



Baraka Power Limited

Lighting Bangladesh, We Promise...

Code of Conduct for the Chairperson of the Board, other Board Members and Chief Executive Officer / Managing Director of the Company as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors

CODE OF CONDUCT:

- To comply with applicable Laws, Rules and Regulations.
- To represent the interests of the shareholders of the Company.
- To exhibit high standards of integrity, commitment and independence of thought and judgment.
- To maintain fiduciary relation in his / her activities relating to the organization.
- To dedicate sufficient time, energy and attention to ensure the diligent performance of his or her duties.
- To avoid conflicts of interest.
- Not to compete with the business of the Company.
- To use corporate information, opportunities and assets for the sole benefit of the organization and its stakeholders.
- To protect and hold confidential all non-public information obtained due to his / her position.
- Not to use Confidential Information for his / her own personal benefit or to benefit persons or entities outside the Company.
- Not to disclose Confidential Information outside the Company, either during or after his or her service as a Director of the Company, except with authorization of the Board of Directors or as may be otherwise required by law.
- To deal fairly with the Company's employees, customers, suppliers and competitors and not to take unfair advantage of the Company's employees, customers, suppliers, or competitors through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.
- Not to use official position for personal gains.
- To perform duties conscientiously and without fear or favour.
- To communicate any suspected violations of this Code promptly to the Chairman of the Board and to the Chairman of the Nomination and Remuneration Committee. Suspected violations will be investigated by or at the direction of the Nomination and Remuneration Committee and appropriate action will be taken in the event that a violation is confirmed.
- Any waiver of any provision of the Code may be made only by the Board after approval of the Nomination and Remuneration Committee.
- The Code is subject to continuous review and upgradation in line with any changes in law, changes in Company's philosophy, vision, business plans or otherwise as may be recommended by the Nomination and Remuneration Committee and approved by the Board.

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