

**CODE OF CONDUCT FOR MEMBERS OF THE BOARD & SENIOR
MANAGEMENT PERSONNEL OF SUPERTEX INDUSTRIES LIMITED**

INTRODUCTION:

The Company's philosophy on corporate governance is built on a rich legacy of fair and transparent governance and disclosure practices. This includes respect for human values, individual dignity, and adherence to honest, ethical and professional conduct. This Code of Conduct ensures compliance with the provisions of the revised Clause 49 of the Listing Agreement with Stock Exchange.

APPLICABILITY:

This Code of Conduct applies to the following:

- Members of the Board of Directors of the Company.
- Members of the core management team excluding the Board of Directors. Normally this would comprise of all members of management including functional heads (Senior Officers)
- Employees of the Company
- Third parties like Broker, Agents, Sales Representatives, Contractors ,etc

The Senior Officers are expected to comply with all applicable laws, rules and regulations and all applicable policies and procedures adopted by the Company and affirm compliance with the code on an annual basis and will ensure proper usage of authority as delegated to them as per the Company's rules.

Senior Officers are expected to devote their full attention with integrity and honesty to the business interests of the Company and are prohibited from engaging in any activity that interferes with their proper discharge of responsibilities of the Company, or is in conflict with or prejudicial to the interests of the Company.

The Senior Officers are responsible for effective control and appropriate use of all Company's resources entrusted to them in the official discharge of their duty and care shall be exercised by them to ensure that costs are reasonable and there is no wastage.

EQUAL OPPORTUNITIES TO EMPLOYEES:

The Company shall provide equal opportunities to all its employees and all qualified applicants for employment without regard to their race, caste, religion, colour, gender, marital status etc. Human Resource policies on Health and Safety and quality are in compliance with local Labour laws. Employees shall be treated with dignity and the Company shall provide a work environment free of all forms and harassment. There will be right to privacy and right to be heard.

THIRD PARTY REPRESENTATION:

Parties which have business dealings with our Company such as Consultants, Agents,

Sales Representatives, Distributors, Contractors, Suppliers etc. shall not be authorised to represent the Company without the written permission of the Company.

INTERPRETATION OF CODE

Any question or interpretation under this Code of Conduct shall be considered and dealt with by the Board or any Committee or any person authorised by the Board in this behalf. The Board or any designated person / committee so authorised shall have the authority to waive compliance with this Code of Conduct for any director or senior management personnel of the Company. The person seeking waiver of this Code shall make full disclosure of the particular circumstances of the case to the Board or the designated person/committee. Any waiver of this Code as may be made by the Board and/or so authorised person/committee shall be promptly posted on the Website of the Company.

This code is subject to continuous review and updation in line with any changes in law, changes in Company's philosophy, vision, business plans or otherwise as may be deemed necessary by the Board.

CODE FOR INDEPENDENT DIRECTORS

The Independent Directors of the Company shall abide by the Code for Independent Directors as provided in Schedule IV of the Companies Act. 2013.