



## **CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT**

The Board of Directors (the "Board") and the senior management of Rajoo Engineers Limited subscribe to the following Code of Conduct adopted by the Board. This Code of Conduct is applicable to all the Directors and to the senior management of the Company (More particularly it will cover 7, 8 and 9 levels of Employment category). They would:

1. use **due care and diligence in performing their duties** of office and in exercising their powers attached to that office;
2. **act honestly and use their powers of office, in good faith and in the best interests** of Rajoo Engineers Limited as a whole;
3. not make **improper use of information nor take improper advantage of their position** as a Director;
4. not allow **personal interests** to conflict with the interests of Rajoo Engineers Limited;
5. enhance the shareholders value and comply with all regulations and laws that govern shareholders rights and should (where appropriate) have regard for the interests of all stakeholders of Rajoo Engineers Limited;
6. not engage in **conduct likely to bring discredit** upon Rajoo Engineers Limited;
7. be **independent in judgment** and actions, and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Board of Directors;
8. ensure the **confidentiality of information** they receive whilst being in office of Director and is only disclosed if authorized by the company or the person from whom the information is provided, or as required by law.
9. ensure adequacy of systems and controls to protect Company's assets and property and ensure its efficient use for business purposes; and
10. affirm compliance with the code on annual basis to the Company Secretary. The Annual Report of the Company shall carry a declaration to this effect signed by MD of the Company.

Besides the above, comply with all the applicable laws, regulations, Company's Policy and code including Company's Code of Conduct on Insider Trading.