



Policy Name	Code of Conduct Policy
Policy Effective Date	1 <sup>st</sup> January, 2020
Applicability	All Employees and Stakeholders

### Purpose

Code of Conduct is a set of values, ethics and business principles expected from a Company / Employee. It is intended to serve as a guideline and to strengthen the value foundation of our Company. Each employee is expected to practice the Code while dealing with all stakeholders. The Code of Conduct applies to all employees, irrespective of their level, across all units and offices of the Company.

### National Interest

The Company and its employees shall ensure that their activities give a fillip to the economic development of the country. It shall work within the framework of the economic and development policies of the Government of India.

### Quality of Product and Services

We shall be committed to meet customers' requirement of product quality and services at competitive prices. We shall strive towards a value enhancing relationship with our customers based on quick response and simplicity.

### Equal Opportunities and Open Work Environment

The Company shall provide equal opportunities to all its employees and shall not discriminate on grounds of race, caste, creed, community, religion, colour, sex, etc. Employees shall respect the rights and dignity of each other and shall maintain a work environment free of sexual harassment. We shall believe in the inherent potential of all employees and shall be fully committed to setting up fair and transparent processes for their development. The Group shall encourage its employees to grow professionally to their full potential. We shall provide an open and conducive work environment.

### Internal Audit

The Company lays emphasis on the process of internal audit for safeguarding the interests of its shareholders. Every employee must extend full co-operation to the internal auditors and ensure that all information is made available to them.

Any wilful misrepresentation, manipulation and misinformation of the financial accounts and reports shall be regarded as a violation of this Code of Conduct apart from inviting legal action.



*[Handwritten signature]*

### **Ethics**

All employees are expected to demonstrate professionalism, integrity, trust, fairness, honesty, discipline and high moral and ethical standards in their day to day dealings and behaviour. Each employee will conduct himself in a manner that will enhance the image of his position, unit / company.

Employees shall be courteous when dealing with each other and with stakeholders including customers, suppliers, government and financial bodies.

All seniors shall practice exemplary behaviour to inspire colleagues.

### **Gifts And Donations**

We shall neither accept nor give any gift that is meant for or may be perceived as being meant for favours. However, we may accept or give gifts of nominal value which are customarily given on special occasions.

### **Information**

We shall always share all work related information among ourselves to help each other perform our job in the best possible manner and thus avoid confusion, misunderstanding and distrust. However, no employee shall, except in accordance with any general or special order of the company or in the performance of the duties assigned to him, communicate directly or indirectly any official document or any part thereof, or information to any employee or to any person to whom he is not authorised to communicate such information.

We shall not indulge in insider trading nor assist any outsiders to derive advantage from possession of information that is not in public domain. We shall not leak or divulge any information to anybody that adversely affects the business or competitive edge of the company.

The Company understands the information requirements of its stakeholders. In all its appearance with respect to disclosing business information to the public, it shall be represented by specifically authorised employees.

### **Misuse of Resources**

#### **Internal**

No employee of The Company shall use office resources for his personal business purposes or for family / relatives, and / or friends, except for permitted amenities.

No employee should be asked to do personal business work of any other employee, officer or manager, etc. Similarly, expenses whether of one's own or of one's personal business account shall not be charged or paid for on the Company account.



All employees must attempt to economise expenses, such as in the use of stationery, telephone, fax, computer and internet facilities, conveyance, travelling, entertainment, miscellaneous expenses, etc., in their day-to-day work and avoid misuse in any form.

### **External**

All concerned employees shall explicitly specify the criteria for appointing an external resource (e.g. supplier, contractor, consultant) and evaluate several options objectively.

### **CONFLICT OF INTEREST**

No employee (or spouse) shall engage in any business activity or any other occupation outside their employment which may take up any part of their office time or which is in direct conflict with the business interests of the Company.

An employee of the Company shall not have financial interest in any other Company listed on any Stock Exchange or engaged in the same business. However, holding less than 1% of subscribed share capital in such company will not constitute financial interest.

An employee of the Company who is in a position to influence business decisions with regard to a supplier or customer of which a relative of his is a principal or representative shall constitute conflict of interest.

If any conflict of interest exists due to historical reasons, the same must be brought to the notice of the head of the unit / company. However, if any such conflict of interest is suppressed and the management of the Company later becomes aware on its own accord, the management shall take action it deems fit.

### **Intellectual Honesty**

The Company and its employees shall explicitly acknowledge and also give due credit to the colleagues from whom they have borrowed an idea. Nobody should attempt to project other member's ideas and efforts as their own.

### **Health, Safety And Environment**

The Company shall have respect for the environment and shall provide a healthy and safe work environment while conforming to environmental and safety laws. It shall endeavour to prevent wastage of natural resources while remaining committed to the development of the community in which it operates.

### **Public Representation**

While participating in the democratic process, an employee of the Company shall remain non-political and shall not stand for elections for any legislative body without prior approval of the authorities.

Personal publicity, photographs in newspapers etc. with the objective of personal propaganda should be avoided.

### **Responsibility Towards Society**

The Company shall extend every possible support for community welfare, education, literacy and application of modern techniques of science, technology and management.  
It shall be committed to a model corporate citizen.

### **Reporting Concerns of Acts of Misconduct / Violations of Code of Conduct**

Whistle Blower Policy / Vigil Mechanism shall provide for adequate safeguard against victimization

Every employee of the Company shall report, in writing, to the management any act of acts of misconduct or actual or possible violation of the Code of Conduct.

However, in keeping with the spirit of the Code, no action shall be taken against the 'reporter' which can be construed as vindictive, prejudicial or in retaliation against him.

## **SUPPLEMENT TO CODE OF CONDUCT**

### **Illustrative Examples of Code of Conduct**

#### **National Interest**

- Not to undertake any project or activity that harms the nation's interest and / or has an adverse impact on the social / cultural life of the country.

#### **Quality of Product And Services**

- To convey customer's feedback to the concerned authority who should take quick action.
- To treat a customer complaint as an opportunity for improvement and not as a "complaining customer".

#### **Equal Opportunity**

- Everybody should always recognise past performance merit and competency, potential to handle higher responsibility, behaviour, integrity and ethical conformity as criteria for promotion of subordinates.
- Seniors will hold appraisals and will give honest and unbiased feedback about subordinates in a constructive manner.



**Internal Audit**

- Not debiting personal expenses as business expenses except those authorised as perquisites.
- Not inflating bills

**Ethics**

- Not to deal with a person, firm, supplier, buyer, contractor, who indulges in unethical practices, including bribes, to win favour.
- Not to reprimand in public.
- To focus on positive aspects of the Company while conversing with outsiders.
- Not to induce others to harass colleagues
- Not to indulge in backbiting and irresponsible utterances.
- Not to make a commitment which cannot be honoured.

**Gifts And Donations**

- If anyone sends a gift, it should be politely returned to the sender informing him that it is against our policy. Customary gifts such as calendars, diaries, sweet boxes, chocolates, fruits, dry fruits, or such similar items may be accepted, if it does not put anybody under any obligation.
- However, such gifts should be accepted at the office only.

**Information**

- Departmental heads shall hold regular meetings to communicate all relevant information to employees.

**Misuse of Resources**

- Not to use office computers, telephone and cars for own business.

**Reporting Concerns**

- The person reporting violations shall provide the following :
  1. Nature of violation
  2. Description of violation
  3. Documentary evidence (where available)
  4. Action taken by you, if any
  5. Suggested course of action, if any





6. Name, department of the complainant and persons against whom the complaint is being made.
7. Any other information you consider useful for further investigation.

### PROCEDURE TO FOLLOW

#### **For Violations Causing Personal Grievances**

The employee shall follow the Grievance Handling Procedure currently followed by the Unit / Company.

#### **For Violations Compromising Personal Integrity**

These violations have to be reported, in writing, directly to the head of the Company, Managing Director.

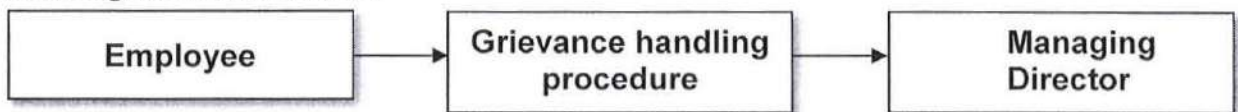
#### **For Violations Relating To Organisational Issues**

These violations have to be reported to the HR Head who should respond with the course of action proposed, within two weeks. If the employee is not satisfied, he may approach the Managing Director.

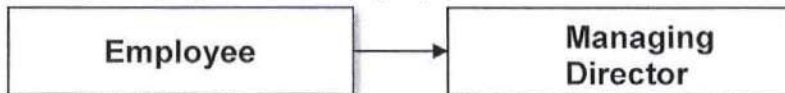
#### **For Violations by Managing Director.**

The matter can be reported, in writing, giving full details, to the Company Chairman.

#### **Violations Causing Personal Grievances**



#### **Violations Compromising Personal Integrity**

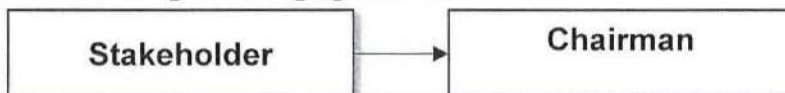


#### **Violations Relating To Organisational Issues**

**If still unsatisfied**



#### **Any Violations Relating to Managing Director**





**ILLUSTRATIVE EXAMPLES OF FACTS OF MISCONDUCT**

1. Theft, damage, fraud or dishonesty in connection with the business or property of the Company or the property of another person.
2. Seeking or encouraging bribes or any illegal gratification.
3. Possession of the pecuniary resources or property disproportionate to the known sources of income by the officer or members of his family or on his behalf by another person, which the officer cannot satisfactorily account for.
4. Furnishing false information regarding name, age, father's name, qualification, ability or previous service or any other matter germane to employment at the time of employment or during the course of employment.
5. Acting in a manner prejudicial to the interests of the Company.
6. Wilful insubordination, or disobedience, whether or not in combination with others, or any lawful order of his superior.
7. Absence without leave or over-staying the sanctioned leave without sufficient grounds or proper or satisfactory explanation.
8. Habitual late or irregular attendance.
9. Neglect of work or negligence in the performance of duty including malingering or slowing down of work.
10. Damage to any property of the Company
11. Interference or tampering with any safety devices installed in or about the premises of the Company.
12. Drunken, riotous, disorderly or indecent behaviour in the premises of the Company.
13. Gambling within the premises of the establishment.
14. Collection, without permission of competent authority, of any money except as sanctioned by any law of the land for the time being in force or rules of the Company.
15. Commission of any act that amounts to a criminal offence involving moral turpitude.
16. Sexual harassment.
17. Absence from work-place without permission or sufficient cause.



18. Purchase of properties, machinery, stores, etc. from or selling properties, machinery, stores etc. to the Company without the express permission in writing from the competent authority.
19. Commission of any act subversive of discipline or of good behaviour.
20. Abetment of or attempt at abetment of any act which amounts to misconduct.
21. Knowingly furnishing false particulars to the Company in respect of any return or information, which the Company has called for, including routine data related to Production, Quality, consumption parameters, Stock Quantity, Waste generation etc.
22. Violation of any rules or regulations including Code of Conduct that have been prescribed or inducing / encouraging any colleague or stakeholder to resort to such violation.
23. Transactions in the shares and debentures of value exceeding 1% of the subscribed share capital of the Company or any of its subsidiaries or associates, or listed on any Stock Exchange or engaged in the same business, by the Officer in his own name or in the name of any member of his family or of any other person without the express sanction of the competent authority.
24. Making undue use of one's position in the Company to influence parties associated with or others connected with the Company's business, for personal gain.
25. Going on illegal strike or abetting, inciting, instigating or acting in furtherance thereof.
26. Engaging in trade within the premises of the establishment including lending, or borrowing money to and from other employees of the Company.
27. Unauthorised use of Company's premises, quarters, land, transport, equipment, material or financial resources and services of business associates.
28. Threatening, abusing or assaulting and / or obstructing employees in the discharge of their duties or instigating other employees to act against the Company.
29. Taking part in subversive activities.
30. Malicious and false allegation against an employee / Company / Company's Director.

**Note:** The above instances of misconduct are illustrative in nature, and not exhaustive.

Date : 01.01.2020



  
P. Srinivas Reddy  
Director





**Undertaking for Code of Conduct**

I have read and understood the Code of Conduct of the Company and I hereby agree to abide by the policies that are set forth therein.

I understand that the Code of Conduct applies to me, and I am aware that any violation of this policy may subject me to disciplinary action, up to and including termination of my employment as well as legal action.

I agree to indemnify, defend, and hold harmless to the Company, and their officers and other employees from and against any damage, harm, and liability arising out of a breach of this policy by me or due to any negligence on my part.

Furthermore, I understand that this policy may be amended at any time by the Company and further acknowledge that any future changes to this policy may be communicated to me through physical or electronic means.

Employee Name : \_\_\_\_\_

Employee F.No. : \_\_\_\_\_

Department : \_\_\_\_\_

Date :

( Signature)