

HUMAN RESOURCE

Code of Conduct and Ethics Policy

SEKHMET PHARMAVENTURES PVT LTD



Optimus

BULK DRUGS
A D P L



SEKHMET PHARMAVENTURES PVT LTD

Windfall, 404, Sahar Plaza Complex, JB Nagar, Andheri-Kurla Road, Andheri (E),
Mumbai, MH 400059 IN

Code of Conduct & Ethics

DOC NO: SEKH-HR-01

ISSUE NO:02

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Objective

Honest, ethical conduct and fair dealing.

- To deal honestly, ethically and fairly with the Company's suppliers, distributors, customers, competitors, agents, independent contractors, consultants and shareholders.
- Statements regarding Company's products and services must not be untrue, misleading, deceptive or fraudulent.
- Ensure all personnel are prohibited from taking unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair practice.
- To maintain the Company's reputation, compliance with existing quality processes and safety requirements are essential. In the context of ethics, quality requires that our products and services reflect our ethical obligations. All operations must be conducted in accordance with all applicable laws and regulations.

Scope

The Policy is applicable to all the units of SEKHMET which are Anjan Drugs Private Limited and Optimus Drugs Private Limited.

This Code is applicable to all employees (whether permanent, temporary or on contract, direct or through contractor, retainer or full-time consultant) and members of the Senior Management of the Company ("Personnel"). SEKHMET also expects that its business partners including suppliers, service providers, agents, channel partners (dealers, distributors and others) to adhere to the principles of this code.

This Code serves as a guide for SEKHMET' daily business interactions, reflecting our standard for appropriate behaviour and our corporate values. The Code clearly conveys to each of us that the manner in which we achieve our business results matters just as much as achieving them. Most importantly, all Personnel are responsible for demonstrating integrity and leadership by complying with the provisions of this Code, Company policies and all applicable laws.

Why Code of Conduct?

- To guide SEKHMET personnel in doing the right thing
- To sustain SEKHMET's- ethical, fair and responsible behaviour
- To drive and usher in the culture of compliance
- To prevent reputational risks or damages arising from non-compliance under any circumstance(s)



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1. Privacy of Individuals

SEKHMET believes in and respects personal privacy and dignity. SEKHMET collects and retains personal information only to the extent that it is necessary for the effective operations of the Company or as is mandated by a statute. SEKHMET keeps such information confidential and discloses only to those who have a legitimate need to know. SEKHMET representatives cannot disclose supplier information for this cause or any other, without consulting the Board of Directors or their delegates.

2. Protection of Confidential Information

Confidential and proprietary information generated and gathered for SEKHMET business is a valuable Company asset. Protecting this information is vital to the company's continued growth and ability to compete. All confidential and proprietary information should be maintained in strict confidence, except when disclosure is authorized by the Company.

SEKHMET has zero tolerance towards non-compliance.

- SEKHMET aims to provide a transparent, fair and conducive work environment to all its Associates
- If any violation of SEKHMET Code of Conduct is observed, it is mandated and encouraged to speak up

All concerned personnel are required to use Confidential Information of SEKHMET for business purposes only and must always keep such information in strict confidence. This responsibility also extends to Confidential Information of third parties that the Company has received under confidential disclosure agreements.

3. Equal Opportunity Employer

- SEKHMET is an equal opportunity employer
- All employment decisions are purely based on merit, qualification and abilities without bias towards gender, race, religion, ethnic origin, nationality, age, disability, HIV status, family status, sexual orientation or any other discriminatory factors
- SEKHMET respects diversity and believes in fostering an all-inclusive work environment

4. No Discrimination or Harassment

- SEKHMET is committed to providing a conducive and safe work environment that is free from any form of discrimination or harassment



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- SEKHMET strongly believes in the security of all its Associates and believes in zero tolerance
- Towards any form of harassment, abuse and bullying that is considered to be offensive, intimidating, humiliating or threatening. Employees must not discriminate on the basis of origin, nationality, religion, race, gender, age or sexual orientation, or engage in any kind of verbal or physical harassment based on any of the above or any other reason.

SEKHMET Employees' Affirmation and Oath:

"I will never...

- Accept unwelcome behaviour
- Create a hostile work environment
- Defame someone under any circumstances"

5. Drug-free Workplace

- SEKHMET is highly committed to protecting the safety, health and well-being of all Associates and other individuals at the workplace
- Alcohol abuse and illegal drug use pose a significant threat to SEKHMET's goals
- All Associates at SEKHMET must be free from the effects of illegal drugs, alcohol and abuse of legal drugs while at work, whether on or off the Company's premises

6. Fraud, Protection of Company Assets and Accounts

- The protection and appropriate use of SEKHMET's tangible and intangible assets are of vital significance
- Employees shall safeguard and make only proper and efficient use of SEKHMET's property. All employees shall seek to protect SEKHMET's property from loss, damage, misuse, theft, fraud, embezzlement and destruction. These obligations cover both tangible and intangible assets, including trademarks, know-how, patents, formulae, business secrets, confidential or proprietary information and information systems
- Employees must never engage in fraudulent or any other dishonest conduct involving the property or assets or the financial reporting and accounting of SEKHMET or any third party. This may not only entail disciplinary sanctions but also result in criminal charges
- To the extent permitted under applicable law, the Company reserves the right to monitor and inspect how its assets are used by employees, including inspection of all e-mail, data and files kept on Company network terminals
- SEKHMET's financial records are the basis for managing the Company's business and fulfilling its obligations to various stakeholders. Therefore, any financial record must be accurate and in line with SEKHMET's accounting standards and principles
- Reporting any mishandling, loss or theft of SEKHMET assets to the Human Resources Head is obligated



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7. Insider Trading

This clause will be in vogue only upon reaching applicability:

- SEKHMET is committed to zero tolerance towards insider trading
- SEKHMET ensures that whenever insiders trade in SEKHMET securities, they must comply with 'Code on Insider Trading'
- SEKHMET refrains from 'tipping' price sensitive and confidential information
- Employees should not share Company's price sensitive information with anyone or on any social media platforms

8. Money Laundering

- SEKHMET is committed to identifying and preventing any form of money laundering within our transactions and financial practices, ensuring the integrity of our financial systems
- SEKHMET adhere to all applicable anti-money laundering laws and regulations, and we expect all employees to report any suspicious financial activity
- We are resolute in our duty to prevent any abuse of our operations and to maintain the highest ethical standards in our business practices
- Regular training programs are in place to equip our employees with the knowledge and tools necessary to recognize and combat money laundering, fostering a culture of compliance and ethical behaviour
- SEKHMET maintains clear procedures for reporting suspected money laundering activities, and we hold all staff accountable for upholding our anti-money laundering standards and cooperating with regulatory investigations

9. Records Retention

- SEKHMET is committed to generate and maintain complete and accurate Company records at all times consistently
- SEKHMET preserves all Company records in accordance with data retention and other data management policies
- SEKHMET maintains, archives and destroys Company records in compliance with the legal and regulatory record keeping requirements

Company Records

- Policies and Procedures
- Employment Records
- Business Records
- Authorisations



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10. Environment, Health and Safety (EHS)/Environmental, Social and Governance (ESG)

SEKHMET Principles

- “We, being a responsible Corporate representative, recognise the importance of managing EHS/ESG matters effectively as an integral part of our business activities
- We take all practicable measures to create a safe and healthy workplace for our employees and a clean environment for our employees as well as the surrounding community
- We participate with government, industry and others concerned in creating responsible laws, regulations and standards.”

Your Responsibilities

- “Comply with applicable laws, rules and regulations with respect to EHS
- Report incidents, near misses, unsafe acts and working conditions promptly
- Familiarise yourself with safety emergency procedures
- Train yourself and your contractors with safe practices regularly”

11. Anti-bribery and Anti-corruption

SEKHMET conducts its business in an honest and ethical manner, maintaining the integrity of business dealings with both public and private parties

- SEKHMET fosters their business relationships on trust, transparency and accountability
- Zero tolerance on any form of corrupt practices in relation to our business anywhere in the world
- At every level of our operations, we implement and enforce effective systems to counter bribery and corruption.
- Money, gifts, privileges, favours, kickbacks, entertainment, other arrangements, directly or indirectly to or from a business partner, client, prospect, government official, healthcare professional or political party should not be accepted/offered.

12. Prohibition Against Company Political Contributions

Unless any applicable law requires otherwise, the Company funds or assets shall not be used for making political contributions of any kind, in India without the approval of the Management of the Company and in any other country without any such approval required, if any, in accordance with the applicable laws of the respective jurisdiction. This prohibition covers not only direct contributions, but indirect support of candidates or political parties.



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- However, in the event of a local village fair, festivities, cultural celebrations, temple celebrations, SEKHMET will donate to the cultural cause which is inevitable given the circumstance that any business enterprise situated in the vicinity of a village / community has to acclimatize to the existing social and cultural practices to be seen as a contributing community partner.

13. Electronic and Social Media Usage

- SEKHMET provides access to and use of electronic mail, voicemail, the Intranet, the Internet and other electronic media for business purposes. This is provided to make it easier for Personnel to communicate with each other and with appropriate third parties – including contractors, suppliers, customers, shareholders, government agencies and academic institutions. SEKHMET's electronic media is not to be used for any purposes that violate applicable laws, rules and regulations and SEKHMET standards, policies or procedures. This includes transmission of threatening, obscene or harassing materials. Incidental personal use of electronic media that does not interfere with SEKHMET's business or an employee's performance of his or her abilities is acceptable, as long as such personal use does not include illegal, unethical or otherwise offensive subject matter derogating any other personnel, company and any country.
- SEKHMET may monitor or access employee use of its electronic media at any time in accordance with applicable laws. Personnel should not participate in the inappropriate use of social media and should not tolerate disrespectful or unprofessional usage of social media such as posting content that is abusive, malicious, obscene, threatening or intimidating, or contains ethnic, religious, gender or other derogatory statements in any message or post that relates to SEKHMET, its business, its clients, its business partners, or Personnel. All Personnel must use social media as per "Social Media Policy" of the Company. However, it is pertinent to note that it is no way causing any hindrance, obstacle, curtailing, restraining and intruding into any personnel's freedom of expression.
- Only approved spokesperson(s) can communicate on behalf of SEKHMET; providing professional references or recommendations in social media is strictly prohibited. If an employee is of the opinion that an official SEKHMET response may be required for something on social media, such employee should contact the Head of HR.
- Employees should never disclose information which is not already in public domain by lawful means. All non-public information is treated confidential information for this policy.

14. Failure to comply

We compete and do business based only on quality and competence. Employees shall not be influenced by receiving favours nor shall they try to improperly influence others by providing favours. Employees may only offer or accept reasonable meals and symbolic gifts which are appropriate under



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the circumstances, and they shall not accept or offer gifts, meals, or entertainment if such behaviour could create the impression of improperly influencing the respective business relationship.

When assessing the situation in light of the above, employees shall consult the policy applicable in their Market. If no such policy is available, they shall apply the most restrictive local practice in order to avoid even the appearance of improper dealings. When in doubt, the employee shall seek guidance from Head of HR.

We will consult the Code, comply with its provisions and seek guidance where needed. It is each employee's responsibility to ensure full compliance with all provisions of this Code and to seek guidance where necessary from the Head of HR. To "do the right thing" and to ensure the highest standards of integrity is each employee's personal responsibility that cannot be delegated.

When in doubt, employees should always be guided by the basic principles stated in the introduction to this Code.

Any failure to comply with this Code may result in disciplinary action, including the possibility of dismissal and, if warranted, legal proceedings or criminal sanctions.

We take responsibility for ensuring that we all act with integrity in all situations. Employees shall report any practices or actions believed to be inappropriate under this Code or even illegal to their Line Managers or the appropriate members of the HR or the Legal or Compliance function. If it is appropriate, in view of the nature of the reported matter, reports of violations may be made directly to higher levels including the Directors / Group Leadership. Where appropriate, complaints may be made on a confidential basis or through written notifications. All complaints shall be properly investigated. SEKHMET prohibits retaliation against any employee for such reports made in good faith, while it also protects the rights of the incriminated person.

SEKHMET Ethical Principles:

Honesty, Integrity and Fair Play:

SEKHMET expects all employees to be fully committed to the principle of honesty, integrity and fair play in the delivery of services and goods.

SEKHMET expects that all employees are required to demonstrate personal integrity at all times and do what is honest and fair despite when encountering a very pressuring and tempting scenario. All employees should ensure that the business operations, applications for services, procurement off recruitment, are dealt with in an open, fair and impartial manner. This Code of Ethics sets out the basic standard of behaviour expected of all employees and the Company's policy on matters like acceptance of advantages and conflict of interest of staff in connection with their official duties. This Code also applies to temporary and part-time employees employed by SEKHMET.



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Anti-Competitive Practices:

SEKHMET's ethics policy strictly prohibits any anti - competitive practices which could affect in bounding, restraining or distorting competition, as well as any practices of an unfair competition. Accordingly, SEKHMET employees cannot agree (formally or informally) with competitors to fix prices or any other conditions of transaction; to limit or control the production, commercialization, technical development or investment; to manipulate or divide markets or sources of provisioning; to participate with fake offers in tenders or any other forms of competitions for offers; to limit or restrain access to market and freedom of competition for other enterprises; to apply unequal conditions for equivalent performance to commercial partners, creating in this way a disadvantage in competition; to condition signing of acceptancy contracts by the partners for supplementary obligations which, by their nature or according to commercial usage, have no connection with the subject of such contracts.

SEKHMET employees are strictly prohibited from performing any act of unfair competition manifested through: misappropriating clients of a company by using the relations established with such clients within the function previously held at the company, dismissal or attracting employees of a company for the purpose of setting up a competing company to capture customers of that company or hiring employees of a company in order to disorganize of its work. At the same time, SEKHMET employees must not take actions that harm the legitimate interests of consumers or other operations in breach of the competition law.

Accountability

At SEKHMET all are accountable and responsible for their own individual actions. SEKHMET employees are expected to raise voice and speak up in a confronting scenario where there is possibility of addressing it jointly to diffuse such a scenario. SEKHMET strongly advocates that owning up mistakes and errors, taking responsibility for the same is an act of goodwill and such acts are encouraged to translate this policy into practicality. SEKHMET does not guarantee that such mistakes will be pardoned and forgotten but emphasis is on owning up rather than hiding facts and action under carpet. This would also enable SEKHMET to gradually foster a work culture where mistakes are stepping stones to learning and also unlearning where owning mistakes is encouraged rather than penalized. Raising concerns, speaking up and seeking guidance is encouraged and considered healthy work culture.

Handling Conflict of Interest

Each employee has the legal and moral obligation and duty to carry out his or her responsibilities with the utmost good faith and loyalty to the Company. An employee should never place himself or herself in a position where his or her personal interests could interfere in any way – or even appear to interfere – with the interests of the Company or any of its subsidiaries. Such a situation could arise when an individual takes actions or has interests that may make it difficult to perform his or



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her Company-related work objectively and effectively. Conflict of interest could arise when personal interests get in the way of employee's duty to act in the best interest of SEKHMET.

While not every situation contrary to this policy can be listed here exhaustively but the following situations are prohibited.

- Competing against the Company in any way.
- Holding a significant financial interest in a company doing business with or competing with the Company.
- Working with close relatives within SEKHMET or with any of the third-party associates including but not limited to stakeholders.
- Having an unethical relationship with a colleague where decisions pertaining to salaries, promotions, favours are impacted in ways detrimental to work culture.
- Accepting gifts, gratuities or entertainment from any customer, competitor or supplier of goods or services to the Company except to the extent they are customary and reasonable in amount and not in consideration for an improper action by the recipient;
- Using for personal gain any business opportunities that are identified through your position with the Company.
- Using Company property, information or position for personal gain. All Company property, including proprietary and confidential information, may be used only in connection with Company business. The duty to preserve the confidentiality of proprietary and confidential information continues even after you have left the Company.
- Maintaining other employment (dual employment) or a business that adversely affects your job performance at the Company.
- Doing business on behalf of the Company with a relative or another company / supplier / vendor / contractor / customer employing a relative.
- Employees involved in political or civic activities need to ensure they clearly communicate that the stated views are their individual views, and not that of the Company. Further, such involvement can put employees in a situation in which a conflict of interest with the Company arises - for example, if they hold political office in a community, and that community is negotiating with the Company on a matter. Any potential conflict of interest must be disclosed prior in advance.



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- Business partners are to be meticulously vetted before agreeing to conduct business with them in terms of ensuring that conflicting interest does not arise.
- Selecting vendors and associates on merit basis is encouraged after sufficient due diligence processes and after getting written consent of commitment and ethical levels matching SEKHMET's.

Seeking Help and Reporting Irregularities

This is the key principle to putting into practicality this ethics policy in totality. All employees are required to seek help and support in the event of observing irregularities.

The Managerial and above categories of employees to be brand ambassadors:

The success of any workplace policy to percolate down and getting transformed into practice on a day-to-day basis is feasible only if SEKHMET employees, especially above Managerial level become harbingers and ambassadors of executing this policy to be embraced by all other employees. This is a practice which is required to be self - reinforced off and on.

Got a concern?



Write to us at Office Address

Sekhmet Pharmaventures Private Limited
7TH Floor, Maximus Towers, 2A,
Raheja Mindspace IT Park, Madhapur
Hitech City, Hyderabad, Telangana 500081.



Call/SMS/WhatsApp - 7358544415

Write to us at contact@sekhmetpharma.com



Drop the written concern in the drop boxes at SEKHMET premises or hand over to Head HR

Head of HR shall organize to retrieve the dropped concerns once a fortnight and either address and / or communicate to Board.

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	Prepared By	Approved by
Name	Uma Rao Ganduri	Anil Khubchandani
Designation	CHRO	CEO & MD
Signature		

