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ITD Cementation India Limited

Commitment, Reliability & Quality

CODE OF CONDUCT FOR ITD CEM VENDORS / SUPPLIERS

ITD Cementation India Limited ("ITD Cem" or "Company") is committed to conducting its business in an ethical, legal and socially responsible manner. As a part of ITD Cem's long- term sustainability approach, the Company strives to be responsible in all aspects of its business.

At ITD Cem we believe that our vendors make significant contribution to our success. ITD Cem seeks to engage in long-term relationship with vendors that are committed to sustainable development. We require our vendors to conduct their businesses in legal and ethical manner and comply with all applicable laws and regulations.

ITD Cem encourages its vendors to adhere to high quality standards and excellence of its products and services that are in compliance with all applicable statutes and laws in force from time to time in respect of health, safety, environmental and other such standards. In addition, ITD Cem shall endeavour to have procedures in place for sustainable sourcing including transportation.

To ensure common minimum standard of ethical conduct, while doing business with ITD Cem, our vendors are expected to adhere to this Vendors' Code of Conduct ("Code") in letter and spirit for our mutual benefit.

Vendors shall read, understand and affirm compliance to this Code. ITD Cem expressly retains the right to unilaterally modify or amend this Code, at ITD Cem's sole discretion.

The term 'Vendors' used herein shall mean and include vendors, suppliers, contractors, sub-contractors, agents, service providers, dealers, distributors, contract labourers and other third parties including their directors, employees, agents and sub- contractors, who have business relations with ITD Cem.

The term 'Employee' shall mean to include employees of ITD Cementation India Ltd, and employees of its subsidiaries, associate companies.

ITD Cementation India Limited

Registered & Corporate Office : 9th Floor, Prima Bay,
Tower - B, Gate No. 5, Saki Vihar Road, Powai, Mumbai - 400 072.
Tel.: 91-22-66931600 Fax : 91-22-66931628 www.itdcem.co.in
Corporate Identity Number : L61000MH1978PLC020435





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CODE OF CONDUCT: KEY PRINCIPLES

I. Anti-Corruption and Anti-Bribery

1. The Vendor shall neither directly nor indirectly, seek, request, accept, agree to receive or receive, offer or provide, any undue pecuniary or other advantages including gifts, money or favors, in any form, which can be perceived as being given or taken to obtain favorable treatment or for the advancement of benefits in business, with the business associates of ITD Cem or ITD Cem's employees /advisors/consultants/retainers and agents. The Vendor shall at all times ensure that ITD Cem's interests are never compromised. Similarly, ITD Cem shall ensure that its employees do not engage in practices that are abusive, corrupt or anti-competitive while dealing with vendors of products and services.
2. The Vendor shall neither directly nor indirectly pay, promise to pay or authorize the payment of any money, or give, promise to give or authorize the giving of anything of value to any official or employee of any government or of any agency or instrumentality of any government or to any political party or officials thereof, or to any officer or employee of public international organization, for the purpose of influencing any act or decision of such employee or otherwise for obtaining undue or improper advantage. The Vendor shall not engage in any activity of corruption, bribery, money- laundering, embezzlement, extortion, fraud, mismanagement, wilful misuse of power or wilful misuse of discretion against any public servant or have irregularities in statutory records and shall have 'zero tolerance' approach to such vices.
3. The Vendor shall comply with the provisions of the Prevention of Corruption Act, 1988, (as amended from time to time), Foreign Contributions Regulations Act, Companies Act, 2013, Benami Transactions (Prohibition) Act 1988, Prevention of Money Laundering Act, 2002, The Black Money (Undisclosed Foreign Income and Assets) and Imposition of Tax Act, 2015 and all other anti-bribery laws and regulations applicable, including but not restricting to the U.S Foreign Corruption Practices and the UK Bribery Acts.
4. The Vendor further represents, warrants and covenants that no payment, authorization, promise or gift of the sort described above has been/will be made prior or subsequent to entering into any contract with ITD Cem.

II. Statutory Compliance

The Vendor shall comply with all the applicable statutory laws, statutes, ordinances, rules, regulations and orders applicable and material to the supply of goods/ services in connection with ITD Cem's business. The Vendor shall keep itself abreast of changing norms of conducting business. The Vendor shall, at his expenses, secure all permits, licenses, certifications, regulatory approvals and authorizations necessary to conduct its business and upon request, furnish copies of the same to ITD Cem.

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III. Labour Standards and Employee Welfare

The Vendor shall ensure fair remuneration and working hours set forth by applicable laws in the country where ITD operates, while engaging its workforce and shall comply with all the applicable laws. The Vendor shall not employ child labour, forced or compulsory labour in any form.

The Vendor shall ensure that all its women employees are given full protection from sexual harassment as per the Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Vendor shall recognize its employees' rights to privacy and personal dignity. The Vendor shall not discriminate in favor of or against Employee organizations.

The Vendor shall provide healthy and safe working environment to its employees by continuously identifying, assessing and reducing health and safety risk as practicable. The Vendor shall promote and create awareness of healthy working conditions, maintaining hygiene, safety and emergency exit measure for its employees, contractors and agents

IV. Environment

The Vendor shall have necessary systems to minimize the impact of its operations and products on the environment and maintain strict compliance with government regulations. The Vendor shall comply with all applicable health and environmental regulatory requirements and shall obtain appropriate licenses and permits from the respective regulatory authority for operation of its business.

The Vendor shall ensure continuous improvements in environmental protection. The Vendor shall strive to reduce emission and disposal of hazardous materials, chemicals and wastes polluting land, air or water and use energy and natural resources efficiently.

V. Business Ethics

The Vendor shall provide assistance to ITD Cem in a professional manner by adhering to policies, best practices, guidelines and internal controls at ITD Cem. The Vendor shall act in utmost good faith and exercise due care, diligence and integrity in performing their office duties.

1. Use of ITD Cem's Assets and Electronic Resources

The Vendor shall ensure that its employees have requisite authorizations to access or use ITD Cem's assets, properties, information and intellectual rights for official purpose only, as per the terms of the Vendor's engagement with ITD Cem. The Vendor shall not misuse ITD Cem's logo/trademark, misrepresent its products or engage in malicious propaganda which may damage goodwill of ITD Cem in the market.

The Vendor shall also ensure that its employees utilize ITD Cem's electronic communication devices/ resources and systems in a legal and ethical manner.



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2. Confidential Information

Vendors shall protect business and personal information of a confidential nature obtained as a result of business relationship with ITD Cem and shall not share this information with unauthorized persons in any manner whatsoever. The Vendors shall comply with applicable privacy and information security laws and regulations including the Information Technology Act, 2000 and the Rules/ Regulations made thereunder.

In case of sub-contracting/outsourcing and like third party services, sharing of confidential information must be made with the written consent of ITD Cem and by ensuring that such sub-contractors/third parties are bound by a written confidentiality obligation.

3. Compliance with the Anti-Trust and Competition Law

The Vendor shall comply with relevant anti-trust and competition law applicable at all times and not indulge in any anti- competitive practices whether by itself or in combination with other entities.

To ensure compliance of this Code, ITD Cem may, at its discretion carry out self-assessment surveys, audits and/or inspections and it shall be the duty of the vendor to extend all necessary cooperation and assistance to ITD Cem in this regard.

The vendor shall endeavour to keep ITD Cem indemnified from all sorts of product liability and infringement thereof, if any.

ITD Cem will continually review its procurement policies and endeavour to procure from local and small enterprises or communities as per laid down specifications standards and shall strive to improve upon their capacity and capability and encourage their development.

ITD Cem shall endeavour to resolve all its differences with its vendors in a just, fair and equitable manner. In case of any violation of this Code is identified, ITD Cem may at its sole discretion, terminate business relation with the violating Vendor, and if ITD Cem deems fit, allow Vendor the time to remedy the violation(s), and if such violation(s) is/are not remedied to the satisfaction of ITD Cem within the given timeframe, ITD Cem may terminate business relationship with such violating Vendor

The undersigned Vendor hereby certifies that he/she/it/ they have/has read and understands, and agrees to comply with this Code at all times as stated hereinabove

Accepted

For and on Behalf of Vendor:

Authorized Signatory,

Name :

Designation :

Date :