



## **Code of Conduct for Directors and Members of Senior Management**

### **Preface**

This code of conduct shall apply to the directors and members of the senior management of Atlanta Limited (referred to hereinafter the Company).

For this code, members of the senior management (hereinafter referred to as 'senior managers') shall mean those personnel of the Company, who are members of the core management team, but shall exclude the whole-time directors.

Directors and senior managers shall observe the highest standards of ethical conduct and integrity and shall work to the best of their ability and judgment. Directors and senior managers shall be governed by the rules and regulations of the Company as are made applicable to them from time to time.

Directors and senior managers of the Company covered under this code shall affirm compliance with this code within one month of the end of each financial year.

### **Code of conduct:**

1. Directors and senior managers shall ensure that they use the company's assets, properties and services for official purposes only or as per the terms of appointment.
2. Directors and senior managers shall not receive directly or indirectly any benefit from the company's business associates, which is intended or can be perceived as being given to gain favour for dealing with the company.
3. Directors and senior managers shall ensure the security of all confidential information available to them in the course of their duties.
4. No director or senior manager, other than the designated spokespersons shall engage with any member of press and media in matters concerning the Company. In such cases, they should direct the request to the designated spokespersons.
5. Directors and senior managers shall not engage in any material business relationship or activity, which conflicts with their duties towards the Company.
6. Senior managers shall not, without the prior approval of the Managing Director of the Company, accept employment or a position of responsibility with any organisation for remuneration or otherwise. In case of Whole-time Directors, such prior approval must be obtained from the Board of Directors of the Company.
7. Directors and senior managers shall declare information about their relatives (spouse, children and parents) employed in the company.

Senior managers shall follow all prescribed safety and environment-related norms.



## ➤ **Introduction**

This Code of Conduct intends to ensure adherence to highest business and ethical standards while conducting the business of the Company and compliance with the legal and regulatory requirements, including compliance of rules and regulations framed by the Securities and Exchange Board of India (SEBI) and other statutory and regulatory authorities. The Company values the ethical business standards very highly and intends adherence thereto in every segment of its business.

## ➤ **Applicability**

This Code of Conduct is applicable to the following persons.

- The Board Members
- Officials of the Company one level below the Board

## ➤ **Ethical Conduct**

The Board members / Officials shall engage in and promote honest and ethical conduct of business, including the ethical handling of actual and / or apparent conflicts of interest between personal and professional relationships.

## ➤ **Conflict of Interest**

The Board members / Officials shall avoid conflict of interest and disclose to the Board any material transaction or relationship that reasonably could be expected to give rise to such a conflict.

## ➤ **Confidentiality of Information**

The Board members / Officials shall ensure and take all reasonable measures to protect the confidentiality of non-public information about the Company, its business, customers and other materially significant information obtained or created in connection with any activities with the Company and to prevent the unauthorised disclosure of such information unless required by applicable laws or regulations or legal or regulatory process.

## ➤ **Disclosure of Information**

The Board members / Officials shall endeavor to produce full, fair, accurate, timely and understandable disclosures in reports and documents that the Company files with or submits to the SEBI and other regulators and in other public communications made by the Company.



➤ **Compliance with Governmental Laws, Rules and Regulations.**

The Board members / Officials shall comply with all the applicable governmental laws and the applicable rules and regulations.

➤ **Variation of the Code and Waivers**

The Code shall be reviewed from time to time for updation thereof. Any variation in the Code or any waivers from the provisions of the Code shall be approved by the Board and shall be disclosed on the Company's website.

➤ **Contract or Term of Employment**

Nothing in this Code or other related communications by itself creates or implies an employment contract or terms of employment.

➤ **Violation of the Code**

The Board shall have the powers to take necessary action in case of any violation of the code.