

TRITON VALVES CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

Applicability

The Code of Conduct shall apply to:

- 1) All Directors of the Company, whether executive or non-executive including nominee directors.
- 2) All executives of the Company from the rank of Deputy General Manager and above.
- 3) All executives of the Company, reporting directly to the Managing Director, the Director Manufacturing and the Executive Director irrespective of their grade.

The Code

All Directors and Senior Management Executives:

I. Conflict of Interest:

- A) Shall avoid situations in which their personal interest could conflict with that of the Company.
- B) Shall disclose to the Board, all cases of Conflict of Interest or potential Conflict of Interest between the person and the Company.
- C) Shall neither directly nor indirectly, give any official favours for personal purposes nor spend funds of the Company for personal purposes.

II. Confidentiality

- D) Shall respect the confidentiality of data made available to them from time to time. Such respect for confidentiality shall also continue after such person ceases to hold office as Director or serve the organization.
- E) Shall not give any statement detrimental to the interest of the Company to the press or any other form of media.

III. Legal Compliance

- F) Shall adhere to the Code for prevention of Insider Trading of the Company.
- G) Shall take every reasonable step to ensure adherence to the laws of the land.

IV. Gender Friendly Environment

- H) Shall help promote equality of gender, class and caste in so far as the same relates to the activities of the Company.
- I) Shall encourage women employees to report any harassment concerns and be responsive to any complaints of harassment or other unwelcome and offensive conduct.

V. Cost Consciousness:

- J) Shall exercise their responsibilities with utmost cost consciousness within the organization and shall promote the same.
- K) Shall not use any facility of the Company for their personal use except when such facility has been provided for personal use by policy or specific permission.

VI. Transparency and Accountability:

L) Shall be transparent in all their dealings except in cases where the needs of business security dictate otherwise and shall hold themselves accountable to the Board.

VII. Dealings with People in the Organization:

M) Shall not show disrespect to their superior officers or to the authority of the Board.

N) Shall not engage in misinformation, disinformation or personal vilification or victimisation of any employee or stakeholder.

VIII. Relationship with Suppliers and Customers:

O) Shall never compromise with the interest of the company in all their dealings with suppliers and customers.

P) Shall not accept gifts and presents which are material in nature or receive gratuitous or other payments or treatments from suppliers or customers which could lead to compromising the Company's interests.

IX. General:

Q) Shall at all times make an endeavour to attend such meetings /occasions including Board and Committee meetings as are required of the person for the benefit, growth and development of the Company.

R) Shall dedicate sufficient time, energy and attention to the Company to ensure diligent performance and be aware of and seek to fulfil his or her duties and responsibilities as set forth in the Company's Memorandum & Articles of Association and Corporate Governance Guidelines.

S) Shall not use abusive or offensive language at the workplace or any such location connected to official business.

T) Shall not knowingly suppress a material fact, which can be detrimental to the interest of the Company, from the appropriate authority/body.

U) Shall not make any statement, verify any return or form, containing any particulars, knowing it to be false.

X. Waiver Any waiver of any provision of this Code of Conduct for a director, senior management executive must be placed for approval before the Board of Directors.

This code of conduct shall also be placed on the website of the Company.

By order of the Board