

**CODE OF CONDUCT**  
**FOR THE BOARD OF DIRECTORS AND SENIOR MANAGEMENT**

**SILKTEX LIMITED** is committed to maintain sound standards of Business Conduct and Corporate Governance.

The Board of Directors (the ‘Board’) and the senior management of SILKTEX undertake to abide by following Code of Conduct and affirm compliance with this Code on an Annual basis.

The Code is named as Code of Conduct for the Board of Directors and Senior Management and is framed in terms of Clause 49 of the Listing Agreement with the Stock Exchanges.

**Applicability:** The Code is applicable to all the members of the Board of Directors and Senior Management of the Company. Senior Management shall mean personnel of the Company who are members of its core management team excluding Board of Directors.

**Conflicts of Interest:** The Directors and senior management should be scrupulous in avoiding ‘conflicts of interest’ with the Company. In case there is likely to be a conflict of interest, in the case of senior management personnel, he/she should make full disclosure of all facts and circumstances thereof to the Executive Director and a prior written approval should be obtained. In case there is likely to be a conflict of interest in the case of Executive Director, he should make full disclosure of all facts and circumstances to the Chairman of the Board. The Chairman and any Director of the Board in like circumstances should make full disclosures to the Board.

**Honest and Ethical Conduct:** The Directors and senior management shall act in accordance with the highest standards of personal and professional integrity, honesty and ethical conduct and use their powers of office, in good faith and in the best interests of the Company as a whole.

**Confidentiality:** The Directors and senior management shall maintain the confidentiality of confidential information of the Company or that of any customer, supplier or business associate of the Company to which Company has a duty to maintain confidentiality, except when disclosure is authorized or legally mandated. The confidential information includes all non-public information (including private, proprietary and other) that might be of use to competitors of disclosure of which might be harmful to the Company or its associates. No employee shall disclose or use any confidential information gained in the course of employment with the Company for personal profit/advantage or for the advantage of any other person.

# 2 #

**Protection and Proper use of Company's Assets:** The Directors and senior management should protect Company's Assets and property. Company's Assets should be used only for legitimate business purposes.

**Compliance with Laws, Rules and Regulations:** The Directors and senior management shall endeavour to ensure compliance with all applicable laws, rules and regulations applicable to the Company. Transactions, directly or indirectly involving securities of the Company should not be undertaken without complying with Code of Conduct for prohibition of Insider-Trading.

Each Director and senior management personnel shall adhere to this code of conduct and affirm compliance with the code on an annual basis. Violation of this Code will lead to appropriate action. The Annual Report of the Company shall carry a declaration to this effect signed by the Managing Director / CEO of the Company.

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