

GLOBAL OFFSHORE SERVICES LIMITED
CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT.

INTRODUCTION :

This Code of Conduct (hereinafter referred to as “the Code”) has been framed and adopted by Global Offshore Services Limited (GOSL) (hereinafter referred to as “the Company”) in compliance with the provisions of Regulation 17(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

APPLICABILITY :

The Code applies to The Chairman, Executive and Non-Executive Directors and Independent and Non Independent Directors of Board of Directors (hereinafter referred to as “Board Members”) and Members of the Senior Management Team of the Company including the following designations - Chief Executive Officer, Company Secretary and Chief Financial Officer, President, Vice President and General Manager (hereinafter referred to as “Senior Managers”).

The Code shall be posted on the website of the Company.

CODE OF CONDUCT :

The Board Members and Senior Managers shall observe the highest standards of ethical conduct and integrity and shall work to the best of their ability and judgement.

- I] The Board Members and the Senior Managers of the Company :
- 1] Shall maintain and help the Company in maintaining highest degree of Corporate Governance practices.
 - 2] Shall act in utmost good faith and exercise due care, diligence and integrity in performing their Official duties.
 - 3] Shall ensure that they use the Company's assets, properties, information and intellectual rights for official purposes only or as per the terms of their appointment.
 - 4] Shall not seek, accept or receive, directly or indirectly, any gift, payments or favour in whatsoever form from Company's business associates, which can be perceived as being given to gain favour in dealing with the Company and shall ensure that the Company's interests are never compromised.
 - 5] Shall maintain confidentiality of information entrusted by the Company or acquired during performance of their duties and shall not use it for personal gain or advantage.
 - 6] Shall not commit any offences involving moral turpitude or any act contrary to Law or opposed to the public policy.
 - 7] Shall not communicate with any member of press or publicity media or any other outside agency on matters concerning the Company, except through the designated spokespersons or authorized person.

- 8] Shall not, without the prior approval of the Board or Senior Management, as the case may be, accept employment or a position of responsibility with any other organization for remuneration or otherwise that are prejudicial to the interests of the Company and shall not allow personal interest to conflict with the interest of the Company.
 - 9] Shall act in conformity with applicable legal provisions, (including but not limited to those pertaining to Related Party Transactions), disclose personal and / or financial interest in any business dealings concerning the Company and shall declare information about their relatives (spouse, dependent children and dependent parents) including transactions, if any, entered into with them by the Company so as to enable the Board Members to take an informed decision.
 - 10] Shall ensure compliance of the prescribed safety & environment related norms and other applicable codes, laws, rules, regulations and statutes, which if not complied with may, otherwise, disqualify him/her from his/her association with the Company.
 - 11] Shall ensure compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 as also other regulations as may become applicable to them from time to time.
- II. In addition to the above, the Independent Directors of the Company shall also abide by the duties as laid down in the Companies Act, 2013 and the Rules made there under read with the Schedule IV.

ANNUAL COMPLIANCE REPORTING :

Board Member and Senior Managers shall affirm compliance with this Code on an annual basis as at the end of each financial year of the Company.

AMENDMENT TO THE CODE :

The provision of this Code can be amended or modified by the Board of Directors from time to time and all such amendments / modifications shall take effect from the date stated therein.
