

Code of Conduct

- **Corporate Profile**

SUNRAYS TEXTILE MILLS LIMITED (“the Company”) enforced the Code of Conduct (**“the Code”**) on 1st July, 2023. The company maintains the highest level of ethical conduct among its management and employees. The code of defines acceptable and unacceptable behavior, provides guidance for the Directors / employees in specific situation that may arise and foster a culture of honesty, accountability and high standard of personal and professional integrity.

- Salient Features of the Code for Directors
- Specific Guidelines for Employees



Salient Features for the Code of Conduct for Directors

- **Compliance with Laws**

Directors must comply with the laws, rules and regulations applicable to business of the Company in and outside Pakistan.

- **Conflict of interest**

Each Director is primarily responsible for the company and is expected to avoid any activity that could interfere with that responsibility. No Director is allowed to be engaged in the activities which may give rise to any sort of conflict between his or her personal interest and that of the Company, its associated or subsidiary undertaking(s). Any situation that involves, or may reasonably be expected to involve, a conflict of interest with the company, should be disclosed promptly.

- **Corporate Opportunity**

Directors should not use the Company's property, information and their position for personal benefit. He should not establish competing business and divert the Company's business opportunities for personal gains and should not engage in any outside business activities which may interfere with their respective duties and responsibilities of the Company.



- **Confidentiality**

Directors must maintain confidentiality of the information entrusted upon them by the company and its associated or subsidiary undertaking(s), except when disclosure is authorized by the Chairman of the Board or legally mandated.

- **Honesty, Integrity and Fair Dealing**

A director must deal with all the stakeholders of the Company fairly. He should not provide unfair advantage to any customer, supplier, banker etc. due to his position.

- **Protection and Proper Use of the Company Assets**

Directors should ensure that all assets of the Company must be used for the benefit of the Company. They are required to exercise best of their abilities and judgment to utilize the assets of the company efficiently and for benefit of the Company.

- **Encouraging Reporting of Possible Illegal or Unethical Behavior**

Directors must inform the Compliance Officer or Chairman of the Board of Directors in case he finds any of the employee or director committing violation of the Code and any law of the land. He should take all possible measures to help prevent illegal or unethical behavior of fellow directors or employees.



- **Public Company Reporting**

Directors are responsible for the timely and accurate reporting to the Securities & Exchange Commission of Pakistan and Stock Exchanges and other regulatory authorities. They should make possible that the financial statements of the Company are published and circulated among shareholders in time.

- **Disclosure of Interest**

The directors should disclose their interest in the shareholding of other companies. They must inform within four days to the Company Secretary, if any director or his spouse trades in the shares of the other Company.

- **Insider Trading**

No director or his spouse will transact in the shares of the Company after the start of close period. The Company secretary will inform about the close period that will start when the documents and financial statements are circulated among the directors. Directors should also inform the Company Secretary immediately about transactions performed by them and their spouse in the shares of the Company other than close period.



Specific Guidelines for Employees

- *Corporate Profile*

- **Safety**

The Company is highly concerned with the safety of both employees and non-employees on its premises and maintains standard operating procedures in case of emergencies. All the employees must follow these procedures and are required to inform their seniors in case of any mishap.

- **Fitness for Duty**

An employee should be mentally and physically fit when he is on work. He should not use any drugs. Even if he is using any prescribed medicine which might affect his performance at work, he must inform about it to his senior.

- **Attendance Report**

An employee should have contact information of his senior(S) and inform him if he is not able to report on work.



- **Computer and System Security**

All the employees of the Company are required to use computer and information technology system of the Company according to the Company information technology policies and guidelines.

- **Fair Dealing**

All employees must deal with all the stakeholders of the Company fairly. He should not provide unfair advantage to any customer, supplier, banker etc. due to his position.

- **Regulatory Compliances and Corporate Governance**

The company maintains an environment of good governance. All the employees are required to follow the Company's policies, rules and regulations.

- **Conflict of Interests**

Employees/ trainees must not engage in activities or transactions which may give rise or seen to have given rise to conflict between their personal interests and the interest of the company.



- **Confidentiality and Disclosure of Information**

Employees/ trainees are expected to safeguard confidential information about the company and its clients and must not, without authority, disclose such information to the press, outside sources, or employees/ trainees who are not entitled to such information.

- **Political Contribution**

No funds or assets of the company may be contributed to any political party or organization or individual who either holds public office or is a candidate for public office except where such contribution is permitted by law.

- **Proper Recording of Funds, Assets, Receipts and Disbursements**

All funds, assets, receipts and disbursements must be properly recorded in the Books of the Company.

- **Alcohol, Drugs and Gambling**

Alcohol in any form and use of drugs, except under medical advice, (of which satisfactory proof will be provided to the management), is strictly prohibited at all premises / locations. All forms of organized gambling or betting on the company's premises are forbidden.



- **Company's and Personal Property**

An employee / trainee must not take or use company's property or property of another employee / trainee without permission, nor must the employee / trainee use company's property for private purposes without the management's permission.

- **Harassment**

It is the company's policy to promote productive work environment and not to tolerate verbal or physical conduct by any employee / trainee that harasses, disrupts or interferes another's work performance and creates an intimidating, humiliating, offensive or hostile environment. Indus group expects all employees, regardless of their seniority of work relationship, to have mutual respect for one another and will not tolerate harassment of a non sexual nature e.g. public ridicule, abusive language, physical violence or the threat of physical violence. Nor will any discrimination on the basis of religion, caste or gender be allowed. Employees are expected to cooperate fully in the Company's investigation of harassment related complaints. Retaliation against anyone who lodges a complaint in good faith is unacceptable.

- **Insider Trading**

No employee or his spouse will transact in the shares of the Company after the start of closed period prior to the announcement of financial results. Employees categorized as executives according to the requirements of Code of Corporate Governance, 2012 should also inform the Company Secretary immediately about the transactions performed by them and their spouse in the shares of the Company other than closed period.

- **General Discipline**

Every employee/ trainee must adhere to the company's rule of service and make sure that he/ she is familiar with them.

