

**Borosil Glass Works Limited**

**Code of Conduct for Board of Directors and Senior Management**

**Introduction**

This Code of Conduct (Code) has been framed under the Clause 49(l)(D) of the Listing Agreement with the Stock Exchange and as amended from time to time by the Securities Exchange Board of India or any other Statutory Authority.

The Code shall come into effect from the date of its adoption by the Board of Directors at their duly convened and constituted meeting.

**Preamble**

The Code sets forth standards of conduct that Borosil Glass Works Limited (the Company) requires from all of its **Directors** and **Senior Management Personnel** (Senior Management comprise of all members of the Management one level below the executive directors including all Functional Heads)

In adopting this Code, the Company seeks to

- (a) establish the procedures for dealing with any potential conflict of interest which may arise between the responsibilities of a Director and/or Senior Management Personnel and any other outside interest which he/she or a connected party may have.
- (b) the prompt internal reporting to an appropriate person or persons identified below of violations of this Code;
- (c) accountability for Adherence to this Code

**Code of Conduct**

**I. No Conflicts of Interest**

Each Director and Senior Management personnel is expected to avoid any outside activity, financial interest or relationship that may present a possible conflict of interest or the appearance of a conflict.

A "conflict of interest " arises when

- a Director or Senior Management Personnel's private interest interferes in any way, or even appears to interfere, with the interest of the Company.
- a Director or Senior Management Personnel takes any action or has interest that make it difficult to perform his/her duties for the Company objectively and effectively.

