

CODE OF BUSINESS CONDUCT AND ETHICS

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1. Introduction

This Code of Business Conduct and Ethics (“Code”) summarizes the values, principles and business practices that guide business conduct at Ocior Energy Pvt Ltd (“Company” or “Ocior”). At Ocior, we are committed to adopt and observe the highest principles of ethics and business practice in conducting our business. The Ocior Code constitutes our fundamental promise to act in an ethical, sustainable, and socially responsible manner and to comply with all applicable legal requirements wherever we operate. This Code sets out a set of basic principles to guide employees regarding the minimum requirements expected of them; however, this Code does not provide a detailed description of all employee policies.

All employees are expected to become familiar with this Code and to apply these guiding principles in the daily performance of their job responsibilities. All employees of the Company are responsible for complying with this Code.

All employees are expected to seek the advice of supervisor, manager, or other appropriate persons within the Company when questions arise about issues discussed in this Code and any other issues that may implicate the ethical standards or integrity of the Company or any of its employees.

2. Applicability

The Code applies to our group companies, employees, board members, hired personnel, consultants, and others who act on behalf of or represent the Company (“employees”).

3. Compliance with Laws, Rules and Regulations

Ocior commits to conduct business in compliance to all laws, regulations, codes of practice, legal, regulatory, and licensing requirements applicable to the different jurisdictions where we operate. This commitment helps ensure our reputation for honesty, quality, and integrity.

Employees are required to adhere strictly, in letter or spirit, to all the applicable governmental laws, rules and regulations. Employees must acquire appropriate knowledge of the legal requirements relating to their duties sufficient to enable them to recognize potential dangers, and to know when to seek advice from the Company designated Compliance officer.

4. Professional conduct

Employees are expected to act in accordance with the highest standards of personal and professional integrity and:

- Work with a sense of fair play, impartiality, and promptness in completing transactions
- Engage with the government and regulators in a constructive manner to promote good governance and show courtesy and consideration in public dealing
- Refrain from participating or assisting in any activity which is detrimental to Ocior interest
- Not use or influence by virtue of a position held in Ocior for obtaining favours of any kind from any stakeholder

- Keep oneself updated of business environment and relevant rules and regulations pertaining to the business of Ocior
- Refrain from using information from unauthorised sources
- Abide by all the policies and the Code

As the Code cannot cover every situation, so whenever anyone has any apprehensions or questions regarding the best course of action in a particular situation or an ethical dilemma or if a person suspects a possible violation of law(s), regulation(s) or the Code, he/she should notify or seek clarity from:

- His/her immediate superior;
- Head of function/ department; or
- Company designated Compliance Officer

All employees are expected to promptly report any violations of the Code.

5. Conflict of Interest

Employees should avoid any conflict that arises between their own interests and the interest of the company or that could in any way have a negative effect on the Company's freedom of action or judgment. If a conflict-of-interest situation arises, the person shall declare any conflict-of-interest situation to the Company, which could interfere with their professional duties, and recuse themselves if requested by the Company.

6. Confidentiality

Employees shall maintain confidentiality of classified information of the Company or customer or supplier or business associate of the Company to which the Company has a duty to maintain confidentiality, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information (including private or proprietary information) that might be of use to competitors or harmful to the Company or its associates. Use of confidential information for his/her own advantage or profit is also prohibited.

An obligation to protect confidential information continues with directors, officers, employees, contractors, or other stakeholders even after the end of his/her employment or other contractual relationship with the Company.

7. Protection and proper use of Company's assets

Employees must safeguard Company assets and ensure their efficient use for legitimate business purposes only. Use of Company assets for individual profits or any unlawful, unauthorised personal and unethical purpose is prohibited.

Employees should be aware that Company assets comprises of all data and communications transmitted or received to or by, or contained in, the Company's electronic or telephonic systems, as well as physical assets, space, facilities, and intellectual property. Assets may also include confidential information of Company and other stakeholders which needs to be protected. Every

individual is responsible for reporting any theft, loss, or damage to the Company's assets to its function head/reporting manager, as any damage, theft, negligence, or waste of assets has a direct impact on the Company's financial performance.

8. Accuracy of Business Records

Honest and accurate recording and reporting of information is extremely important. Investors count on the Company to provide accurate information about its businesses and to make responsible business decisions based on reliable records. Employees throughout Ocior are responsible for properly recording many kinds of information.

It is wrong, for example, to make false claims on an expense report or time sheet, to falsify performance metrics, to record false sales or record them early, to understate or overstate known liabilities and assets, or to defer recording items that should be expensed. No entry may be made that intentionally hides or disguises the true nature of any transaction.

All financial books, records and accounts must accurately reflect transactions and events, and conform both to local laws and Ocior system of internal controls. Undisclosed or unrecorded funds, assets or liabilities are not allowed. Employees uncertain about the validity of an entry or process are expected to consult with the Corporate Controller or Finance Head.

9. Purchasing/Procurement/Supply Chain Practices

All purchasing decisions must be made based on the best value received by the Company. Employees should take care that personal, or family relationships not influence or appear to influence objective business decisions. Obtaining competitive bids, verifying quality and service claims on a regular basis and confirming the financial and legal condition of the supplier are all important steps in good purchasing decisions. Agreements should be written, and clearly set forth the services or products to be provided, the basis for earning payment, and the applicable rate or fee. The amount must not be excessive considering industry practice and must be commensurate with the services provided.

10. Antitrust

We believe in and compete for business with the highest ethical standards and comply with all laws that safeguard competition and prohibit any form of anti-competitive behaviour in the areas we operate. The Company and its employees should make every effort to treat their co-worker's, licensors, customers, suppliers, and rivals fairly. Employees should not take undue advantage of anybody by manipulating, concealing, abusing privileged knowledge, misrepresenting material facts, or engaging in any other unethical behaviour.

11. Political contribution

Ocior does not sponsor any political parties, is politically neutral and we do not contribute funds or Company asset or non-monetary support, including lobbying, to any political party, politician, elected official, or candidate for public office in any jurisdiction.

12. Fraud

Ocior follows the policy of Zero tolerance for Fraud or misconduct incidents, any act of fraud is subject to strict disciplinary action, including dismissal and possible civil and/or criminal action against the concerned employees. It is the responsibility of all employees to take necessary action(s) to prevent, detect and proactively report any suspicion of fraud or misconduct, whenever it comes to their notice.

13. Anti-bribery and Corruption

Ocior philosophy is to build our relationships based on trust and prudent practices, and we pledge to follow all applicable laws and regulations, to prevent bribery and corruption wherever we do business. We adopt a zero-tolerance approach and work against corruption in all its forms in the public and private sector. We do not offer, give, accept, request, or receive bribes or other improper advantages, whether directly or indirectly, for business or private gain, whether for ourselves or for others. We also strive to compete fairly and honestly with our competitors. We pursue competitive advantages through superior performance, and not through unethical or illegal business practices.

14. Gifts and Hospitality

Ocior prohibits offering or acceptance of business courtesies – gifts, hospitality, expenses, or any benefit – where they could constitute, or appear to constitute, an undue influence in affecting the outcome of a business transaction or dealing. Gifts and entertainment should not compromise, or appear to compromise, your ability to make objective and fair business decisions.

15. Insider trading

We do not disclose or act on inside knowledge about our partners, contractors, or other stakeholders with whom we conduct or anticipate doing business. Our employees and directors are not permitted to engage in any sort of insider trading, nor are they permitted to help anyone, including immediate family, friends, or business colleagues, in gaining any profit from access to and possession of price sensitive information of the listed companies that is not in the public domain.

16. Money laundering

We are committed to adhering to anti-money laundering laws and regulations in each jurisdiction in which we do business.

17. Social, health, environment, and safety at the workplace

Ocior is committed to provide safe, secure and healthy working environment at all its workplaces. We do business in a responsible manner, protecting the environment by reducing emissions to air, water, and noise, producing less waste as well as promoting environmentally friendly waste management practices. We work continuously to improve our performance towards health, safety, and environment.

18. Equality, diversity and respect

Ocior is committed to providing equal opportunity and fair treatment to all individuals and others involved based on merit without discrimination because of race, colour, religion, national origin, sex, sexual orientation, age, disability, veteran status, or other characteristic protected by law. All applicants and employees are judged by their qualifications, demonstrated skills and achievements. We believe in recognizing and rewarding excellent performance and offering opportunities for advancement through training and promotions.

The Company also prohibits harassment based on these characteristics in any form, whether physical or verbal and whether committed by supervisors, non-supervisory personnel, or non-employees. We do not tolerate any form of discrimination or harassment at any of our workplaces.

The Company commits to treat its employees, suppliers, service providers and other stakeholders with due respect.

19. Human Rights

Ocior is committed to comply with employment laws in every country in which it operates, and supports fundamental human rights for all people.

We will not employ children or forced labor. We will not allow physical punishment or abuse. We will respect the right of employees to exercise their lawful right of free association. The Company enthusiastically supports laws prohibiting unjustified discrimination based on a person's race, color, gender, national origin, age, religion, disability, veteran status, sexual preference, marital status or other protected characteristics.

20. Alcohol and drug abuse

Ocior is committed to safe, healthy, and productive workplace for its employees, partners and stakeholders. Using, selling, distributing, possessing or being under influence of alcohol or illicit drugs is strictly prohibited in Company premises.

21. Communication

We interact with and deliver information to all stakeholders in an open and accurate manner via appropriate channel. Employees are prohibited from making any public disclosures or communications or public statement regarding Company policies, operations, investments, engagements, financial information and future plans or any other information related to Company.

22. Amendments of the Code

We are committed to continuously reviewing and updating our policies and procedures. Company reserves the rights to change/ amend/ add/ delete/ modify the Code in whole or in part, at any

time without assigning any reason whatsoever. Employees, and directors should unconditionally abide by all such changes /amendments.

23. Reporting

If there are violations of this Code, the laws or Company policy, employees should not hesitate to raise concerns to the designated person or committee of the Company. Violations or suspected violations should be reported by contacting the Company designated Compliance Officer or their immediate supervisor. Reports may also be made anonymously. All reports will be treated as confidential information.

A handwritten signature in black ink, appearing to read "Ranjit Gupta".

Ranjit Gupta
CEO & Founder

Date: 12 September 2022