



# FINEOTEX CHEMICAL LIMITED

## CODE OF CONDUCT AND ETHICS

### TO STAKEHOLDERS

<i>Adopted on</i>	<i>20<sup>th</sup> May, 2023</i>	<i>Policy on Code of Conduct and Ethics to Stakeholders - 1</i>
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## 1. PREAMBLE:

This Code of Conduct and Ethics (“the Code”) shall apply to Fineotex Chemical Limited (“the Company”). The code is in alignment with the Company’s vision and values to achieve the mission and objective, and aims at enhancing ethical and transparent processes in managing the affairs of the Company. The purpose of the code is to promote ethical conduct and to deter wrongdoing so as to protect the best interest of the Company and its stakeholders. The matters covered in the Code are of utmost important to the Company, its employees, shareholders, business partners and various other stakeholders. This Code of Conduct is statement of Core Operating Principles and Values and has been designed to establish clear guidelines for our daily business conduct and ethical behavior.

## 2. OBJECTIVE AND SCOPE:

This Code adopted by the Board of Directors (“Board”) of the Company applies to:

- a) All directors (“Directors”) of the Company
- b) All employees (“Employees”) of the Company,
- c) All contractual manpower and advisors/consultants on retainer basis or otherwise
- d) All Associate Companies
- e) Various Stakeholders

The purpose of this Code is to provide guidance to the stakeholders on the standards of behavior expected of them in performing their duties and undertaking business on behalf of the Company and expected of them during their association with the Company.

This Code sets out fundamental business conduct standards and brings together a number of principles to be adopted and upheld by the stakeholders at all times in order to promote a culture to maintain high integrity, ethical standards and abstain from wrongdoing.

Further the Code has been prepared to envisage the requirements of various principles of the National Guidelines on Responsible Business Conduct (NGRBC) with respect to providing goods and services in sustainable and safe manner, respecting and promoting well-being of employees, respecting and being responsive to the interest of various stakeholders, engaging business in a responsible and transparent manner and providing value to their consumers in a responsible manner



The standards or principles specified in this Code are required to be complied along with and in addition to all other responsibilities or duties required of the stakeholders under their terms of employment, Company policies and other laws, regulations or professional code of conduct that may bind the Employee.

### 3. RESPONSIBILITY:

Every stakeholder of the Company shall adhere to the principles enumerated in this Code. This Code will also be available on the Company's website.

Every stakeholder of the Company shall be responsible for:

- Reading, understanding and following the Code;
- Being familiar with the important legal and ethical issues that affect the respective persons jobs or work or performance;
- Ensuring compliance with all applicable laws, regulations, and Company policies and procedures;
- Acting with integrity and responsibility and in a manner that protects Company's reputation and interest, even where no specific law or policy is violated;
- Seeking advice or clarification from Compliance Officer whenever unsure of the right thing to do; and
- Reporting known or suspected misconduct to appropriate channels as soon as we become aware of it.

Further the Management Group should:

- Serve as a role model for ethical and responsible behaviour;
- Ensure that the employees are aware of applicable laws, regulations, and Company policies and procedures that govern the respective areas of responsibility/ work and receive adequate guidance and training to perform their jobs the right way as prescribed in the code;
- Continuously review conduct, practices and expenditures in the respective areas of responsibility to ensure that the team always acts in a compliant and ethical manner;
- Create an environment of openness and trust where the team members feel secure and comfortable in asking questions and raising concerns.



#### 4. DOING BUSINESS, THE RIGHT WAY:

##### *i. Compliance with Laws and Regulations:*

Stakeholders should conduct business as responsible corporate persons, and must comply with all applicable governmental laws, rules and regulations. Employees must acquire appropriate knowledge of the legal requirements relating to their duties/work/business sufficient to enable them to recognize potential non-compliances/ dangers, and to know when to seek advice from their Compliance Officer.

Employees should avoid any activity that could involve or lead to involvement in any unlawful or illegal practice or cause any harm to the Company's reputation or image or interest.

Violations or non-compliance of applicable laws, rules and regulations may subject Employees to individual criminal or civil liability as well as to disciplinary action by the Company. Such individual violations may also subject the Company vicariously to civil or criminal liability or the loss of reputation and/or business.

##### *ii. Competition and Fair Dealing:*

All stakeholders of the Company are obligated to deal fairly with fellow stakeholders and with the customers, suppliers, competitors and other third parties engaging/dealing with the Company. They should not take unfair advantage of anyone through manipulation, concealment, or abuse of privileged information/position, misrepresentation or any other unfair-dealing practice.

Anti-trust violations may occur when any action or abstaining from action by stakeholders causes, or is likely to cause an appreciable adverse effect on competition. The Company expects stakeholders to refrain from any actual or potential anti-trust violations that may have a direct or indirect impact on the Company.

#### 5. SUPPORTING PEOPLE AND WORKPLACE WELLNESS:

##### *i. Professionalism and abstinence from inappropriate behavior or harassment:*

The Company is committed to provide a work environment that is open, mutually supportive and free of inappropriate behavior of all kinds and harassment on account of age, physical disability, marital status, race, religion, caste, sex, sexual orientation or gender identity. Employees are responsible for supporting the Company in this endeavor and are expected to demonstrate high professional behavior.



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Professionalism is created through exercising high standards of integrity and honesty in work, mutual respect towards other individuals in building cordial relationships, good business practices and maintaining a high level of competence.

**ii. Health and Safety in the workplace:**

The Company promotes well-being of all its stakeholders and is committed to provide good and safe physical working conditions. All Employees should exercise high standards of safety, hygiene and housekeeping. Health and Safety are of paramount importance. The Employees must comply with the Company's health and safety norms as communicated to them from time to time and should bring to the Management's attention any workplace safety or health hazard.

**iii. Substance abuse:**

The Company expects its stakeholders to act professionally and maintain the decorum of the workplace. The Company strictly prohibits use, sale, possession, or being under the influence, of illegal drugs or alcohol or controlled substances while at work, whether or not consumed during working hours or in the Company premises.

## 6. SERVING COMMUNITIES AND SOCIETY:

**i. External Communication and Media:**

The Company shall carefully review the Company's public disclosures, such as press release(s), financial statements, annual reports, and external website content, before they are released to the public to ensure they are truthful, accurate, appropriate, and compliant with applicable laws and regulations.

The Company does not prohibit employees to use social media, however suggest employees to use it meticulously and responsibly, in-order to avoid damaging the Company's image and reputation or disclosing any confidential information of the Company or third parties.

**ii. Anti- money laundering and Anti-terrorism:**

The Company only associates with entities and individuals involved in lawful business activities with funds derived from valid sources and not with those who may be involved in criminal activities. The Company is



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committed to complying fully with all anti-money laundering and anti-terrorism laws throughout the world.

No stakeholder shall knowingly engage in or aid or abet any other person to engage in following prohibited transactions:

- a) Any financial transaction that promotes or results from criminal activity;
- b) The receipt, use, diversion or concealment of the proceeds of any criminal activity;
- c) Any act of terrorism, including providing financial support or otherwise sponsoring or facilitating any terrorist person, activity or organization;
- d) Any arrangement that would result in a violation of this Code or the Anti-Corruption Policy by any person.

## 7. MANAGING COMPANY'S INFORMATION AND ASSETS:

### *i. Misuse of Company's Assets:*

All stakeholders of the Company are responsible for protecting and taking necessary steps to prevent the theft or misuse of, or damage to Company's assets and property. The assets include all kinds of physical assets, movable, immovable and tangible property, corporate information and intellectual property such as inventions, copyrights, patents, trademarks and technology.

Company's assets and property should be used only for the benefit of the Company and in the manner intended. Certain Company policies may allow additional personal use of certain assets, such as a Company car or Company provided phone. In using such assets, Employees are expected to exercise prudent judgment and avoid excessive personal use.

### *ii. Avoiding Cyber Security Threats:*

We appreciate technology however, in light of the steady increase of sophisticated computer attacks on the internet infrastructure worldwide, we ensure that the Company provides foundation for protecting against and preparing for cyber threats, which includes detecting, responding to and recovering from threats and challenges.

The protection plan shall mandate implementation of global security best practices, business continuity management and cyber crisis management plan by all departments for critical information, to reduce the risk of disruption and improve the security posture. We ensure cyber protection:



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Our protection plan ensures:

- a) Anti-virus;
- b) Firewalls;
- c) No Unnecessary or unauthorized software;
- d) Systems Rights and Security Settings;
- e) Login Passwords;
- f) Dual Factor Authentication;
- g) Web content filtering;
- h) Software and patches updates;
- i) Encryption.

### ***iii. Confidentiality of Information:***

The Stakeholders of the Company should exercise sufficient safeguards and protect confidentiality of Company's information, which includes everything from business plans, financial projections, strategy, contracts, pricing, contacts, relationships and personal information. Company information should be shared only on a 'need-to-know' basis - that is, to the extent this information is needed to perform their job/work responsibilities.

The Stakeholders of the Company may become privy to various confidential and insider information in the course of their employment/engagement with the Company. It is a violation of the Code and various laws to act on such information with an intention of personal gains or for benefits to known/related parties. The Company strictly forbids its stakeholders from trading, either personally or on behalf of others on material non-public information or communicating material non-public information to others.

Information is "non-public" if it has not been made generally available to the public by means of a press release or other means of widespread distribution. Information is "material" if a reasonable investor would consider it important in a decision to buy, hold or sell shares or other securities.

As a rule of thumb, any information that would affect the value of shares or other securities should be considered material. The golden rules are:

- a) Maintain strict confidentiality of the information and refrain from dealing in the company's securities for the entire relevant period.
- b) Not discuss or disclose any confidential information to any person under any circumstances since such



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person may misuse the information to deal in the company shares.

- c) Honor the Silent period as announced by the company every quarter and at other times.
- d) Report any breach that you are aware of promptly to the Company Secretary.
- e) Read and strictly comply with the company's policy and the regulations on Insider Trading including obtaining prior approval for trading when required and disclosing trading forthwith to the Company Compliance Department.

## 8. DISCIPLINARY ACTION FOR VIOLATION OF THE CODE AND COMPANY POLICIES:

Any stakeholder who violates this Code or Company policies and procedures will be subject to disciplinary action as determined appropriate by the management and in extreme cases may lead to termination of employment or relationship or association with the Company. The disciplinary action depends upon the nature, severity and frequency of the violation and may vary depending upon the applicable local laws.

## 9. REVIEW AND REVISION:

The Board of Directors will review and amend/modify the Policy, from time to time, as deemed necessary and appropriate.