



CODE OF CONDUCT

FOR DIRECTORS AND SENIOR MANAGEMENT

The Code of Conduct for Directors & Senior Management (Code) has been made in line with the requirement of clause 49 of the Listing Agreement and good Corporate governance practice.

Moongipa Securities Limited (hereinafter referred to as MSL "Company") is committed to maintaining the highest standards of legal & ethical conduct. This Code reflects the principles of behavior that support this commitment. Compliance, ethics and fair dealing finds highest place in the business Model of the Company. The Board of Directors is responsible for setting the standards of conduct contained in the Code and for updating these standards as appropriate in accordance with the Statutory requirements as well as industry norms. Each Director and Senior Management team member has to read and understand this Code and its application to the performance of his or her responsibilities. As per the Listing Agreement, each Director and Senior Management team member is accountable for adherence to this Code.

1. Definitions:

(i) Board or Board of Directors or Directors shall mean and include all the Directors on the Board of Directors of the Company for the time being whether Executive or non-Executive or whether the Director is independent or non-Independent

(ii) Senior Management Personnel shall mean all Officers (other than Directors) of the Company who are part of the core management team and include all functional Heads, as may be decided by the Company.



(iii) Company or MSL shall mean Moongipa Securities Limited.

2. Applicability:

This Code is applicable to all Directors and Senior Management of the Company. The Code may be modified, changed, altered or amended from time to time.

3. Compliance with the code

Every Director and Senior Management Personnel has to affirm the compliance with the Code on annual basis, which shall form the basis for the certification by CMD in the Annual Reports of the Company.

4. Compliance Officer

The Company has designated the Company Secretary as its Compliance Officer to administer this Code. Directors, at their discretion, may make any report or complaint provided for in this Code to the Chairman and Managing Director and Senior Management Personnel may make any such report or complaint to the Compliance Officer, who will refer complaints submitted, as appropriate, to the CMD.

5. Compliance with Applicable Laws

In the discharge of their duties and responsibilities, Directors and Senior Management Personnel must comply with all applicable laws, rules and regulations. This would include applicable RBI Guidelines, Prevention of Money Laundering Act, Anti Money Laundering Guidelines, FEMA, Securities laws, Insider Trading laws and the Company's insider trading compliance policies.



