SUNITA BONDS & HOLDINGS LTD.

REGD. OFFICE: 40B, Princep Street, Kolkata, West Bengal, India, 700072
Corp Off: 324A, Third Floor, Agarwal Plaza, Sec-14, Rohini, Delhi-110085
CIN- L65925WB1983PLC035697
Website: www.sunitabonds.com Email: sbhlplc@gmail.com Contact No. +91- 9599919919

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

1. PREAMBLE

The Company is committed to maintaining the highest standards of corporate governance, ethical conduct, transparency, accountability, and integrity. This Code of Conduct ("Code") has been formulated in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws to guide the professional and ethical conduct of the Board of Directors and Senior Management Personnel.

2. OBJECTIVE

The objectives of this Code are to:

- Promote ethical and responsible decision-making.
- Ensure compliance with applicable laws and regulations.
- Protect the interests of shareholders and other stakeholders.
- Foster transparency, accountability, and integrity in all business dealings.
- Strengthen corporate governance practices within the Company.

3. APPLICABILITY

This Code shall apply to:

- All Directors, including Independent Directors.
- Managing Director/Whole-time Director(s).
- Chief Executive Officer (CEO).
- Chief Financial Officer (CFO).
- Company Secretary.
- Senior Management Personnel as defined under applicable regulations.

4. STANDARDS OF CONDUCT

Every Director and Senior Management Personnel shall:

A. Integrity and Ethical Conduct

- Act honestly, ethically, and in good faith.
- Exercise due care, diligence, and independent judgment.
- Act in the best interests of the Company and its stakeholders.

B. Compliance with Laws

- Comply with all applicable laws, rules, regulations, and statutory requirements.
- Comply with the Company's internal policies and procedures.

C. Conflict of Interest

Members shall:

- Avoid situations that create actual or potential conflicts of interest.
- Promptly disclose any conflict to the Board.
- Refrain from participating in decisions involving such conflicts.

D. Confidentiality

Members shall:

- Maintain confidentiality of all unpublished and proprietary information.
- Not disclose confidential information except where authorized or legally required.
- Continue to maintain confidentiality even after ceasing to hold office.

E. Insider Trading

Members shall:

- Comply with all applicable insider trading laws and the Company's Code for Prevention of Insider Trading.
- Not trade in the Company's securities while in possession of Unpublished Price Sensitive Information (UPSI).

F. Fair Dealings

Members shall:

- Deal fairly with customers, suppliers, employees, regulators, auditors, and investors.
- Avoid unfair trade practices and anti-competitive conduct.

G. Protection of Company Assets

Members shall:

- Protect and preserve the Company's assets, information, and intellectual property.
- Ensure Company resources are used only for legitimate business purposes.

H. Respectful Workplace

Members shall:

- Promote a workplace free from discrimination, harassment, and intimidation.
- Treat everyone with dignity, fairness, and respect.

I. Corporate Opportunities

Members shall:

- Not exploit Company opportunities for personal gain.
- Avoid competing directly or indirectly with the Company without prior approval.

J. Financial Integrity

Members shall:

- Ensure that financial records are accurate, complete, and maintained in accordance with applicable accounting standards.
- Support transparent financial reporting and internal controls.

K. Environment, Health and Safety

Members shall:

- Encourage environmentally responsible business practices.
- Promote health, safety, and sustainability in business operations.

5. COMPLIANCE WITH THE CODE

Every Director and Senior Management Personnel shall:

- Read, understand, and comply with this Code.
- Promptly report any known or suspected violations.
- Cooperate during investigations of reported violations.

6. ANNUAL AFFIRMATION

All Directors and Senior Management Personnel shall provide an annual affirmation confirming compliance with this Code.

The Managing Director/CEO shall affirm compliance by the Board and Senior Management in the Annual Report of the Company.

7. VIOLATION OF THE CODE

Violation of this Code may result in disciplinary action, including warning, suspension, removal from office, or any other action considered appropriate by the Board, in accordance with applicable laws.

8. REVIEW AND AMENDMENT

The Board of Directors may review, modify, or amend this Code from time to time to ensure compliance with applicable laws, regulatory requirements, and best corporate governance practices.

9. EFFECTIVE DATE

This Code came into force with the approval by the Board of Directors and shall remain in force until modified or rescinded by the Board.