

INTERNAL CODE OF CONDUCT FOR SENIOR MANAGEMENT AND EMPLOYEES

INTENT OF POLICY

The purpose of this policy is to establish a common and uniform procedure for the management of employee code of conduct (rules & regulations) and to replace all existing procedures and regulations in this regard.

The code is an extract from the disciplinary procedure and is a product of collective bargaining and the application thereof is peremptory and is deemed to be a condition of service.

Applicability of this code

This Code of Conduct shall be applicable and binding on all employees while interacting on company's business activities with other employees, stakeholders, customers, vendors, dealers and distributors, suppliers, contractors of this Organization.

PROFESSIONALISM

The personal and professional behavior of Employees shall conform to the standards expected of persons in their positions, which includes:

- A commitment to and adherence to professional standards in their work and in their interactions with other Employees of the Company;
- A commitment to maintaining the highest standards of integrity and honesty in their work;
- An adherence to ethical and legal standards to be maintained in business;
- A responsibility to support the Company in its efforts to create an open and mutually supportive environment;
- A responsibility to share information and give willing assistance in furthering the goals and objectives of the Company; and
- A responsibility to ensure that there is no misrepresentation of facts. Wherever a misunderstanding is thought to have taken place through unclear communications, this should be corrected promptly.

CONFLICT OF INTEREST

Each Employee is expected to avoid situations in which his or her financial or other personal interests or dealings are, or may be, in conflict with the interests of the Company. Accordingly, the Company expects its Employees to act in the Company's interest at all times.

Employees are advised not to engage in any other business, commercial or investment activity that may conflict with their ability to perform their duties to the Company. Employees must also not engage in any other activity (cultural, political, recreational, and social) which could reasonably conflict with the Company's interests and interfere with the performance of their duties.

Employees must not use any Company's property, information or position, or opportunities arising from these for personal gains or to compete with or to tarnish the image of the Company.

Employees should not engage in any business activity, which could be detrimental to, or in competition with, the Company's any business activities.

All Employees must avoid situations in which their personal interest could conflict with the interest of the Company. If, under any circumstance, Employees' personal interests conflict with those of the Company's, in all such cases the Employee must seek advice from his or her reporting/ reviewing manager or from senior management.

For avoidance of doubt, mere financial portfolio investments shall not be considered as activities that conflict with the business of the Company.

CONFIDENTIALITY OF INFORMATION

As a result of employment with the Company, Employees may be entrusted with confidential information; with regard to the Company and/or its affiliates, its customers and suppliers. Upon joining, Employees are required to separately read, acknowledge and sign the 'Confidentiality Agreement' that shall explicitly mention the terms and conditions of the confidentiality obligation and treatment of confidential information and intellectual property of the Company.

MINOR FORMS OF MISCONDUCT

An employee, who is guilty of one of the following, or similar forms of misconduct, may be given a verbal warning at the first occurrence thereof. The issuing of a severe or written warning may be alternative forms of disciplinary action for misconducts depending on the evidence, circumstances and seriousness of each situation. An employee may even be dismissed for repeated minor forms of misconduct. Each transgression will be dealt with on own merit in all instances.

The following are examples of such misconduct:-

- Absence from the workstation without permission
- Photocopying documents without permission
- Late coming or overstaying in restrooms at tea or lunch breaks
- Use of telephones without permission
- Not wearing prescribed clothing/ uniform
- Smoking in prohibited areas and/or at prohibited times
- Failing or neglecting to advise your employer of your absence
- Leaving the department during working hours without permission and/or without an authorized exit permit
- Stopping work or making preparations to leave work (e.g. such as washing up or changing clothes) before the specified quitting time. (Note: time lost will be unpaid in addition to any disciplinary action which may be taken)
- Wasting time or loitering in toilets or on company premises during working hours
- Unauthorized meetings
- Placing of notices on notice boards without permission from Management
- Unauthorized soliciting or collecting contributions for any purpose whatsoever on company premises
- Disruptive behavior
- Horseplay, scuffling, running or throwing objects at any time on company premises

- Causing unnecessary distractions to fellow employees or causing unnecessary confusion in the work place by, inter alia, unnecessary shouting, catcalls or demonstrations of any nature
- Making of unnecessary scrap
- Gambling, conducting a lottery or any other game of chance on company premises or whilst on duty at any time
- Unauthorized operation or interference with company machines, tools or equipment at any time
- Climbing over company fences at any time
- Failure to produce identity card whilst on company premises or whilst driving or being conveyed in or on a company motor vehicle

MISCONDUCT OF A MORE SERIOUS NATURE

At the occurrence of any of the following forms of misconduct, or others of a similar nature, an employee may receive a warning (written or severe), or face dismissal or summary dismissal at the option of Management, depending on the evidence, circumstances and seriousness of each situation.

- Addressing abusive and/or obscene language at a fellow employee or Management representative, or a client, or in a client's presence
- Negligence or gross negligence in the performance of your duties or functions
- Failure to report an accident or damage to machinery, vehicles or other property belonging to the Employer
- Possession of intoxicating liquor and/ or habit forming drugs on the Employer's premises
- Intimidation
- Fraud
- Using another person's identity card or permitting another person to use your identity card to enter company premises
- Failure to report your own communicable disease to the Company doctor or your immediate superior
- Bribery
- Dishonesty
- Unauthorized removal of Company and/ or fellow employee's property
- Theft of company property and/or a fellow employee's property
- Unauthorized possession of company property and/or a fellow employee's property
- Misappropriation of company property and/or a fellow employee's property
- Falsification of the Employer's records
- Assault
- Threatening behavior
- Willful damage to property in the Employer's charge
- Gross insubordination or blatant disrespect to management or clients
- Intentional interfering with or obstructing other employees in the performance of their duties
- Unauthorized interference or tampering with or damaging safety equipment
- Refusal or failure to obey a lawful instruction
- Consumption of liquor or alcoholic beverage or habit forming drugs on company premises at any time and/or whilst on duty
- Absence from work without permission or without reasonable cause
- Fighting
- Desertion

- The making or publishing of false, vicious or malicious statements concerning any employee, the Company or its products
- Misuse or removal from the Company premises without proper authorisation, of employee lists, blue prints, company records or the conveying of any confidential company information to third parties, which shall include information in respect of wages and other substantive conditions of employment
- Deliberately making false reports or making false entries on any official company documents or records
- Immoral conduct or indecency on company premises and/or whilst on duty and/or whilst representing the Company
- Harassment or victimisation based on grounds included, but not limited to, race, gender, sex, pregnancy, marital status, family responsibility, ethnic or social origin, colour, sexual orientation, age, disability, religion, HIV status, conscience, belief, political opinion, culture, language, birth.
- Conviction on any criminal offence and/or sentence to a prison term for a conviction and/or sentence related to a rule or standard regulating conduct in, or of relevance to, the workplace
- Misappropriation of Company property
- Misrepresentation.
- Unauthorised use of another employee's password of any nature whatsoever
- Unauthorised use and/or negligence in the use of and/or use for purposes not related to the business or job function and/or abuse of Internet, e- mail and computer hardware and software facilities.

DISCIPLINARY ACTION

The Company intends to prevent the occurrence of conduct not in compliance with this Code of Conduct, applicable laws and other policies, procedures, and guidelines prepared by the Company. The allegations of non-compliance or reported violations with the Code of Conduct will be investigated whenever necessary and evaluated at proper level(s). Those found to be in violation of this Code of Conduct are subject to appropriate actions up to and including termination of employment / future business with the company. Criminal misconduct may be referred to the appropriate legal authorities as per Law.

AMENDMENTS

The Company reserves the rights to change/ amend / add /delete/ modify this Policy in whole or in part, at any time without assigning any reason whatsoever. The Employees acknowledge that they will not be personally advised of any such change/ amendment / addition /deletion/ modification. The Employees are advised to check for any such change/ amendment / addition /deletion/ modification regularly. The Employees hereby unconditionally agree to all such changes / amendments / additions / deletions / modifications.