

## Code of Conduct / Business Ethics Policy

### **About the guidelines for ethical business conduct**

A business is built on trust and reputation. Trust and mutual respect among employees and users are the foundation of SRL's success, and they are something we (SRL) need to earn every day.

### **Our Mission**

1. To consistently provide world class cuisine and experience at an affordable price.
2. To create a dining experience whose uniqueness lies in its elegance and refinement which is brought alive by caring and personalized service in a warm and vibrant environment.

### **Our Guiding Values**

1. Team-spirit: Helping, Communicating, Tolerance and Respect for others
2. Holistic development: Knowledge, Competence and Personal growth
3. Entrepreneurial spirit: Individual initiative and Achievement
4. Family values: Trust and Personal regard

The Guidelines for Ethical Business Conduct serves as a guide for our daily business interactions, reflecting our standard for proper behaviour and our corporate values. This guideline is derived from three interlinked fundamental principles, viz. good corporate governance, good corporate citizenship and exemplary personal conduct. We share the responsibility for protecting and advancing the Company's reputation, and ethics and values must drive our business strategies and activities.

While our guideline for ethical business conduct does not address every conceivable situation that you may encounter; it does provide straightforward information about the Company's operating principles and how Associates and Branches of SRL are expected to conduct themselves.

### **Who must follow our code?**

We expect all of our directors, employees, trainees, auditors, third party consultants or service providers and vendor to know and follow the Guideline for Ethical Business Conduct. Failure to do so can result in disciplinary action, including termination of their relationship with SRL.

### **Guideline related questions/doubts**

Complying with the Guideline for Ethical Business Conduct (hereafter referred as "Guidelines" is easiest to ensure by using good judgment and seeking guidance when questions arise. If you are uncertain, before you proceed with a specific action, ask yourself the following questions.

- Am I authorized to do this?
- Is the action the right thing to do?
- Is the action legal and consistent with the Code of Conduct or other policies?
- Would I be proud to report this action to someone I respect?
- Will the action further enhance SRL's reputation as an ethical Company?

If the answer is "No" to any of these questions, don't do it.

If you are still uncertain, ask for guidance. You can contact your immediate reporting authority or Compliance Officer for guidance. The Company Secretary of the Company is appointed as Compliance Officer.

### **No retaliations**

SRL prohibits retaliation against any director/employee who reports or participates in an investigation of a possible violation of our Guidelines. If you believe you are being retaliated against, please inform Compliance Officer regarding the same.

### **Serving our users**

Our customers value SRL not only because we deliver great services, but because we hold ourselves to a higher standard in how we treat our customers. Keeping the following principles in mind will help us to maintain that high standard:

➤ *Integrity:*

Our reputation as a company that our customers can trust is our most valuable asset, and it is up to all of us to make sure that we continually earn that trust. All of our communications and other interactions with our customers should increase their trust in us.

➤ *Responsiveness*

Part of being useful and honest is being responsive. We must recognize relevant customer feedback when we see it, and do something about it. We take pride in responding to communications from our customers, whether questions, problems or compliments.

### **Respect each other**

We are committed to a supportive work environment, where employees have the opportunity to reach their fullest potential. Every director/employee is expected to do his or her utmost to create a respectful workplace culture that is free of harassment, intimidation, bias and unlawful discrimination of any kind.

➤ *Employment:*

Employment here is based solely upon individual merit and qualifications directly related to professional competence. We strictly prohibit unlawful discrimination or harassment of any kind, including discrimination or harassment on the basis of race, colour, religion, veteran status, national origin, ancestry, pregnancy status, sex, gender identity or expression, age, marital status, mental or physical disability, medical condition, sexual orientation or any other characteristics protected by law. We also make all reasonable accommodations to meet our obligations under laws protecting the rights of the disabled. In no event will we knowingly employ anyone younger than fourteen (14) years of age.

➤ *Positive Environment:*

We will maintain an inclusive work environment and achieve excellence by attracting and retaining people of all backgrounds in our workforce.

We prohibit unlawful harassment in any form -- verbal, physical or visual.

If you believe you've been harassed by anyone at SRL, you should immediately report the incident to your immediate reporting authority or compliance officer. Similarly, supervisors who learn of any such incident should immediately report it to Compliance Officer. Compliance Officer will promptly and thoroughly investigate any complaints and take appropriate action

To help maintain a safe, healthy and productive work environment, for all people and others the following things need to be conducted.

1. Prohibit the possession, use, sale or transfer of illegal drugs or drug paraphernalia on Company property or time
2. Prohibit conducting Company business while under the influence of alcohol
3. Prohibit the possession or use of weapons/firearms or ammunition on Company premises or while conducting business subject to local law. Possession of a weapon can be authorized for security personnel when this possession is determined necessary to secure the safety and security of Company employees; and
4. Report any instance of drug or alcohol abuse or weapons possession to management immediately.
5. We are committed to a violence-free work environment, and we will not tolerate any level of violence or the threat of violence in the workplace. Under no circumstances should anyone bring a weapon to work.

### **Avoid conflicts of interest**

We have an obligation to always do what's best for the company and our users. When you are in a situation where competing loyalties could cause you to pursue a personal benefit for you or your friends or family at our expense or our customers, you may be subject to a conflict of interest.

All of us should avoid circumstances that present even the appearance of such a conflict. The Code cannot address every potential conflict of interest, so use your conscience and common sense. When you are unsure, seek guidance.

### **PERSONAL INVESTMENTS:**

A common conflict of interest involves a personal investment in a customer, supplier, partner or competitor of SRL, where the investment is significant enough (either in absolute value or in relation to the SRL net worth) that someone might reasonably think it could cause the director/employee/officer to act in a way that benefits that personal investment at the expense of the company.

If you are considering making an investment that creates a conflict of interest, don't make the investment. If you already have an investment that creates a conflict of interest, or are unsure whether an existing or contemplated investment is a conflict of interest, you should report the facts to Compliance Officer.

### **OUTSIDE EMPLOYMENT:**

As with personal investments, taking a job with a SRL's supplier, customer, partner or competitor (including as a consultant or advisor, whether paid or unpaid) can create a conflict of interest. Avoid employment or any other personal business relationship with companies that compete with SRL.

In addition, don't accept employment or fees from a supplier, customer or partner of SRL if you have the ability to influence their relationship with SRL. If you develop or participate in outside inventions that compete with SRL, that may create a conflict of interest; it must be approved by the Compliance Officer.

### **BUSINESS OPPORTUNITIES:**

Business opportunities discovered through your work here belong first to SRL.

### **FRIENDS AND RELATIVES; CO-WORKER RELATIONSHIPS:**

Business relationships with relatives, spouses and significant others or close friends where the friendship is such that it could affect your judgment can easily leave you with the sort of conflict of interest that can be difficult to resolve. You should not participate in a potential or existing business relationship involving any of the above. This includes, for example, being the hiring manager for a position for which your relative or close friend is being considered or being a relationship manager for a company associated with your spouse or significant other. The right thing to do in that situation is to discuss the relationship with your immediate reporting authority or Compliance Officer.

Finally, we understand that your co-workers can quickly become your community of friends, and that some of you may establish dating relationships with your co-workers. If a dating relationship does create an actual or apparent conflict, it may require changes to work arrangements or even the termination of employment of either or both individuals involved.

### **GIFTS, ENTERTAINMENT AND PAYMENTS:**

SRL directors, employees shall neither receive nor offer (including discounts or benefits that are not made available to all directors, employee/officers) or make, directly or indirectly, any illegal payments, remuneration, gifts, donations or comparable benefits that are intended, or perceived, to obtain uncompetitive favours for the conduct of its business.

### **Preserve confidentiality**

SRL trade secrets, other proprietary information and much of its internal data and information are valuable assets. Our company strives on the recipes and food formulations. Protection of these assets, including maintaining their secrecy, plays a vital role in our continued growth and ability to compete.

A trade secret is information used in connection with our business that is not generally known or easily discovered, and for which efforts have been made to maintain its secrecy. Employees who cook and serve food must:

- Act in accordance with applicable laws, care and highest hygiene standards;
- Act in accordance with any relevant contractual obligations;

### **Protecting company assets**

#### INTELLECTUAL PROPERTY:

Company assets, facilities or services must be used only for lawful, proper and authorized purposes. The theft of money, property or services is strictly prohibited.

SRL's intellectual property rights (our trademarks, logos, copyrights, trade secrets, "know-how" and patents) are among our most valuable assets. Unauthorized use can lead to their loss or serious loss of value.

#### COMPANY EQUIPMENT:

Do not use Company assets for your personal benefit or the benefit of anyone other than the Company. SRL gives its employees the tools and equipment needed to do their jobs effectively, but counts on us to be responsible and not wasteful with the stuff we are given.

#### **Ensure financial integrity and responsibility**

Financial integrity and fiscal responsibility are core aspects of corporate professionalism. The financial position of our Company and the results of its operations must be recorded in accordance with the requirements of law and generally accepted accounting principles (GAAP).

#### **Obey the law**

SRL takes its responsibilities to comply with laws and regulations very seriously and each of us is expected to comply with applicable legal requirements and prohibitions. While it's impossible for anyone to know all aspects of every applicable law, you should understand the major laws and regulations that apply to your work. Take advantage of Compliance Team to assist you here.

#### **Administration of the guidelines**

The Guidelines for Ethical Business Conduct is designed to ensure consistency in how directors and employees conduct themselves within the Company, and in their dealings outside of the Company. The procedures for handling potential violations of the Guidelines have been developed to ensure consistency in the process across the organization. No set of rules can cover all circumstances. These guidelines may be varied as necessary to conform to local law or contract.

#### **Responsibility**

The responsibility for administering the Guidelines rests with the Compliance Officer, with oversight by the Audit Committee.

#### **Investigation of the guidelines violation**

The Company takes all reports of the Guidelines violations seriously and is committed to confidentiality and a full investigation of all allegations.

#### **Waivers**

Waivers of any provisions of the Guidelines for officers of the Company must be approved by the Board of Directors or its designated committee and will be disclosed promptly to the extent required by law.

