



## **Godrej Properties Limited**

### **Code of Conduct for the Board of Directors and Senior Management**

#### **Applicability of the Code of Conduct**

This Code of Conduct (Code) applies to Directors of Godrej Properties Limited. It also applies to the senior management of the Company. i.e. one level below the Managing /Executive Director including all the Departmental heads.

#### **Code of Conduct**

The Board of Directors and Senior Management of Godrej Properties Limited should:

- demonstrate the highest standards of integrity, business ethics, and corporate governance.
- perform their roles with competence, diligence, in good faith and in the best interests of the Company.
- provide expertise and experience in their areas of specialisation and share learnings at Board meetings with best interests of the Company and its stakeholders in mind. They should point the Company's management in the 'right' direction based on their experience and judgement.
- give careful and independent consideration to the affairs of the Company and all documents placed before them to satisfy themselves with the soundness of key decisions taken by the Management. They should call for additional information, where necessary, for making such judgements.
- not engage in any business, relationship or any activity which detrimentally conflicts with the interest of the Company / Godrej Group or bring discredit to it. Any situation that creates a conflict of interest between personal interests and the Company and it's stakeholders' interests must be avoided at all costs.
- follow all the guidelines put forth in the Insider Trading - Code of Conduct.
- not disclose any confidential / privileged information of the Company and should direct any media queries or approaches to the appropriate spokesperson within the Company.