

CODE OF CONDUCT PARSHWANATH CORPORATION LIMITED

Applicability

Parshwanath Corporation Limited (“the Company”) is committed to conduct its business affairs in accordance with the applicable statutes while percolating within optimum standard of business ethics at all levels, including the Board of Directors, which by far has a key role to play in the Company’s management with able assistance from other Senior Management Officials. The Regulation 17(5) of the SEBI (Listing obligations and Disclosure Requirements) regulations, 2015 for all listed companies to have a Code of Conduct in place that would be applicable to all Directors on the Board of Directors (“Board”) and Senior Management Officials of the Company. This Code of Conduct shall apply to the Directors on Board, both whole time and Independent / Non-Executive, and to Senior Managerial Officials of the Company.

This Code of Conduct (“Code”) reflects the business practice and principles of behaviour that support this commitment. The Board of Directors (“the Board”) is responsible for setting the standards of conduct contained in the Code and for updating these standards as appropriate to reflect legal and regulatory developments. The Code is intended to provide guidance and help in recognizing and dealing with ethical issues and to help foster a culture of honesty and accountability.

Parameters

It is understood that the Directors on Board and Senior Management Officials are required to act within the authority conferred upon them and in the best interests of the Company. The following shall be the parameters that would apply under this Code of Conduct and all concerned need to observe the same diligently and ensure compliance of the same.

1. Act in a manner that ensures fairness, honesty and ethics in conduct of work without allowing independent judgment to be subordinated in fulfilment of fiduciary obligations.
2. Refrain from involving in making any decision on a subject matter in which a conflict of interest arises or could arise, between the personal interest and the interest of the Company. In the event of apprehending of such conflict of interest, the relevant facts shall be disclosed in writing explaining the circumstances that create or could create the conflicts of interest to: (a) Board of Directors in case of Directors and (b) Chairman of the Board / Wholetime Director / CEO in case of a Senior Management Official for further directions in the matter.
3. Avoid conducting company business with relatives or with a business in which a relative is associated in any significance Role. For the Purpose coin word “Relatives” means Relatives as defined in Section 2(76) of the Companies Act, 2013.
4. Ensure that the Company is managed in the manner that protects the interests of the Shareholders and other Stakeholders while respecting their rights and privileges.
5. Refrain from indulging in own personal gain, opportunities that are discovered through Company’s business, information or position, unless the opportunity is

disclosed fully in writing to the Company's Board of Directors and Chairman as the case may be.

6. Not seek or accept or offer directly or indirectly any gifts, donations, remuneration, hospitality, illegal payments, favour in whatsoever form howsoever described by the customers, vendors, consultants, etc., that is perceived as intended, directly or indirectly, to influence any business decision, any act or failure to act, any commitment of fraud, opportunity for committing any fraud.
7. Comply with all applicable laws, rules and regulations in force.
8. Keep confidential any information concerning the Company's business, its customers, suppliers, etc, which is not in the public domain and to which the Board and Senior Management Officials have access or possess such information unless authorized to do so or when disclosure is required as a matter of law.
9. Safeguard the Company's assets and resources, including employed personnel and ensure that there is no damage to the Company's credentials due to conduct in public.
10. Whole-time Directors and Senior Management Officials are expected to devote their full attention to the business interest of the Company and shall not hold any positions or jobs or engage in outside businesses or other interests that adversely affect the performance of duties of the Company. The Independent / Non-Executive Directors are excluded from this requirement.

Enforcement of Code of Conduct

Every Director on Board and every Senior Management Official shall be accountable for fully complying with this code. The Director of the Company in the capacity of the Compliance Officer under the Listing Agreement of the relevant Stock Exchanges on knowledge of breach, if any, in this Code of Conduct shall report to the Board in case of any Director and to the Whole-time Director / CEO in case of Senior Management Official. All Board Members and Senior Management Officials shall be subject to any internal or external investigation of possible violations of this Code of Conduct and if found guilty to an appropriate action, disciplinary or otherwise as permitted by law.

Modification or Amendment

This Code of Conduct shall be modified or amended to a suitable effect only by the Board of the company.

Uploading on the Company Website

As required by Listing Regulations this Code of Conduct and any amendments thereto shall be posted on the website of the Company for public display.