

# Code of Conduct

The code of conduct of for the chairperson, other Board members and Managing Director of National feed mill Limited has been formulated and adopted in compliance with the requirements of the condition 1(7) of corporate governance code Notification no. BSEC/CMRRCD/2006-158/207/Admin/80 dated: 3 June 2018 of Bangladesh Securities and Exchange Commission (BSEC).

This Code is intended to provide guidance to the Chairperson, other Board members and Managing Director to manage the affairs of the Company in an ethical manner. The Company confirms its desire to demonstrably lead and promote good ethical behavior and corporate governance and the purpose of this code is to recognize and emphasize upon the ethical behavior and to develop a culture of honesty and accountability.

## **Prudent Conduct & Behavior**

The Chairperson, Other Board members and Managing Director shall act honestly, ethically, in good faith and in the best interest of the company. Whilst carrying out the duties, the Chairperson, other Board members and Managing Director shall ensure that it is executed in terms of the authorization granted and within the limits prescribed under the relevant policies, codes, guidelines and other directives issued by the Board of Directors of the Company from time to time.

The Chairperson, the Board members and Managing Director shall refrain from indulging in any discriminatory practice or behavior based on race, sex, age, religion, ethnic or national origin, disability, or any other unlawful basis. The ethical conduct, performance and skills shall be the qualifying indicatives for an employee's performance. The Chairperson, other Board members and Managing Director shall use the Company's assets, property, information and intellectual rights for business purpose of the Company and not for any personal benefits of gains.

## **Confidentiality:**

The company's confidential information shall not have authorized by management of the company for public dissemination. All confidential information must be used for Company's business purpose only. The information should be on public domain at the time of disclosure or is required to be disclosing in accordance with applicable rules and regulations.

## **Conflict of Interest:**

The chairperson, other board members and managing director shall not enter into any transaction which is creating personal interest and all transaction having conflict of interest should be carried out in accordance with laws. They prohibited from engaging in any activities that is conflict or harmful to the company and bestow their attention to the business interest of the company.

## **Compliance with laws Rules and Regulations:**

The chairperson, other board members and managing director shall ensure Compliance with the regulatory requirements with applicable laws and regulations.

## **Prohibition of insider trading:**

Member of the Board of the company shall comply with laws, rules and regulation governing trading shares of the company they are not engaging in any insider trading in dealing with securities of the company which prohibits buying or selling on the basis of any unpublished price sensitive information and prohibits to disclosure of such information to any other person.

## **Relationship with environment:**

Member of the Board of the company shall provide a safe and better working environment and avoid the wasteful use of natural resources and minimize any hazardous impact of the production and disposal of its products on the ecological environment in accordance with the applicable laws.

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### **Relationship with Employees:**

The chairperson, other board members, and managing director shall try to maintain cordial relationship with employees they should assist the company to proper maintain its human resource policies.

### **Relationship with customers:**

Member of the Board of the company ensure that company try to supply high quality product as per customer need and demands with due time and reviewed the customer feedback and should take initiative to solve the problems with the customers if any.

### **Relationship with Suppliers:**

The chairperson, other board members and managing director attention to the business interest of the company. Accordingly, they shall have no relationship with any supplier that might conflict and harmful of the company.

### **Independency:**

The chairperson, other board members and managing director should act impartial to the employees, suppliers, customers and shareholder. They should remain independent in all material respect.

### **Review the code of conduct:**

The code of conduct reviewed on yearly basis and the chairperson, other board members and managing director have a duty to avoid any circumstances that would violate the code of conduct

Thanking you,

On behalf of the Board of Directors,

*Farida J. Babul*

**Farida Jahan Babul**

Chairman