

Code of Conducts determined by Nomination and Remuneration Committee (NRC)

Company's prosperity is the key purpose of the Board of Directors by directing the Company's affairs and achieving the appropriate interest of its shareholders and stakeholders. In addition to business and financial issues, Boards of Directors must deal with challenges and issues relating to corporate governance and corporate ethics.

The Code of Conducts is a key part of our compliance framework. It demonstrates our commitment to build and maintain trust in Simtex Industries Limited and to integrate our business, social and environmental responsibilities into everything we do. Every Board of Directors of Simtex Industries Limited receives the copy of Code of Conducts and is expected to know, understand and apply it without exception.

The Code of Conducts determined by the Nomination and Remuneration Committee as described below are designed for the Chairperson of the Board, Directors and Managing Director of the Simtex Industries Limited.

1. Confidentiality

- Confidentiality must be maintained for all sensitive information, and is only be allowed to disclose it on public domain if required by applicable laws after getting authorization from the Board.

2. Ethical behavior

- The Chairperson of the Board, Directors and Managing Director shall act honestly, ethically and in the best interest of the Company.
- The Chairperson of the Board, Directors and Managing Director shall be free from discriminatory practice or behavior based on sex, color, age, religion, national origin or any other basis.

3. Conflict of interest

- The Chairperson of the Board, Directors and Managing Director shall avoid activity or transaction which is or may likely to have a conflict of interest with the Company.

4. Compliance with laws, rules and regulations

- The Chairperson of the Board, Directors and Managing Director shall ensure that the Company complies with various laws, rules and regulations as applicable to the business of the Company and shall take decisions considering these laws, rules and regulations.

5. Prohibition of insider trading:

- The Chairperson of the Board, Directors and Managing Director shall comply with all laws, rules, regulations and the Company's Code of Conducts for Prohibition of Insider Trading in dealing with the securities of the Company.

6. Environment:

- The Chairperson of the Board, Directors and Managing Director must ensure a safe and healthy working environment and make sure the Company follows all regulations regarding the preservation of the environment of the industry it operates in.

7. Relationship with employees, customers and suppliers:

- The Chairperson of the Board, Directors and Managing Director should take care the interest of employees and make sure a cordial employee relations.
- The Chairperson of the Board, Directors and Managing Director should ensure that highest quality products is produced by the Company and provide efficient after sales service for customer satisfaction.
- A good relationship need to be maintained with the suppliers of the Company by the Chairperson of the Board, Directors and Managing Director of the Company but should not allow any interest of the Chairperson of the Board, Directors and Managing Director that may cause conflict in the Company.

8. Rules and regulations set by the Company

- The Chairperson of the Board, Directors and Managing Director shall maintain all the rules and regulations set by the Company.

9. Independency

- The Chairperson of the Board, Directors and Managing Director should remain independent in all material aspects of the Company.

10. Cooperation with Auditors

- If any request from internal and/or external auditors arise a prompt assistance is expected from every Board Member.

It is expected that the Chairperson of the Board, Directors and Managing Director will exercise the principles set out in this Code. The Chairperson of the Board, Directors and Managing Director have a duty to avoid any circumstances that would violate spirit of the Code.

The Nomination and Remuneration Committee acts independently as against the other departments. It has the authority to set and/or implement any rules and regulations regarding remuneration and other Code of Conducts, as it deems fit/required.