

SPL Industries Limited

CIN: L74899DL1991PLC062744

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INTRODUCTION

The purpose of this Code of Conduct (the “Code”) is to conduct the business of the company in accordance with the applicable laws, regulations and rules and with the highest standard of ethics and values. The matters covered in this Code are of utmost importance to the company, Shareholders and other stakeholders. This Code shall come into force with immediate effect. Each and every Director/Officer (as defined herein below) shall be duty bound to follow the provisions of this Code in letter and spirit. Any instance of non-compliance of any of the provisions shall be a breach of ethical conduct and shall be viewed seriously by the company. Accordingly, the Directors/Officers (as defined herein below) are expected to read and understand this Code and uphold these standards in their business dealings and activities.

1. APPLICABILITY

This Code of Conduct applies to the following:

1. All members of the Board of the Board of Directors of the company;(hereinafter referred to as the Directors.
2. Chief Executive Officer;
3. Company Secretary
4. Chief Financial Officer
5. All Departmental/Functional heads of different functions of the company; whatever designation they held are called hereinafter referred to as “Officers”).

2. HONEST AND ETHICAL CONDUCT

All the Directors/officers to act in accordance with the highest standards of personal and professional integrity, honesty and ethical conduct while working at the premises of the company, at off site locations, at company’s sponsored business and social events, and/or at any other place where the Directors/officers represent the company. Honest conduct to be conducted that is free from fraud and/or deception.

3. CONFLICTS OF INTEREST

Duty of the Directors/officers of the company demands that he or she avoids and discloses actual and apparent conflicts of interest. A conflict of interest exists where the

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interests or benefits of one person or entity conflict with the interests or benefits of the company.

4. COMPLIANCE WITH GOVERNMENTAL LAWS, RULES AND REGULATIONS.

Directors/officers must comply with all applicable governmental laws, rules and regulations. Directors/officers must acquire appropriate knowledge of the legal requirements relating to their duties sufficient to enable them to recognize potential dangers, and to know when to seek advice from the finance and/or legal department. Violations of applicable governmental laws, rules and regulations may subject directors/officers to individual criminal and/or civil liability.

5. CONFIDENTIAL INFORMATION

Directors/officers are required to maintain the confidentiality of all confidential information that they receive or become privy to in connection with the company's business, except when disclosure is authorized or legally mandated. Confidential information includes all non public information that might prejudice the ability of the company to pursue certain objectives, be of use to competitors or harm the company, its suppliers or its advertisers, if disclosed. Confidential information also includes any information relating to the company's business and affairs that results in or would reasonably be expected to result in a significant change in the market value of the company securities or any information a reasonable investor would consider important in making investment decisions. Directors/officers must not use confidential information for their own advantage or profit directly or indirectly.

6. DISCLOSURES

Company's policy is to provide full, fair, accurate, timely and understandable disclosure in reports and documents that the company file with or submit to any other governmental agency and in all other public communications made by the company. Company's management has the general responsibility for preparing such filing and communications and shall ensure that the same shall conform to all applicable laws and regulations.

7. NO RIGHTS CREATED

This Code of conduct is a statement of certain fundamental principles, ethics, values, policies and procedures that govern the directors and senior management of the company in the conduct of the company's business. It is not intended to and does not create any rights to any employee, customer, client, supplier, competitor, shareholder or any other person or entity.