



## CODE OF CONDUCT POLICY

### FOR BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

#### RIDDHI CORPORATE SERVICES LIMITED

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### 1. PREAMBLE

This Code of Conduct (“Code”) has been formulated in compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), including Regulation 17(5) thereof, which mandates that the Board of Directors shall lay down a Code of Conduct for all members of the Board of Directors and Senior Management Personnel.

This Code is designed to ensure that Directors and Senior Management Personnel adhere to the highest standards of ethical conduct, integrity, transparency, and accountability in the discharge of their duties and responsibilities.

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### 2. APPLICABILITY

This Code shall be applicable to:

- All members of the Board of Directors of the Company
  - All Senior Management Personnel, including Key Managerial Personnel (KMP)
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### 3. OBJECTIVES

The objectives of this Code are:

- To uphold the highest standards of integrity and ethical conduct
  - To ensure compliance with applicable laws, rules, and regulations
  - To promote honest and ethical conduct in all business dealings
  - To safeguard the interests of stakeholders
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## 4. GUIDELINES OF CONDUCT (IN LINE WITH REGULATION 17(5) OF SEBI LODR)

In terms of Regulation 17(5) of SEBI LODR Regulations, the Board of Directors and Senior Management Personnel shall:

- Act in accordance with the highest standards of integrity, honesty, and ethical conduct;
- Exercise duties with due and reasonable care, skill, and diligence;
- Act in good faith and in the best interests of the Company and its stakeholders;
- Avoid conflicts between personal interests and the interests of the Company and make full disclosures where such conflicts exist;
- Ensure compliance with all applicable laws, rules, regulations, and internal policies;
- Not achieve or attempt to achieve any undue gain or advantage either to themselves or to their relatives, partners, or associates;
- Maintain confidentiality of information entrusted to them and not misuse such information for personal gain;
- Ensure transparency in all dealings and disclosures;

### 4.1 Integrity and Ethical Conduct

### 4.1 Integrity and Ethical Conduct

Directors and Senior Management Personnel shall act in accordance with the highest standards of personal and professional integrity, honesty, and ethical conduct.

### 4.2 Compliance with Laws and Regulations

They shall comply with all applicable laws, rules, regulations, and internal policies of the Company, including SEBI regulations and Companies Act, 2013.

### 4.3 Conflict of Interest

- Directors and Senior Management Personnel shall avoid situations where their personal interest conflicts or appears to conflict with the interest of the Company.
- Any potential conflict of interest must be disclosed to the Board immediately.



#### 4.4 Corporate Opportunities

They shall not exploit corporate opportunities for personal gain and shall act in the best interests of the Company.

#### 4.5 Confidentiality

- Confidential information acquired during the course of employment or directorship shall not be disclosed except when authorized or legally required.
- Such information shall not be used for personal benefit.

#### 4.6 Insider Trading

They shall comply with the Company's Code of Conduct for Prevention of Insider Trading and applicable SEBI regulations.

#### 4.7 Fair Dealing

They shall deal fairly with customers, suppliers, competitors, and employees and shall not take unfair advantage through manipulation, concealment, or misrepresentation.

#### 4.8 Protection of Assets

They shall protect the Company's assets and ensure their efficient use for legitimate business purposes.

#### 4.9 Reporting Concerns

Any unethical behavior, actual or suspected fraud, or violation of this Code should be reported through appropriate channels such as the Vigil Mechanism or Whistleblower Policy.

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### 5. DUTIES OF INDEPENDENT DIRECTORS

Independent Directors shall:

- Uphold ethical standards of integrity and probity
  - Exercise objective independent judgment
  - Act in the best interest of the Company and its stakeholders
  - Not abuse their position for personal benefit
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## 6. ANNUAL COMPLIANCE

All Directors and Senior Management Personnel shall affirm compliance with this Code on an annual basis.

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## 7. ENFORCEMENT

- The Board of Directors shall oversee the implementation of this Code.
  - Any violation of the Code may result in disciplinary action, including removal from office or termination of employment.
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## 8. WAIVER OF CODE

Any waiver of this Code for Directors or Senior Management Personnel shall be approved by the Board and disclosed to the stock exchanges as required under SEBI LODR Regulations.

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## 9. AMENDMENTS

The Board reserves the right to amend, modify, or revise this Code at any time in accordance with applicable laws.

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## 10. DISCLOSURE

This Code shall be posted on the Company's website and disclosed in the Annual Report in accordance with SEBI LODR Regulations.

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## 11. ACKNOWLEDGEMENT

All Directors and Senior Management Personnel shall acknowledge receipt of this Code and confirm their adherence.

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# RIDDHI CORPORATE SERVICES LIMITED

ISO 9001:2015, 27001:2013 & CMMI Level 3 Certified Company

CIN : L74140GJ2010PLC062548

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## DECLARATION BY CEO / MANAGING DIRECTOR

I hereby confirm that the Company has obtained affirmation from all the members of the Board and Senior Management Personnel that they have complied with the Code of Conduct during the financial year.

For Riddhi Corporate Services Limited,

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Alpit Pravinchandra Gor

Whole Time Director

Din: 03041615