

HINDUSTAN PLATINUM PRIVATE LIMITED

CODE OF CONDUCT POLICY

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Code of Conduct

Philosophy:

The philosophy of Hindustan Platinum Private Limited (the Company) is to maintain the highest standards of business ethics throughout the Company to the extent this code requires a higher standard than required by commercial practice or applicable laws, rules or regulations and set up the mechanism to address employee grievances, complaints unlawful discrimination.

Applicability:

The policy shall be effective April 01, 2015 and shall apply to all employees. Any changes / amendments to the policy shall be effective post approval from the Board of Directors.

The Policy cannot detail every practice or principle relating to ethical conduct. The Policy addresses certain behavior that is particularly important for dealing with the people and entities with whom the Company interacts, but reflects only a part of the Company's commitment.

In case of any questions about the Policy or clarifications thereof, the employees shall contact immediate line manager or Vice President. Any Employee who violates the standards in the Policy may be subject to disciplinary action, which may range from a warning to termination of employments and, in appropriate cases, to civil legal action or referral for criminal prosecution.

Definitions:

Bribe:

A bribe or any form of gratuity amounts to an advantage (financial or otherwise), which is sought, received, offered, promised or given as an inducement or reward for the improper performance of an official or business activity, or in circumstances where it is illegal or improper to seek, receive, offer, promise or give the advantage. The advantage offered need not be money – it could come in other forms such as free travel, hospitality, gift, offers of employment etc. any benefit is capable of being a bribe.

Company Records:

The Company records include booking information, payroll, timecards, travel and expense reports, emails, accounting and financial data, measurement and performance records, electronic data files and all other records maintained in the ordinary course of our business. Accurate and reliable records are crucial to the business.

Policy:

Discipline:

- Employees are expected to act and behave in a manner that ensures appropriate conduct and protects the reputation and integrity of the Company.

These include, but are not limited to, the following –

- Being regular with attendance and reporting to work with punctuality;
- Treating all stakeholders of the Company with respect and courtesy including co-workers, partners, customers, management etc;
- Maintaining cleanliness and order, in and around the workplace and official areas;
- Performing all tasks to the satisfaction of superiors and Department Heads and in line with the established quality and process initiatives of the Company;
- Following superiors and Department Heads instructions or orders with respect to job related matters and not being insubordinate;
- Extending all necessary cooperation to the Company and its authorized officers during any review / enquiry about conduct of other employees, partners, customers
- Being properly attired at all points in time and wearing outfits that are considered appropriate and in line with the Company's business operations;
- Refrain to hide from the management any suspicious, fraudulent, illegal activity by any other employee, customer, partner;
- Refrain to act in a violent manner and using any loud, abusive, offensive language on other employees, customers, partners, management;



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- Refrain from engaging or indulging in or promoting any form of harassment, including racial, religious, cultural, sexual harassment;
- Refrain from reporting to work under the influence of alcohol, drugs, narcotics or engaging in the act of bringing / buying / selling / distributing alcohol, drugs, narcotics on Hindustan Platinum Pvt. Limited's and / or its partners, customers, associates premises;
- Refrain from smoking and consumption of Tobacco products or any other intoxicants within Company premises;
- Refusal to work on an assigned job;
- Refrain from bringing any firearms or other forms of weapons or any such devices / instruments to the Company's premises and refrain from any threatening and anti-social acts and behavior;
- Hold paramount the safety, health and welfare of the public in the performance of professional duties
- Treat with respect and consideration all persons, regardless of race, religion, gender, marital or family status, disability, age or national origin.
- Accept as a personal duty the responsibility to keep up to date on emerging issues and to conduct themselves with professional competence, fairness, impartiality, efficiency, and effectiveness
- Respect the structure and responsibilities of the board of directors, provide them with facts and advice as a basis for their making policy decisions, and uphold and implement policies adopted by the board of directors
- Conduct organizational and operational duties with positive leadership exemplified by open communication, creativity, dedication, and compassion
- Serve with respect, concern, courtesy, and responsiveness in carrying out the organization's mission
- Demonstrate the highest standards of personal integrity, truthfulness, honesty, and fortitude in all activities in order to inspire confidence and trust in such activities

Confidential Information:

- One of the Company's important assets is its information which is confidential in nature. Employees have access to a variety of confidential information and must take every precaution to keep this information confidential.
- Employees have a duty to safeguard all confidential information of the Company or third parties with which the Company conducts business,.
- Employees to ensure that any confidential information shall be disclosed only when the same is authorized or legally mandated by the owner of the information.
- Employees must not share confidential information with any other party or with others within the Company who have no legitimate business purpose for receiving that information.
- Unauthorized use or distribution of confidential information shall be illegal and would result in civil liability and /or criminal penalties.
- Unauthorized posting or discussion of any information concerning the Company's business, information or prospects, or that of the Company's suppliers, partners or customers, on the Internet is prohibited.
- Employees shall not discuss the Company's business, information or prospects in any "chat room", "message boards", "social network" or the like regardless of whether he or she uses his or her own name or pseudonym.
- An employees' obligation to protect confidential information continues after he or she leaves the Company.
- All information shall be deemed to be confidential until it has been made available to the general public for a reasonable period of time.

Compliance with Laws & Regulations:

- Employees are required to comply with all laws, rules and regulations applicable to the Company. These include, without limitations, laws covering bribery and kickbacks, copyrights, trademarks and trade secrets, information privacy, illegal political contributions, antitrust prohibitions or receiving



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gratuities, environmental hazards, employment discrimination or harassment, occupational health and safety, false or misleading financial information or misuse of corporate assets.

Conflict of Interest:

- A conflict of interest can occur when an employee's private interest interferes, or appears to interfere, with the interests of the Company as a whole.
- Employees should avoid any private interest that influences their ability to act in the interests of the Company or that makes it difficult to perform their work objectively and effectively.
- Employees are required to disclose any situations that reasonably would be expected to give rise to a conflict of interest to the immediate line manager or the Vice President.

Competition:

Employees are required to follow the laws that are designated to protect the competitive process and generally prohibit:

- agreements, formal or informal, with competitors that harm competition or customers, including price fixing and allocations of customers, territories or contracts.
- agreements, formal or informal, that establish or fix the price at which a customer may resell a product.
- the sharing of certain kinds of information, such as pricing, production and inventory, which should never be exchanged with competitors, regardless of how innocent or casual the exchange may be and regardless of the setting, whether business or social.
- abuses of a dominant position, which might need to be applicable if there are any markets in which the Company has substantial market power.

Dealing with Vendors / Customers:

Employees are required to follow the below process while dealing with Vendors / Customers:

- Prior to any dealing (purchase/ sale), employees should ensure that the same shall be executed with vendors/customers which have been contacted through known sources or with whom the Company has long term relationship/dealings.
- In case of any Request for Proposal (RFP) from new vendors/ customers, the employee must provide a complete details to the Head of the Department who shall meet the vendor/customer.
- Post the meeting, the KYC documents are exchanged with the vendor/customer. In case of any changes to the laws, additional documentation shall be required for KYC, etc.
- Basis the documentation, a check on the financials, credit rating, etc shall be carried out.
- The employee shall seek expertise advice from the financial/legal advisor (if required).
- A number of meetings/calls shall be arranged with the vendor/customer for the product, other technical and financial terms, etc.
- On being satisfied, the bid/offer shall be made to arrive at the conclusion of the final deal confirmation, basis which the balance execution process shall be followed.

Protection and Use of Company Assets/Information and Records:

- Employees should protect the Company's assets and ensure efficient use for legitimate business purpose only. Theft, carelessness and waste have a direct impact on the Company's profitability.
- The use of Company funds or assets, whether or not for personal gain, for any unlawful or improper purpose is prohibited.
- Employees to exercise reasonable care to prevent theft, damage or misuse of Company property.
- Employees are required to report the actual or suspected theft, damage or misuse of Company property to the supervisor.
- Use the Company's telephone system, other electronic communication services, written materials and other property primarily for business related purposes.
- Safeguard all electronic programs, data, communications and written materials from inadvertent access by others.
- Use Company property only for legitimate business purposes, as authorized in connection with your job responsibilities.
- Employees to note that to the extent permitted by law, the Company has the ability, and reserves the right, to monitor all electronic and telephonic communication.
- Employees to ensure that the Company's records are full, fair, accurate and understandable.



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- Finance and accounting employees must understand and strictly comply with generally accepted accounting principles and all standards, laws and regulations for accounting and financial reporting of transactions, estimates and forecasts.
- Employees can report to the immediate supervisor / Vice President of the Company, without limitation, the following:
 - Violations of any Act/law as applicable to the Company and related to the accounting, internal control and auditing matters
 - Intentional error or fraud in the preparation, review or audit of any financial statement of the Company
 - Significant deficiencies in or intentional noncompliance's with the Company's policies and procedures

Anti- Bribery:

- Bribery is prohibited, whether indirect or direct, and whether carried out by employees, agents, business partners or other intermediaries or third parties associated with the Company.
- Employees to ensure that they shall not bribe or accept any bribe to/from any agents, business partner or third party with whom they are involved in any business dealings.
- If an Employee suspects a situation may involve bribery then that suspicion should be acted upon. The Company shall obtain appropriate legal advice as necessary. The employees shall not make any legal judgment as to whether the situation does or does not involve bribery and hence in case of doubt an employee shall report to the Vice President.

Public Communication and Selective Disclosure:

- Employees are requested not to respond to any queries or questions in any source of Media.
- All communications with the Media shall be addressed by the Vice President / Board Of Directors.

Procedures:

- All employees have a duty to report any known or suspected violation of this Code, including any violation of the laws, rules regulations or policies and procedures that apply to the Company.
- It is Company policy that any employee who violates this Code or any policy or procedure made pursuant to this Code will be subject to appropriate discipline, which may include termination of employment since the Company may also face substantial fines and penalties and many incur damage to its reputation and standing in the community.
- Waivers of this Code for employees may be only by the Board of Directors or person authorized by Board of Directors of the Company.

Monitoring & Review:

The effectiveness of the implementations of this Policy will be reviewed and monitored by Board of Directors and Vice Presidents regularly. Any changes/improvements shall be effected post appropriate approvals.

