

AEROGRID ADVANCED HOSTING SOLUTIONS PRIVATE LIMITED
(Earlier known as “Alotronix Warehousing Fourteen Private Limited”)

Policy Title	Code of Conduct and Ethics for Directors, Senior Management and Other Employees (“ Code of Conduct ”)
Entity	Aerogrid Advanced Hosting Solutions Private Limited (formerly known as Alotronix Warehousing Fourteen Private Limited) (“Company”)
Effective Date	From the date of approval by the Board of Directors of the Company i.e., July 9, 2025
Applicability	<p>This Code of Conduct is applicable to the Aerogrid Advanced Hosting Solutions Private Limited (“Company”) and its Subsidiaries.</p> <p>This Code of Conduct is also applicable to the following individuals:</p> <ul style="list-style-type: none"> (a) All Directors of the Company and its Subsidiaries. (b) All Senior Management and Key Managerial Personnel of the Company and the Subsidiaries, as applicable. (c) All executives of the Company and Subsidiaries, reporting directly to the respective Managing Directors (if any). (d) All employees seconded to the Company (together “Management and Key Employees”).
Introduction and Purpose	<p>The purpose of this Code is to enhance integrity, ethics & transparency in governance of the Company and thereby reinforce the trust and confidence reposed in the Management of the Company by the shareholders and other stakeholders. The Directors and Senior Management Personnel are expected to familiarize themselves with this Code and to understand, adhere to, comply with and uphold the provisions of this Code and the standards laid down hereunder in their day-to-day functioning.</p> <p>The Directors and Senior Management Personnel must act in good faith and in such manner as they reasonably believe to be in the best interests of the Company. The Directors and Senior Management Personnel are also expected to:</p> <ul style="list-style-type: none"> a. comply with all applicable laws, regulations, confidentiality obligations and other corporate policies, of the Company. b. follow all policies, procedures and internal control systems of the Company. c. act honestly, in good faith and in the best interests of the Company.
Definitions	<p>“Director” shall refer to directors on the board of directors of the Company and its subsidiaries.</p> <p>“Senior Management” comprises of officers and personnel of the Company and subsidiaries, who are members of its core management team, excluding the Board, and shall also comprise all members of management, one level below the chief executive officer or managing director or whole time director or manager (including chief executive officer or manager, in case they are not part of the Board) and shall specifically include the compliance officer and chief financial</p>

AEROGRID ADVANCED HOSTING SOLUTIONS PRIVATE LIMITED
(Earlier known as “Alotronix Warehousing Fourteen Private Limited”)

	<p>officer, as applicable.</p> <p>“Key Managerial Personnel” shall refer to persons designated as such as per the provision of Section 2(51) of the Companies Act, 2013 as well as the persons designated as ‘key managerial personnel’ of the Company.</p>
Responsibility for ensuring Compliance	Board of directors and Compliance Officer of the Company.
Reporting and Amendments	<p>Any violation of the Code of Conduct shall be reported to the Chairperson of the board of directors of the Company (“Board”) and to the compliance officer of the Company. This Code of Conduct shall be posted on the website of the Company.</p> <p>Every Management and Key Employee is required to confirm their compliance of the Code of Conduct in writing at the time of appointment. Any waiver of any provision of this Code of Conduct should be in writing by the Board.</p>
Commitment and Obligations	<p>The Management and Key Employees are obliged to carry out their duties with a high standard of service, in an honest, fair, diligent and ethical manner, ensure proper care and exercise independent professional judgement within the scope of the authority conferred upon them and in accordance with the laws, rules, regulations, agreements, guidelines, standards and internal policies and procedures.</p> <p>The Company and its Subsidiaries shall conduct all affairs of Company in the interest of all the securities holders of the Company.</p>
Transparency	<p>The Management and Key Employees shall ensure that their actions in the conduct of business of the Company are totally transparent except where the needs of business security dictate otherwise.</p> <p>Such transparency shall be brought about through appropriate policies, systems and processes.</p>
Confidentiality	The Management and Key Employees shall ensure and take reasonable measures to protect the confidentiality of non-public information about the Company and Subsidiaries, its business, customers/clients and other materially significant information obtained or created in connection with any activities with Company to prevent unauthorized disclosure of such information unless required by applicable laws or regulations or legal or regulatory process.
Compliance with Applicable Law	It is the general obligation of the Management and Key Employees to conduct the business and operations of the Company and subsidiaries in accordance with the laws, rules, regulations, agreements, guidelines, standards including accounting standards governing its operations in the geographies in which the Company operate. They shall also comply with the internal policies and procedures of the

AEROGRID ADVANCED HOSTING SOLUTIONS PRIVATE LIMITED
(Earlier known as “Alotronix Warehousing Fourteen Private Limited”)

	Company to the extent applicable to them including but not limited to compliance with the Insider Trading Code formulated pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
Annual Compliance	The Management and Key Employees shall affirm compliance of this Code annually on the closure of every financial year. The annual compliance report shall be forwarded to the company secretary and compliance officer. If any member of the Management and Key Employees leaves his/her employment/ appointment any time during a financial year, he/she shall send a communication to the compliance officer of the Company affirming compliance of this Code till the date of his association with the relevant entity.
Corporate Disclosure Policy	<p>It is the Company’s policy to ensure continuous, timely and adequate disclosure of the Company information. The Company is committed to full, fair, accurate, timely and understandable disclosure in reports and documents it files with or submits to the regulatory authorities and in other public communications.</p> <p>The Company shall make adequate, accurate, and timely disclosure of relevant material information to all Security holders, designated stock exchanges and the Securities and Exchange Board of India in accordance with the LODR Regulations/ other applicable laws and as may be specified by the designated stock exchanges from time to time.</p>
Financial Recording and Book keeping	It is critical to ensure that all transactions are properly identified, analyzed and recorded. All reasonable efforts are expected to ensure that all business records and reports are accurate, complete and reliable.
Competition and Fair Dealing	<p>The Management and Key Employees are obligated to deal fairly and honestly with each other, with related parties and with the Company’s customers, suppliers, competitors and other third parties.</p> <p>Any third party appointed by the Company shall not use any unethical means to sell, market or induce any person to buy Securities of the Company and where a third party appointed by the Company fails to comply with this condition, they shall be held liable for the same.</p> <p>The Company shall carry out the business and invest in accordance with the investment objectives of the Company and take investment decisions solely in the interest of the Security holders.</p> <p>The Management and Key Employees shall avoid actions that could reasonably be construed as being anti-competitive, monopolistic or otherwise contrary to laws governing competitive practices in the marketplace, including antitrust laws. Such actions include misappropriation and/or misuse of a competitor’s confidential information or making false statements about the competitor’s business and business practices.</p>

Regd Office: Tower 1, 15th Floor, 1501 B, One World Centre, Senapati Bapat Marg, Prabhadevi,
Delisle Road, Mumbai, 400013 India

Website: www.aerogrid.in | Telephone: +022-62805000 | E-mail: compliance@southcitymall.in

CIN: U70200MH2024PTC418088

AEROGRID ADVANCED HOSTING SOLUTIONS PRIVATE LIMITED
(Earlier known as “Alotronix Warehousing Fourteen Private Limited”)

Accountability	<p>The Management and Key Employees shall discharge their duties in good faith and integrity in business judgment and in the best interests of the Company and the Security holders. They are expected to use their best endeavours and organize the resources for advancing the Company’s objectives. They shall act ethically, honestly, diligently and in good faith to protect the Company’s properties, brand equity and image. They shall act in the best interests of the Company and fulfil their fiduciary obligations.</p>
Honest and Ethical Conduct	<p>The Management and Key Employees are required to act in accordance with the highest standards of personal and professional integrity, honesty, good faith, with diligence and responsiveness, excellence in quality, with academic responsibility and freedom and ethical and legal conduct, when acting on behalf of the Company or in connection with the Company or the Company’s business or operations and at social events.</p> <p>The Management and Key Employees shall:</p> <ul style="list-style-type: none">(a) Act honestly, fairly, ethically, with integrity and loyalty and conduct themselves in a professional and courteous and respectful manner;(b) Act in the best interests of the Company and in a manner to enhance and maintain the reputation of the Company, and fulfil their fiduciary duties to the stakeholders of the Company without allowing their independence of judgment to be compromised;(c) Act in good faith, with responsibility, due care, competence, diligence and independence;(d) Treat their colleagues and other associates of the Company with dignity <p>The Company shall:</p> <ul style="list-style-type: none">(a) Maintain high standards of integrity and fairness in all their dealings and in the conduct of their business.
Conflict of Interest	<p>The Management and Key Employees are expected to avoid and disclose to the Compliance Officer and/or the Chairperson of the Board, at the earliest opportunity, any activity or association that creates or appears to create a conflict between the personal interests and the Company’s business interests. A conflict of interest exists where the interests or benefits of one person or entity conflict with the interests or benefits of the Company. Unless, specifically permitted by the Board, no interested person shall participate in the discussion or vote in the Board’s proceedings or participate in any other manner in the conduct or supervision of such dealings. Relationships with prospective or existing suppliers, contractors, customers, competitors or regulators must not affect the independent and sound judgment on behalf of the Company.</p> <p>The Company shall try to avoid conflicts of interest, as far as possible, in managing the affairs of the Company and keep the interest of all Security holders paramount</p>

AEROGRID ADVANCED HOSTING SOLUTIONS PRIVATE LIMITED
(Earlier known as “Alotronix Warehousing Fourteen Private Limited”)

	in all matters. In case such events cannot be avoided, it shall be ensured that appropriate disclosures are made to the Security holders and they are treated fairly.
Outside Employment	Management and Key Employees shall not work for or receive payments for services from any competitor, customer, distributor or supplier of the Company without approval of the Board. Any outside activity must be strictly separated from the Company’s employment and should not harm job performance at the Company. Executive directors, senior management and the employees of the Company shall devote themselves exclusively to the business of the Company and its Subsidiaries Company as applicable and shall not accept any other work or assignment.
Gifts	Management and Key Employees shall not accept lavish gifts or gratuities or any offer, payment, promise to pay, or authorization to pay any money, or anything of value that could be interpreted to adversely affect business decisions or likely to compromise their personal or professional integrity.
Use of Company’s Assets	Management and Key Employees shall use the Company’s and Subsidiaries’ assets for legitimate business purposes only and not for personal purposes and also endeavour to protect such assets including physical assets, information and intellectual proprietary rights by maintaining highest standards of security.
Whistle Blower	The Management and Key Employees shall not engage in misinformation, or personal defamation or victimization of any employee or stakeholder. The Company may establish a mechanism for employees to report to the management, their concerns about unethical behaviour, actual or suspected fraud or violation of the Code of Conduct.
Liability to Security holders	Company shall be liable to the Security holders for their acts of commission or omissions, notwithstanding anything contained in any contract or agreement
Duties of Independent Directors	For duties of the Independent Directors, please refer to the Company policy on ‘ <i>Terms and Conditions of appointment of Independent Directors</i> ’
Amendments and Review to the Policy	This policy may be reviewed by the Board from time to time. However, any subsequent amendment / modification in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the Companies Act, 2013 or any other governing Act / Rules / Regulations or re-enactment, impacting the provisions of the Policy shall automatically apply to the Policy and the relevant provision(s) of the Policy shall be deemed to be modified and/or amended to that extent, even if not incorporated in the Policy.