

ATRIUM PLACE DEVELOPERS PRIVATE LIMITED

(Formerly known as Aadarshini Real Estate Developers Private Limited)

(CIN-U74899HR2005PTC114811)

Regd. Office: 1st Floor, DLF Gateway Tower, R Block, DLF City, Phase -III, Gurugram- 122002, India

Version #	Version Date	Effective Date	Next review date
V2	April 2023	March 2024	On or before Sep 30, 2024

GOVERNANCE POLICY

Introduction

Atrium Place Developers Private Limited (hereinafter referred to as “APDPL/Company”) (*formerly known as Aadarshini Real Estate Developers Pvt Ltd*) recognizes the importance of good governance and ethical business practices in maintaining the trust of our stakeholders, ensuring sustainable growth and mitigating risks. These policies outline our stance on various governance aspects and our commitment to promoting transparency, accountability, and integrity within our company.

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BRIBERY & CORRUPTION

Introduction

Our company is committed to conducting business with the highest standards of integrity, transparency, and ethics. We recognize that bribery and corruption pose a significant risk to our business, our reputation, and the communities in which we operate. As such, we have implemented an anti-bribery and corruption policy to prevent, detect, and address any such risks.

Policy

Prohibition of Bribery and Corruption

Our company prohibits all forms of bribery and corruption, including but not limited to giving or receiving gifts, favours, or any other forms of inducement or influence to gain an unfair advantage in business dealings. This applies to all our employees, agents, contractors, and anyone who performs services on our behalf.

Compliance with Laws and Regulations

Our company will comply with all applicable laws and regulations related to anti-bribery and corruption, including the Foreign Corrupt Practices Act (FCPA), and other relevant laws and regulations in the countries where we operate.

Due Diligence

Our company will conduct due diligence or scanning (as the case maybe) on all our business partners, including agents, contractors, suppliers, and other third-party service providers, to ensure that they are reputable and do not pose any risk of bribery or corruption. We will also establish policies and procedures to monitor and evaluate these relationships on an ongoing basis.

Reporting and Investigation

Our company will establish a process for reporting any suspected or actual incidents of bribery or corruption. We will also ensure that all reports are investigated promptly and thoroughly, and appropriate remedial action is taken, including disciplinary action and termination of business relationships.

Training and Awareness

Our company will try it's best to provide regular training to all our employees, agents, and contractors to raise awareness of the risks of bribery and corruption, and to ensure that they understand their responsibilities under this policy. We will also ensure that our policies and procedures are communicated effectively and are readily accessible to all relevant parties.

Conclusion

Our company is committed to conducting business with the highest standards of integrity, transparency, and ethics. We will not tolerate any form of bribery or corruption, and we will take all necessary measures to prevent, detect, and address any such risks. We will comply with all applicable laws and regulations related to anti-bribery and corruption and will conduct due diligence on our business partners. We will also establish a process for reporting and investigating any suspected or actual incidents of bribery or corruption and will provide regular training to all relevant parties.

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CYBER SECURITY

Introduction

Our company is committed to protecting the confidentiality, integrity, and availability of our information and technology assets. We recognize the increasing importance of cyber security in our operations, and we have implemented this policy to ensure the proper management and protection of our information and technology assets.

Information Security Governance

Our company will establish and maintain a comprehensive information security governance framework to ensure the proper management of our information and technology assets. This framework will include policies, procedures, and standards that reflect industry best practices and relevant laws and regulations.

Access Control

Our company will implement appropriate access control measures to prevent unauthorized access to our information and technology assets. These measures will include the use of strong passwords, access controls based on the principle of least privilege, and regular access reviews.

Security Awareness and Training

Our company will provide regular security awareness and training to all our employees, contractors, and other third-party service providers to ensure they are aware of the risks associated with cyber security and understand their responsibilities in protecting our information and technology assets.

Incident Management

Our company will establish and maintain an incident management process to detect, respond to, and recover from cyber security incidents. This process will include procedures for reporting, investigating, and communicating incidents, as well as the identification and mitigation of vulnerabilities and threats.

Compliance

Our company will comply with all applicable laws and regulations related to cyber security, and other relevant laws and regulations in India.

Risk Management

Our company will regularly assess and manage the risks associated with our information and technology assets. We will conduct risk assessments to identify potential threats and vulnerabilities, and we will implement appropriate controls to mitigate those risks.

Monitoring and Audit

Our company will monitor and audit our information and technology assets to ensure the effectiveness of our security controls and to identify any security incidents. We will also establish appropriate logs and monitoring systems to ensure compliance with this policy and applicable laws and regulations.

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Conclusion

Our company is committed to protecting the confidentiality, integrity, and availability of our information and technology assets. We will establish and maintain a comprehensive information security governance framework, implement appropriate access control measures, provide regular security awareness and training, establish, and maintain an incident management process, comply with applicable laws and regulations, assess, and manage the risks associated with our information and technology assets, and monitor and audit our security controls. We will also regularly review and update this policy to reflect changes in our business and the evolving cyber security landscape.

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DATA PROTECTION & PRIVACY

Introduction

Our company is committed to protecting the privacy and security of personal information. This policy outlines our approach to data protection and sets out the principles and standards that we will adhere to in order to ensure that personal information is handled appropriately and in compliance with applicable laws and regulations.

Purpose and Scope

This policy applies to all personal information that our company collects, processes, and stores, regardless of the format or location of the information. It applies to all employees, contractors, and other third-party service providers who handle personal information on behalf of our company.

Data Protection Principles

Our company will adhere to the following data protection principles when handling personal information

a. Lawfulness, fairness, and transparency: We will collect and process personal information in a lawful, fair, and transparent manner.

b. Purpose limitation: We will collect and process personal information for specified, explicit, and legitimate purposes.

c. Data minimization: We will collect and process only the minimum amount of personal information necessary for our purposes.

d. Accuracy: We will ensure that personal information is accurate and kept up to date.

e. Storage limitation: We will retain personal information for no longer than necessary for our purposes.

f. Integrity and confidentiality: We will ensure that personal information is kept secure and protected against unauthorized or unlawful processing and against accidental loss, destruction, or damage.

Data Subject Rights

Our company will respect the rights of data subjects in relation to their personal information. We will provide data subjects with the following rights, where applicable

a. Right to access: Data subjects have the right to request access to their personal information.

b. Right to rectification: Data subjects have the right to request that their personal information be corrected if it is inaccurate or incomplete.

c. Right to erasure: Data subjects have the right to request that their personal information be erased in certain circumstances.

d. Right to restrict processing: Data subjects have the right to request that we restrict the processing of their personal information in certain circumstances.

e. Right to data portability: Data subjects have the right to receive their personal information in a structured, commonly used, and machine-readable format and to transmit it to another controller.

f. Right to object: Data subjects have the right to object to the processing of their personal information in certain circumstances.

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Data Protection Impact Assessment

Our company will conduct a data protection impact assessment (DPIA) prior to processing personal information that is likely to result in a high risk to the rights and freedoms of data subjects.

Data Breach Notification

Our company will notify the relevant supervisory authority and affected data subjects without undue delay in the event of a data breach that is likely to result in a risk to the rights and freedoms of data subjects.

Third-Party Service Providers

Our company will ensure that any third-party service providers that handle personal information on our behalf comply with applicable data protection laws and regulations and adhere to the standards set out in this policy.

Conclusion

Our company is committed to protecting the privacy and security of personal information. We will adhere to the data protection principles, respect the rights of data subjects, conduct DPIAs where necessary, notify data breaches, and ensure that third-party service providers comply with applicable data protection laws and regulations. We will also regularly review and update this policy to reflect changes in our business and the evolving data protection landscape.

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FIDUCIARY DUTY

Introduction

At APDPL, We, we have a fiduciary duty to act in the best interests of our shareholders. This policy outlines our approach to fulfilling our fiduciary duties and sets out the principles and standards that we will adhere to, to ensure that we act in the best interests of our shareholders.

Purpose and Scope

This policy applies to all employees, officers, and directors of our company who have a role in making decisions that could affect our shareholders. It sets out the principles and standards that we will adhere to to fulfil our fiduciary duty.

Principles of Fiduciary Duty

Our company will adhere to the following principles when fulfilling our fiduciary duty

a. Acting in the best interests of our shareholders: We will always act in the best interests of our shareholders, considering the long-term success of the company and the interests of other stakeholders.

b. Exercise of care and diligence: We will exercise care, skill, and diligence in making decisions that could affect our shareholders and will take reasonable steps to ensure that we are adequately informed before making such decisions.

c. Avoiding conflicts of interest: We will avoid conflicts of interest that could affect our ability to act in the best interests of our shareholders and will disclose any potential conflicts of interest to the appropriate parties.

d. Maintaining confidentiality: We will maintain the confidentiality of information that could affect our shareholders and will only disclose such information in accordance with applicable laws and regulations.

e. Complying with laws and regulations: We will comply with all applicable laws and regulations that could affect our shareholders and will take reasonable steps to ensure that our actions are consistent with these laws and regulations.

Oversight and Reporting

We will oversee our company's compliance with our fiduciary duty and will ensure that appropriate controls and procedures are in place to manage potential conflicts of interest and maintain confidentiality. Our company will also provide regular reports to our shareholders and other stakeholders on our performance and decision-making processes and will seek feedback on how we can improve our approach to fulfilling our fiduciary duty.

Conclusion

Our company is committed to fulfilling our fiduciary duty to act in the best interests of our shareholders. We will adhere to the principles of fiduciary duty, including acting in the best interests of our shareholders, exercising care and diligence, avoiding conflicts of interest, maintaining confidentiality, and complying with laws and regulations. Our Board of Directors will oversee our company's compliance with our fiduciary duty, and we will provide regular reports to our shareholders and other stakeholders on our performance and decision-making processes.

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FRAUD POLICY

Introduction

At APDPL, we recognize the importance of preventing fraud and maintaining the highest ethical standards in all our business practices. This policy outlines our approach to preventing and detecting fraud, and sets out the principles and standards that we will adhere to in order to ensure that we conduct business in an ethical and transparent manner.

Purpose and Scope

This policy applies to all employees, officers, and directors of our company, as well as any third parties who conduct business with us, and sets out the principles and standards that we will adhere to in order to prevent and detect fraud.

Principles of Fraud Prohibition

Our company will adhere to the following principles when preventing and detecting fraud

a. Maintaining a culture of integrity and ethical behaviour: We will promote a culture of integrity and ethical behaviour throughout our organization, and will provide regular training and education to employees on fraud prevention and detection.

b. Establishing effective controls and procedures: We will establish and maintain effective controls and procedures to prevent and detect fraud, including internal controls, risk assessments, and regular audits.

c. Encouraging reporting and investigation: We will encourage employees, third parties, and other stakeholders to report any suspected fraud, and will investigate all reports of suspected fraud in a timely and thorough manner.

d. Disciplining violators: We will take appropriate disciplinary action against any employee, officer, director, or third party who violates our fraud prohibition policy, and will report any criminal activity to the appropriate authorities.

e. Cooperating with authorities: We will cooperate fully with any investigations into suspected fraud, and will provide all necessary information to the appropriate authorities.

Oversight and Reporting

We will oversee our company's compliance with our fraud prohibition policy and will ensure that appropriate controls and procedures are in place to prevent and detect fraud. Our company will also provide regular reports to our shareholders and other stakeholders on our performance and decision-making processes related to fraud prevention and detection and will seek feedback on how we can improve our approach.

Conclusion

Our company is committed to preventing and detecting fraud and maintaining the highest ethical standards in all our business practices. We will adhere to the principles of fraud prohibition, including maintaining a culture of integrity and ethical behaviour, establishing effective controls and procedures, encouraging reporting and investigation, disciplining violators, and cooperating with authorities. We will oversee our company's compliance with our fraud prohibition policy, and we will provide regular reports to our shareholders and other stakeholders on our performance and decision-making processes related to fraud prevention and detection.

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SHAREHOLDER RIGHTS POLICY

Introduction

At APDPL, we recognize the importance of upholding shareholder rights as a cornerstone of corporate governance and accountability. Shareholders play a crucial role in our organization, providing capital and oversight to support our growth and sustainability. This Shareholder Rights Policy outlines our commitment to protecting and promoting the rights of our shareholders in all our development projects as part of our overall Environmental, Social, and Governance (ESG) Policies.

Purpose and Scope

Atrium Place Developers Private Limited is committed to upholding and respecting the rights of our shareholders as integral stakeholders in our organization. We recognize that safeguarding shareholder rights is essential for fostering trust, transparency, and accountability, and enhancing long-term value creation for all stakeholders. Through this policy, we aim to

- Recognize and respect the legal and contractual rights of our shareholders, including rights related to ownership, voting, dividends, information, and participation in decision-making processes.
- Ensure equal treatment of all shareholders, regardless of their size or type of ownership, and refrain from engaging in actions that unfairly disadvantage any shareholder group.
- Provide timely and accurate information to shareholders on matters relevant to their investment, including financial performance, strategic direction, governance practices, and material risks and opportunities.
- Facilitate shareholder engagement and dialogue, allowing shareholders to express their views, concerns, and expectations, and providing opportunities for constructive interaction with management and the board of directors.
- Protect minority shareholder rights, including the right to dissent, the right to nominate directors, and the right to take legal action to address perceived breaches of fiduciary duty or corporate misconduct.
- Respect the confidentiality of shareholder information and use shareholder data only for legitimate business purposes, in accordance with applicable laws, regulations, and industry standards.
- Encourage shareholder activism and responsible ownership practices, recognizing the valuable role that engaged shareholders play in promoting corporate governance, sustainability, and long-term value creation.
- Comply with all applicable laws, regulations, and listing requirements governing shareholder rights, and adopt best practices and industry standards to enhance shareholder protections and promote good corporate governance.
- Establish clear procedures and mechanisms for shareholders to exercise their rights effectively, including voting at shareholder meetings, submitting proposals and resolutions, and raising concerns or grievances with the company.
- Monitor and evaluate our performance in upholding shareholder rights through regular assessments, audits, and reviews, and take corrective actions and improvement measures as necessary to strengthen our practices and procedures.

Oversight and Reporting

Atrium Place Developers Private Limited will monitor and report on the implementation of its shareholder rights policy through a comprehensive approach. This includes regular assessments, audits, and reviews of governance practices to ensure compliance and identify improvement areas. Key performance indicators (KPIs) will measure progress on shareholder rights goals, with transparent public reporting on performance and initiatives. Internal reporting mechanisms will keep senior

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management and other stakeholders informed, while external reporting will communicate efforts to shareholders, regulators, and the public through various reports and disclosures, highlighting the company's commitment to shareholder rights and corporate governance.

Conclusion

Atrium Place Developers Private Limited is committed to upholding and respecting the rights of our shareholders as integral stakeholders in our organization. This policy reflects our dedication to promoting trust, transparency, and accountability in our governance practices and enhancing long-term value creation for all stakeholders. By establishing clear policies, procedures, and controls, providing training and education, fostering shareholder engagement and participation, and monitoring and reporting on our performance, we aim to strengthen our commitment to shareholder rights and corporate governance. This policy shall be regularly reviewed and updated as necessary to reflect changes in our business operations, regulatory requirements, industry standards, and best practices related to shareholder rights and corporate governance.