

VEEJAY LAKSHMI ENGINEERING WORKS LIMITED

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

This code of conduct shall apply to Directors and Senior Management Personnel, who shall affirm the compliance with this code on an annual basis

1. Shall mention and help the Company in maintaining highest degree of Corporate Governance Practices.
2. Shall act in utmost good faith and exercise due care, diligence and integrity in performing their office duties.
3. Ensure the security of all the confidential information belonging to the Company in every possible manner.
4. Shall ensure that they use the Company's assets, properties, information and intellectual rights for the official purpose only or as per their terms of appointment.
5. Make best efforts to attend the Board, Committee, Members and other Company Meetings.
6. Shall Ensure Compliance with SEBI (Prohibition of Insider Trading) Regulations, 1992 and also other Regulation as may become applicable to them from time to time.
7. Shall not be associated in any way, directly or indirectly, with the competitor of the Company while on Board or employment of the Company.
8. Cooperate with the Company in discharging its social responsibility.
9. Shall not conduct them-selves in a manner that harms or adversely affect the reputation of the Company in any way.
10. Accept that they shall be accountable to the board for their action, violations and default in their capacity as a Director/ Member of the Senior Management of the Company, as the Case May be.
11. In addition to the above, the Independent Directors of the Company shall also abide by the duties as laid down in the Companies Act, 2013 and the Rules made there under read with the Schedule IV