1. OBJECTIVE:

To strengthen ethical and transparent business conduct across all Lee Pharma operations by implementing comprehensive policies addressing bribery, corruption, conflict of interest, fraud, and money laundering; ensuring employee awareness through regular training; establishing effective reporting and monitoring mechanisms; and promoting accountability and compliance across all business functions and partnerships.

2. SCOPE:

This Code of Conduct and Ethics Policy ("CCEP Policy" or "Policy") applies to all employees of Lee Pharma Limited including permanent, temporary, contractual, and trainee employees, as well as associates, contractors, contract workmen, consultants, advisors, suppliers, distributors, vendors, service providers, and all other third parties engaged with or acting on behalf of Lee Pharma across all operating locations.

Lee Pharma adopts a zero-tolerance approach toward bribery, corruption, fraud, and unethical business practices, and expects all individuals and entities covered under this Policy to comply with these standards in all business dealings.

3. Commitments:

- **Prevention of Corruption & Bribery**

  Lee Pharma maintains a zero-tolerance approach toward bribery and corruption and strictly prohibits offering, promising, giving, soliciting, or accepting any form of improper payment, gift, hospitality, facilitation payment, or undue advantage intended to influence business decisions. The company ensures that all business interactions with customers, suppliers, government authorities, and other stakeholders are conducted transparently and ethically, supported by internal controls, employee awareness, and monitoring mechanisms.

  Example:

  Question: The Labor Inspector who is inspecting our factory noticed a few discrepancies in overtime records. The labour inspector said that if I gift him a mobile phone, he can omit the discrepancies from the inspection report. As a HR manager, what should I do?

  Answer: We strictly adhere to our Anti-Bribery and Anti-Corruption (ABAC) Policy, which unequivocally prohibits the provision of gifts or any form of incentives to

government officials. You are required to bring such queries to the notice of the top management. Additionally, any discrepancies should be promptly reported to the HR department for resolution.

- **Conflict of Interest Management**

  Lee Pharma requires employees and associated persons to avoid situations where personal, financial, or external interests could interfere with professional responsibilities. Any potential or actual conflicts must be disclosed promptly to management so that appropriate measures can be taken to protect the company's interests and maintain decision-making integrity.

  Example:

  Question: My sister owns a catering business and would like to submit a bid. Is she allowed to do so?

  Answer: Yes, your sister is welcome to submit a bid through the usual channels, if she meets our qualifications, just like any other potential vendor. However, under no circumstances should you share information with her about the selection process. If your sister submits a bid, you should disclose the situation to your supervisor. If you have any responsibility in procuring these services, you must excuse yourself and should not be involved in the review or selection processes

- **Money Laundering**

  The Company prohibits involvement in money laundering activities and ensures that all business transactions comply with applicable laws and regulations. Any suspicious transactions must be promptly reported through appropriate channels.

  Example:

  - **Third-Party Payments:** A company receives payments from an unrelated third party rather than from the actual customer or client. For instance, if a pharmaceutical supplier receives payments from an unknown foreign entity instead of the expected buyer, it could be a sign of money laundering.
  - **Fake Employees or Vendors:** A business lists fake employees on payroll or fake vendors in their accounts, sending salaries or payments to them when the money is actually being funnelled elsewhere.

- **Shell Companies:** A company receives payments or makes transactions with an unknown entity that has no real business operations. For example, if a contract manufacturing partner requests payment to an offshore company with no physical office or employees, this could indicate money laundering.

- **Fraud and Financial Misconduct**

  The Company has zero tolerance for fraud or financial misconduct, including falsification of records, misuse of company assets, or any dishonest activity. Any suspected fraud must be reported and will be investigated with appropriate action taken.

- **Protection and Proper Use of Company's Assets**

  All directors, officers and employees should protect Company's assets and property and ensure its efficient use. Theft, carelessness, and waste of the Company's assets and property have a direct impact on the Company's profitability. Company's assets should be used only for legitimate business purposes and not for any personal use.

- **Integrity and Transparency**

  Lee Pharma ensures that all business activities are conducted honestly, ethically, and transparently, maintaining accurate records and providing truthful information in financial reporting, regulatory submissions, and communications with stakeholders. Misrepresentation, falsification of documents, or concealment of information is strictly prohibited.

- **No Gift or Favor Policy**

  To ensure the impartiality and integrity of business decisions, Lee Pharma has a strict No Gift or Favor Policy. Employers must not accept, offer, or solicit gifts, favours, or other forms of personal benefit from any individual or entity that could influence or appear to influence business decisions.

  - **Accepting Gifts:** Employers should not accept any gifts or benefits from customers, suppliers, or contractors, except for promotional items of nominal value (such as pens, calendars, or other items of low monetary worth) that are not intended to influence any decision-making.

- **Offering Gifts:** Employers must avoid offering gifts or favours to clients, suppliers, or other stakeholders that could create a conflict of interest or give the appearance of impropriety.
- **Entertainment:** Accepting or offering lavish entertainment or events (such as expensive meals, travel, or accommodations) is prohibited, as it could compromise objectivity and impartiality.

Example:
Questions: When I was travelling, I received a gift from a supplier. What should I do?
Answer: If you are offered any gift which appears to be excessive, you should reject it gently quoting our policy and Company's stand on gifts. You may accept the gift if it is low in value and offered as cultural courtesy or complies with the Company's Gifts and favour policy.

- **Ethical Awareness and Training**

  Lee Pharma promotes a strong culture of ethics and compliance by conducting regular communication and training programs to ensure employees understand ethical standards, company policies, and their responsibilities in maintaining compliance in daily operations.

- **Fair Competition and Anti-Competitive Practices**

  Lee Pharma conducts its business activities in a fair and competitive manner and complies with applicable competition and antitrust laws. The company strictly prohibits participation in price-fixing, bid rigging, market allocation, exchange of sensitive competitive information, or any other practice that may unfairly restrict competition or manipulate markets.

- **Compliance with Laws**

  Lee Pharma complies with all applicable national and international laws, regulations, and industry standards governing its operations, including those related to pharmaceuticals, labour practices, environmental protection, trade compliance, and corporate governance.

- **Fair Business Dealings**

  Lee Pharma promotes ethical and respectful relationships with customers, suppliers, contractors, and partners by ensuring fair procurement practices, transparent contract

processes, and responsible marketing and sales practices while avoiding deceptive or unfair business conduct.

- **Responsible Information Management**

  We recognize the fundamental privacy rights of all individuals we interact with. We are committed to responsibly using Personal Information in accordance with the Data Privacy laws in all the countries we operate in.

  Our Responsibilities

  - Ensuring that before collecting Personal Information from anyone, we inform each individual about how we will manage their data.
  - Collecting Personal Information only for specific and legitimate business purpose(s). We also ensure that such data is used (collected, stored, shared etc.) responsibly

4. Disciplinary Measures

If any director, officer or employee who knows of or suspects of a violation of applicable laws, rules or regulations or this Code of conduct, he/she must immediately report the same to the Board of Directors or any designated person/committee thereof. Such person should as far as possibly provide the details of suspected violations with all known particulars relating to the issue. The Company recognizes that resolving such problems or concerns will advance the overall interests of the Company that will help to safeguard the Company's assets, financial integrity and reputation. Violations of this Code of Ethics will result in disciplinary action, which may even include termination of services of the concerned employee. The Company's Board or any Committee/person designated by the Board for this purpose shall determine appropriate action in response to violations of this Code of Conduct.

5. Declarations to the Board

A Board Member shall not take membership of more than such number of committees or act as Chairman of more than such number of committees across all companies as is prescribed under applicable law or provisions of Listing Agreement. Every Board Member shall inform the Board of all such membership at the beginning of each financial year and also of every change as and when they take place.

In case of any agreement or contract which is or shall be entered into by and between two corporate entities, in which a Director is interested, the Director shall forthwith draw the attention of the Board abo ut the fact and shall not participate in the deliberations nor vote on the resolution relating to the same

6. Reporting and Whistleblower Protection

Lee Pharma provides secure and confidential channels for employees and stakeholders to report ethical concerns or suspected violations and ensures that individuals raising concerns in good faith are protected from retaliation, discrimination, or adverse treatment. Reported matters are investigated fairly and addressed promptly

7. Targets

Lee Pharma has established quantitative targets aligned with its five-year maturity model to support the continual improvement of its Ehtics Management System. To ensure consistency in performance measurement, a **common baseline year (FY-26)** and **target year (FY-31)** are applied across all targets. Where a target follows a different timeline, the applicable baseline year and target year will be specified for that target.

- Ensure 100% of employees are trained on the Business Code of Conduct & Ethics Policy.
- Maintain zero incidents of violation of the Business Code of Conduct & Ethics Policy.
- Maintain zero incidents of violation of the Anti-Bribery and Anti-Corruption Policy.
- Zero confirmed incidents of violation of information security breaches.

8. Enforcement of Code of Conduct

Company Secretary & Head HR shall be the Compliance Officer for the purpose of this code.
Each employee shall be accountable for fully complying with this code.
Compliance Officer shall report breach of this code, if any, which comes to his notice to the:
(a) Board in case of all Board members and
(b) Chairman in case of Senior Management and

(c) Managing Director in case of employees.

All employees shall be subject to any internal or external investigation of possible violations of this code.

The Company shall ensure confidentiality and protection to any person who has, in good faith, reported a violation or a suspected violation of law, of this code or other Company policies, or against any person who is assisting in any investigation or process with respect to such a violation.

Penalty for breach of this code by Senior Management Personnel shall be determined by the Chairman & Managing Director. In case of breach of this code by the Whole-time Directors and/or other Directors, the same shall be examined by the Board. In case of employees by the Head-HR.

Penalty may include serious disciplinary action, removal from office and dismissal as well as other remedies, including recommendations for any of the above penalty, to the extent permitted by law and as considered appropriate under the circumstances.

9. Amendments to the Code

The provisions of this Code may be amended or modified by the Board of Directors of the Company from time to time, in line with applicable SEBI rules and regulations, with such changes taking effect from the stated date. In the absence of any amendments, the Code will be reviewed every five years

10. Acknowledge of Receipt of the Code

All employees are required to acknowledge that they have read, understood, and agree to comply with this policy. Any violation or misconduct related to this policy may result in disciplinary action in accordance with company procedures and applicable laws.

Appendix – 1

To

Head HR

I _____, (Employee No. _____) I hereby confirm that I have received, read and understood Business ethics Policy of the Lee Pharma. I agree to comply with the principles outlined in this policy and uphold human rights standards in all business activities.

Signature: ___

Name: _____

Date: _