

DUNCAN ENGINEERING LIMITED

CODE CONDUCT FOR SENIOR MANAGEMENT

1. To act in accordance with the highest standard of personal and professional integrity, honesty and ethical conduct in the discharge of duties.
2. To use reasonable care and skill in the discharge of duties and responsibilities and exercise of powers for the benefit and prosperity of the Company.
3. To have a clear understanding of the aims and objectives, capabilities and capacity and various policies of the Company.
4. To devote full attention to the business interests of the Company.
5. To avoid and disclose actual and apparent conflicts of personal interest with the interest of the Company and to disclose all contractual interest, whether directly or indirectly with the Company.
6. Not to engage in any activity that interferes with the performance or responsibilities of the Company.
7. Not to accept simultaneous employment / directorship with the suppliers, customers or competitors of the company and not to take part in any activity that enhances or supports a competitor.
8. Not to make investment in any customer, supplier or competitor of the Company that may compromise on his responsibilities of the Company and any such investment shall be with full disclosure to the Company.
9. To avoid conducting company business with a relative or with a business in which a relative is associated in any significant role.
10. Not to divert to his own advantage any business opportunity that the Company is in pursuit.
11. Not to accept any offer, payment or anything of value from customers, vendors, consultants, etc. that is perceived as intended, directly or indirectly, to influence any business decision.
12. Not to compete, whether directly or indirectly, with the Company.
13. To maintain confidentiality of the Company's business.
14. To observe the "Code of Conduct for dealing in Equity shares and other securities of the company "framed under the SEBI (Insider Trading Amendment) Regulation, 2001.