

CODE OF ETHICS

Preamble

0.1 The need for this voluntary code has been felt for some time due to various reasons. One, there is a growing consensus that doing business in India is somewhat unattractive due to the lack of a strong code of ethics in public life as also in commerce and industry. This is seen most dramatically in the poor ratings India gets in such international comparisons as those published by Transparency International. Two, there is a strong consensus among economists that unethical practices lead to inefficient outcomes. Any improvement in the practice of ethical behaviour is, therefore, likely to lead to increase in output and prosperity all round. Three, most social scientists agree that corruption and rent seeking activities impact the less well-off much more than the better off sections of society. Thus, a code of ethics will lead to improvements in equity and is likely to lead to a fairer distribution of the fruits of economic growth.

0.2 This code is based on industry best practices drawn from the Indian corporate sector. In formulating this code, we recognise the need to make a clear distinction between the acts and omissions of a company and the acts of its employees on behalf of the company. We have tried to include both aspects in this code. Thus, this code covers only the conduct of the employees in so far as such conduct affects compliance by the member company of the code.

Principle 1: Serving the National Interest

1.1 ASCS management practices and business conduct will benefit the country, localities and communities in which it operates, to the extent possible and affordable, and will be in accordance with the laws of the land.

Principle 2: Ethical Behaviour and Functioning

2.1 ASCS employers and its employees will comply with the laws and regulations in India and in each of the countries in which they operate.

2.2 ASCS, in the course of its business activities, will respect and conform to the culture, customs and traditions in India and in each country and region in which it operates. It will conform to trade procedures, including licensing, documentation and other necessary formalities such as taxation, as applicable.

2.3 Every employee of ASCS, including full-time directors and the chief executive, will exhibit culturally appropriate deportment in the countries they operate in, and deal on behalf of the company with professionalism, honesty and integrity, while conforming to high moral and ethical standards. Such conduct will be fair and transparent and be perceived to be so by third parties.

2.4 ASCS is committed not to compromise on ethical business standards. The highest standards of integrity, impartiality, equity and objectivity will be observed in every activity that encompasses the business.

2.5 ASCS respects the principle of strict legality in all acts, measures, contracts, and other transactions of the company; this also applies to the payment of taxes due, obtaining necessary official permits (typically pertaining to customs and export control law), and observing third party rights. Support for this principle is necessary not only in view of the considerable business damage that can arise from violations – through prosecution, fines, or compensation claims – but above all because it endorses the principle of unconditional compliance with the law, irrespective of any potential cost or benefits to the member company.

2.6 ASCS will compete through the inherent quality and excellence of its products and services, never through illegal, unethical or unfair business practices.

Principle 3: Respect for Human Rights

3.1 ASCS reiterates its belief in and adherence to the principles of human rights as enshrined in the Universal Declaration of Human Rights of the United Nations and to act in accordance with the principles laid down in it. It will also respect and abide by the requirements, in this behalf, of the countries in which it operates.

Principle 4: Respect for the Environment

4.1 ASCS is committed to making continuous improvements in the management of its environmental impact and to the longer-term goal of developing a sustainable business.

4.2 ASCS will work in partnership with others to promote environmental care, increase understanding of environmental issues and disseminate good practice.

4.3 ASCS will prevent the wasteful use of natural resources and be committed to endeavour improving the environment, particularly with regard to the emission of greenhouse gases, and will endeavour to offset the effect of climate change in all spheres of its activities.

4.4 ASCS, in the process of production and sale of its products and services, will strive for economic, social and environmental sustainability.

4.5 ASCS will comply with all environmental laws and regulations of the country in which it operates. In this respect, it will ensure proper approvals are obtained for usage of air, water and land for industrial purposes. It will also ensure proper emission / discharge / levels of waste materials in accordance with legal requirements.

Principle 5: Shunning Corrupt Practices

5.1 ASCS will comply with all applicable laws that prohibit money laundering and will report unaccounted cash or other suspicious transactions.

5.2 ASCS will not be a party to agreements or supplements to agreements referring to the acceptance of bribe.

5.3 ASCS will not pay commission and remuneration to authorized dealers, agents, or advisers that is not reasonable and proportionate to the contracted work such that it could be used for or viewed as being made in connection illegal gratification / bribes. It is forbidden to agree to any benefits intended as payment of a bribe. A Member Company must ensure that agents or other intermediaries engaged by ASCS enter into a contractual obligation not to offer or receive bribes and contracts with such parties will include a clause providing for the right of termination without notice in cases of bribery or corruption.

5.4 ASCS shall endeavour to formulate a policy regarding the acceptance and grant of gifts, laying down limits which are reasonable in value and of cultural appropriateness. Such policies will ensure that ASCS do not espouse the payment or receipts of gifts or bribes for business or financial gain. As a corollary, no employee or representative of the ASCS will do anything that could give an impression that the Company could be influenced in this manner. If a gift received by a company or an employee which is in excess of the prescribed limits, and which cannot be reasonably declined or returned, the employee will not retain the gift but instead will donate the same to specified charities, and this fact of such donation shall be intimated to the person from whom such gift was received.

5.5 ASCS will ensure that solicitation or acceptance of gifts is strictly forbidden except in cases where items are gifted with no expectation of business or personal gain and that payment or receipt of bribes is prohibited.

5.6 ASCS will also ensure that no employee makes, authorizes, colludes in or abets in an improper payment, unlawful commission or bribery.

Principle 6: Care for all stakeholders

Consumers

6.1 ASCS is committed to providing products and services which consistently offer value in terms of price and quality, and which are safe and efficacious for their intended use. Products and services will be accurately and properly labelled and advertised.

6.2 The quality standards of ASCS services will meet applicable national and, where applicable, international standards.

6.3 ASCS will display adequate health and safety labels, caveats and other necessary information on its product packaging.

6.4 ASCS will endeavour to ensure that customer complaints and warranties are attended to the fullest satisfaction of the customer and in accordance with laid down policies with no additional inconvenience being caused to the customer.

Shareholders

6.5 ASCS investor relations will be ethical, professional, transparent and investor friendly. ASCS will endeavour to provide timely, regular and reliable information on their activities, structure, financial situation and performance to all shareholders.

6.6 ASCS recognizes the right of their Investors to information and will always be attentive to this need to the extent mandated by law. The relevant information will be speedily disseminated and will be as informative as is required to be, subject to considerations of confidentiality and applicable legislation.

6.7 ASCS respects the right of Investors to express their views during Investor meets, including General Meetings of the Company, on matters forming part of the Agenda and on the performance of the Company, and will respond to their observations and queries to the fullest extent permissible.

Business Partners

6.9 In business dealings, ASCS expect its business partners to adhere to business principles consistent with its own.

6.10 ASCS will treat suppliers and vendors in a fair and reasonable manner, without undue favour or bias consistent with applicable laws and good business practices.

6.11 Agreements of ASCS with suppliers will be complete, unambiguous, and documented, including any subsequent changes and additions. Suppliers will be selected solely on merit, based on a comparison of the price, quality, performance, and suitability of the products or services offered.

Principle 7: Privacy and Confidentiality of Third Party data

7.1 ASCS will treat confidential information with care to avoid disclosure of such information, unless disclosure is authorized or legally required. Confidential information includes, but is not limited to the following: Information about the ASCS clients, including their names, addresses, other personal information, portfolio transactions and portfolio holdings; and service advice given to the company's clients.

Principle 8: Truth in Advertising

8.1 ASCS will market the company's products and services on its own merits and will not make unfair and misleading statements about competitors' products and services. Any collection of competitive information will be made only in the normal course of business and will be obtained only through legally permitted sources and means.

8.2 ASCS will, on a timely basis, provide reliable and meaningful information about its products, services, operating results, shareholding structure and other activities to legitimately interested persons and as may be required by law, subject to considerations of the legal requirements, cost and confidentiality.

8.3 ASCS must not make exaggerated claims about their products and, more specifically, should not play on peoples' biases, fears and prejudices and avoid community specific or gender specific stereotypes.

Principle 9: Transparency in Reporting

9.1 ASCS will maintain all records in accordance with all applicable laws and regulations.

9.2 All records and reports, whether internal or external, must be accurate and truthful. The accounting principles applicable to the respective units of ASCS will be observed; these require that data and other records be entirely correct, timely, and compatible with the relevant systems at all times.

9.3 ASCS will not wilfully make any material misrepresentation about its financial accounts or position.

9.4 In recording transactions in the books of account of ASCS, no attempt will be made to disguise the true nature of the transactions being recorded.

9.5 Results that are published or otherwise disseminated by the ASCS will not, in any manner, be misleading.

Principle 10: Protection of Whistle-blowers

10.1 ASCS will endeavour to have a dedicated third party ethics helpline which would be known to all employees for them to promptly report to the management, and / or third-party ethics helpline, when she / he becomes aware of any actual or possible violation of the Code of ethics or an event of misconduct, act of misdemeanour or act not in the company's interest.

10.2 A Member Company will endeavour to put in place a fool proof mechanism for ensuring protection of a whistle-blower from any harm or intimidation and for protecting the identity of the whistle blower and for ensuring the whistle-blower from any harm or intimidation.

10.3 A Member Company will not resort to any kind of retaliation against employees who reports violations of this in good faith.

10.4 A Member Company will endeavour to determine whether it is appropriate to have a Cell within it charged with the responsibility for monitoring compliance with the provisions of this Code. A Member Company will however be free to take action against a whistle-blower if it is established that the information provided by the whistle blower was knowingly false or made with a malicious intent.