



DECCAN GOLD

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POLICY DOCUMENT

CODE OF CONDUCT FOR SENIOR MANAGEMENT PERSONNEL

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| Location | Bangalore, Karnataka |
| Authored and Reviewed By | Subramaniam Sundaram, Whole-time Director and Company Secretary |
| Approved By | Hanuma Prasad Modali, Managing Director |

DECCAN GOLD MINES LIMITED
(CIN: L51900MH1984PLC034662)

Registered Office - 501, Akruti Trade Center, Road No.7, MIDC, Andheri (East), Mumbai – 400 093, Maharashtra
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1.0 INTRODUCTION

This Code of Conduct for Senior Management Personnel (“Code”) sets out the standards of ethical conduct, integrity and regulatory compliance expected from Senior Management Personnel (“SMP”) of Deccan Gold Mines Limited (“Company”).

For the purpose of this Code, “Senior Management Personnel” shall have the meaning assigned under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SMP are entrusted with management of the business and affairs of the Company under the direction and supervision of the Board of Directors. As key officers, SMP are expected to set the ethical tone and standards of conduct for the Company.

The Company is committed to full compliance with applicable laws and to conducting business in accordance with the highest standards of integrity and corporate governance.

2.0 GENERAL STANDARDS OF CONDUCT

Each SMP shall:

- ◆ Act in good faith, with due care, skill and diligence, and in the best interests of the Company.
- ◆ Dedicate sufficient time, attention and effort to ensure diligent performance of duties.
- ◆ Review materials in advance of meetings and make reasonable inquiries before decision-making.
- ◆ Comply with all applicable laws, regulations, Company policies and confidentiality obligations.
- ◆ Avoid conduct that may harm the Company’s reputation or standing.

3.0 CORPORATE BUSINESS OPPORTUNITIES

SMP shall not:

3.1 Compete, directly or indirectly, with the business of the Company;

3.2 Exploit for personal gain any business opportunity that:

- ◆ Falls within the Company’s line of business or proposed expansion;
- ◆ The Company is financially able to undertake; and
- ◆ Is of actual or potential interest to the Company;

3.3 Use Company property, information or position for personal benefit.

Any potential corporate opportunity must be disclosed to the Board. Participation shall only be permitted with prior approval of the Board.

4.0 CONFLICTS OF INTEREST

SMP shall avoid situations where personal, financial or other interests conflict, or appear to conflict, with the interests of the Company.

Examples include:

- ◆ Financial interest in competitors, customers or suppliers;
- ◆ Participation in competing ventures;
- ◆ Employment or directorship in competing entities;
- ◆ Personal benefit arising from Company transactions.
- ◆ All actual or potential conflicts must be disclosed in writing to the Managing Director and the Audit Committee.



- ◆ An SMP shall not proceed with the relevant transaction unless formally approved by the Audit Committee or Board.

5.0 GIFTS AND BUSINESS COURTESIES

- 5.1 SMP shall not solicit gifts, hospitality or other benefits from persons doing business with the Company.
- 5.2 Unsolicited gifts may be accepted only if:
 - ◆ Customary and of nominal value;
 - ◆ Not in cash or cash equivalents;
 - ◆ Not intended to influence business decisions;
 - ◆ Compliant with Company policy.
- 5.3 Gifts exceeding ₹10,000 in value require prior written approval of the Managing Director and disclosure to the Compliance Officer.
- 5.4 Cash or cash equivalents (including vouchers, securities, and loans) are strictly prohibited.
- 5.5 Repeated or structured gifting intended to circumvent limits is prohibited.

6.0 PROTECTION AND PROPER USE OF COMPANY ASSETS

SMP shall safeguard Company assets and ensure their efficient and lawful use.

Company assets, information systems, intellectual property and confidential information shall be used solely for legitimate business purposes.

7.0 CONFIDENTIAL INFORMATION

SMP shall maintain strict confidentiality of all non-public information, including unpublished price sensitive information (“UPSI”) as defined under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

Confidential information shall not be:

- ◆ Disclosed without authorisation; or
- ◆ Used for personal gain.

Obligations of confidentiality continue after cessation of employment.

8.0 FAIR DEALING

SMP shall deal fairly with customers, suppliers, competitors, regulators and employees.

Unfair practices including manipulation, concealment, misrepresentation or abuse of privileged information are prohibited.

9.0 DATA PRIVACY AND INFORMATION PROTECTION

SMP shall ensure lawful collection, use, storage and transfer of personal information.

Personal data shall:

- ◆ Be collected for legitimate purposes;
- ◆ Be protected in accordance with Company security standards;
- ◆ Be shared only with authorised persons;
- ◆ Be retained only as long as necessary.

Third parties must be contractually obligated to protect such information.



10.0 COMPLIANCE WITH LAWS AND REGULATIONS

SMP shall comply with all applicable laws, including but not limited to:

10.1 Securities Laws

Ensure full, fair, accurate and timely disclosures in accordance with requirements of the Securities and Exchange Board of India, Stock Exchanges and other regulatory authorities.

10.2 Insider Trading Laws

Comply strictly with the Company's Insider Trading Code and applicable provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

10.3 Competition Laws

Conduct business in compliance with the Competition Act, 2002.

10.4 Anti-Corruption Laws

Comply with the Prevention of Corruption Act, 1988 and all applicable anti-bribery laws.

No SMP shall offer, give, solicit or accept any improper advantage to influence official or business decisions.

11.0 INTERACTIONS WITH GOVERNMENT

No payments, hospitality or benefits shall be offered to Government Officials without prior written clearance from the Legal/Compliance function.

12.0 POLITICAL CONTRIBUTIONS

The Company shall not make political contributions except in compliance with applicable law and with prior approval of the Board.

SMP shall not:

- ◆ Authorise political contributions without Board approval;
- ◆ Make personal political contributions on behalf of the Company;
- ◆ Seek reimbursement for personal political contributions.

13.0 REPORTING AND NON-COMPLIANCE

Violations or suspected violations of this Code shall be reported to:

- ◆ The Chairman of the Audit Committee; or
- ◆ Through the Company's Vigil Mechanism.

Retaliation against any person reporting in good faith is strictly prohibited.

All reported violations shall be investigated. SMP found in violation may face disciplinary action, including termination of employment.

Waivers of this Code shall require approval of the Board or Audit Committee and shall be disclosed as required under applicable law.

14.0 ANNUAL AFFIRMATION

All SMP shall provide an annual written affirmation confirming compliance with this Code.

15.0 NO RIGHTS CREATED

This Code is a statement of policy and does not create contractual rights.