

2024



Our Code of Conduct

Version: 1.0

Policy Owner:
Human Resources Department





CEO's Message



Dear Colleague,

At Cohizon, we are committed to upholding the highest standards of integrity and business conduct. Integrity is our fulcrum and it matters. It matters to all of us, our partners and our community.

We strive to make sound and ethical choices that add value to our partners, improve our communities and inspire our colleagues.

The Code of Conduct gives a perspective and defines a boundary within which the employees, partners, contractors, anyone else representing Cohizon Life Sciences Ltd (Cohizon) must act. It defines the set of principles and rules; and sets forth the ethical and moral expectations from everyone that it applies to. The document is comprehensive and details out the organization's view on safety, anti-bribery and corruption, diversity and inclusion, fair competition among other important areas. This will equip you with the right knowledge and guiding principles to make the right decisions while representing the organization in various walks of work.

Cohizon will provide mandatory training and will regularly remind employees and contractors about the importance of adhering to the Code of Conduct. We expect Cohizon's suppliers to understand and adhere to the same. This document is effectively the how-to guide for the way of working at Cohizon, and it encompasses everything and everyone — all roles, all levels and everywhere we operate. It is mandatory for us to know it and live it every day. Every single colleague of mine has a special responsibility to live by and adhere to the code of conduct.

Leaders at all levels will play an essential role, by being uncompromising with respect to safety, ethics and compliance, making it clear through their actions and expectations that all business plans and activities must be undertaken in a responsible, safe, ethical and compliant manner.

At Cohizon, one of our cornerstone values is the commitment to serve our Partners, Planet, People and Communities we operate in. Our Code of Conduct is an important part of this commitment. As employees, we believe that we hold a particular responsibility towards the communities in which we operate, towards our partners, and towards the health and sustainability of the planet we all share. Naturally, we take very seriously our responsibility to build a strong, profitable and sustainable business.

When we take the time to do what is right, we act with integrity and build trust, making the organization and each other stronger. Please familiarize yourself with the code of conduct and join with me in making the commitment to uphold it in everything we do as Cohizon employees.



INTRODUCTION

What and Why ‘Code of Conduct’

Cohizon Life Sciences Ltd (the “Company”) is committed to good corporate governance and has consistently maintained its organizational culture as a remarkable confluence of high standards of professionalism, growth, and building shareholder equity with principles of fairness, ethics and corporate governance in spirit. This Code of Conduct (“Code”) articulates the values the organization wishes to foster in leaders, employees(full time and contract), associates, partners or other representatives.



Applicability

Ethical business conduct is critical to our business. As an organisation, we have taken it upon us to lay down this Code for all our Employees(Full Time or Contract), Associates or Partners representing the organization or engaging with the organization; to uphold our commitment to ethical conduct. All Employees / Associates/Partners/Contract Workmen/Representatives of the organization of the Company are therefore, expected to read and understand this Code, uphold these standards in day-to-day activities, and comply with all applicable laws, rules and regulations, and all applicable policies and procedures adopted by the Company that govern the conduct of its Employees/ Associates/ Partners/Contract Workmen /Representatives of the organization and to ensure that the various stakeholders of the Company are aware, understand and comply with these standards.

Nothing in this Code or in any related communications (verbal or written) thereto shall constitute or be construed to constitute a contract of employment for a definite term or a guarantee of confirmed employment.

Zero Tolerance to non-adherence

The Company has formulated a whistleblower policy to provide Employees and Business Associates a framework and to establish a formal mechanism or process whereby concerns can be raised in line with the Company's commitment to highest standards of ethical, moral and legal business conduct and its commitment to open communication. The Company shall provide protection to the Employees from unethical work practices and irregularities as well as prevent discrimination or retaliation against Employees and Business Associates who report irregularities. The Company shall also provide methods to encourage Employees and Business Associates to report evidence of fraudulent activities.

The Employees can make Protected Disclosures on becoming aware of any wrongful conduct or activity through any of

the channels and as per the procedure defined in the whistleblower policy. The identity of the whistleblower shall be kept strictly confidential.

For additional guidance on the whistleblower policy, please refer to the Vigil Mechanism and Whistleblower Policy made available to you by the Company.

The Company is committed to take appropriate action against those whose actions are found to violate the Code or any other policies of the Company. The Employees/Associates/Partners/Contract Workmen/Representatives of the organization should cooperate in any internal or external investigations of possible violations. It is a part of the Representative's job and his/her ethical responsibility to help enforce this Code. Employees should be alert to possible violations and report this to the Company Secretary or write to OurVoice@cohizon.com and report this to the Company Secretary.



All such reports may be made without fear of reprisal and with the assurance that the Company is behind you. Threats, retribution or retaliation against any person who has in good faith reported a violation or a suspected violation of law, this Code or other Company Policies, or against any person who is assisting in any investigation or process with respect to such a violation, is prohibited.

Compliances are top priority

All Employees must comply with all local, national and international rules, regulations and laws applicable to the Company in whichever jurisdictions the Company carries out its business activities. The Employees must acquire appropriate knowledge of the legal requirements relating to their duties and are expected to use good judgment and common sense in seeking to comply with all applicable laws, rules and regulations.

Abundant care should be taken to act legally in those areas where the law is evolving rapidly or is being extended to cover activities that have not been covered by legal requirements in the past. When in doubt, the Company Secretary or the Human Resources department should be consulted.

If the ethical and professional standards set out in applicable laws and regulations are less stringent than the Code, then the standards of the Code shall prevail over such rules and regulations. In the event of any uncertainty, Employees/ Partners/ Vendors/ Associates should ask for advice or clarification from the organization's Company Secretary or the representative.

Violation of the law must be avoided under any circumstances, especially violations that attract punishment of imprisonment, monetary penalties, or fines. Notwithstanding the legal consequences of such violation, any Employee found guilty will be additionally liable to disciplinary actions, initiated by the Company for violating this Code.



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OUR PEOPLE

1) Honest and Ethical Conduct

All Employees/ Associates/ Vendors/ Partners are expected to hold themselves and others to exceptionally high standards of professionalism. Employees/ Associates/ Vendors/ Partners are expected to abide by the Company Policies and other rules and regulations of the Company as in force from time to time. While discharging his/her duties, the Employees/Associates/Vendors/Partners shall at all times comply with applicable laws and observe the highest standards of personal conduct and integrity towards the vendors, customers, other Employees and all such persons who transact with the Company. Ethical conduct includes ethical handling of actual or apparent conflicts of interest between personal and professional relationships. The Company trusts that Employees/ Associates/ Vendors/ Partners will use common sense and good judgment in the course of their employment/ engagement with the Company.

Any act subversive of good conduct or discipline like insubordination, negligence, corruption, fraud, forgery, misappropriation, conflict of interest, violation of applicable laws or any breach of the terms of employment, rules, regulations or Company Policies will be treated seriously by the Company and is likely to result in disciplinary action which may also lead to termination of your employment. The Company reserves the right to provide the final judgment on what is appropriate or inappropriate within its office setting.



2) Respect for Human Rights

The Company 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.

3) Discrimination, Harassment and Intimidation

The Company is committed to the prohibition of Harassment (including Sexual Harassment) and intimidation of Employees in the Company Premises and maintaining a workplace where each Employee's personal dignity is respected and protected from offensive or threatening behavior including violence. The Company sets a standard of 'zero tolerance' for Harassment. We are all responsible for ensuring that we avoid actions or behaviour that are, or could be, viewed as Harassment.

We believe that everyone has the right to work in an environment that is free from intimidation, Harassment and

abuse. We understand that Harassment and abuse undermine the integrity of employment relationships and can cause serious harm to productivity, efficiency and a harmonious workplace. For these reasons, the Company does not tolerate verbal or physical conduct by any Employee that harasses another, disrupts another's work performance, or creates an intimidating, offensive, abusive or hostile work environment. This includes such behavior directed towards third parties during the course of conducting Company business. The Company discourages conduct that implies granting or withholding favors or opportunities as a basis for decisions affecting an individual, in return for that individual's compliance.

We must also ensure that we never verbally or physically mistreat others or engage in offensive behavior, and we should not tolerate those who do. This includes harassing, bullying, abusive or intimidating treatment, inappropriate language or gestures, disorderly conduct, violence and any other conduct that interferes with a co-worker's ability to do his or her job.

The Company also has a policy against Sexual Harassment at workplace that prohibits unwelcome advances, requests for sexual favours, or other verbal or physical conduct where such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment. The Company management may initiate strict disciplinary action against any Employee found guilty of any kind of Sexual Harassment. For additional guidance on the policy against Sexual Harassment, please refer to the Policy Of Prevention, Prohibition And Redressal Of Sexual Harassment At Workplace made available to you by the Company.

4) Equal Opportunity

The Company is an equal opportunity employer and firmly believes that a talented and diverse workforce is a key competitive advantage. The Company focuses on meritocracy and does not engage in or support discrimination in hiring, compensation, access to training, promotion, termination or retirement based on ethnic and

national origin, race, caste, religion, disability, age, gender, creed, marital status, gender identity, gender expression, sexual orientation, political orientation, protected veteran status, or any other characteristic protected by law. The Company recognizes the importance of creating a work environment with diverse cultures, communities, and points of view. The Company values the contributions of all its Employees and seeks to make them feel welcome in our work environment.

Every Employee is required to assist the Company in meeting its commitment to providing equal opportunities in employment and avoiding unlawful discrimination.

Employees can be held personally liable for any act of unlawful discrimination. Acts of Harassment against Employees or customers are disciplinary offences and will be dealt with under the disciplinary procedure. Such actions may constitute (i) gross misconduct and could lead to dismissal without notice; or (ii) a criminal offence, under the applicable law.

The Company aims to ensure that it provides an accessible environment, appropriate facilities and amenities to Employees with disability.

For additional guidance on the aforementioned, please refer to the Privacy Policy made available to you by the Company.

5) Personal Information

In the Company, we recognize and protect the privacy and confidentiality of Employees' medical and personal records. Such records would be shared strictly on a need-to-know basis or as required by any law, rule, and regulation or when authorized by the Employee or as per court order and requires approval by the Chief Human Resources Officer.



OUR COMMUNITY

1) Community Engagement

We are committed to good corporate citizenship and want to be a trusted neighbor in the communities where we operate. We encourage our workforce to volunteer on projects that benefit the communities in which we operate to, minimise any adverse impact that our business operations may have on the local community and the environment.

We place utmost importance upon respecting the rights and dignity of the people of such communities. Notify the CHRO in advance of speaking with representatives of community organizations or non-governmental organizations. Employees should ensure compliance with principles of this Code, where applicable, and in particular, the 'Conflict of Interest' clause.



2) Environment, Health and Safety

In the production and sale of our products and services, we strive for environmental sustainability and comply with all applicable laws and regulations. Across our diverse and extended supply chain, we prefer suppliers and business partners that have similar policies and practices. For those suppliers who do not have similar policies and practices, we encourage and support them to do so.

We value environmental resources and are embedding sustainability into processes and value chains across our businesses. We are committed to conserve energy, water and reduce hazardous & non-hazardous waste generation and take all possible steps to mitigate the risk of climate change.

Some of the ways through which we mitigate climate risks are:

- (a) reducing specific energy consumption by moving towards energy efficient equipment, utilities, and process modifications;
- (b) conserving natural resources, and minimizing the volume and possible environmental harm of the waste we generate and dispose

across our supply chain;

- (c) reducing waste generated not only within our manufacturing facilities but also in the total life cycle of a product or service; and
- (d) mitigating environmental risk through partnering with governments, non-governmental organizations and communities to assess, understand and chart effective, long-term plans.

For additional guidance on the environmental, social and governance policy, please refer to the Environmental, Social and Governance Policy made available to you by the Company.




3) Anti-Bribery and Anti-Corruption

The Company is committed to work against corruption in all its forms, including extortion and bribery and operating our businesses conforming to the highest moral and ethical standards. This commitment underpins everything that we do. Our Employees and those representing us, including agents and intermediaries, shall not, directly or indirectly, offer or receive any illegal or improper payments or comparable benefits that are intended or perceived to obtain undue favours for the conduct of our business. The Company or its Employees/Representatives may not directly or indirectly offer, promise, grant, authorize, solicit or accept the giving of money or Anything of Value to anyone if it is intended or appears to be

intended to improperly influence their actions or to obtain an improper commercial or business advantage.

This prohibition extends to both the bribery of government officials and private parties. However, please note that laws are particularly strict with regard to government officials. These bribery offenses are extremely serious, carrying substantial criminal penalties both for the Company and the individuals involved. The offer or attempt to bribe is itself a crime. Authorizing someone else to offer a bribe is also prohibited.

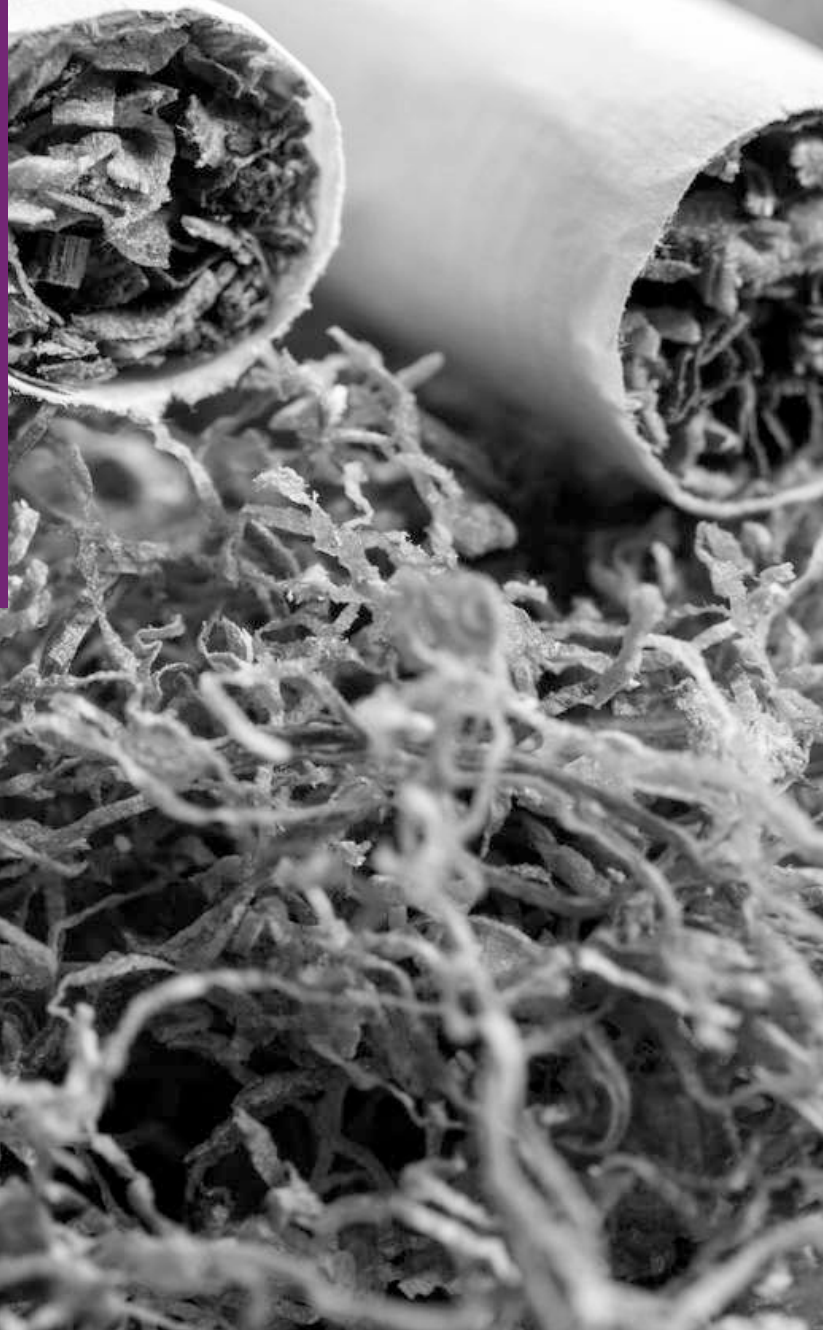
Employees should not accept gifts or Anything of Value (including entertainment and incentives) from current or prospective clients, vendors, contractors, or suppliers, unless it is in accordance with the Company Policies.

A black and white photograph of a person wearing a white lab coat, a hairnet, and a face mask, working with complex machinery in a cleanroom or laboratory setting. The person is focused on adjusting a component of the equipment.

For additional guidance on the anti-corruption and anti-bribery policies, please refer to the Anti-Corruption and Anti-Bribery Policy made available to you by the Company.

4) Drug and Tobacco Free Policy

We are committed to protecting the safety, health and well-being of all Employees/Vendors/Partners/Representatives and other individuals at the Company Premises. Employees/Vendors/Partners/Representatives are not permitted to use, possess, sell, transfer, manufacture, distribute, or be under the influence of illegal drugs or alcohol on Company Premises, while at work during working or non-working hours or in the course of Company duties. Employees/Vendors/Partners/Representatives shall not report to the organization's premises or engage with the organization in any manner while under the influence of, or impaired by, alcohol or illegal drugs or substances.



OUR COMPANY AND SHAREHOLDERS

1) Protecting company's assets

Protecting the Company's assets against loss, theft or other misuse is the responsibility of every Employee. Loss, theft, and misuse of the Company's assets directly impact our profitability.

Any suspected loss, misuse or theft should be reported to the CHRO.

Protecting the Company's Assets – Do's and Don'ts

Do's

- ✓ Use the Company's assets (physical and intellectual) primarily for official purposes.
- ✓ Report any misuse or theft of assets, including instances of data leakage or data theft, by any Employee or outsourced representatives of the Company that comes to your notice.

Don'ts

- ✗ Copy, sell, use, or distribute information, software, and other forms of intellectual property in violation of licenses.
- ✗ Misappropriate Company's assets as it is a breach of your duty and may constitute an act of fraud against the Company.

- ✗ Use official resources in another business in which you, a friend or a family member is involved.
- ✗ Use official stationery, supplies, and equipment for personal or political matters.
- ✗ Introduce, access, or download material considered indecent or offensive, or that is related to the production, use, storage, or transmission of sexually explicit or offensive items using Company assets.
- ✗ Conduct any illegal or objectionable activities including gambling, gaming, etc., using Company assets.
- ✗ Making any changes to the setting or configurations of the Company assets without authorization as per extant process.
- ✗ Open attachments or click on links in websites or unexpected emails that come from unknown or untrusted sources or that may seem suspicious.
- ✗ Attempt to hack or gain illegal access to any of the Company assets.
- ✗ Download or install freeware or shareware (including screensavers) without authorization as per the extant process.

2) Data privacy and confidentiality

You must always protect the confidentiality of proprietary and Confidential Information you obtain or create in connection with your activities for the Company, including but not limited to the applicable laws and must be used for Company's business purposes only. The Employees must not use any Confidential Information for the Employee's own benefit or the benefit of persons outside of the Company. Your obligation to protect Company's proprietary and Confidential Information continues even after you leave the Company. You must return all proprietary information in your possession upon leaving the Company and you shall not take with or retain in any form any documents or materials or copies containing any Confidential Information.

Any proprietary and/or Confidential Information about the Company, client, supplier, or third-party advisors, should not be disclosed (even with the best of intentions) to anyone (including other Employees) not authorized to receive it or has no need to know the information, unless such

disclosure is authorized by the disclosing party or is required by law, appropriate legal process, or as per appropriate internal protocols.

Unauthorized use or distribution of proprietary and Confidential Information violates this Code and may also be illegal in nature. Such use or distribution could result in negative consequences for both the Company and the individuals involved, including potential legal and disciplinary actions.



3) Anti-Trust and Fair Competition

The Company will fully support the development and operation of competitive open markets and will promote the liberalization of trade and investment in each country and market in which it operates. The Company or its Employees/Representatives will not engage in restrictive trade practices, abuse of market dominance, collusion, participation in cartels or similar unfair trade activities in order to secure commercial gains or advantages. The Company will support the development of laws that

promote, encourage or result in fair competition. The Company expects all the Employees/Representatives to conduct themselves in accordance with the Company's commitment to foster competition.

Engagement in activities like but not limited to any form of agreement or understanding with competitors to fix prices, rig bids, sharing of Company data or information, or copying the same on personal device or email or storage media, allocate customers and/or restrict supply is completely unacceptable and will invoke extremely severe disciplinary measures and actions.



4) Company records and reporting

All Employees must ensure that records, data, and information owned, collected, used, and managed by you for the Company are accurate and complete. All transactions should be fully and accurately recorded in the Company's books and records in compliance with all applicable laws. All required information shall be accessible to the Company's auditors and other authorized persons and government agencies. False or misleading entries, unrecorded funds or assets, or payments without appropriate supporting documentation and approval are strictly prohibited and violate Company policy and the law. There shall be no willful omissions of any Company transactions from the books and records. Any willful material misrepresentation of and/or misinformation of the financial accounts and reports shall be regarded as a violation of the Code apart from inviting appropriate civil or criminal action under the relevant laws. Additionally, all documentation supporting a transaction should fully and accurately describe the nature of the transaction and be processed in a timely fashion.



The results of operations and the financial position of the Company must be recorded in accordance with the requirements of law and generally accepted accounting principles. It is Company policy, as well as a requirement of law, to maintain books, records and accounts that in reasonable detail accurately and fairly reflect the business transactions and disposition of assets of the Company.

Corporate records are all papers or electronic records, including but not limited to, memoranda, contracts, e-mails, time sheets, effort estimates and expense records. Generally, all corporate records (whether electronic

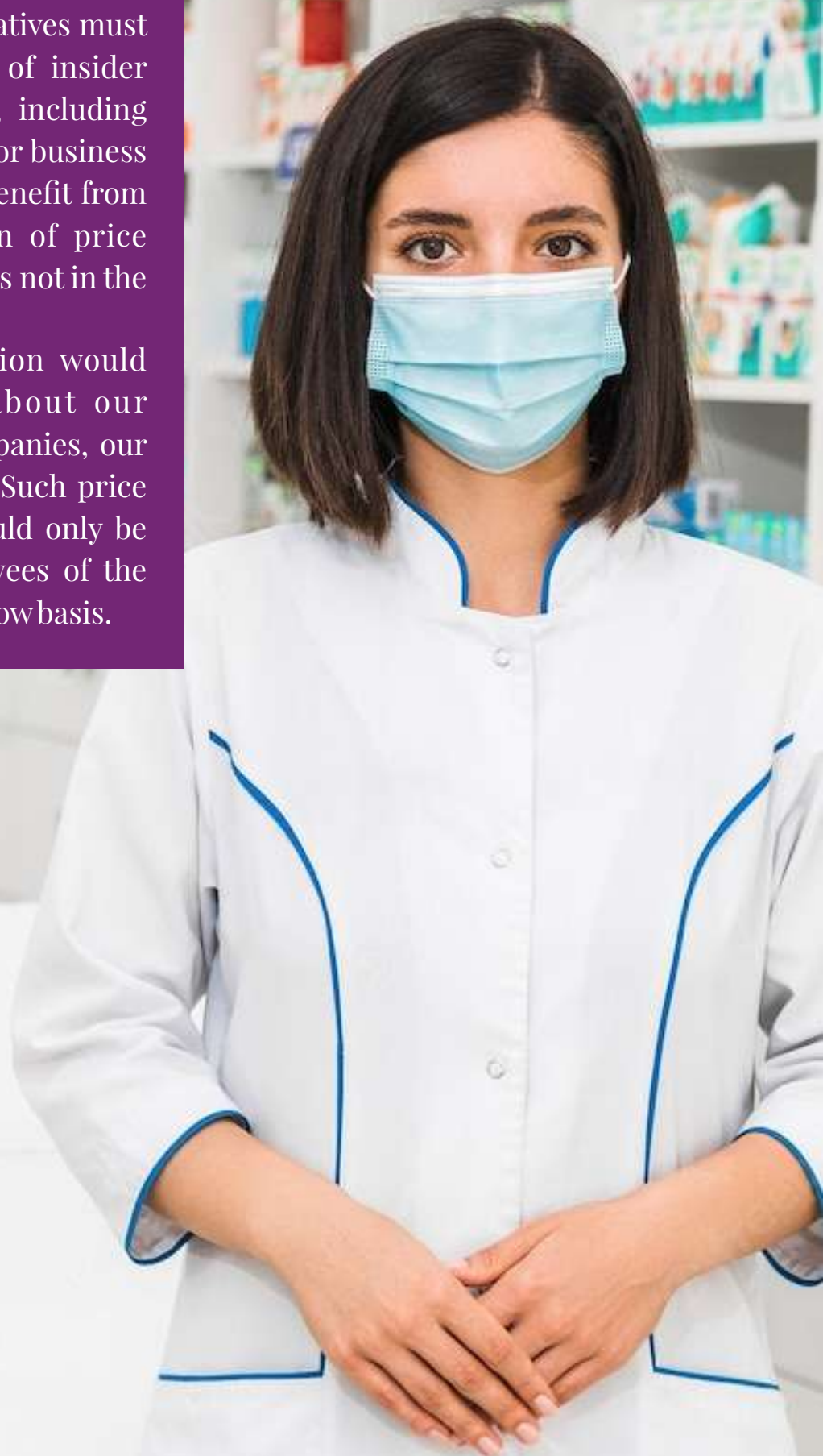
or paper) of the Company are to be retained for no less than 10 years. Records may be preserved for longer periods of time where required under any other applicable laws. Similarly, if an Employee believes, or the Company requires that, Company records are relevant to litigation or potential litigation, then these records need to be preserved until the Company Secretary advise otherwise. The records must be managed securely throughout their life cycle in line with their importance to the Company and in compliance with legal, tax, regulatory, accounting, and business retention requirements.



5) Insider Trading

Our Employees/Representatives must not indulge in any form of insider trading nor assist others, including immediate family, friends or business associates, to derive any benefit from access to and possession of price sensitive information that is not in the public domain.

Price sensitive information would include information about our Company, our group companies, our clients and our suppliers. Such price sensitive information should only be shared with other Employees of the Company, on a need-to-know basis.



OUR BUSINESS PARTNERS

1) Economic Sanctions and Anti Money Laundering


Anti-money laundering and combating financing of terrorism legislations criminalize the flow of money of/from the specified crimes including trafficking of any kind (e.g.: drug, human, animal, organs, body parts, etc.), terrorism, theft, fraud, handling of stolen goods, counterfeiting, etc. It is also an offence to undertake and/or facilitate transactions with individuals and entities whom you suspect or know of being involved in money laundering or terrorist financing.

The Company believes in the value of conducting free and fair business and in order to do so, it relies on its Employees/Partners/Vendors/Representatives to maintain constant

vigilance for the possibility of any illicit activity that the Company may be supporting directly or indirectly and ensuring that the Company remains compliant with all relevant anti-money laundering legislation and regulations.

We should always ensure that we are conducting business with reputable customers, for legitimate business purposes, with legitimate funds in compliance with anti-money laundering principles.

The Company complies with all national and international sanctions applicable to its business. To this effect, the Company conducts appropriate diligence in respect of its obligations under applicable sanctions lists. Employee must not transact with individuals and entities appearing on sanctions lists screened by the Company.

A photograph of three scientists in white lab coats standing in a laboratory. An older man on the left is shaking hands with a younger man on the right. A woman stands in the middle, smiling. They are in front of large windows.

For additional guidance on the aforementioned, please refer to the Economic Sanctions Policy and Third-Party Policy made available to you by the Company.

2) Conflict of Interest

A conflict of interest may exist when an Employee is involved in an activity or has a personal (direct or indirect, by himself or through any relative) interest that in the opinion of the Company, interferes with the Employee's objectivity in performing Company duties and responsibilities. An actual conflict of interest or a direct loss or disadvantage to the Company need not be present. Activities that create the appearance of a conflict of interest also are automatically deemed to be covered by this Code in order not to reflect negatively on the reputation of Company and / or its Employees/

Representatives.

A conflict of interest can arise when an Employee is involved in a transaction / arrangement with any person acting on his / her behalf or at his / her behest for the Employee's direct or indirect personal advantage or gains. Such activities, arrangements, transactions, agreements are not allowed and must be discontinued by the Employees immediately, failing which the Company will commence the contract termination process and disciplinary action.

The main areas of actual or potential conflicts of interest would include the following:

(a) financial interest of Employees or their relatives, including the holding of an investment in the subscribed share capital of any company or a share in any firm which is an actual or potential competitor, supplier, customer, distributor, joint venture or other alliance partner of the Company. The ownership of up to 1 per cent of the subscribed share capital of a publicly held company shall not ordinarily constitute a financial interest for this purpose.



(b) An Employee conducting business on behalf of the Company or being in a position to influence a decision with regard to the Company's business with a supplier or customer of which his or her relative is a principal, officer or representative, resulting in a benefit to him/her or his/her relative.

Notwithstanding that such or other instances of conflict of interest exist due to any historical reasons, adequate and full disclosure by the interested Employees should be made to the respective HR, who in turn is accountable to inform the Chief Human Resources Officer and Company Secretary before any business amounting to an actual or potential conflict of interest is conducted. It is also incumbent upon every Employee to make a full disclosure of any interest which the Employees or his/her immediate family relatives (which would include parents, spouse and dependent children) may have in a Business Associate, company or firm which is a customer or has other business dealings with the Company before any business is conducted with such entity. Employees dealing with customers, suppliers, contractors, competitors or any person doing or seeking to do business with the Company are to act in the best interest

of the Company to the exclusion of considerations of direct or indirect personal preference or advantage.

Every such disclosure as mentioned above shall be done in writing and shall be submitted to the concerned HR, who in consultation with the Company Secretary and Chief Human Resources Officer, will communicate to the concerned Employee to take necessary action, as advised, to resolve/ avoid the conflict, if any.



3) Global Trade

We shall comply with all relevant export controls or trade sanctions in the course of our business. Employees/Representatives are expected to familiarise themselves with international and domestic rules, regulations and statutory requirements relevant to our business. For example, import-export provisions, sanctions and trade embargoes, anti-corruption, anti-trust, competition, etc.

For additional guidance on the aforementioned, please refer to the Economic Sanctions Policy and Third-Party Policy made available to you by the Company.

OUR BRAND

1) Quality First

Striving for excellence in the standards of our work and in the quality of our products is a core value of the Company. It is the unwavering practice of this value that builds and sustains customer trust in our brand. To ensure such customer trust is maintained, we are committed to supplying products of world-class quality and ensuring such products comply with all applicable laws, including standards, product packaging, labelling and after-sales service obligations.

We shall market our products on their own merits and not make unfair or misleading statements about the products and services of our competitors.

2) Intellectual Property

The Intellectual Property of the Company must be protected as a vital business asset.

We must respect the Intellectual Property belonging to third parties and should never knowingly infringe upon the Intellectual Property rights of others. We should be cautious when

preparing advertising or promotional materials, using the name or printed materials of any other company.

Employees/Representatives must use proprietary material of others only under valid license and only in accordance with the terms of such a license—this includes the use of software. When using a licensed software, only a software which is adequately licensed by the publisher should be used on Company computers or to perform Company work.

Unauthorized receipt or use of the Intellectual Property of others may expose the Company to civil lawsuits and damages. Employees/Representatives are advised to strictly follow all Company procedures, including those governing the appropriate handling of unsolicited Intellectual Property.

3) Media Relations and Communications

All inquiries or calls from the press and financial analysts should be referred to the Company Secretary. We must not post or discuss information concerning the Company's services or business on the internet unless we are authorized to do so. Neither must we create a perception that we are speaking or posting on behalf of the Company. Remember that online posts will be available for a long time, so think carefully prior to posting any information that could affect the Company.

If you intend to write or publish a book, article or manuscript or deliver a presentation which relates in any way to Company's business, you must

receive prior approval of the Company Secretary and Chief Human Resources Officer. If the publication or presentation identifies you as an Employee of the Company, it must state that: "The views expressed in this article/presentation are mine and Company does not subscribe to the substance, veracity or truthfulness of my views." If you are aware of any unauthorized Employee contact with media or analysts, on-record or off-record, immediately inform the Company Secretary and Chief Human Resources Officer.

The requests for financial or business information about Company from the media, press, financial community or regulators or the public must be referred to the Company Secretary.



4) Use of Internet and Social Media

Social media sites and services are a popular method of communication and interaction. Company supports the rights of its Employees/Representatives to express themselves freely through social networks, blogs, wikis, chat rooms, comment forums, and other online locales. However, Employees/Representatives must remember to be cautious when such activity involves information about or may affect the perception of Company, its customers and business partners.

All Employees are expected to conduct themselves professionally in their

online activities and to respect and protect the reputation of Company, its customers, and business partners. All rules which apply to offline conduct also apply to online comments, postings and other communications.

Company reserves the right to review and monitor the online activities of its Employees when they are relevant to the Company, as well as any online communications made using Company resources (computers, phones, tablets, data cards, etc.). If Company perceives that such online activity is in violation of Company Policies, appropriate investigation and action will be taken.



MISCELLANEOUS

1) Waivers and Amendments To The Code

The Company is committed to continuously reviewing and updating our policies and procedures. Therefore, this Code is subject to modification. Any amendment or waiver of any provision of this Code must be approved in writing by the Company's Board. In case of any queries about the Company's Policies and procedures the Employees may contact the CHRO.



ANNEXURE I

DEFINITIONS

1. In this Code, unless repugnant to the context or meaning thereof, the capitalized terms used, but not defined herein shall have the meaning assigned to such terms:

- 11.1. **“Anything of Value”** should be broadly interpreted to include cash, gifts (including to family members), forgiveness of a debt, loans, personal favors, hospitality, meals and entertainment, travel support, political and charitable contributions, business opportunities, medical care, employment and internship opportunities, among other items.
- 1.2. **“Board”** means the board of directors of the Company.
- 1.3. **“Business Associate”** shall mean business partners, suppliers, vendors, service providers and other associated persons of the Company.
- 1.4. **“CHRO”** shall refer to the Company’s chief human resource officer who shall be responsible for implementing and monitoring the compliance by the Company and Employees of the Code and shall refer to such person as may be designated by the Company.
- 1.5. **“Companies Act”** shall mean the (Indian) Companies Act, 1956 and the (Indian) Companies Act, 2013, each to the extent in force as on date, as amended, supplemented, modified or replaced from time to time and shall include any statutory replacement or re-enactment thereof, in each case, including any rules made thereunder.
- 1.6. **“Company Policies”** shall mean any rules, policies, code of conduct, regulations and procedures of the Company as may be drafted, revised, amended and/or updated from time to time by the Company including but not limited to Prevention of Sexual Harassment Policy, Vigil Mechanism and Whistleblower Policy, Economic Sanctions Policy, etc.
- 1.7. **“Company Premises”** for the purpose of this Code includes: (a) any offices of the Company; (b) remote working environments; (c) any social function or event, meeting, client event or other function/workshop/event (whether conducted virtually or in-person) or any off-site, retreat, conferences; (d) any mode of transport for undertaking a journey to and from the aforementioned locations (when such transportation has been provided by the Employer); and (e) any other place visited by the Employee during the course of their employment at the Company.
- 1.8. **“Confidential Information”** shall mean

(a) information belonging to the Company, Business Associates which is not generally known and is of value to them in the course of conducting their activities and the disclosure of which could result in a competitive or other disadvantage to them;

(b) Intellectual Property; and

(c) personal identification, Personal Information and other personal financial information regarding clients, Business Associates or Employees. Confidential Information includes, without limitation, research, product plans, products, services, prospects and customer lists and customers (including, but not limited to, customers of the Company on whom the Employee called or with whom the Employee became acquainted during the term of his/her employment and related names, addresses, buying habits and special needs of such prospects and customers), suppliers, markets, software, developments, inventions, improvements and other Intellectual Property; trade secrets; know-how; designs, processes or formulae; software; market or sales information or plans, processes, formulas, technology, designs, drawings, engineering, hardware configuration information, marketing, finances, business strategies, forecasts, business research, new product plans, strategic objectives, any unpublished financial or pricing information, employee, customer and vendor lists and information regarding customer requirements, preferences, business habits and plans or other business information disclosed to the Employee by the Company either directly or indirectly in writing, orally or by drawings or observation of parts or equipment, and shall include information developed by an Employee in the course of his or her employment by the Company, as well as other information to which such Employee may have access in connection with his or her employment. It also includes the confidential information of others with which the Company has or intends to have a business relationship. Notwithstanding the foregoing, Confidential Information does not include information in the public domain, unless due to breach of an Employee's obligations under this Code.

1.9. **“Employee”** means a person employed at the Company for any work on a regular, temporary, ad[1]hoc or daily wage basis, either directly or through an agent, including a contractor, whether for remuneration or not, or working on a voluntary basis or otherwise, whether the terms of employment are expressed or implied and includes a director, consultant, co-worker, contractworker, a trainee, apprentice or called by any such name.

1.10. **“Harassment”** is any improper conduct by an individual, that is directed at and offensive to another person or persons in the Company Premises, and that the individual knew or ought reasonably to have known would cause offence or harm. Harassment shall also include Sexual Harassment as defined herein.

- 1.11. **“Intellectual Property”** means in relation to the Company, (a) patents, utility models and rights in inventions and discoveries, including improvements, designs; (b) rights in each of know-how, Confidential Information and trade secrets; (c) trademarks, service marks, rights in logos and other indicia of the source or origin of goods or services, trade names, rights in each of get-up and trade dress, rights to sue for passing off (including trademark-related goodwill), rights to sue for unfair competition; (d) copyright, moral rights, database rights, rights in designs; (e) any other intellectual and industrial property rights; and (f) all rights or forms of protection, subsisting now or in the future, having equivalent or similar effect to the rights referred to in paragraphs (a) to (e) above, in each case: (i) anywhere in the world; (ii) whether unregistered or registered (including all applications, rights to apply and rights to claim priority); and (iii) including all divisionals, continuations, continuations-in-part, reissues, extensions, re-examinations, renewals and other pre[1]grant or post-grant forms thereof.
- 1.12. **“Sexual Harassment”** includes any one or more of the following unwelcome acts or behaviour (whether directly or by implication) namely:
- (a) physical contact and advances; or
 - (b) stalking (whether online or physical); or
 - (c) a demand or request for sexual favours; or
 - (d) making sexually coloured remarks or jokes, letters, phone calls or e-mails, gestures, showing of pornography or other visual displays of degrading sexual images, lurid stares;
or
 - (e) sounds of a derogatory nature; or
 - (f) any other unwelcome physical, verbal or non-verbal conduct of sexual nature;

The following circumstances, among other circumstances, if it occurs or is present in relation to or connected with any act or behaviour of Sexual Harassment may amount to Sexual Harassment:

- (a) implied or explicit promise of preferential treatment in an Employee’s employment; or
- (b) implied or explicit threat of detrimental treatment in an Employee’s employment; or
- (c) implied or explicit threat about an Employee’s present or future employment status; or
- (d) interference with an Employee’s work or creating an intimidating or offensive or hostile work environment for such Employee; or
- (e) Sexual Harassment by one in position of power or influence constituting quid pro quo when submission by an individual is made either in explicit or implicit terms or condition of employment or submission to or rejection of such conduct is used as the basis for employment decisions affecting that Employee (such as promotion and pay rise);

(f) sexual violence means unacceptable behaviour and practices or threats thereof, which cause or are likely to cause physical harm; or

(g) humiliating treatment likely to affect an Employee's health or safety.

2. Any term, word and phrases not defined herein shall have the same meaning as defined in the respective Company Policy, or any other applicable law or regulation to the extent applicable to the Company. In addition to the terms defined herein, certain other terms are defined elsewhere in this Code and whenever such terms are used in this Code, they shall have their respective defined meanings, unless the context expressly or by necessary implication otherwise requires. Provided that in the absence of a definition being provided for a term, word or phrase used in this Code, no meaning shall be assigned to such term, word, phrase which derogates or detracts from, in any way, the intent of this Code

ANNEXURE II

EMPLOYEE CONSENT AND ACKNOWLEDGEMENT

I [•], having employee code [•] and designation [•], have received and read a copy of Cohizon Life Sciences Ltd (the “Company”) [•] (“Handbook”), which outlines the general policies, practices and procedures of the Company.

- A. I have familiarized myself with the contents of the Handbook. I understand the Handbook is not intended to cover every situation that may arise during my employment but is simply a general guide.
- B. I acknowledge that the policies, practices, procedures and matters contained in the Handbook are subject to change at any time without notice. The Company reserves the right to modify, supplement, rescind or revise any provisions of the Handbook from time-to-time as it may deem necessary or appropriate in its sole discretion.
- C. I understand that the Handbook is not a contract of employment and should not be deemed as such.
- D. I acknowledge, understand, accept and agree to comply with the policies, practices and procedures contained in the Handbook (as amended from time to time). If the Handbook is updated, I will review the most recent edition immediately in recognition that the most recent edition supersedes all previous editions.
- E. I authorise the Company to collect, store, process, use, disclose and transfer my personal information as provided by me to the Company during the course of my employment with the Company for the purposes of performance of my employment contract and as may be necessary for its business. I understand and acknowledge the Company’s rights and obligations in relation to protection of employee’s personal data, including any sensitive personal information, as well as my corresponding rights and duties to protect personal data. I also agree to update any change/modification to my personal data as provided by me to the Company as and when necessary.

Employee Signature: [•]

Date: [•]



CORPORATE OFFICE

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