



Code of Conduct for Senior Management

December, 2019

APPLICABILITY

This Code of Conduct (Code) applies to the senior management of the company i.e. members of the core management team.

CODE OF CONDUCT

The Members of the Senior Management of GCPL shall:

1. Uphold ethical standards of integrity and probity;
2. Act objectively and constructively while exercising their duties;
3. Exercise their responsibilities in a bona fide manner in the interest of the company;
4. Devote sufficient time and attention to their professional obligations for informed and balanced decision making;
5. Not allow any extraneous considerations that will vitiate their exercise of objective independent judgment in the paramount interest of the company as a whole, while concurring in or dissenting from the collective judgment of the Board in its decision making;
6. Not abuse their position to the detriment of the company or its shareholders or for the purpose of gaining direct or indirect personal advantage or the advantage of any associated person;
7. Assist the company in implementing the best corporate governance practices;
8. Strictly follow the guidelines and rules relating to insider trading as stipulated by SEBI.
9. Not indulge in corruption or any form of bribery including improper offers of payments or gifts.
10. Avoid any contracts that might lead to, or suggest, a conflict of interest between personal activities and business and should not have any non-official cash, cheque, loans, or other similar transactions under any circumstances with customers, vendors, third parties.
11. Protect the Company's assets and properties including physical assets, information and intellectual rights and not use the same for their personal gain.

12. Not give gifts or offer entertainment and neither give or accept (directly or indirectly) hospitality, gifts or donations that are intended for the purpose of obtaining business or might appear to incur an obligation.

VIOLATION OF THIS CODE

The Board of Directors will have the power to take appropriate action against anyone found violating the provisions of the Code. Where the Company has suffered a loss due to such violation, it may pursue suitable legal remedies.