

CODE OF CONDUCT FOR SENIOR MANAGEMENT (GENERAL MANAGER & ABOVE)

The code of conduct for senior management are broadly given as under:

- The basic responsibility is to exercise his/her business judgment and act in what he/she reasonably believes to be in the best interests of the company and its stakeholders.
- Price sensitive information is to be handled on need to know basis i.e. disclosed only to those who need the information. Price sensitive information to be maintained confidential and informed to only the concerned.
- Except with any special order of directors or chairman or in the performance in good faith of duties assigned, communicate, directly or indirectly, any official document or any part there of to any employee or any other person to whom he is not authorized to communicate such document or information.
- Follow and comply 'Engineers India Limited (conduct rules and service rules)' as amended time to time.
- Comply the various statutory requirements.
- All communication to the media, financial community or external agencies pertaining to the affairs of the company be through the approval of chairman or the functional directors.
- Inform all related party transactions and interest to the board.
- Ensure and inform the board members by proper laid down procedures about risk and internal control system in their respective area of operation to minimize the same.
- To the best of knowledge and belief no transaction of illegal and violates code of conduct of the company to be made.
- It is basic responsibility of senior management to treat employees fairly and equitably.
- Technology makes communication with employees quicker, easier and less expensive. Senior management should take advantage to enhance dissemination of information to employees and avoid spreading rumors.
- Shall not use his position of influence directly or indirectly to ensure employment for any member of family in any private undertaking having relations with company.

- Not to accept or permit any member of family or any other person acting on his behalf to accept gift.
- Protect the company's asset that they are not misused.
- Ensure that all software used are properly licensed.