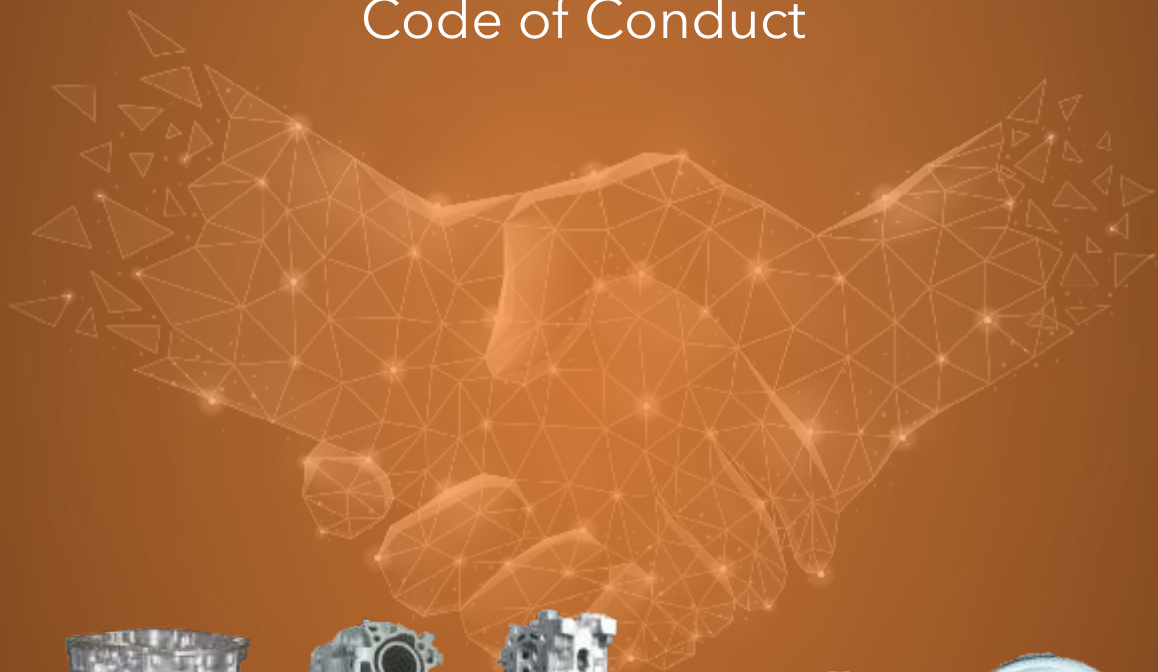


Business Partner Standards

Code of Conduct



JAYA HIND INDUSTRIES PRIVATE LIMITED

CIN : U74999PN1947PTC005480

Mumbai-Pune Road, Akurdi, Pune - 411035. INDIA

BUSINESS PARTNER
CODE OF
CONDUCT

JAYA HIND INDUSTRIES PRIVATE LIMITED

PURPOSE:

Jaya Hind Industries Private Limited (JHIPL) values conducting business with honesty, ethics, integrity, applicable Laws and regulations. JHIPL expects that Business Partners associated with JHIPL to follow the same values what JHIPL has built into its practices. JHIPL outlines standards and expectations that JHIPL Business Partners should uphold to carry out their business in line with JHIPL's ethics and values. Additionally, JHIPL encourages its Business Partners to work with others who share and uphold these values, creating a strong and trustworthy network.

"Business Partner"

The term Business Partner referred in this document refers to any individual, firm, limited liability partnership, company, entity, any other body corporate, association of person (whether incorporated or not), body of individuals (whether incorporated or not) and/or any person, being vendors, dealers, consultants, product or service providers/contractors, agents, third parties who has/have or proposed to have a business relation with JHIPL.

SCOPE

This Business Partner Code of Conduct (**BPCoC**) is applicable to all Business Partners, also referred as "Business Partner" who are currently associated and will be associated in future with JHIPL.

GENERAL REQUIREMENTS

1. Business Partner shall comply with all the requirements enumerated in this Business Partner Code of Conduct.

Business Partner shall ensure that all requirements of this Business Partner Code of Conduct are complied with within its own operations and cascaded to its direct business partners and ensure conformance. JHIPL also encourage each Business Partner to work proactively in their supply chain beyond their direct business partners to implement similar standards as outlined in this Business Partner Code of Conduct.

Business Partner shall operate fairly, ethically, honestly and be transparent with facts, data and information including but not limited to financial and business records in relation to and as per JHIPL requirements. JHIPL intends to maintain an open dialogue concerning achievements, trends and possibilities for improvements in the areas outlined by this Business Partner Code of Conduct.

2. The Business Partner shall ensure that these requirements are deployed on to its Business Partner base down the supply chain and shall ensure that these requirements are in line with or similar to the requirements given by JHIPL. Business Partner shall also ensure the time-bound implementation of these requirements through periodic review.

MANAGEMENT SYSTEM

Business Partner shall establish and maintain adequate management systems to oversee all elements of this Business Partner Code of Conduct, in proportion to the size, complexity and risk environment of the Business Partner's business. It shall contain a policy commitment from the Business Partners' management as well as provide for effective due-diligence and risk assessment, assign responsibility to relevant personnel, and include monitoring and reporting mechanisms related to all areas of this Business Partner Code of Conduct. Such management system shall be continuously reviewed, monitored and improved, preferably under 3rd party certification.

LEGAL COMPLIANCE

Fundamental to all areas of this Business Partner Code of Conduct and the baseline of all business, JHIPL requires its Business Partners to be knowledgeable about and to ensure compliance with all the applicable laws and regulations (Local/ National/any other applicable jurisdiction) as well as the Purchase Order terms and conditions agreed upon with JHIPL. It shall be the responsibility of the Business Partners to ensure that all legally required permits, approvals, licenses, permissions, registrations, no-objection

certificates, inspections and related reports shall be in place, up to date, duly renewed from time to time and available for inspection upon request.

Stringent requirement with respect to legal requirement, Purchase Order Requirements, agreement requirements, other relevant requirement or this code to be referred for conformance.

CONTINUOUS IMPROVEMENT

JHIPL believes in continuous improvement and recognizes that implementing the standards of this Business Partner Code of Conduct into the Business Partners operations and supply chains is a dynamic rather than a static process. It is important to JHIPL that its Business Partners show dedication towards embedding the requirements into their operations and across their supply chains and to seek continuous improvement over time in order to be able to show progress in all areas covered by this Business Partner Code of Conduct.

IMPLEMENTATION AND CONFORMANCE

Code of conducts clauses outlined by this Business Partner Code of Conduct is a key indicator in JHIPL Business Partner qualification and assessment process. JHIPL verifies compliance with the requirements of this Business Partner Code of Conduct by means of a self-assessment questionnaire and reserves the right to conduct an on-site audit at any time.

Lack of co-operation, failure to address violations of the requirements of this Business Partner Code of Conduct and/or non-timely implementation of necessary corrective action plans may be considered for evaluation of performance of business activity undertaken or for awarding future business activity with a Business Partner.

1. HUMAN RIGHTS

Business Partners shall support and respect the protection of internationally and nationally proclaimed human rights, women rights and make sure their organizations are not complicit in human rights abuses. Business Partners are expected to keep their workplaces free of forced labor. The Business Partner shall ensure that there is no forced labor, as well as safeguard that no other forms of modern slavery in the sense of servitude and work performed under duress or human trafficking are tolerated. Business Partner also ensures that there is no child labor, no harassment, no harsh treatment to employee and contractors, no violence, no intimidation, no corporal punishment, no physically abuse and the Business Partners shall frame and have policies, procedures and practices for disciplinary action and that too avoid any discrimination.

FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING:

Business Partners must not interfere in their employee's decision whether to join an association or should not discriminate against the employee for their choice of association as applicable and case may be.

Business Partners are expected to respect the right to freedom of association, participation, collective bargaining, and provide access to appropriate grievance redressal mechanisms, which means working constructively with recognized employee representatives to promote the interests of its employees and, in locations where employees are not represented by unions, providing opportunities for employee concerns to be heard. Business Partners are encouraged to take these requirements to their supply chains. Human Rights defenders to be protected against intimidation, defamation and criminalization.

JHIPL strongly believes that employees are a company's most important resource and the respect for human rights forms the basis of any successful business.

WAGES AND WORKING HOURS

Business Partners shall not hire any person less than 18 years of age. Business Partners shall not use involuntary labor of any kind, including forced prison labor, debt bondage or forced labor. Additional standards include the following shall be followed:

- (a) Business Partners shall comply with all applicable child labor laws, including those related to hiring, wages, hours worked, overtime and working condition. Vocational or developmental programs for young people require an exception to the age requirements.
- (b) Business Partners shall maintain official documentation that verifies a worker's date of birth, employment, and training history. JHIPL reserves the right to review this information whenever required.
- (c) Fair Labor Practices: The Business Partners shall ensure the Minimum wages policy and other statutory benefits as per applicable Laws.

The Business Partners shall follow all applicable laws regarding working hours, wages and overtime pay. Workers shall be paid at least the minimum legal wage. Any deduction in wages shall be informed in prior, to the workers in writing. Business Partners are advised to maintain a document and records of wages.

NON-DISCRIMINATING AND FAIR TREATMENT

Business Partner shall treat everyone with dignity and respect and provide equal employment opportunities and conditions based on the individual's ability to do the job, regardless of its employee's or job applicant's characteristics including, but not limited to:

- Age, Gender, Gender Identity or Expression
- Nationality, Race, Ethnicity, Skin Color or Cultural Background
- Religion or Belief
- Disability, Genetics, or Health Information Including Pregnancy
- Sexual Orientation

Business Partner shall not tolerate humiliating or physical punishment or allow any of its employee to be subject to verbal, psychological, physical or sexual harassment or abuse. The Business Partner shall abide by the Prevention of Sexual Harassment Laws applicable and policy framed by the JHIPL.

ETHICAL RECRUITING:

Business Partners shall hire workers lawfully and in a fair and transparent manner that respects and protects their rights as per government laws. The Business Partner should not discriminate on the basis of favored and disfavored Classes, Race, Sex, Language, Nationality, Religion etc. but the candidate should be physically fit for employment as per the norms of the Company and selection criteria will be based on merit.

DIVERSITY, EQUITY AND INCLUSION

JHIPL encourage suppliers to promote diversity within their sphere of influence, to identify vulnerable groups among employees, and to implement programs for these groups that lead to more equal treatment and the prevention of discrimination.

2. HEALTH AND SAFETY

Business Partners shall maintain and provide a safe and healthy work environment that meets or exceeds applicable legal standards for occupational safety and health for all personnel.

They shall have well-established safety procedures, preventative maintenance, and protective equipment in compliance with the law. Business Partners shall have a Business Continuity Plan to minimize business impacts in the event of major disruption like flood, fire, earthquake, strikes, any riots or Pandemic or any unforeseen event. They shall have a written Emergency Response Plan to minimize harm to the employees, local community and environment and risk of business disruption to JHIPL in the event of a disaster.

Business Partners must have Standard Safety; Health & Environment Policy's available in public domain. Business Partners shall strive to provide a safe, healthy, and clean working environment for its employees.

HAZARDOUS SUBSTANCE AND RESPONSIBLE CHEMICAL MANAGEMENT

Business Partner shall identify potentially hazardous substances and hazardous substances in chemical products and articles used in its production and ensure that such substances or articles are handled, transported, stored, recycled and disposed of safely. Safety information shall be available to educate, train, and protect employees from hazardous materials and employees shall have access to adequate personal protective equipment. Business Partners shall follow applicable statutory laws, regulations, rules, guidelines, notifications and procedures for dealing with hazardous substances, in toto.

3. SUSTAINABILITY AND ENVIRONMENTAL PROTECTION

Business Partner shall comply with all applicable environmental/pollution control laws and regulations wherever they are based or operate including the JHIPL Policies, available in JHIPL Standards.

JHIPL expects its Business Partners to reduce their negative environmental impacts by protecting the environment, conserving natural resources and continuously striving towards reducing the environmental footprint of their production, products and services throughout their entire life-cycle.

RESOURCES AND ENERGY CONSUMPTION

The Business Partner shall monitor, track, document its energy consumption and usage of natural resources such as water, other raw materials, etc. at site level as well as corporate level. The Business Partner shall make best efforts to reduce its energy consumption to improve energy efficiency and usage of non-virgin raw materials which is under its own control and influence. The Business Partners shall document on these aspects on-site level as well at corporate level and provide it to JHIPL upon request.

The Business Partner shall strive to source its energy from renewable sources such as solar, wind or other and reduce its dependencies on non-renewable sources.

DECARBONISATION, GHG EMISSIONS REPORTING:

The Business Partner shall monitor, track and document its Greenhouse Gas (GHG) emissions to environment from its operations. They shall make efforts for minimizing the emissions under their control and influence. All output shall be monitored, tracked and documented on both the site and corporate level and be provided to JHIPL upon request. In addition to the efficient use of energy sources, Business Partner shall use good practices to reduce its carbon footprint, primarily its greenhouse gas emissions, in order to reduce its impact on the climate.

WATER QUALITY, CONSUMPTION & MANAGEMENT:

The Business Partners shall endeavor to reduce or eliminate wastewater by implementing appropriate statutory requirements and conservation measures in their production, maintenance and facility processes. The Business Partner shall ensure water quality management which involves authorization of dangerous substances discharges as per the provisions of the applicable laws for which monitoring of discharge to surface water is essential.

AIR EMISSIONS AND AIR QUALITY MANAGEMENT:

Business Partner shall ensure quality of Air which is fit for human consumption and not polluted because of its operations. Business Partner should adhere to the applicable laws related to emissions. The Business Partner shall monitor the air emissions from the operations. The Business Partner shall take efforts to reduce the air emissions and be fully compliant with the statutory requirements.

RESPONSIBLE CHEMICAL MANAGEMENT:

The handling of substances must ensure that environmental and health safety is guaranteed at all times. Workers who handle hazardous substances must receive regular instruction on the potential hazards and the protective measures specified in order to avoid damage to health or the environment and all such measures should be as per the provisions of the applicable laws.

SUSTAINABLE RESOURCES MANAGEMENT:

When developing and manufacturing products for JHIPL, the Business Partner considers the efficient use of natural resources (e.g. water, energy sources, raw materials, etc.) and strives for the use of recycled material to the extent possible / permitted / explicitly specified and renewable energy sources.

WASTE REDUCTION, REUSE AND RECYCLING:

The Business Partner should comply, monitor, track and document waste generation and waste disposal as per the provisions of the applicable laws. During the development, manufacture and subsequent recycling of products, the Business Partner should consider the reduction of waste, recycling of waste and environmentally friendly disposal of residual waste, chemicals and waste water.

BIODIVERSITY, LAND USE AND DEFORESTATION:

Each Business Partner is responsible for the continuous optimization of its use of resources in production and the environmental compatibility of its products. The sensible minimization of the use of finite resources is the constant goal. Country-specific environmental laws and regulations must be complied with, followed and observed when carrying out the activities.

Business Partners are required to deal with ecological challenges prudently and with foresight. Efforts must be made to develop and disseminate environmentally friendly technologies. Business Partners are expected to sustainably improve the environmental performance of products and services by setting targets and monitoring their environmental metrics.

LAND, FOREST & WATER RIGHTS AND FORCED EVICTION:

While selecting a manufacturing site for a greenfield facility or for purpose of expansion of the current facility, the Business Partner shall ensure to abide by all local government laws and rights in terms of water rights, rights of the native inhabitants, rights of indigenous people, vulnerable groups, use of forest land and local communities to decent living conditions.

ANIMAL WELFARE:

The Business Partner shall ensure to follow the guidelines provided by the Constitution of India, which makes it the "duty of every organization of India to protect and improve the natural environment, including forests, lakes, rivers and wildlife, and to have compassion for all living creatures. JHIPL wants to ensure that corporate activities consider animal welfare as well. Therefore, we expect relevant suppliers that process animal products to implement standards and best-practice methods to comply with animal welfare along the entire supply chain. We also expect our suppliers to give preference to alternative methods that do not involve animal testing, except where required by law. In any case, the supplier shall follow the international/ national / local rules regarding animal protection and animal testing

4. RESPONSIBLE SOURCING OF RAW MATERIALS

Business Partner shall exercise adequate due diligence following the Guidelines with respect to sourcing, extraction and handling of tantalum, tin, tungsten, gold, (hereinafter referred to as "3TG"), and cobalt and to make a reliable determination of the origin and source of such minerals. Sourcing of such minerals should not be traced to conflict affected and high-risk nations.

Business Partner shall comply with all applicable environmental/pollution laws and regulations wherever they are based or operate including the Conflict Mineral Policy and ELV & Hazardous Material Standards as per relevant regulation or standard available.

NOISE EMISSIONS AND SOIL QUALITY:

In compliance with country-specific laws and applicable laws, the environmental impact of relevant soil quality and noise should be regularly checked and evaluated for their environmental impact. If

necessary, optimization or protective measures should be aimed at in such a way that permanent damage to people and the environment is ruled out.

5. BUSINESS ETHICS

JHIPL requires its Business Partners to uphold the highest standards of integrity and always operate honestly and equitably throughout their operations and business relationships. Business Partner shall be committed to supplying product and services of high quality that comply with applicable laws, including product packaging, labelling and after-sales service obligations. Business Partners should not engage in using, providing and selling counterfeit parts.

GIFTS AND DONATIONS

Business Partners shall not (directly or indirectly) offer any gift, entertainment, trip, discount, service, or other benefit to any official of JHIPL which would or reasonably appear to be capable of influencing such person's decision. This includes giving or receiving anything of value, including money, gifts or unlawful incentives to improperly influence negotiations.

FAIR COMPETITION

Business Partner shall respect and comply with all applicable fair trade, competition and anti-trust laws and regulations and shall not have any anti-competitive discussions or enter into any anti-competitive agreements, including illegal price-fixing, market sharing, customer allocation or other illegal restrictive practices, at any level of the production or distribution chain. Business Partner shall compete fairly, ethical and within the framework of all applicable competition and anti-trust laws. They shall not exchange JHIPL related confidential and sensitive information with competitors, peers or customers in any form that will improperly influence the marketplace or outcome of a bidding or negotiation process.

CONFLICTS OF INTEREST

Business Partners shall not enter into a financial or any other relationship with any JHIPL employee that creates any actual or potential conflict of interest for JHIPL. Business Partners understand that a conflict of interest arises when the personal interests of the JHIPL employee are inconsistent with the responsibilities of his/her position with JHIPL.

All such conflicts must be disclosed. Even the appearance of perceived conflict of interest can be damaging to JHIPL and to the Business Partners and are to be disclosed and approved in advance by JHIPL Management.

ANTI-CORRUPTION

Business Partners shall not engage in any form of bribery or corruption or money laundering. Business Partners shall not accept, facilitate or support bribery or corruption or money laundering in any manner and on any account whatsoever.

Business Partner shall not engage in, endorse nor tolerate any form of bribery or corruption, directly or indirectly. Business Partner shall not offer nor accept any form of improper benefit to or from a third party, private or public, with the purpose of obtaining or retaining business or any form of preferential treatment. Such benefits may comprise not only cash but also job opportunities, favors, travel, facilitation payments, promises to pay debts or unlawful gifts, entertainment or any other similar benefit or favour.

CONFIDENTIALITY AND INTELLECTUAL PROPERTY RIGHTS

Business Partner shall respect JHIPL confidential information and intellectual property rights by safeguarding against misuse, mishandling, counterfeit, theft, fraud or improper disclosure in accordance with applicable law and the contractual terms with JHIPL. Confidential information, if any, must not be used / misused for insider trading. Business Partners to ensure compliance of JHIPL 'Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' (the 'Code for Insiders').

- (a) Business Partners shall represent or use or disclosure JHIPL's any brand or mark only with duly authorized written permission from JHIPL. They are expected to abide by the BPCoC in their interactions with, and on behalf of JHIPL, including respecting the confidentiality of information shared with them.
- (b) Business Partners shall safeguard the confidentiality on the use of intellectual property and data of JHIPL
- (c) Business Partners should protect confidential information and comply with the data protection Laws to safeguard privacy.

PERSONAL DATA PROTECTION

- (a) Business Partners shall comply with all applicable data protection laws in collecting, processing, storing or otherwise handling personal data of any individuals, including, without limitation, their own employees and employees of their customers, suppliers, consultants, agents and business partners.
- (b) Business Partner must follow contractual obligations that protect personal data of any individuals, including, without limitation, their own employees and employees of their customers, suppliers, consultants, agents and their business partners.
- (c) Business Partner shall ensure to collect, use or process the personal data of any individuals, including, without limitation, their own employees and employees of their customers, suppliers, consultants, agents and their business partners, only for legitimate business purpose.
- (d) Business Partner shall ensure to protect the personal data of any individuals, including, without limitation, their own employees and employees of their customers, suppliers, consultants, agents and their business partners, from loss, misuse or unauthorized disclosure or any disclosure which is forbidden by law unless the prescribed procedures are followed or as permitted by law.

PROTECTING COMPANY ASSETS AND SECURITY

The assets of JHIPL shall not be misused; such assets shall be employed solely and judiciously for the purpose of conducting the business for which such assets are duly authorized by JHIPL. These include tangible assets such as equipment and machinery, tools, dies, fixtures, systems, facilities, materials and resources as well as intangible assets such as proprietary information, intellectual property, etc.

Business Partners are responsible for safeguarding, securing, and protecting JHIPL 's assets and information technology / IPR. Further Business Partner acknowledges and agrees that all intellectual property / proprietary rights of JHIPL are solely owned by JHIPL and shall remain the property of JHIPL.

Business Partner is also responsible for safeguarding the JHIPL assets provided while in use as well as when not in use. They shall not change the location of asset without informing the JHIPL. Business Partner has to undergo a JHIPL audit whenever scheduled by JHIPL authorities and have to provide all necessary details such as asset tag number, serial number, manufacturer/ model, etc. In case the asset is not traceable, necessary action will be initiated for the same.

While deploying / hiring services from public or private security forces for protecting premises or assets and safeguarding, Business Partner should ensure that the private / public security forces are taking care of human rights and human rights are protected.

IMPORT EXPORT CONTROL

Business Partner should comply with import /export regulations including control requirements under foreign trade. Also, Business Partner should adhere to the requirements under economic sanctions. Business Partner also follows prevention and control of money laundering and combating terrorist financing. Business Partners ensure that all taxes, duties and royalties levied in connection with the mining, trade and export of minerals in conflict and high-risk areas are remitted in accordance with respective applicable law.

Business Partners shall comply with all applicable laws and regulations in letter and in spirit, in all the international/ national / territories in which they operate. If JHIPL is penalized by any Govt. Authority, due to any non-compliance /wrong-doing by Business Partner, then JHIPL shall have the right to recover such financial losses or costs, from Business Partner.

CONFORMANCE WITH THE BPCoC

Business Partners shall strictly comply and adhere to this BPCoC. While Business Partners are expected to self-monitor and demonstrate their conformance with this BPCoC, Business Partners shall allow JHIPL to audit or inspect Business Partner's facilities and record to confirm their conformance when requested by JHIPL with reasonable notice. JHIPL reserves the right to take appropriate action including immediately terminate of any Business Partner or any business with such partner, who behaves in a manner that is unlawful or inconsistent with this BPCoC. Additionally, Business Partners need to exercise due diligence with regards to social and environmental responsibility when sourcing materials, parts and services. It is also requested that Business Partners will take these requirements to their suppliers (Value Chain). Any decision as to the unlawful or possible breach of any legal provision by a Business Partner shall be at the sole decision at the discretion of JHIPL.

REPORTING VIOLATIONS / QUESTIONABLE BEHAVIOUR AND COMPLIANCE

Business Partner who wish to report questionable behavior or a possible Violation of this code of conduct, may do so by making a protected and confidential disclosure and may reach out to the mail id corporatematerials@jayahind.com enabling a requisite escalation and resolution at JHIPL. Business Partners are requested to read, understand, accept, and shall strictly comply with and adhere to BPCoC. Business Partners are requested to acknowledge / report violation /Issues, if any in prescribed format as per Annexure -1 of this Code of Conduct requirements, within 15 days of communication of Business Partner CoC / BPCoC published on JHIPL's web portal / supplier portal.

It is considered that the Business Partner has read, accepted, understood and shall adhere to BPCoC requirement(s) and Business Partner(s) do not have any violation / issues to report if no communication received within 15 days as stated earlier.


General Manager
Corporate Sustainability


Executive Director

ANNEXURE - 1 (On letterhead of the Company/Firm)

To,
Chief Executive Officer
Jaya Hind Industries Private Limited.

Sub: Jaya Hind Industries Private Limited Business Partner Code of Conduct

I/We, the undersigned do hereby state that I/We have read, understood, accepted, and shall strictly comply with and adhere to the Jaya Hind Industries Private Limited Business Partner Code of Conduct as in force from time to time.

As the Business Partners, we shall report violation /issues, if any in prescribed format as per below and shall undertaken all possible efforts to ensure that appropriate remedial measures are undertaken as per the provisions of the applicable laws.

- I/We observed / noticed violation / issue to Communicate with reference to Published Business Partner Code of Conduct.
- Short description to violation is as below:

Note: Pl. keep the reporting box blank if no violation to be reported

When:	_____
Where:	_____
Who:	_____
What: Brief Description:	_____ _____ _____ _____ _____

Signature : _____
Name : _____
Designation of Authorized Signatory : _____
Date : _____

Seal of Company :

Stamp of the Business Partner in token of acceptance of the above.

Note: Name and details of the Business Partner shall be kept confidential by JHIPL except as may be required by the applicable law.

BUSINESS PARTNER
Standards

CODE OF CONDUCT



Jaya Hind Industries Private Limited

CIN : L34102PN1958PLC011172

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www.jayahind.com