

BRILLIANT PORTFOLIOS LIMITED
CODE OF CONDUCT
FOR
DIRECTORS AND SENIOR MANAGEMENT

PREAMBLE

All Directors and senior management must act within the bounds of authority conferred upon them and with a duty to make enact informed decisions and policies in the best interests of the company and its shareholders/stakeholders. Every member of Board and Senior Management shall be duly bound to follow the provisions of this Code in letter as well as spirit.

With a view to maintain the high standards that the company requires, the following rules / code of conduct should be observed in all activities of board. The company appoints the Company Secretary as a compliance officer for the purpose of code, who will be available to directors and senior management to answer questions and to help them comply with the code.

Accordingly, the Members are expected to read and understand this Code and uphold these standards in their business dealings and activities.

The provisions of this Code shall be read as under:

1. HONEST & ETHICAL CONDUCT

All the Members are expected to act in accordance with the highest standards of personal & professional integrity, honesty and ethical conduct, while working on the Company's premises, at offsite locations, at Company sponsored business and social events, or at any other place where the Members are representing the Company.

An honest conduct shall mean a conduct free from fraud and deception.

2. CONFLICT OF INTEREST

The code demands that the members should avoid and disclose actual & apparent conflict of interest. A conflict of interest exists where the interest or benefits of one person or entity conflict with the interests of the Company. It may take the following forms:



- a) **Employment/Outside employment:** The members are expected to devote their full attention to the business interests of the Company and are prohibited from engaging in any activity that interferes with their performance or responsibilities towards the Company.
- b) **Outside directorships:** To serve as director of any company that competes with the company shall be viewed as conflict of interest. Any member intending to serve on the Board of business competitor shall obtain a prior approval of the Board.
- c) **Related Parties:** As a general rule, the members should avoid conducting business with a relative. Further, contracts and organizations / firms where a relative of member is working as a principal officer or partner should be avoided.
- d) **Payment or Acceptance of gifts:** Under no circumstances shall the members accept any offer, payment, promise to pay, or authorization to pay any money of gift from clients, consultants, etc., that is perceived as intended, directly or indirectly, to influence any business decision.

3. CONFIDENTIALITY OF INFORMATION

Any information concerning the company's business, its clients etc., which is not in public domain and to which director has access or possesses such information, must be considered confidential and held in confidence, unless authorized to do so and when disclosure is required as a matter of law. No director shall provide any information either formally or informally, to press or any other publicity media, unless specially authorized.

4. INSIDER TRADING

Any director of the company shall not derive benefit or assist others to derive benefit by giving investment advice from the access to and possession of information about the company, not in public domain and therefore constitutes insider information. All directors will comply with insider trading guidelines as issued by the SEBI.

5. PROTECTION OF ASSETS

Director's must protect the company's assets, labour and information and may not use these for personal use, unless approved by the Board.

6. SHAREHOLDERS

Brilliant Portfolios Limited shall be committed to enhance shareholders wealth & value. The Board of Directors the Company commits itself to abide by all regulations and laws



that govern shareholders rights. Further, the Board members also commits in keeping its family of shareholders thoroughly informed about all relevant aspects of company's business, and discloses such information in accordance with relevant regulations and agreements.

7. EQUAL OPPORTUNITIES TO EMPLOYEES

The Company shall provide equal opportunities to all its employees and all qualified applicants for employment without discriminating with regard to their race, caste, sex, religion, etc.

Our Human resource policies always promote equality in the workplace promoting equal opportunities to all its employees. Among our goals are to make benefits and services available to our employees with regard to their wellbeing, to communicate effectively with them, to ensure equal employment regard to their wellbeing, to communicate effectively with them, to ensure equal employment treatment, to assist employees in realizing their potential and maximizing their productivity, and to take fairly evaluate and recognize performance.

Further our all human resource policies as administrated in a manner consistent with applicable laws and other provisions of this Code, respect for the right to privacy and the right to heard, and that in all matters equal opportunity will be provided to those eligible and decisions shall be based on mutual discussions.

For its part, the company expects employees to perform excellent work in a cost effective manner, and to strive for quality and productivity. Also we expect from our employee that they follow all directions and instructions, properly care for facilities and equipment, to anticipate problem and suggest improvements, to treat other employees and clients and customers with honesty and courtesy, and to be energetic in the performance of task and fulfillment of goals.

8. SAFETY, HEALTH AND ENVIRONMENT

The company attaches a great importance to a healthy environment and to the safety of its employees.

9. ETHICAL CONDUCT

Every employee of the company including the Board Members shall deal on behalf of the company professionalism, honesty and integrity, while conforming to high moral and ethical standards. Such conduct shall be fair, reasonable & transparent and be perceived to be so by third parties.



Every employee of the company shall preserve the human rights of every individual and community, and shall strive to honour commitments.

Every employee shall be responsible for the implementation of and compliance with the Code in his/her environment. Failure to adhere of the code could attract severe consequences, including termination of employment.

10. TRANSPARENCY AND ACCOUNTABILITY

All Company employees ensure that their actions in the conduct of business and employment are totally transparent except where the need of business security demands otherwise. All employees shall voluntary ensure that their area of operation are always be open to audit and the conduct of their activities are totally auditable.

11. POLITICAL NON ALIGNMENT

Brilliant Portfolios Limited shall not support, directly or indirectly, any specific political party or candidate for political office. The Company shall not offer or give any Company's fund or property as donations, directly or indirectly, to any specific political party, candidate or campaign.

12. COMPLIANCE WITH APPLICABLE LAWS, RULES AND REGULATIONS

The Board Members and Designated Employees of the company have a duty to comply with all the laws, rules and regulation that apply to the Company's business. They must acquire appropriate knowledge of the legal requirements relating to their duties, either from internal source or from an outside source. Violations of applicable laws, rules and regulations may subject them to individual criminal or civil liabilities, as well as disciplinary action/s by the Company.

13. REPORTING CONCERNS

Every employee of company shall promptly report to the management, they become aware of any actual of possible violation of the Code or an event of misconduct, act of misdemeanor or act not in the company's interest. It is the ethical responsibility of the employees to abide by and enforce this Code. The Board of Directors shall take necessary disciplinary action against any Director and / or employees who would be found guilty of violating this Code.

14. WHERE TO SEEK CLARIFICATION

The Board Members and Designated Employees can get clarification regarding this Code of Conduct from the Compliance officer of the Company.



15. WAIVERS & AMENDMENTS OF THE CODE

The Company is committed to continuously reviewing and updating its policies and procedures and hence, the Code is subject to modifications to meet the future requirements.

Once every year or upon revision of this code, every director must acknowledge and execute an understanding of the code and an agreement to comply. New directors will sign such a deed at the time when their directorship begins.

For Brilliant Portfolios Limited



Ravi Jain

Director

