

# Code of Conduct for Directors and Senior Management of the company

This code applies to:

- (i) Directors of the company
- (ii) Senior Management of the company

This code is in addition to the Rules & Regulations of service and conduct applicable to the Managerial Staff of the Company,

## **Commitment to the state and community**

By abiding the government rules and regulation to create employment opportunity among the rural community who are literate but unemployed. By abiding foreign policy export it's product and earn foreign currency. To run its production by keeping the environment clean. It shall not engage in any activity that adversely affects such an objective.

All the members of Board and Senior Management of the company are agreed to obey the code of conduct given below:

**01. To committed in attending the meeting:**

Committed to attend all respective meeting, if wish not to attend owing to any reason, has to be asked leave for absence from such meetings.

**02. To abstain from voting and deliberation:**

If there is any agenda in which a director has an interest, the said director shall be abstained from voting and deliberation

**03. To exercise the power**

Exercise authority and power with due care and diligence whilst discharging the fiduciary responsibility of office in the best interest of the Company

**04. To avoid conflict of interest**

Considering the best interest of the company. Not involve such business activities in the company which make conflict of interest with company.

**05. To keep confidentiality and maintain the business ethics**

Observe strict confidentiality of the information acquired in the course of discharge of duties of office and not use the same for any personal purpose or advantage and main tin the business ethics

**06. To comply applicable laws :**

Comply with all applicable laws, rules and regulations

**07. To create and preserve friendly working environment.**

To create and preserve the friendly working environment among the board members, employees and all others involved business parties. To keep safety and health of all employees and provide working conditions, which are safe and healthy.

**08. To use company's property.**

Company's tangible, intangible assets resources and good will shall be used only for official purpose not for personal purpose. The assets of the company shall not be misused but should be employed for the purpose of conducting the business for which they are duly authorized.

**09. To restricted to take unfair facility in kind or cash:**

There is no way to take personal gift, commission from suppliers' service provider/ business partners. If any gift or other facilities available which would be absolutely the property of the company. Not to conduct own selves in a manner as may bring dispute to office or tarnish the reputation and image of the company

**10. To make fair and ethical and professional dealings.**

Fair, ethical and professional dealings to be conducted with the customers, suppliers, employees and business partners. Conduct business operations in compliance with competition laws and principles of fair market. Not take up any activities competing with the business of the company.

**11. To make equal opportunity for employment and other aspect**

Not to be taken consideration for employment and other aspect for existing employee in the Company irrespective of gender, caste, religion, race or color but merit, quality and qualification would be the differentiating factor

**12. To prohibited to act as a part time employee in third company**

Executive Director and Senior Management shall not permitted to do the job with any other company as a consultant or a director or as a part time job without the prior approval of the board

**13. To make Relationship with stakeholder**

Make all efforts to establish good relationships with all stakeholders of the company with whom they interface while carrying out their duties for the company and must try to make positive contributions to the communications in which they perform such duties.

**14. To prohibited to participate to insider trading**

Directors and Senior Management and his or her immediate family shall not take any benefit or assist others to take any benefit from the access to and possession of price sensitive information if any about the company, which is not in the public domain and thus constitute insider information. Insider trading is punishable offence according Bangladesh Securities and Exchange Commission Act 1993

**15. To report**

If found any discrepancy of this Code of Conduct shall have to be reported to the board of directors of the company