

Reg. Office: No. 402, Fifth Floor, Bijith Tower, 7th Cross, Nanjappa Garden Babusapalya,
Bangalore 560043.

Website: jlainfraville.com

E-mail id: infraville@yahoo.in

Code of Conduct for Board of Directors and Managerial Personnel

Introduction:

This Code of Conduct is intended to set forth the ethical standards, responsibilities, and expectations for the Board of Directors and Managerial Personnel of **JLA INFRAVILLE SHOPPERS LIMITED** (hereinafter referred to as "the Company"). The Code is designed to ensure compliance with legal and regulatory requirements and to promote a culture of integrity, transparency, and accountability.

1. Ethical Conduct:

The Board of Directors and Managerial Personnel shall uphold the highest standards of ethical conduct, demonstrating honesty, integrity, and fairness in all their activities related to the Company.

2. Compliance with Laws and Regulations:

The Board of Directors and Managerial Personnel shall comply with all applicable laws, regulations, and internal policies governing the conduct of business and shall strive to promote a culture of legal and regulatory compliance within the organization.

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3. Conflicts of Interest:

Any actual or potential conflict of interest shall be disclosed promptly by the concerned individual to the Board. Conflicts of interest shall be managed to ensure that the best interests of the Company are upheld.

4. Insider Trading:

Board members and Managerial Personnel shall not engage in insider trading or communicate insider information to others. They shall adhere to the Company's Insider Trading Policy and relevant legal requirements.

5. Corporate Opportunities:

Board members and Managerial Personnel shall not exploit for their personal gain opportunities that are discovered through the use of Company property, information, or position unless the opportunity is disclosed to the Board.

6. Confidentiality:

Board members and Managerial Personnel shall maintain the confidentiality of information entrusted to them by the Company and shall not use such information for personal gain or for the benefit of third parties.

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7. Fair Dealing:

All dealings with customers, suppliers, competitors, and employees shall be conducted fairly, honestly, and transparently. Unfair business practices and unethical behavior shall be strictly prohibited.

8. Corporate Governance:

The Board of Directors shall actively engage in the governance of the Company, ensuring transparency, accountability, and fairness in decision-making processes. They shall regularly assess and improve corporate governance practices.

9. Reporting Violations:

Any violation of this Code of Conduct shall be reported promptly to the Board of Directors or the designated compliance officer. The Company shall ensure that appropriate action is taken in response to reported violations.

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10. Compliance Training:

The Board of Directors and Managerial Personnel shall undergo regular training to stay updated on legal and regulatory requirements, ethical standards, and the Company's policies.

11. Review and Amendments:

This Code of Conduct shall be reviewed periodically by the Board of Directors and amended as deemed necessary. Any amendments to the Code shall be communicated promptly to all concerned parties.

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