

COC

"Our work goes beyond medicine—it's about improving lives and bringing hope."

Objective

- 1.1** Seizan works to ensure that high-quality, affordable medicines are available to everyone, with support for those in need.
- 1.2** It provides general guidance about Seizan Lifescience Pvt. Ltd and all its subsidiaries (hereinafter referred to as the “company” or “Seizan”) expectation, highlights that may require particular attention and references additional resources and channels of communication available to us. It is also the first step for you to get clarity on any question relating to ethical conduct.
- 1.3** This code is intended or focuses on the areas of ethical risk, provide guidance to recognize and deal with ethical issues, provide mechanisms to report unethical conduct and help foster a culture of honesty and accountability.
- 1.4** All the senior management, Employees, Contractors, vendors and customers of the company (hereinafter individually and collectively referred to as the “stakeholder/S”) must comply with the letter and spirit of this code.

Introduction

- 1.5** This Code of Conduct for Directors & Senior Management personnel is a guide to help Senior Management personnel and Directors on the Board of Seizan Lifescience Pvt.Ltd. Though it summarizes many of the laws that Seizan Lifescience, as Company is required to follow, it also goes beyond the legal minimums by describing the ethical values we share at Seizan Lifescience.
- 1.6** The rules and principles set forth in this Code are general in nature and the compliance with the Code shall be ensured read with other applicable policies and standard operating procedures (SOPs) of the Company.
- 1.7** The Board of Directors of the Company adopted this Code of Conduct and Ethics as a testimony of its commitment to adhere to the standards of loyalty, honesty, integrity and the avoidance of conflicts of interest.
- 1.8** This model code of conduct shall be reviewed by the Board from time to time to keep in pace with the regulatory environment and any amendments to this Code, shall be approved by the Board of Directors.

1.9 This code of conduct is applicable to:

1.9A. The Directors, both executive and non-executive Directors.

1.10B. Senior Management team comprising of core management team (excluding Board of Directors) one level below the Managing Director, including Company Secretary and Chief Financial Officer.

Honest & Ethical Conduct

The Directors and the Senior Management personnel shall

1.10 Act honestly, Fairly, Ethically with integrity and loyalty and conduct them in a professional, courteous and respectful manner.

1.11 Act in the best interests of the company and in a manner to enhance and maintain the reputation of the company, and fulfil their fiduciary duties to the stakeholders of the company.

1.12 Act in good faith, with respond All of us should be safe at our place of work, should you observe any unsafe situation at work, please raise our concern of the ombudsman of the company. Please also take the time to familiarize yourselves with emergency procedures and the safety manuals applicable to your location.

1.13 Treat their colleagues and other associates of the company with dignity and courteous.

Conflict of Interest

1.14 We have a duty of loyalty to the company, and must therefore avoid any actual or apparent conflict of interest with the company. The “conflict of interest” exists whenever and individuals privet interests interfere or conflict in any way (or even appear to interfere or conflict) with the interests of the company as a whole.

1.15 The Directors and Senior Management Personnel are expected to avoid and disclose any activity or association that creates or appears to create a conflict between the personal interests and the Company’s business interests.

1.16 A Conflict of interest exists where the interests or benefits of one person or entity conflict with the interests or benefits of the Company.

1.17 Be careful to avoid even the appearance of a conflict of interest because outsiders could view your actions without knowing your intent. We expect you to report any situation that

could be a conflict of interest and urge you to seek guidance from the ombudsman/Ethics commitment of the company. When faced with a (Potential) conflict of interest.

1.16 Relationships with prospective or existing suppliers, contractors, customers, competitors or regulators must not affect the independent and sound judgment on behalf of the Company. Directors & the senior management personnel are required to disclose to the Board any situation that may be, or appear to be, a conflict of interest. When in doubt, disclose.

Legal Compliance

1.17 The Directors and Senior Management personnel shall acquire appropriate knowledge of the legal requirements relating to their duties sufficient to enable them to perform their obligations diligently. The Directors and Senior Management personnel shall also comply with the policies and SOPs of the Company to the extent applicable to them including but not limited to compliance with Prohibition of Insider Trading policy of the Company.

1.18 Duties of independent directors

1.18A Undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the company.

1.18B Seek appropriate clarification or escalation of information and, where necessary, take and follow appropriate professional advice and opinions of outside experts at the expense of the company.

1.18C Strive to attend all meetings of the Board of Directors and of the Board committees of which he is a member.

1.18D Participate constructively and actively in the committees of the Board in which they may be chairpersons or members.

1.18E Strive to attend the **general meetings of the company**.

1.18F where they have concerns about the running of the company or a proposed **action**, ensure that these are addressed by the Board and, to the extent that they are not resolved, insist that their concerns are recorded in the minutes of the Board meeting.

1.18G Keep them well informed about the company and the external environment in which it operates.

1.18H Not to unfairly obstruct the functioning of an otherwise proper Board of committee of the Board.

1.18I Pay sufficient attention and ensure that adequate deliberations are held before approving related party transactions and assure them that the same are in the interest of the company.

1.18J Ascertain and ensure that the company has an adequate and functional vigil mechanism and to ensure that the interests of a person who uses such mechanism are not prejudicially affected on account of such use.

1.18K Report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

1.18L Acting within his/her authority assists in protecting the legitimate interests of the company, shareholders and its employees.

1.18M Not disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.

1.19 Obligations of directors and senior management

1.19A Every director shall inform the listed entity about the committee positions he or she occupies in other listed entities and notify changes as and when they take place.

1.19B Senior management shall make disclosures to the board of directors relating to all material, financial and commercial transactions, where they have personal interest that may have a potential conflict with the interest of the listed entity at large.

1.20 Corporate Disclosure Policy

1.20A It is the company's policy to ensure continuous, timely and adequate disclosure of company's information. The company is committed to full, fair, accurate, timely and understandable disclosure in reports and documents it files with or submits to the regulatory authorities and in other public communication.

1.20B The Directors and Senior Management personnel shall provide only public information to the media/ analyst / research person / large investors like institutions. Alternatively, the information given to the media /analyst should be simultaneously made public at the earliest.

1.20C The Directors and Senior Management personnel must maintain the confidentiality of information relating to the affairs of the Company until and unless authorized or legally required to disclose such information; and shall not use confidential information to their personal benefits.

1.21 Compliance of Code of Conduct

1.21A it is the duty and obligation of every Director and Senior Management person to comply with this code of conduct and they shall acknowledge and affirm ongoing compliance with the code on an annual basis.

1.21B Any violation of the code shall be reported to the chairmen of the Board and to the compliance officer of the company. This code of conduct shall be posted on the website of the company.

1.22 Anti-bribery and Anti-corruption

1.22A We conduct our business in an honest and ethical manner, maintaining the integrity of our business dealings with both public and private parties.

1.22B We foster our business relationships on trust, transparency and accountability.

1.22C We do not tolerate any form of corrupt practices in relation to our business anywhere in the world.

1.22D At every level of our operations, we implement and enforce effective systems to counter bribery and corruption.

1.22E we will never...Offer/accept: Money, gifts, privileges, favours, kickbacks, entertainment, other arrangements, directly or indirectly to or from a business partner., client, prospect, government official, healthcare professional or political party.

1.22F In exchange for: Company business, improper advantage, faster service, personal gain, other benefits that could cause unethical or illegal exposures.

1.22G We encourage you to disclose any gifts received from existing or potential business partners to the Company.

1.22H We should be careful when making personal political donations or charitable contributions as often times these can be a way to give a bribe through concealing its true purpose. Bribes aren't always cash in envelopes; they can also be gifts, entertainment, favours, jobs or anything else of value. We must not pay bribes because they harm the communities we operate in by contributing to corrupt government practices.

1.22I If you suspect or become aware of acts of bribery or corruption, please report to the ombudsman of the company. More information about bribery and corruption can be found in our business ethics policy.

1.23 Protection of Assets and Confidential Information

1.23A We are responsible for safeguarding the physical property. Intellectual property of Seizan or tangible assets such as equipment and machinery, system, facilities, material and resources, as well and intangible assets such as information technology and systems, proprietary information, intellectual property and relationship with customers and supplier's clients and all other business, proprietary and confidential information of Seizan including But not limiting to any information concerning the company's decision, operation, data, procedures, plans, earning , income, financial or business forecasts, proposed acquisitions, Clients or vendor records (hereinafter referred to as the "Assets and confidential information") and shall seek to protect the company's assets and confidential information from misuses, theft, fraud, damage or loss.

1.23B inappropriate use of our assets and resources pose substantial risk.

1.23C Misappropriation or unauthorized disclosure of Seizan's assets and confidential information is breach of this code.

1.23D I will never.....

1.23D.1 Utilise our Company's resources or facilitate the reproduction, display, distribution or storage of any materials that violates our Company's or any other third party's intellectual property rights.

1.23D.2 Use the information and communication systems of our Company in a manner which is detrimental to our Company or any of our colleagues.

1.23D.3 Damage or get involved in misappropriation or embezzlement of our assets of any kind.

1.23D.4 Mishandle or misuse our assets for personal and for unauthorised purposes.

1.23E Report any mishandling, loss or theft of our assets to your Human Resources Manager or Legal Department.

1.24 Competitive Behaviour

1.24A We compete fairly, honestly and vigorously to protect customers, shareholder and each other. We should always work within the law and our policies to retain and gain the trust of new and existing customer.

1.24B Anti-competitive agreements damage the markets that we operate in. No short term gain will ever be worth damaging our reputation or the trust our customers place with us. We respect the marketplace by not colluding with competitors to set prices, allocating markets or agreeing to overcharge customer for products or services. Similarly, when working with our customers, vendors and distributors, we fairly set prices and support all of our partners in doing business and competing the right way.

1.25 Respect for the individual

1.25A At Seizan, we strive to provide a work environment free of discrimination and harassment. We are an equal opportunity employer and employment decision are based on merit and business needs. We are committed to following fair employment practices that provide equal opportunities to all employees. We do not discriminate or allow harassment on the basis of race, colour, religion, disability, gender, national origin, sexual orientation, gender identity, gender expression, age, genetic information, military status, or any other legally protected status.

1.25B At Seizan, we value diversity and believe that a diverse workplace builds a competitive advantage.

1.25C To put these values in practice, all of us must ensure that decisions affecting employees are based on business factory only. For instance, decision regarding hiring, promotion,

termination, transfer, leave of absence or compensation should only be based on relevant business factors.

1.25D If you see or are a victim of harassment, speak up so that we can do something about it. Harassment has no place at our company. If you speak up, you will be protected against acts of retaliation such as intimidation or further harassment. Speaking up against harassment is the right thing to do and helps to create a work environment where we can all reach our full potential. More information about harassment and discrimination can be found in our policy on professional etiquettes at workplace.

1.26 Environment, Health and Safety (EHS)

1.26A We, being a responsible corporate citizen, recognise the importance of managing EHS matters effectively as an integral part of our business activities.

1.26B We take all practicable measures to create a safe and healthy workplace for our employees and a clean environment for our employees as well as the surrounding community.

1.26C All forms of substance abuse as well as the use or distribution of drug and alcohol while at work is prohibited.

1.26D Unless required as part of your role (for instance for security personal where deemed necessary), possession and/or use of weapons/firearms or ammunition while on business of the company is prohibited.

1.26E All of us should be safe at our place of work, should you observe any unsafe situation at work, please raise our concern of the ombudsman of the company. Please also take the time to familiarize yourselves with emergency procedures and the safety manuals applicable to your location.