



KINECO KAMAN: Code of Conduct

Applicability: All Employees, Contractors, Agents, Consultants, Suppliers and such other stakeholders, as may be included, from time to time.

Effective Date: March 01, 2018

I. Scope

Kineco Kaman Code of Conduct (the "Code") is a statement of the ethical business principles; standards & practices that Kineco Kaman (the "Company" or "KKCI") expects all the entities to whom this Code is applicable to follow while conducting business activities whenever and wherever that may be. This Code not only provides guidance about the Company's policies and procedures but it also reinforces the need to comply with laws and regulations and also helps to prevent or stop unlawful or unethical behaviour quickly.

II. Conflict Of Interest

You must avoid any behaviour that involves a real conflict of interest, or and any appearance, however remote, of using affiliation with KKCI as a means of furthering personal interests. A conflict of interest involves individual places self-interest or the interests of others before those of the Company's best interests. Everybody is expected to avoid activities that may interfere, or have the appearance of interfering, with their judgment to act in the Company's best interests. Nobody should engage directly or indirectly in a personal transaction that primarily relies upon information obtained through their engagement with KKCI and is not otherwise common knowledge. Disclosure shall be made promptly when one becomes aware of a potential conflict of interest or circumstances that might not be consistent with the Company's policies. Some examples of conflict of interest are : Conducting Company business with relatives; Holding a material interest in a supplier, contractor, customer, competitor, or acquisition target; compete with the Company; taking advantage of inside information which is not otherwise available to the general public for any manner of personal gain.

III. Compliance with applicable laws, regulations and Kineco-Kaman policies and procedures

You must follow and comply with all applicable laws, regulations and related policies and procedures. As a Company Policy, you should not give or accept gifts, cash or in kind, unapproved entertainment, favours (past, present or future), to/from persons with whom KKCI has business dealings under circumstances that suggest that the donor intends to influence the judgment or conduct of the recipient. You should not offer, give, solicit or take any form of bribe, gratuity or kickback to or from anyone, including a government official.

It's against the law and Company Policy to knowingly make a false statement or engaging in a scheme to defraud anyone. The Company is required to keep its books, records and accounts so that they accurately and fairly reflect all of the Company's transactions. The Company policy is to fully account for all assets, liabilities, income and expenses and record such items in the Company's books. Any deviation, not only violates the Code of Conduct, but may also have criminal and civil consequences.

You are expected to fully cooperate in any audit or investigation being conducted by Company's internal or independent auditors, company-retained consultants or any other all proper governmental investigations, law enforcement officials and regulators during an audit or investigation. It is against Company policy to improperly influence, coerce, manipulate, or mislead any person who is engaged to perform an audit or investigation.

IV. Environmental Health & Safety Compliance

The Company intends to conduct its business in compliance with applicable environmental, health and safety laws and regulations and following Company policies. KKCI strives to provide a safe and healthy workplace for our employees and others visiting its facility. You are expected to understand and follow the applicable environmental, health and safety laws and regulations and Company policies. Environmental and Safety violations, even if unintentional, can have severe consequences for both the

individual involved and the Company, including disciplinary actions, civil and criminal prosecution under certain circumstances.

V. Employment Laws

Kineco Kaman is committed to a workplace in which employees treat others with respect and dignity. We strive to comply with the employment laws applicable to the Company. The use of forced, child, or slave labor is not allowed, nor is the abuse or physical punishment of any person providing services to or on behalf of the Company. The compensation paid to workers and working conditions must meet or exceed the applicable legal requirements. The Company provides equal employment opportunities, free of discrimination/harassment so that all employees have the chance to advance and grow professionally. We do not discriminate against employees or applicants based on age, gender, race, color, national origin, ethnicity, sexual orientation, physical or mental disability, religion or other criteria.

VI. Discrimination/Sexual Harassment

KKCI prohibits discrimination/harassment in its workplace, whether committed by or against workers, staff, managers, senior management, vendors, contractors or visitors. Workplace discrimination or harassment based on the employee's race, color, religion, sex, national origin, citizenship, age status, sexual orientation, disability, marital status, or any other basis, prohibited by any Indian laws, is not tolerated. It is mandatory upon everybody to ensure strict compliance with Company's policy on Prevention of Sexual Harassment of Women at Work Place. It is the intention of the Company to take all necessary actions required to prevent, correct and if necessary, discipline behavior which violates this policy.

VII. Workplace Violence

Workplace violence, abuse, intimidation, or offensive conduct in any form is prohibited. Threatening or committing an abusive or violent act will be subject to disciplinary action, up to and including discharge.

VIII. Substance and Alcohol Abuse

Any individual who is impaired or under the influence of drugs, alcohol, or substances at work can create an unsafe work environment. The use, sale, or possession of controlled substances (except for the proper use of medically prescribed drugs) is prohibited. You are subject to and must cooperate with any legal Company searches for alcohol, drugs, or other controlled substances. Promptly report any person who appears to be impaired or working under the influence of alcohol, drugs, or other substances.

IX. Bribery & Improper Payments

You should not request or accept from any individual or organization doing or seeking to do business with Kineco Kaman, a favor or special consideration for yourself or any member of your family that will result in any direct or indirect financial gain. No funds or assets of the company shall be paid, loaned or otherwise disbursed as bribes, "kickbacks", or other payments designed to influence or compromise the conduct of external parties, including a government official. You must comply with legal requirements and the Central Vigilance Commission's (CVC's) guidelines and provisions of the Prevention of Corruption Act, 1988.

X. Competition and Antitrust Laws

The Company intends to comply with antitrust laws at every level of our business. These laws promote competition by restricting anti-competitive transactions and practices. You shall not engage in collusive bidding, price fixing, anti-competitive practices, price discrimination or other unfair trade practices in violation of Competition Laws.

XI. Export and Trade Compliance

The Company's policy is to comply with national and international export and trade controls laws and regulations. Export and trade violations are treated as national security matters and can have far-reaching consequences for both the individual involved and the Company. Violations can expose the individual, guilty of a violation of export regulations to fines, imprisonment or both, for criminal charges and the Company to fines, suspension, loss of business or prohibition from engaging in export and international trade.

XII. Receiving Gifts, Meals, Entertainment, and Gratuities

You are prohibited from requesting gifts, meals, entertainment, contributions, services, gratuities and items of a similar nature during the course of your engagement with the Company. Cash and cash equivalents are never acceptable gifts from anybody doing or seeking to do business with the Company. Any extravagant, inappropriate, or frequent gifts or entertainment even if they are acceptable by local custom are prohibited. Courtesy gifts such as flowers, as well as unsolicited advertising or promotional materials (Pens, diary, organiser, pen drives etc.) of nominal intrinsic value may be accepted.

XIII. Giving Gifts, Meals, Entertainment, and Gratuities

As per the cultural environment applicable in India, Kineco Kaman provides basic hospitalities, such as pick-up and drop facilities, food - entertainment, to its Guests/Visitors, including Customers/Suppliers, Government Officials or Employees. You are not allowed to give gifts, meals, entertainment, or other gratuities in order to influence a business decision. All the employees are expected to understand the applicable prohibitions and limitations (as stated in the Schedule to this Policy) before offering gifts, meals, entertainment or other gratuities.

Applicable prohibitions and limitations for giving Gifts, Meals, Entertainment

Types of Expenditures	Approving Authority	
	Finance Director	CMD/CMC
Cash payments (other than actual direct reimbursements),	Prohibited	Prohibited
*Promotional Gifts/ Souvenirs with company logo printed on it given for brand building or as part of a business activity (e.g. memorabilia, during exhibitions, air shows, and other commemorative events, awards or gift items)	Upto INR 1000	Above INR 1000
Meals, including those related to business meetings and events such as product demonstrations, product deliveries, holiday celebrations, air shows, and other commemorative events	Upto INR 1000	Above INR 1000
Travel and lodging for plant visits or business meetings at Kineco-Kaman JV facilities	Upto INR 1000	Above INR 1000
Entertainment and recreation (e.g. cultural or sporting events)	Upto INR 1000	Above INR 1000
*Gifts/sponsorships to charitable organizations, educational institutions as part of Corporate Social Responsibility	Upto INR 1000	Above INR 1000

**The concerned employees are required to seek the requisite approvals and shall be responsible for reasonably documenting and maintaining records. However, the requirement to maintain distribution records in case of Promotional Gifts/Souvenirs with Company logo printed on it would be applicable only if the value of the article exceeds Rs. 1000/- per article.*

XIV. Protection of Company Assets - You are responsible for protecting, safeguarding and properly using Company and/or any customer or supplier property entrusted to the Company. In addition, employees should make sure that Company property, facilities and equipment including the use of the Company's Information Systems should be used to conduct Company business and is not misappropriated, loaned to others, sold or donated, without appropriate authorization.

XV. Protection of Company and Third-Party Information

During the course of your engagement with the Company, you may have access to Proprietary or Confidential information. Such proprietary information belongs solely to the Company regardless of the form or media. All are required to maintain such information in confidence, both during and after employment with the Company. The Company does not seek out, receive, or use another party's proprietary information, trade secrets or confidential information except where permitted under an approved confidentiality or nondisclosure agreement. Employees in possession of non-public, confidential information that was obtained from prior employment with a competitor must continue to respect the confidential nature of that information.

XVI. Reporting Suspected Violation

If you believe you have witnessed or know about a Code violation, promptly contact your supervisor, a Company Compliance Officer, your Human Resources representative, the Corporate Legal Department or the toll-free Code of Conduct Hotline or make use of online reporting at <https://iwf.tnwgrc.com/Kaman>. Anyone associated with Kineco Kaman is encouraged to raise concerns and report suspected violations. Reporting suspected violations promptly gives the Company the chance to investigate, and if necessary, correct the situation without having to involve governmental or other outside organizations when it may not be necessary to do so. You should not initiate your own preliminary investigation because it could make it difficult for the Company to clearly determine the facts. All inquiries are investigated. All reported violations will be kept confidential to the extent possible under the circumstances. It is important to report all potential Code violations promptly, completely and honestly. Do not let concerns go unaddressed and unreported.

Anyone who has reported a potential violation can follow-up on the progress of an investigation by contacting their Company Compliance Officer. Anyone who honestly and in good faith reports an issue, concern or instance of apparent misconduct will not be reprimanded or penalized for doing so, even if it turns out that there was no violation of the Code or the law. The Company does not tolerate retaliation against persons who make reports honestly and in good faith. However, anyone who provides false, misleading, frivolous or malicious information may be subject to disciplinary action up to and including termination of employment.

V. Disciplinary Actions

All Kineco Kaman employees, officers and directors are required to act, to the best of their ability, in accordance with the standards described in this Code. The following actions may result in disciplinary action up to and including termination of employment:

- Violating the Code
- Knowingly authorizing or participating in actions that violate the Code
- Failing to report a Code violation or withholding relevant and material information about a violation
- Intentionally reporting false or misleading information
- Retaliating, directly or indirectly, or encouraging others to do so, against anyone who reports a potential Code violation

CODE REPORTING FORM

You may report your concerns on the toll-free & available 24/7 “Code of Conduct Hotline” (Phone No.855-252-7199 Access Code: 000-117)). The employees may now also make use of the *online* reporting at <https://iwf.tnwgrc.com/Kaman>.

OR

RETURN THIS completed document to your Company Compliance Officer at Plot No. 60, Pilerne Industrial Estate, Pilerne, Bardez, Goa-403511 or to

Chief Compliance Officer Legal Department Kaman Corporation P. O. Box 1 Bloomfield, CT 06002 “Personal and Confidential”

1. Name of person filing this report (optional):

2. Date:

3. Facts: Please describe, as completely as possible, your knowledge of the facts (including, where appropriate, dates and times) relating to a violation or possible violation of the Kineco Kaman or Kaman Code of Business Conduct. (Use a separate sheet and attach if more space is needed.)

4. Signature: I declare that all of the statements made in this Fact Sheet are true to my best knowledge and belief. I understand that disciplinary actions may result if it is determined that the statements contained herein are false or made for a purpose other than to describe my knowledge of the facts relating to the particular violation or suspected violation set forth above.

Name/Signature (optional)

Note: For various legal reasons, please DO NOT conduct your own preliminary investigations since acting on your own may adversely affect both you and Kineco Kaman.



CERTIFICATION STATEMENT

To: Compliance Officer

From: Company Personnel

This is to certify and acknowledge that I have received, read and understand the Kineco Kaman Code of Business Conduct (the “Code”) and the Kaman Code of Business Conduct and Ethics. I agree to comply fully with the standards contained in the Code and any related policies and procedures adopted by the Company, and understand that compliance with such standards, policies and procedures is a condition of my continued employment or association with the Company. I understand the Company has the right to access all Company and employee information, wherever located, in connection with company business, and I understand the Company has the right to conduct an investigation in the event a question of Code compliance should arise. In such event, I agree to cooperate fully with the Company and I agree to the disclosure of all relevant information to and by the Company and its compliance officers, wherever located.

Signature:.....

Name :

Date:.....