



MALANKARA PLANTATIONS LIMITED

Estd: 1910

Tel : 91-481-2568360

91-481-2568335

Fax : 91-481-2568433

GSTIN: 32AABCT2019A1Z8

CIN: U66000KL1910PLC000650

E-mail: malankaraplantations@gmail.com

www.malankaraplantations.co.in

Regd. Office: Malankara Buildings, Kodimatha, (Post Box No. 72) Kottayam - 686 013, Kerala, India
Malankara Plantations Limited

Code of Conduct for Board Members and Senior Management Personnel

(Adopted pursuant to Regulation 17(5) of the SEBI (LODR) Regulations, 2015)

1. Introduction

This Code of Conduct shall be called “**Code of Conduct for Board Members and Senior Management Personnel**” of **Malankara Plantations Limited** (“the Company”) in accordance with Regulation 17(5) of SEBI (LODR) Regulations, 2015. The purpose of this Code is to:

- Promote honest and ethical conduct.
- Maintain compliance with applicable laws.
- Protect the Company's legitimate business interests.
- Uphold the highest standards of integrity and transparency.

2. Applicability

This Code shall apply to:

- All members of the Board of Directors.
- Senior Management Personnel of the Company, including Executive Directors, KMPs, and functional heads reporting directly to the Board or CEO.

3. Principles and Values

All Board Members and Senior Management Personnel shall:

- **Act with integrity**, competence, dignity, and in an ethical manner.
- **Disclose conflicts of interest** and abstain from decision-making in such cases.
- **Comply with all laws**, rules, regulations, and internal policies applicable to their role.
- **Protect the Company's assets** and ensure their efficient use.
- **Maintain confidentiality** of Company information, both during and after tenure.
- **Avoid insider trading**, as per the SEBI (Prohibition of Insider Trading) Regulations, 2015.

- **Provide accurate and timely disclosures** in all reporting to regulators, shareholders, and stakeholders.
-

4. Conflict of Interest

Board Members and Senior Management must:

- Avoid situations where their personal interest could conflict with that of the Company.
 - Make prompt disclosures of any potential conflicts to the Board.
 - Abstain from participating in discussions or decisions related to the matter.
-

5. Compliance with Laws and Regulations

The Company is committed to adherence to the following laws and rules, including but not limited to:

- Companies Act, 2013
 - SEBI (LODR) Regulations, 2015
 - SEBI (PIT) Regulations, 2015
 - Plantation Labour Act, 1951
 - Environmental and Forestry Laws applicable to plantations
-

6. Health, Safety, and Environment

The Company is committed to:

- Ensuring a safe, clean, and green environment in its plantations and offices.
 - Complying with all relevant laws related to plantation labour and environmental protection.
-

7. Fair Dealings

The Company shall:

- Deal fairly with employees, customers, suppliers, and competitors.
 - Avoid manipulation, concealment, or abuse of privileged information.
 - Refrain from engaging in unethical practices to gain competitive advantage.
-



8. Insider Trading

- The Company has adopted a separate Code of Conduct under the SEBI (Prohibition of Insider Trading) Regulations, 2015.
 - Directors and Senior Management shall not deal in securities of the Company while in possession of unpublished price sensitive information.
-

9. Duties of Independent Directors

The Independent Directors shall abide by the duties laid down under Schedule IV of the Companies Act, 2013 and the SEBI LODR Regulations.

10. Affirmation and Annual Declaration

All Board Members and Senior Management Personnel shall:

- Affirm compliance with this Code on an annual basis.
 - Submit a declaration of compliance, which will be annexed to the Annual Report of the Company.
-

11. Amendment and Waiver

- The Company may amend or waive any provision of this Code at any time with the approval of the Board.
 - Any such waiver shall be disclosed as per the applicable laws.
-

12. Placement of Code on Website

Pursuant to Regulation 46(2)(d) of the SEBI (LODR) Regulations, 2015, this Code and any amendments thereto shall be hosted on the website of the Company.

This Policy shall be disclosed on the Company's website:

 www.malankaraplantations.com

For Malankara Plantations Ltd.



Managing Director