhance equal opportunities for men and women, prevent/stop/redress sexual harassment at the workplace and institute good employment practices.

AI champdany maintains an open door for all concerned and encourages employees to report any harassment concerns and is responsive to employee complaints about harassment or other unwelcome and offensive conduct.

AI champdany demands, demonstrates and promotes professional behavior and respectful treatment of all employees.

15. Health, Safety and Environment

The Company shall maintain healthy work environment in pursuit to environment laws and shall put all its efforts to prevent wastage of natural resources. All safety measures shall be adopted as per industries norms and laws. Smoking, consumption of alcohol or any other intoxicating substances at the workplace is strictly prohibited.

16. Affirmation and Compliance

Directors will annually affirm compliance with this code. The Annual Report of the Company will contain a declaration to this effect signed by the CEO.

17. Amendment and Modification

The code may be amended, modified by the Board subject to the provisions of applicable laws, rules and regulations of the country.