



## Code of Conduct

This Code of Conduct (the 'CoC') sets forth the basic requirements that Suppliers are required to respect and adhere to when conducting business with PI Industries Ltd ("PI"). The term 'Supplier' includes but does not limit to suppliers/ service providers/ vendors/ traders/agents/ consultants/ contractors/ joint venture partners/ 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 PI Industries Ltd.

Through this CoC, PI expresses its commitment to internationally recognized standards, including the Core Conventions of the International Labour Organization, United Nations' Universal Declaration of Human Rights as well as prevalent industry standards, and all other relevant and applicable statutory requirements concerning Environment Protection, Minimum Wages, Child Labour, Anti-Bribery, Anti-Corruption, Health and Safety, whichever requirements impose the highest standards of conduct. Suppliers must maintain relation of mutual respect and trust with PI and comply with applicable laws. The only attribute for association with PI shall be merit.

### **1. Business integrity**

All contracts are to be fairly negotiated, free of deception or inaccuracy, selected through a fair process, with due regard to quality, safety records, technical ability, historical experience, reliability, cost, schedule and availability avoiding biased /inappropriate /illegal reasons. There will be zero tolerance towards corruption, extortion and embezzlement.

- Anti-bribery - Suppliers (or their intermediaries) should not indulge in any unethical behavior (implicit or explicit) or offer personal or improper advantage for retaining business or obtaining other illegal inducements from a third party, public or private, or from employees of PI. This includes: taking any undue or improper advantage such as offering or accepting bribe, kickbacks, any violation of anti-bribery laws (such as Prevention of Corruption Act, 1988) by themselves or to cause business partners to violate the same. Suppliers shall also not use their financial, social, political connections to obtain favorable treatment, advancement of business or any favors. Suppliers abide by and shall abide by, all applicable national and international antitrust and trade control regulations. Suppliers work against corruption including bribery and ensure that

personal relationships do not affect business activities. Supplier shall abstain from any money laundering activities.

- Solicitation of gifts and advantages- No gifts of any kind, that are offered by vendors, Suppliers, customers, potential vendors and Suppliers, or any other individual or organization, no matter the value, should be accepted nor offered by any employee, at any time, on or off the work premises. This also prohibits gifts, hospitality or entertainment for obtaining abovementioned favours. However, cards, thank you notes, certificates, or other written forms of thanks and recognition, foods, beverages, priced meals equivalent to Rs.1500/- or less, that are supplied by customers, partners, and vendors or Suppliers in the interest of building positive business relationships may be accepted.

- Fair Competition Practices - the Supplier shall not indulge in any unfair or anti-competitive trade practices.

PI Industries will compete fairly in all its markets, within the framework of applicable laws including letter and spirit of anti-trust and competition laws. Towards this end, Suppliers concerned must ensure that they adopt fair Competition Practices in all dealings. Suppliers should never:

- resort to fixing prices, rigging bids, boycott specific customers/Suppliers.
- use illegitimate means to obtain competitive information.
- comment on competitors' products or services in an inaccurate or untruthful manner.
- misrepresent or make misleading/untruthful claims about products in the market place and to ensure accurate and truthful advertising.

## 2. Confidential information

Unless required by law or authorized by their management, Suppliers shall not disclose confidential information or allow such disclosure by them or their personnel or their affiliates. This obligation continues beyond the termination of agreement. Suppliers must use their best efforts to avoid unintentional disclosure by applying special care when storing or transmitting confidential

information. Such confidential information cannot be shared with third parties (including sub-contractors) without prior written consent from PI.

### **3. Conflict of Interest**

The Supplier should not enter into financial or any relationship with PI employees thereby creating actual (or appearance of) conflict of interest. Any such conflict is to be disclosed and corrected or approved by PI management. E.g. offering or receiving gifts and being entertained should not create an actual or apparent conflict of interest (elaborated under bribery above).

### **4. Environmental Sustainability**

PI Industries recognizes that product integrity, product quality and being safe and environmentally responsible are the founding principles of product stewardship. PI is committed to ensuring that its products and manufacturing processes adhere to prescribed quality standards and that technologies used are safe and environmentally responsible across the product life cycle, including its usage by the intended customer. During execution of any work or contract at company site with PI, the Supplier should comply with environmental policies of PI and laws specifically related to environmental sustainability and protection. This includes but is not limited to proper waste management, prevention of accidental spills, protection of workers from exposure to harmful substances, process safety, emergency preparedness, safety information w.r.t. hazardous materials etc.

### **5. Health & Safety**

Health and Safety compliance at workplace is every Supplier's responsibility. Suppliers must ensure that working conditions of employees are safe, healthy and compliant with all the applicable laws and regulations. During execution of any work or contract at PI's site/with PI the Supplier should comply with all health and safety and other operations' policies of PI, along with all laws of the land. Suppliers of hazardous materials will ensure to provide material safety data sheets containing the requisite safety information related to the material to PI.

## 6. Insider Trading Prohibition, Securities Transaction

While interacting with PI for business the Supplier must not indulge in any form of insider trading nor assist anyone else (including Supplier's immediate family, friends or business associates) by passing on any material, non-public information of PI or any other company to derive any benefit from access to and possession of price sensitive/confidential information that is not in the public domain. This could be information about PI, its clients, Suppliers and sales figures etc. PI strictly prohibits the purchase and sale of its equity shares on the basis of price sensitive non-public information. This is further elaborated under the heading- "Insider Trading policy" on PI's website.

## 7. Labour laws & Human Rights

PI recognizes the importance of maintaining and promoting fundamental human rights in all of our operations and throughout its supply chain, its values, codes and employment policies work together to support the principles contained in UN Universal declarations of human rights and the International Labour Organization (ILO's) fundamental principles and labour standards along with the national labour and human rights' laws. PI operates under the following program and policies which must be followed by Suppliers as well while doing business with PI:

- Provide fair and equitable wages, benefits and other conditions of employment
- comply with local laws
- Provide humane and safe working conditions- provide its employees a safe, healthy, ergonomically sound working environment and take all possible measures to ensure health and safety of its employees.
- Prohibit all forms of forced and compulsory labour or child labour- strictly prohibit the employment of child labour at its plants and offices. All responsible for hiring of staff are required to ensure that this principle is upheld.
- Promote workplace free of discrimination and harassment

All Suppliers must uphold the abovementioned principles as well and not be complicit in any form of human rights abuse.

Further PI Industries will not tolerate **workplace violence** in any form either within premises or outside where company related activities are carried out. Suppliers are expected to ensure that their employees not indulge in workplace violence or incite others towards it as well. Possession of

weapons or dangerous items at workplace or outside while conducting business activities by employees of the Supplier should also be prohibited.

**8. Intellectual Property**

The Supplier must take requisite measures to protect and not infringe any confidential business information and/or intellectual property /technology to which a supplier may have access; specifically Trademarks, Logos, Copyrights, Designs, Brands, Patents, Trade Secrets. Such information shared with the Supplier or may become known to the Supplier during the course of business with PI.

**9. Protecting company assets**

The tangible assets of PI are to be applied primarily and judiciously for conducting concerned authorized business (intangible assets are dealt with under IPR) by the Supplier.

**10. Data Security & Data integrity**

Suppliers will safeguard and make only appropriate use of confidential information and ensure that all employees' and business partners' privacy and valid intellectual property rights are protected.

**11. Supplier's Compliance Commitment & monitoring**

The Supplier must maintain adequate documentation to demonstrate compliance with the principles of this CoC, allowing PI to check compliance upon request and reasonable notice, at all the times.

**12. Third Party Representation, External Communication.**

Suppliers cannot represent or use PI's brand without due written consent from PI. They have to comply strictly with PI's CoC, business ethics and sign a non-disclosure agreement (NDA) at all the times.

Suppliers cannot also speak on PI's behalf unless they have been specifically authorized and instructed to do so and then only to the extent authorized.

### **13. Governance; Whistler Blower Policy Mechanism**

An effective redressal mechanism for reporting of unethical practices & grievances inclusive of deviations from this CoC is in place and operationalized by PI. Supplier and its representative can raise any grievances including those against PI employees/other Suppliers to the coordinates given below. If at any time a supplier believes that a PI employee has acted contrary to this CoC, PI team requests that Supplier reports the concerns in detail to our Office by using the below contact details:

Email at: [notices@piind.com](mailto:notices@piind.com)

Post Mail: MD & CEO's office,

PI Industries, 5<sup>th</sup> floor, Vipul Square, Sushant Lok-1, Gurgaon, Haryana, India.

PI also has a robust and strict Whistle blower mechanism. Supplier may report such incidents to the redressal committee formed under the mechanism. PI's Whistle Blower Policy is readily available at <https://www.piindustries.com/investor-relations/Corporate-Governance/Policies>