GRATEX INDUSTRIES LIMITED CODE OF CONDUCT

FOR

BOARD AND SENIOR MANAGEMENT PERSONNEL

(Pursuant to Clause 49 of the Listing Agreement)

Annual Affirmation of Compliance Form

The Compliance Officer

GRATEX INDUSTRIES LIMITED

Mumbai

I, Bhagwati Prasad Mangal S/o Ambalal Mangal, residing at - 301, Maheshwar Milan, N. P. Thakkar Road, Vile Parle (East), Mumbai – 400057 being an Independent Director of GRATEX INDUSTRIES LIMITED, affirm to the best of my knowledge and belief, that I have fully complied with the Code of Conduct during the year 2014 - 2015.

Signature

Name

Bhagwati Prasad Mangal

Din

00134847

Designation Independent Director

Date

31.03.2015

Place

Mumbai

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FOR

BOARD AND SENIOR MANAGEMENT PERSONNEL

(Pursuant to Clause 49 of the Listing Agreement)

ACKNOWLEDGEMENT FORM

The Compliance Officer

GRATEX INDUSTRIES LIMITED

Mumbai

I, Bhagwati Prasad Mangal S/o Ambalal Mangal, residing at - 301, Maheshwar Milan, N. P. Thakkar Road, Vile Parle (East), Mumbai - 400057 being an Independent Director of GRATEX INDUSTRIES LIMITED, acknowledge that I have received, read and understood the provisions and policies of the Code of Conduct and agree to comply with the said Code.

Signature

Name

Bhagwati Prasad Mangal

Din

00134847

Designation Independent Director

Date

31.03.2015

Place

Mumbai