

Supplier Code of Conduct

We, at **Dalmia Bharat Limited ("the Company")**, believe in creating value for all our stakeholders. We adhere to our Company's philosophy of 'Clean & Green is Profitable and Sustainable' to create positive environmental and social impacts.

We believe that our suppliers and business partners make significant contribution in our organization's success. The Company seeks to engage in a long-term relationship with Suppliers who are committed towards sustainable development. We desire and encourage our Suppliers to conduct their businesses in a legal and ethical manner and comply with all applicable laws and regulations.

To ensure a common minimum standard of ethical conduct, while doing business with the Company, our suppliers shall adhere to this Supplier Code of Conduct ("Code") in letter and spirit for the mutual benefit of the supplier and the Company. This Code sets forth the basic requirements that we ask our Suppliers to respect and adhere to when conducting business with the Company.

This Code of Conduct addresses the issues included in the United Nations Global Compact (UNGC) in the areas of human rights, labour, environment, and anti-corruption.

Scope of Application

This Code of Conduct shall be applicable to all our suppliers supplying and providing various categories of goods and services. Suppliers include vendors, service providers, dealers and distributors, third parties including their employees, agents and other representatives, who have a business relationship with and provide, sell, seek to sell, any kinds of goods or services to the Company and its subsidiaries. The term '**Suppliers**' used herein shall mean and include Critical suppliers (as identified internally).

Continuous Improvement

The provisions as set forth in this Code of Conduct provide the minimum standards expected of suppliers to the Company. The Company expects suppliers to strive to exceed both international and industry best practices. The Company also expects that its suppliers encourage and work along with its own suppliers and subcontractors to ensure that they also strive to meet the principles of this Code of Conduct. The Company recognizes that reaching some of the standards established in this Code of Conduct is a dynamic rather than static process and encourages suppliers to continually improve their workplace conditions accordingly.

Management, Monitoring and Evaluation

The Company expects that its suppliers have established clear goals toward meeting the standards set forth in this Code of Conduct. The Company expects that its suppliers will establish and maintain appropriate management systems related to the content of this Code of Conduct, and that they actively review, monitor and modify their management processes and business operations to ensure they align with the principles set forth in this Code of Conduct. Supplier participants in the Global Compact are strongly encouraged to operationalize its principles and to communicate their progress annually to stakeholders.

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A. Labour

Adhering to Labour and Human Rights Laws, Suppliers shall ensure:

1. **No Forced and Compulsory Labour:** Suppliers shall prohibit all forms of forced or compulsory labour.
2. **No Child Labour:** Suppliers shall comply with Child Labour Amendment (Prohibition and Regulation) Act, 2016.
3. **No Discrimination:** Suppliers shall ensure equal opportunity and treatment in respect of employment and occupation without discrimination on grounds of race, colour, sex, religion, political opinion, national extraction or social origin and such other ground as may be recognized under the applicable national laws as discriminatory. The suppliers shall take all appropriate measures to ensure that neither themselves nor their parent, subsidiary, affiliate entities or their sub-contractors are engaged in any gender-based or other discriminatory employment practices, including those relating to recruitment, promotion, training, remuneration and benefits.
4. **Wages, Working Hours and Other Conditions of Work:** Suppliers shall ensure the payment of wages in legal tender, at regular intervals, in full to the workers concerned. Suppliers should keep an appropriate record of such payments. Deductions from wages are permitted only under conditions and to the extent prescribed by the applicable law, regulations or collective agreement, and suppliers should inform the workers concerned of such deductions at the time of each payment. The wages, hours of work and other conditions of work provided by suppliers should be not less favourable than the best conditions prevailing locally (i.e., as contained in:
 - i. collective agreements covering a substantial proportion of employers and workers;
 - ii. arbitration awards; or
 - iii. applicable laws or regulations, for work of the same character performed in the trade or industry concerned in the area where work is carried out.
5. **Health and Safety:** Suppliers to ensure, so far as is reasonably practicable, that:
 - i. the workplaces, machinery, equipment and processes under their control are safe and without risk to health;
 - ii. the chemical, physical and biological substances and agents under their control are without risk to health when the appropriate measures of protection are taken; and
 - iii. where necessary, adequate protective clothing and protective equipment are provided to prevent, so far as is reasonably practicable, risk of accidents or of adverse effects to health.

B. Human Rights

1. **Human Rights:** Suppliers are expected to support and respect the protection of internationally proclaimed human rights and to ensure that they are not complicit in human rights abuses. Respect individual's human rights and shall not discriminate or harass anyone on the basis of race, sex, color, national or social origin, ethnicity, language, religion, caste, age, disability, sexual orientation, gender identity or expression, citizenship status, political opinion or any other status protected by applicable laws



2. **Dignity and Respect:** Suppliers shall create and maintain an environment that treats all employees with dignity and respect. We expect that suppliers, their parent, subsidiary and affiliated entities as well as any sub-contractors, will neither use or engage in, nor allow their employees or other persons engaged by them to use or engage in, any: threats of violence, verbal, physical or psychological harassment or abuse, and/or sexual exploitation and abuse. Suppliers shall take all appropriate measures to prohibit their employees or other persons engaged by the suppliers, from indulging in any kind sexual exploitation and abuse.

C. Environment

1. **Environmental:** Suppliers shall have an effective environmental policy and to comply with existing legislation and regulations regarding the protection of the environment. Suppliers should wherever possible support a precautionary approach to environmental matters, undertake initiatives to promote greater environmental responsibility and encourage the diffusion of environmentally friendly technologies implementing sound life-cycle practices. Suppliers shall monitor their GHG emissions and energy consumption and follow Environment Management system to reduce the impact and be more energy efficient.
2. **Chemical and Hazardous Materials:** Chemical and other materials posing a hazard if released to the environment are to be identified and managed to ensure their safe handling, movement, storage, recycling or reuse and disposal.
3. **Wastewater and Solid Waste:** Wastewater and solid waste generated from operations, industrial processes and sanitation facilities are to be monitored, controlled, and treated are required prior to discharge or disposal.
4. **Air Emissions:** Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterized, monitored, controlled, and treated as required prior to discharge or disposal.
5. **Biodiversity:** Suppliers shall take necessary steps to minimize their impact on ecosystem and contribute towards restoration and preservation of biodiversity.
6. **Resource Efficiency:** Suppliers shall strive to optimize the use of natural resources, energy, and materials, minimizing waste and environmental impact throughout their operations and supply chains.

D. Ethical Conduct

1. **No Corruption and use of unfair means:** Suppliers and Service providers shall adhere to the highest standards of moral and ethical conduct, to respect local laws and not engage in any form of corrupt practices, including but not limited to extortion, fraud, or bribery.
2. **Conflict of Interest:** Suppliers and Service providers are expected to inform us of any situation that may appear as a conflict of interest, and disclose if any of our personnel, officials, staff or professionals under any contract with Dalmia may have an interest of any kind in the supplier's business or any kind of economic ties with the supplier.



3. **Gifts and Hospitality:** Suppliers and Service providers are expected to not offer any benefits such as free goods or services, employment, or sales opportunity to our staff member in order to facilitate the suppliers' business with Dalmia. We have a 'zero tolerance' policy and do not accept any type of gift or any offer of hospitality. We shall not accept any invitations to sporting or cultural events, offers of holidays or other recreational trips, transportation, or invitations to lunches or dinners.
4. **Post-employment Restrictions:** Post-employment restrictions may apply to our staff in service and former employees who participated in the procurement process. Suppliers are expected to refrain from offering employment to any such person for a period of one year following separation from the Company's service.
5. **Conduct of Business:** Suppliers and Service providers shall aid the Company in a professional manner by adhering to policies, best practices, guidelines and internal controls at the Company. The supplier shall act in utmost good faith and exercise due care, diligence, and integrity in performing their office duties.
6. **Use of Our Resources:** Suppliers and Service providers shall ensure that its employees have requisite authorizations to access or use Company's assets, properties, information, and intellectual rights for official purpose only, as per the terms of the supplier's engagement with the Company. The supplier shall not misuse Company's logo or misrepresent its products or engage in malicious propaganda. The supplier shall also ensure that its employees utilize Company's electronic communication devices/resources and systems in a legal and ethical manner.
7. **Confidentiality:** Suppliers and Service providers shall protect business and personal information of a confidential nature obtained as a result of business relationship with the Company and shall not share this information with unauthorized persons in any manner whatsoever. The suppliers shall comply with applicable privacy and information security laws and regulations including the Information Technology Act, 2000 and other applicable rules and regulations made thereunder. In case of sub-contracting, sharing of confidential information must be made with the written consent of Dalmia Bharat Limited.
8. **Ethical Business:** The Suppliers and Service providers shall comply with relevant anti-trust and competition laws applicable at all times and not indulge in any anti- competitive practices whether by itself or in combination with other entities.

Intellectual Property

The Supplier / Service provider shall take appropriate steps to safeguard not to infringe Company's confidential and proprietary information/intellectual property/ technology which come to its knowledge during the course of its business relationship/ dealings with the Company. In case of sub-contracting, sharing of confidential information should be made with the consent of the Company. Further, the Supplier/ Service Provider shall not use the Company's Trademark, Copyrights or any other Intellectual Property Rights (IPR), nor shall it publish on its website or any other place, without prior written consent of the Company. Violation of the same may lead to strict legal action on behalf of the Company.



Prohibition on Insider Trading

If the Supplier / Service Provider becomes aware of material, non-public information relating to Company or its business, it may not buy or sell Company securities or engage in any other action to take advantage of that information, including passing that information on to others. In addition, if the Supplier becomes aware of material, non-public information about any other company, including the Company customers, suppliers, vendors or other business partners, that is obtained by virtue of the supplier's interaction with the Company, then the Supplier shall not buy or sell that Company's securities or engage in any other action to take advantage of that information, including passing that information on to others.

Grievance Mechanism and Whistleblower Mechanism

1. General Communication related to issues/grievances with respect to Purchase Order (PO)/Service Order (SO) is to be done with respective Buyer of PO/SO.
2. In case Suppliers are not getting the resolution of your issues expeditiously from respective Buyer of PO/SO, they can use the following email ID to share your grievance

Emailing at: grievance@dalmiabharat.com

3. In case, Suppliers' grievance relates to matters of unethical practices or lack of integrity, such matters can be reported as part of Company's Whistle Blower Policy and Vigil Mechanism. The Suppliers can use the following recourse for such complaints to the Dalmia Ethics Helpline by using any of the below methods:-

(a) Emailing at: Dalmiaethicscomplaints@ethicshelpline.org

(b) Calling on Toll Free Number: 1800 5725 242

(c) Sending a FAX by choosing option (b) after dialing the above number to send fax

(d) Writing at: PO Box No 71, DLF Phase 1, Qutub Enclave, Gurgaon – 122002.

For expeditious and just redressal of such complaints, it is advised that complaint should be backed by relevant evidences so that appropriate investigation / action can be taken in this regard.

Enforcement

To ensure compliance of this Supplier Code of Conduct, the Company may, at its discretion carry out surveys, audits and/or inspection.

In case any violation of this code is identified, the Company may at its discretion, terminate business relation with the violating supplier, and in case Company deems fit, allow time to remediate the violation(s), and if such violation(s) is/are not remedied to the satisfaction of the Company within the given timeframe, the Company may terminate business relationship with such violating supplier.

The undersigned supplier hereby certifies that he/she/ they has/have read, understands, and agrees to comply with the Company's Suppliers Code of Conduct at all times as stated hereinabove



Dharmender Tuteja
Chief Financial Officer

