



**Garware Fulflex India Private Limited**

**Code of Conduct**

**For**

**Employees**





**The employees of the Company agree to abide by the following Code of Conduct:**

**Accountability:**

It is the responsibility of the management to implement and ensure compliance with the Code.

Employees are responsible for acting in accordance with the Code and provide the confirmation in Annexure – I to this policy. Employees are encouraged and expected to report incidents of non-compliance. There will be no retaliation or other negative consequences for reporting such incidents.

Employees can report the incidents of violation to the below committee:

- 1.) Head of HR
- 2.) Head of Finance
- 3.) Company Secretary

On receipt of any complaint, the committee shall decide on the appropriate action to be taken to resolve the complaint.

Any violation or non-compliance with the Code shall be viewed very seriously and appropriate action shall be initiated including but not limited to termination of employment.

**Guidelines:**

**1. Safety, Health and Environment:**

GFIPL regards the promotion of safe and healthy working conditions and practices as fundamental. Every employee is under obligation to follow company's safety, health and environment policy. The company will take every effort to provide employees with a safe work environment.

Employees should notify without delay any work situation, which might present a serious or imminent danger. Employees should also notify any shortcomings in any health and safety arrangements, even if no immediate danger exists, so that remedial action can be taken.

Employees have a duty to take reasonable care of their own health and safety and that of others. Employees must use all work items provided correctly and in accordance with their training and instruction received on how to use them safely.

**2. Ethics, Honesty & Integrity**

The policy of GFIPL has always been to comply fully with all laws governing its operations and to conduct business with the highest degree of moral, legal, and ethical standards. The



Company expects its employees to perform their duties with honesty, integrity and to the best of their ability.

The books of account, financial statements, and records of the Company shall accurately and fairly reflect the underlying transactions. All assets and liabilities of the Company shall be properly recorded on the books. Every employee is responsible for safeguarding Company assets in his/her area of responsibility and ensuring their accurate recording.

The following are strictly forbidden in Garware Fulflex India Pvt. Ltd:

- Intentional false entries in the books or records.
- Expenditures for any purpose other than that stated in the documents or records authorizing such expenditures.
- The use of intentional false or misleading documents.

No employee of the Company shall use or disclose any financial, technical, or any other information about the Company which an employee obtains in the course of their employment.

No employee of the Company shall use his/her knowledge or position in a manner that might create a conflict between personal interests and the interests of the Company. Furthermore, no employee shall engage in any activity, directly or indirectly, that would conflict with the interests of the Company or with their job duties.

Employees should be honest, fair and trustworthy in all business relationships. They should honor the corporate values, obey the law and take responsibility for their actions and consequences. Employees are responsible for exemplifying the highest standards of ethical conduct.

### **3. Trust**

The Company demands that every employee demonstrate trust and respect in dealings with other colleagues in the organization as well as in their dealings with external parties. Distrust of colleagues / external parties and disrespectful behavior shown by employees is strongly discouraged and will not be accepted.

### **4. Customer Orientation**

The Company expects all its employees to be customer focused in approach. The success of the organization depends on customer trust, satisfaction and loyalty. Employees are strongly directed to ensure that customer needs are satisfied and that products and services offer value to the customer.

Customer orientation and focus should not only encompass external customers, but include internal customers as well. Employees are thus encouraged to ensure that both, internal and external customer needs are satisfied.

## **5. Diversity & Equal Opportunity**

We at GF IPL recognize merit and perseverance and encourage diversity in our company is committed to attract, retain, develop and utilize the best talent, in all endeavors. GF IPL tries to create the type of organizational climate in which all employees may make the fullest use of their capabilities.

We provide equal opportunities to all our employees and all qualified applicants for employment without any discrimination with regard to their race, caste, religion, color, origin, marital status, gender, sexual orientation, age, nationality, ethnic origin or disability.

In accordance with the GF IPL policy, the work environment is maintained free from all forms of harassment, whether it is physical, verbal or psychological.

## **6. Prevention Of Sexual Harassment At Workplace**

The occurrence of sexual harassment at the workplace has become a serious concern in this era. To address the issues, the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (hereinafter referred to as "**SHWW Act**") was approved by the Government and thus came in force whereby the Act provides protection against sexual harassment of women at workplace and for prevention and redressal of complaints to all the organisations to which it applies. GF IPL has been complying with the provisions of the SHWW Act & the Rules made thereunder. In deference to the aforesaid SHWW Act, GF IPL is committed to providing and promoting an atmosphere in which employees can realize their maximum potential in the workplace to maintain a safe, congenial, positive and productive working environment by making the workplace free from sexual harassment.

The policy is directed to ensure zero tolerance towards verbal, psychological conduct of a sexual nature by any employee that directly or indirectly harasses, disrupts, or interfaces with another's work performance or that creates an intimidating, offensive, or hostile environment.

GF IPL will ensure that the guidelines and the process to be followed in order to provide protection against sexual harassment of women at workplace and for the prevention and redressal of complaints of sexual harassment in addition to the matters connected therewith or incidental thereto. For any doubt or further clarification, reference be made to the SHWW Act and its Rules. An appropriate complaint mechanism in the form of "Complaints Committee" at all locations has been created in the Company for time-bound redressal of the complaint made by the victim. Please read entire **POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE** for detail information.

## 7. Company Information

The Company produces a great deal of information in order to conduct its business. All of this information is the property of GFIPL, and is a valuable asset of the Company. No Company Information may be disclosed outside of the Company unless it has been determined by GFIPL management to be in our best interest to do so. Under no circumstances should GFIPL information be disclosed to the press, or to the securities of finance communities without the prior written approval of GFIPL senior management.

## 8. Confidentiality

**“Confidential Information”** means any and all information relating to the business or to the affairs of the Company which is not generally known including without limitation, trade secrets, know-how, data processes, designs, formats, reports, specifications, software programs, samples, rates, pricing terms, client lists, details of suppliers, details in respect of other employees of the Company, market survey information, the identity of clients or their requirements, the identity of key contacts within client organisations, marketing and merchandizing techniques, methods, processes, formulae, compositions, systems, techniques, inventions and all writings and materials of any type embodying any of such information which is marked with an indicator such as “Confidential” or “Proprietary” or is reasonably expected to be maintained confidentially, particularly including all the information and knowledge imparted and skills learn during Training, but excluding information which:

- (a) is or comes into the public domain otherwise than by disclosure or default by the Employee;
- (b) was or is lawfully obtained or available from a third party who was lawfully in possession of the same and free to disclose it; or
- (c) was already known to the Employee as evidenced by written record pre-dating such disclosure by the Company.

The Employee agrees that he shall not, directly or indirectly, use, make available, sell, disclose or otherwise communicate to any person, other than in the course of the Employee’s employment and for the benefit of the Company, either during the period of the Employee’s employment or any time thereafter, any Confidential Information relating to the Company, any of its subsidiaries, affiliated companies or businesses, or its clients which shall have been obtained by the Employee during or as a result of the Employee’s employment with the Company.

Our customers and suppliers entrust GFIPL with important information relating to their business. The nature of this relationship requires maintenance of confidentiality. In safeguarding the information received, GFIPL earns the respect and further trust of our



customers and suppliers. Your employment with GFIPL assumes an obligation to maintain confidentiality, even after you leave GFIPL.

Any violation of confidentiality seriously injures GFIPL reputation and effectiveness. Therefore, please do not discuss GFIPL business with anyone who does not work for us, and never discuss business transactions with anyone who does not have a direct association with the transaction. Even casual remarks can be misinterpreted and repeated, so develop the personal discipline necessary to maintain confidentiality.

If you are questioned by someone outside the company or your department and you are concerned about the appropriateness of giving them certain information, remember that you are not required to answer, and that we do not wish you to do so. Instead, as politely as possible, refer the request to your Head of the Department.

No one is permitted to remove or make copies of any GFIPL records, reports or documents without prior management approval.

Because of its seriousness, disclosure of confidential information could lead to dismissal.

## **9. Unacceptable Activities**

Generally speaking, we expect each person to act in a mature and responsible way at all times in GFIPL. However, to avoid any possible confusion, some of the more obvious unacceptable activities are noted below. Your avoidance of these activities will be to your benefit as well as the benefit of GFIPL. If you have any questions concerning any work or safety rule, or any of the unacceptable activities listed, please see your HOD or Human Resource Head for an explanation.

- i. Willful violation of any Company rule; any deliberate action that is extreme in nature and is obviously detrimental to the Company's efforts to operate profitably.
- ii. Insubordination or refusing to obey instructions properly issued by your manager pertaining to your work; refusal to help out on a special assignment.
- iii. Violating the non-disclosure agreement; giving confidential or proprietary Company's information to competitors or other organizations or to unauthorized GFIPL employees; working for a competing business while a GFIPL employee; breach of confidentiality of personnel information.
- iv. Malicious gossip and/or spreading rumors; engaging in behavior designed to create discord and lack of harmony; interfering with another employee on the job; willfully restricting work output or encouraging others to do the same.
- v. Immoral conduct or indecency on Company's property/premises.
- vi. Unsatisfactory or careless work; failure to meet production or quality standards as explained to you by your manager; mistakes due to carelessness or failure to get necessary instructions.
- vii. Any act of harassment, sexual, racial or other; telling sexist or racial-type jokes; making racial or ethnic slurs.

## **10. Financial Records**

Any willful material misrepresentation of and/or misinformation on the financial accounts and reports shall be regarded as a violation of the Code apart from inviting appropriate civil or criminal action under the relevant laws.

## **11. Gift and Gratuity:**

The Company has a very strict policy which forbids the employee/s of the Company from directly or indirectly soliciting or accepting any gifts, gratuities or any monetary or non-monetary benefits/ advantages from vendors or any other person as a condition of doing business with the Company or receiving the same after business is concluded with the Company.

Similarly, the Company has a very strict policy for vendors which prohibits the vendors of goods or services from offering or attempting to offer any direct or indirect, monetary or non-monetary benefits or advantages to the employee/s of the Company for dealing with or for giving preference in dealing with the Company in any manner.

Any employee or vendor who is found in breach of the above policy, will be subject to disciplinary action including severance of relationship with the Company with immediate effect, recovery of losses, expenses, costs suffered by the Company without prejudice to such other remedies civil or criminal as may be available to the Company.

## **12. Avoid Conflicts of Interest:**

Activities of all employees must be lawful and free of conflicts with their responsibilities as GFIPL employees. Employees are expected to perform their duties on behalf of the Company faithfully, diligently and to the best of their abilities. Employees must never allow themselves to be placed in a position where their personal interests are in conflict (or could be in conflict) with the interests or business of the Company. Employees must avoid any situation or activity that compromises, or may compromise, their judgment or ability to act in the best interest of the Company. Any employee who breaches this policy is subject to disciplinary action, up to and including discharge.

Employees must immediately disclose / report it in writing in Annexure – II the information regarding any relationship, ownership or business interest, whether direct or indirect, that the employee or a member of his/her immediate family has or may have with any person, or in any business or enterprise, that:

1. Competes with the Company; or
2. Purchases or sells, or seeks to purchase or sell, goods or services to or from the Company.



Upon disclosure of the information described above, the Company will take appropriate steps to protect against any actual or potential conflict of interest.

Such steps may include:

1. Requiring transactions with such person, business or enterprise to cease or not take place;  
Or
2. Requiring the employee to refrain from being involved in any decisions made by the Company regarding its dealings with such person, business or enterprise; or
3. Requiring the employee to refrain from being involved in any dealings on behalf of the Company with such person, business or enterprise;  
Or
4. Requiring the employee to dispose of his/her interest in such business or enterprise if he/she wishes to remain in the Company's employment.

If a potential conflict of interest is involved or is proposed to be involved, then please report it in writing in Annexure – II and submit to the Head of HR department. In case of existing conflicts, the disclosure shall be made annually in the month of April.

In case of any would be / proposed conflict of interest, such conflict, is to be reported immediately to the HR department.

If you are aware of any of existing or possible conflict of interest situation involving another employee, you should immediately report in writing in Annexure – II (B) and notify Head of HR department and company will keep the identity of any employee reporting an incident anonymous. The time lines of the said disclosure is as stated in above para.

All persons employed by GF IPL owe a duty of fidelity to the Company. Employees must never place themselves in a position where their self-interest may conflict with this duty. All employees must devote their full time in the best interests of the Company and should not, while in the services of the Company, undertake or involve themselves directly or indirectly with any other entity or engage any other entity in his own interest. Follow the law, GF IPL policies and your one's good conscience in all personal and business dealings.

Avoid actions or relationships, which might conflict or appear to conflict with the job responsibilities.

Explanation – for the purpose of this clause and Annexures referred thereto, an immediate family member means parents, brothers, sisters, spouse, daughter, and son.

### **13. Background Checks**

The Company will conduct background checks (including criminal background check and drug use check if required) on anyone that has been offered a position, in accordance with





applicable law. Once you're offered a position, you must disclose any criminal convictions, which includes misdemeanors and felony convictions. Failure to do so may result in disciplinary action up to and including termination.

#### **14. Computer, Laptop, Internet & E-Mail Acceptable Use:**

The computer resources, systems, files, internet facility, email, voicemail and all software required to operate, maintain and protect the said resources, provided by the Company are to be used exclusively for the business purposes of the Company only.

Unauthorized access by one employee of other employee's electronic communications and data is prohibited. Any such access may only be granted if necessary by the IT Department, and the employee desiring such access must first approach his supervisor.

Do not download, install or use unauthorized software programs. Unauthorized software could introduce serious security vulnerabilities into the networks as well as affecting the working of your laptop

Users are responsible for maintaining work related documentation

#### **15. Protecting Company Assets:**

The assets of Company shall not be misused; they shall be employed primarily and judiciously for the purpose of conducting the business for which they are duly authorized. These include tangible assets such as equipment and machinery, systems, facilities, materials and resources, as well as intangible assets such as information technology and systems, proprietary information, intellectual property, and relationships with customers and suppliers.

#### **16. Dress Code/Personal Appearance**

You are expected to dress and groom yourself in accordance with accepted social and professional business standards, particularly if your job involves dealing with customers or visitors in person.

A neat, tasteful appearance contributes to the positive impression you make on our customers/visitors/business associates. You are expected to be suitably attired and groomed during working hours or when representing GFIPL. A good clean appearance boosts your own poise and self-confidence and greatly enhances our Company image. When working at a customer's site, please observe and follow the dressing guidelines as specified by the customers appropriately.



Personal appearance should be a matter of concern for each employee. If your manager feels your dress is out of place, you may be asked to leave your workplace until you are properly dressed.

**17. No Smoking / Tobacco:**

Smoking and chewing tobacco in any form is strictly prohibited throughout the premises, buildings and offices. Smoking is also prohibited in washroom, pantry and similar areas.

It is of paramount importance that all fire hazards shall be avoided and that a healthy work environment shall be provided. Everyone must observe the no smoking / tobacco policy while at work.

**18. Alcohol and Drug Abuse:**

No illegal substances or alcohol should be brought onto the premises of the Company or any of its customers at any time. The Company will not accept responsibility for anyone who is involved in an accident as a result of drinking or taking illegal substances.

If you are found to be in an intoxicated condition you will not be allowed on, or to remain on, the Company's premises.

**19. Work Place Organization:**

Neatness and good housekeeping are signs of efficiency. You are expected to keep your work area neat and orderly at all times – it is a required safety precaution.

**20. Theft**

The removal of articles or material belonging to the Company and taken from the premises without management's authorization may be regarded as theft which is classified as gross misconduct.

Similarly, the removal of articles or material belonging to the employee and taken from the premises without the employee's permission may be regarded as theft.