

Annexure B:

ANNUAL CERTIFICATION: PANACEA BIOTEC LTD.

CODE OF CONDUCT AND ETHICS FOR DIRECTORS / SENIOR MANAGEMENT AND OTHER EMPLOYEES

I,[insert name], hereby certify and acknowledge that:

- (i) I am an Employee/ a member of the Board of Directors / Senior Management Team of the Company;
- (ii) I have received, read, and understood the "Code of Conduct" of Panacea Biotec Limited ("the Company");
- (iii) Such Code has been and is applicable to my duties as an Employee/ a member of the Board of Directors / Senior Management Team; and
- (iv) I have complied and am in compliance with such Code.

Signed: _____

Name: _____

Designation: _____

Place: _____

Date: _____