



SHRADDHA  
**PRIME**  
PROJECTS LTD.  
CONSTRUCTING VALUE

## Shraddha Prime Projects Ltd.

(Formerly Known As Towa Sokki Limited)

Corporate office : A-309, Kanara Business Centre Premises CS Ltd., Link Road,  
Laxmi Nagar, Ghatkopar (East) Mumbai - 400 075. Tel : 022 21646000

### 1. INTRODUCTION

- a. This Code of Conduct (hereinafter referred to as the **"Code"**) shall be called "The Code of Conduct for the Board of Directors and Senior Management personnel" of **Shraddha Prime Projects Limited** (hereinafter referred to as the **"Company"**)
- b. This Code envisages that the Board of Directors of the Company (**"Board"**) and Senior Management Personnel (as hereinafter defined) (collectively referred to as **"Officers"**) must act within the bounds of the authority conferred upon them and with a duty to comply with the requirements of applicable law.
- c. The principles prescribed in this Code are general in nature and lay down broad standards of compliance and ethics, as required by Regulation 17(5) (a) of the SEBI ( Listing Obligation and Disclosures Requirements) Regulations, 2015.
- d. This Code has been approved by the Board in its meeting held on 14.02.2022 and applicable from the date of listing of the Company on BSE Main Board.

### 2. EFFECTIVE DATE:

This Policy will be applicable to the Company effective 01.04.2022.

### 3. APPLICABILITY

This Code shall be applicable to the following persons:

- a. Board of Directors of the Company
- b. Senior Management Personnel of the Company, being functional Heads and also Consultants.

### 4. DEFINITIONS

In this code, unless repugnant to the meaning or context thereof, the following expressions, wherever used in this Code, shall have the meaning assigned to them.





SHRADDHA  
**PRIME**  
PROJECTS LTD.  
CONSTRUCTING VALUE

## Shraddha Prime Projects Ltd.

(Formerly Known As Towa Sokki Limited)

Corporate office : A-309, Kanara Business Centre Premises CS Ltd., Link Road,  
Laxmi Nagar, Ghatkopar (East) Mumbai - 400 075. Tel : 022 21646000

- a. "Board or Board Members" shall mean the Board of Directors of the Company and / or the Directors on the Board of Directors of the Company
- b. "Company" means **Shraddha Prime Projects Limited**.
- c. "Senior Management" shall mean personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management one level below the executive directors, including all functional heads.
- d. "Relative" shall have the same meaning assigned to them in Section 2(41) of the Companies Act, 1956.
- e. "Price Sensitive Information" includes any information which relates directly or indirectly to the Company and which if published is likely to materially affect the price of Securities of the Company.
- f. "Officers" shall collectively refer to the board members and the senior management personnel.
- g. "Compliance Officer" means the officer appointed by the Board of Directors under the Listing Agreement

### 5. CODE OF CONDUCT

Every Officer shall act within the authority conferred upon him by the Company and under applicable law, keeping the best interests of the Company and adhere to the following:

- a. Shall act with personal and professionalism integrity, due care, skill, diligence, honesty, good faith as well as high moral and ethical standards;
- b. Shall be independent in their judgment and actions;
- c. Shall not participate in any decision making process on a subject matter in which a conflict of interest exists or is likely to exist such that an independent judgment of the Company's best interest cannot be exercised;





SHRADDHA  
**PRIME**  
PROJECTS LTD.  
CONSTRUCTING VALUE

## Shraddha Prime Projects Ltd.

(Formerly Known As Towa Sokki Limited)

Corporate office : A-309, Kanara Business Centre Premises CS Ltd., Link Road,  
Laxmi Nagar, Ghatkopar (East) Mumbai - 400 075. Tel : 022 21646000

- d. Shall not allow their personal interest to conflict with the interest of the Company, if they are considering investment in the Company's customer, supplier, developer or competitor, you must first take great care to ensure that these investments do not compromise your responsibilities to the company. In the event of there being a conflict of interest and duty, they should make full disclosure of all facts and circumstances thereof to the Board of directors;
- b. Shall not, in his official capacity, enter into business with (a) a relative or (b) a private limited company in which he or his relative is a member or a director (c) a public limited company in which he or his relative holds 2% or more paid up share capital and (d) with a firm in which the relative is a partner, except with the prior approval of the Managing Director of the Company unless otherwise permitted by law;
- c. Shall not discriminate employees based on colour, religion, caste, creed or gender;
- d. Shall not commit any offence involving moral turpitude.
- e. Shall refer all inquiries or calls from the press, media and financial analysts to the Company's Managing Director. The Company has designated its Managing Director as official Company spoke people for any company related matters.
- f. Unless specifically permitted by the Managing Director of the Company, not to hold any positions or jobs or directorship or engage in other businesses or interests that are prejudicial to the interests of the company.
- g. Shall not disclose any Price Sensitive Information/Unpublished Price Sensitive information that may affect performance of the Company.
- h. Unless specifically permitted by the Managing Director of the Company, the Officers shall not serve as director of any other company or accept any appointment or post, whether advisory or administrative or as partner of a firm that is engaged in a business competing with the Company or with which the company has business relations.
- i. The Officers shall protect the Company's assets including physical assets, intangible assets, information and intellectual rights and shall not use the same for personal gain.
- j. All the members of the Board and senior management personnel of the company shall ensure that their actions in the conduct of business are totally transparent except where the needs of business security dictate otherwise. Such transparency shall be brought about through appropriate policies, systems and processes.



✉ [shraddhaprimeprojects@gmail.com](mailto:shraddhaprimeprojects@gmail.com)

🌐 [www.shraddhaprimeprojects.in](http://www.shraddhaprimeprojects.in)

Registered Office : FF6, Amrapali Apartment, Near Air Force Station,  
Makarapura, Vadodara, Gujarat : 390 014.



SHRADDHA  
**PRIME**  
PROJECTS LTD.  
CONSTRUCTING VALUE

## Shraddha Prime Projects Ltd.

(Formerly Known As Towa Sokki Limited)

Corporate office : A-309, Kanara Business Centre Premises CS Ltd., Link Road,  
Laxmi Nagar, Ghatkopar (East) Mumbai - 400 075. Tel : 022 21646000

- k. All the members of the Board and senior management personnel of the company should strive for optimum utilization of available resources. They shall exercise care to ensure that costs are reasonable and there is no wastage.
- l. All the members of the Board and senior management personnel of the company shall follow all prescribed safety and environment related norms.
- m. Observe and guide the Company in maintaining highest degree of Corporate Governance

### 6. SECURITIES TRANSACTIONS AND INSIDER INFORMATION

The officers and employees of the Company and his or her immediate family shall not derive any benefit or assist others to derive any benefit from the access to and possession of information about the Company, which is not in the public domain. The officers and employees of the Company shall not use information which is not available to the investing public for making or giving advice on investment decisions on the securities of the Company. Such insider information might include the following:

- Financial results of the Company including profits, earnings and dividends;
- Announcement of new product introductions or developments;
- Major agreements;
- Raising finances;
- Assets revaluations;
- Restructuring plans;
- Expansion/new projects

### 7. GIFTS AND DONATIONS

The Company shall neither receive nor offer or make, directly or indirectly, any illegal payments, remunerations, gifts, donations or benefits to obtain business or uncompetitive favours for the conduct of its business. However, nominal gifts for special events can be exchanged by employees provided the same is disclosed to the management immediately.

### 8. GOVERNMENT AGENCIES

The Company and its officers / employees shall not offer or give any Company funds or property as donation to any government agencies or their representatives, directly or through intermediaries, in order to obtain any favourable performance of official duties.



✉ [shraddhaprimeprojects@gmail.com](mailto:shraddhaprimeprojects@gmail.com)

🌐 [www.shraddhaprimeprojects.in](http://www.shraddhaprimeprojects.in)

Registered Office : FF6, Amrapali Apartment, Near Air Force Station,  
Makarpura, Vadodara, Gujarat : 390 014.

