OBJECTIVE

The Employee Code of Conduct & Ethics is set of standards of personal and professional conduct that all employees must strive to uphold and behave in an ethical and professional manner at all times. The Code provides a basis for all employees to maintain a working environment that is productive, positive, enjoyable, safe, and free from harassment and discrimination.

SCOPE

The Employee Code of Conduct & Ethics provides clear guidelines and standards for the appropriate behaviour expected from the employees of Vishalfab India Private Limited

It provides a framework for appropriate behaviour for all the employees of Vishalfab India Private Limited, where they can focus on ethical /Internal disciplinary issues, which employees and management:

- Conduct themselves towards other employees or colleagues, employee representatives, government authorities, and clients;
- Perform their duties and obligations
- Fulfil the mission, goals, and objectives of VFIPL and
- Practice fairness and equity.

The organizational values: integrity, honesty, conscientiousness, compassion, courtesy, fairness, and respect are the crux of the code of conduct. In addition, the employees are expected to behave by following Code of Conduct & Ethics at workplace.

STRUCTURE OF CODE OF CONDUCT & ETHICS

The Code of Conduct & Ethics of Vishalfab (India) Private Limited has been focused on following areas: -

COMMUNICATION

- All the communications in the Vishalfab (India) Private Limited shall be made as per communication policy of the company and through the available communications channels only.
- The Director or Head of operation of the company through mail or display of notice or personal interaction shall make the policy communication.

- The authorized person by the company shall make the communication to outside stakeholders.
- The communication to press shall only be made by the Director of the company or by the person authorized for the purpose.
- The Director, Head of the operation or person authorised by the company shall make the communication with public official.
- The joint development committee and likewise other bipartite committee shall be constituted for encouraging 2-way communication.

COMPLIANCES

- The Vishalfab (India) Private Limited has a belief to follow law of the land
- All salary and wages of the employees shall be paid in time as per lawful schedule.
- All returns and contributions shall be submitted as per law full schedule.
- All taxes shall be paid as per guideline and applicable slab to the company
- Internal and external audit shall be executed in time and auditor's observations shall be complied with as per directions.
- The company shall promote the sustainability and follow the compliances of environmental law.
- The Board of directors shall quarterly monitor the compliances.

CONFLICT OF INTEREST

- Vishalfab (India) Private Limited management expects from its employees: -
  - To declare any likely conflict of interest to Head of the plant or Director and
  - To avoid any detrimental outcome because of a conflict of interest.
- If a conflict of interest arises where an employee:
  - engages or is likely to engage in activities or advances, or
  - is likely to advance personal or other interests at the expense of Vishalfab India Private Limited interests or the interests of other employees, VFIPLManagement may then intervene.
- Employees must ensure that there is no conflict or incompatibility between their personal interests, whether Financial or non-Financial and the impartial fulfilment of their duties.
- It is not possible to define all potential areas of conflict of interest but a number of situations are referred to below: -
  - Additional employment that prevents or hinders the performance of a person in their role
  - Decisions regarding the employment or promotion of relatives or friends
  - Promotion of or soliciting for clients for own private business

- In any case, if any employee finds a case of conflict of interest even within the outline of this Code of Conduct &Ethics or he is perceived so, then it is expected from him to report immediately to Plant operation head or Director of the company.
- Financial conflict of interest may arise where an employee, who has a financial interest in a company or other business, is in a position to influence contracts or transactions between the VFIPL and that business. This conflict may extend to any business undertaking in which employees and their immediate family of the employees are acting in direct competition with the VFIPL activities or interests for personal gain.
- In such situation, Employees should avoid any financial involvement or undertaking that could directly or indirectly compromise or undermine the performance of their duties or the VFIPL objectives or activities.
- A conflict of interest may arise where an employee makes or participates in decisions affecting another person with whom they have a personal relationship (such as a relative, spouse, close friend or personal associate).
- In cases where a conflict may arise, employees must advise his HOD or Head of operation.
- Wherever possible employees should disqualify themselves from dealing with those persons in such situations.
- Employees are expected to maintain proper boundaries with contractors, Customers & suppliers. Employees are expected to make themselves aware of any workplace and/or program-specific policies/guidelines in this area.

EMPLOYEE'S BEHAVIOUR AT WORKPLACE

- Employees should perform the duties associated with their position to the best of their ability, diligently, impartially and conscientiously.
- In the discharging of their duties, employees should:
  - comply with legislative and industrial obligations and administrative policies
  - fulfil their Equal Employment Opportunity and Occupational Safety & Health obligations
  - strive to keep up to date with advances and changes in the knowledge and the professional and ethical standards relevant to their areas and expertise
  - maintain adequate documents to support decisions made
  - treat all persons with courtesy and sensitivity to their rights and provide all necessary and appropriate assistance
  - Act responsibly when becoming aware of any unethical behaviour or wrongdoing by any employee. Such information should be forwarded to the CEO

- Continuously improve work performance. All employees should actively pursue quality improvements
- not make weary remarks about other employees

- Employees must continually strive to improve their professional competence, maintain their knowledge and encourage the development of the skills and competence of associates.

- Dual employment is prohibited by virtue of law and VFIPL management has a personal belief that people should maintain this basic value of behaviour. However, VFIPL will not restrain employees from working outside business hours if the employees do not undermine or compromise with the interest of the VFIPL. Employees should not engage in such employment, if that employment:

  - places them in conflict with their official duties, or would lead to the perception that they have placed themselves in conflict with their duties;
  - is likely to affect their efficiency in the performance of their duties; or
  - Involves the use of VFIPL resources for private purpose without authorisation or recompense.

- The employee must follow the VFIPL attendance policy & employees are expected to be punctual and regular in their attendance.
  - When an employee is unavoidably absent from work due to sickness or any other reason, the employee should inform his HOD or delegated supervisor promptly (preferably before their normal starting time) and indicate their likely return to work.
  - HOD or HR Person may exercise their responsibility to contact employees who have not contacted them directly within a reasonable timeframe to ascertain the reasons for that individual's absence.
  - Employees wishing to extend their leave must arrange this before commencing the leave. If the employee is on leave, they must speak to their immediate Superior at least 2 working days before their leave ends.

- All employees have a responsibility to:
  - Be personally responsible and accountable for their own performance, behaviour and attendance in the workplace
  - Undertake their duties and behave in a manner that is consistent with the provisions of the Employee Code of Conduct.
  - report any withdrawal from the Employee Code of Conduct & Ethics by themselves or others
  - Comply with Vishalfab (India) Private Limited policies and procedures
  - Promote a positive, safe and healthy environment in the conduct of their work

- Acting consistently and fairly in dealing with behaviour that breaches this code.

- A high standard of personal hygiene is expected from the employees of VFIPL at all times. Employees must therefore ensure that their appearance is neat, clean and appropriate for their particular area of work.
- VFIPL have been provided Uniform to its employees and it is expected from them to wear the uniform as per VFIPL uniform policy.
- Employees are expected to conduct themselves in a responsible and professional manner when they are wearing uniform from home to works and back or on official duty.
- During festival day or on birthday employee can be allowed in casual dress.
- Employees must ensure that the safety and health of other employees, customers, suppliers, contractors, are not endangered by any misuse.
- The VFIPL expects employees to perform their jobs with skill, care and diligence. Employees should not perform any act or omission that is likely to have a detrimental effect on their work performance and that of other employees.
- In any case, employees should not be under the influence of alcohol or other substances while they are at work or at work functions.
- Possession, use or trafficking in illegal drugs on the premises is not allowed.
- The VFIPL premises include but are not limited to all buildings, vehicles, car parks, meeting rooms, and open spaces.
- Any such activity will be immediately referred to the police and the VFIPL may take disciplinary action, which may include termination of employment.
- Smoking is not permitted in VFIPL.
- Employees may only smoke in their own time during authorised breaks and at a defined Smoking zone as per factory act.
- Bullying is unreasonable behaviour that is directed against an individual or group by another individual or group and is derived from the misuse of power over the target of the behaviour. This may include:
  - verbal abuse, shouting
  - excluding or isolating behaviour
  - deliberately withholding information vital for effective work performance
  - giving employees impossible assignments
  - physical abuse
  - high pitch conversation with each other
- Bullying is unacceptable conduct within the VFIPL.
- It is the responsibility of all employees within the VFIPL to ensure that premises and facilities are free from harassment;
- HOD's have a particular and clear responsibility to meet this requirement.

- HOD who become aware of serious breaches of policy must immediately inform to the head of the operation and HR department
- VFIPL employee shall not take an active part in politics and stand for election anywhere outside and inside the society.
- No Employee shall indulge in sexual harassment which includes such unwelcome sexually determined behaviour ((whether directly or by implication) as:
  - Physical contact and advances;
  - demand or request for sexual favours;
  - sexually coloured remarks;
  - showing pornography, and
  - Any other unwelcome physical, verbal or non-verbal conduct of sexual nature.

- A Complaints Committee formed for this purpose, who would receive and deal with the complaints lodged by the aggrieved staff will determine whether such conduct constitutes an offense of sexual harassment.

- VFIPL workplace that is free from discrimination or harassment on the basis of race, sex, colour, national or social origin, ethnicity, religion, age, disability, sexual orientation, gender identification or expression, political opinion or any other status protected by applicable law. & the basis for recruitment, hiring, placement, development, training, compensation and advancement at the Company

MISCONDUCTS

The following are considered acts of misconduct and the employees will face disciplinary action if found indulging in any of the following:

- Wilful in subordination or disobedience, whether alone or in combination with others to any of the lawful and reasonable order or orders of the superiors.
- Theft, fraud or misappropriation of company's funds dishonesty in connection with the employer's business or property.
- Theft of property of another worker / employee within the premises of the company.
- Wilful damage to or loss of -VFIPL's goods or property.
- Taking or giving of any illegal gratifications.
- Habitual late attendance or late attendance on more than 3 occasions in a month.
- Habitual breach of any order or rules and regulations or instructions for maintenance and running of any department or the maintenance of cleanliness of any portion of the company.
- Misbehaviour towards customers and visitors.

- Riotous or disorderly behaviour towards superiors, co-workers during working hours in the premises of business of the company or outside or any act subversive of discipline in connection with work of VFIPL.
- Habitual absence from work without sanction of leave or absence without sanction of leave for more than 9 working days.
- Habitual negligence or neglect of work.
- Striking work singly or in combination with others or inciting others to strike work in contravention of the provisions of any law or rule having the forces of law/or any contract including the implied contract of appointment to attend and to work.
- Tempering with any records, evidence, threatening the witnesses, falsifying or refusing to give testimony when incidents in the undertaking or other matters are being investigated or being considered.
- False statements made or particulars given in his application form for appointment or when called upon by the management to make true statements of any fact in connection with any matter connected with the work or business of the company.
- Sleeping while on duty.
- Absenting from work spot without proper authority and/ or permission during duty hours or idling away.
- Adopting, participation, instigating, encouraging abetting go slow tactics.
- Carrying lethal weapons, fighting or attempting bodily injury to other workman.
- Drunkenness or conduct, which violates common decency and morality.
- Assaulting, abusing, threatening or intimidating, gheraoing any superior or any other workman / employee of the company, whether inside or outside the VFIPL in connection with the work / business of the company.
- Gherao or wrongful confinement or coercion of staff / employee.
- Playing cards and gambling within the premises.
- Smoking and / or spitting within the premises of the company other than at the place where permitted.
- Refusing to sign a statement or declaration given by himself or to receive or sign notices, warnings, memo etc., issued or given by any superior or the manager.
- Conviction for any offence by a court of law, involving moral turpitude.
- Obtaining leave on being sick and during the same period working elsewhere or attempting to obtain work elsewhere or obtain leave on false pretext.
- Obstructing, preventing or intimidating any person from attending his or their normal work or from seeking employment.
- Engaging in activities or giving false statement before any person or authority with the intention to cheat the company.
- Refusal to submit for search or search on suspicion of theft of company's property.

- Collection of any money within the premises for purpose not sanctioned by the management.
- Handling any machinery apparatus not entrusted to his charge.
- Refusal to work overtime due to exigencies of work.
- Unauthorized disclosure, to any person, of any information with regard to the process of the company, which may come in the possession of workman in the course of his work.
- Canvassing for union membership or for the collection of union dues inside the premises of the Vishalfab (India) Private Limited during the working hours of the company.
- Holding meeting or shouting slogans or leading processions or demonstrations inside the premises of the company or distributing or accepting inside the premises hand bills, notices or pasting posters, abusing any superiors in the company.
- Engaging in private work or trade within the premises of the company.
- Refusal to submit for medical examination when directed to do so by the manager.
- Failure to observe safety instructions notified by the employer or interference with any safety device installed within the company.
- While in employment, working for any other employer for any consideration or otherwise.
- Joining other company without intimation and proper approval of relieving from the employer.
- Failure to furnish the management with the certificate of fitness.
- Logging attendance of any other workman / employee or to falsify the records in any manner in respect of attendance or Payment of Wages.
- Habitually remaining in toilets for unreasonably long periods of time.
- Falsifying and tampering with any official records.
- Failure to report accident / injuries while on duty and / or failure to give evidence in respect of such accidents / injuries.
- Failure to notify the company of change of address.
- Refusal to accept any order of transfer / or to work any shift.
- Committing nuisance at within primes of the VFIPL
- Entering the VFIPL premises without permission and / or authority outside the duty hours.
- Interfering in any manner with any of the management functions and / or right, or with the work of the other workers / employees.
- Remaining within the company's premises without permission and / or any official business after the authorized duty hours.
- Allowing an unauthorized person to operate his machine.

- Unauthorized use of a vehicle of the company and communication systems (like Telephone/Fax, etc.,)
- Doing any act prejudicial to the interest of reputation of the company.
- Loitering or leaving place of work without sufficient and reasonable cause and permission during the working hours.
- Not taking proper care of the tools, gauges, jigs, fixtures, or any other company's property entrusted to him.
- Sudden stoppage of power, switching off electric power resulting in damage to company's property, machinery or plant.
- Conduct which endangers the lives and safety of other workmen / employees.
- Wilfully allowing any unauthorized person to enter the premises outside the working hours of quarters.
- Trespassing or forcible occupation of the company's premises outside the working hours of quarters.
- Money lending, borrowing, or running a chit funds scheme or engaging any kind of such trade within the premises of the company.
- Deliberate abuse of any concessions or benefits or any leave privilege for the time being in force.
- Copying of company's data. Design, policies; lay out, plant details, business details without permission from the authority & transmit to other business stake holder or competitor.
- Uploading of unauthorized software games & social sites on the system provided by the company
- Unauthorized or improper use of VFIPL property or equipment, including vehicles, telephone or mail service.
- Unauthorized possession or removal of VFIPL or another person's private property.
- Unauthorized posting or removal of notices or signs from bulletin boards.
- Unauthorized use, lending, borrowing or duplicating of VFIPL keys.
- Unauthorized entry to property, including unauthorized entry outside of Assigned hours of work or entry to restricted areas.
- Any act which may be considered as misconduct in common parlance.
- Submission of false& fabricated travelling bills for reimbursement.
- Submission of false and fabricated medical bills for reimbursement.
- Accepting money or any other favour from the suppliers and service provider
- Attending parties with vendors /suppliers and service provider without permission from the Management.

OCCUPATIONAL SAFETY AND HEALTH

- The VFIPL is committed to providing a safe and healthy workplace for all employees and visitors however; employees have a responsibility to make the workplace a safe and healthy place for all concerned, as far as reasonably possible and in compliance with the lawful provisions.
- The employees must be familiar with the standards or procedures in their particular area of work.
- If employees in any case are not aware about these standards or procedures during the induction process, then it is the responsibility of the concerned HOD to make him well acquainted with all such norms and standard related to health and safety. .
- All employees are responsible for:
  - working so as not to endanger themselves or any other person by any act or omission
  - use and follow OSH instructions, training or other information
  - report all incidents, accidents, injuries and hazards to management for action.

INFORMATION TECHNOLOGY AND USE OF EMAIL

- The Employees shall follow the IT policy of the company
- Employees must not access information, which they are not authorised to access or use, and must not allow any other person access for any reason.
- Employees must take all reasonable precautions, including password maintenance and file protection measures to prevent unauthorised access and have an obligation to maintain the security and confidentiality of the information systems over which they have responsibility or control and that are owned or used by agreement.
- The Email Id provided by the company should be used for official communication only.

RECORDS MANAGEMENT

- Employees of VFIPL need to be aware of their record keeping responsibilities and are reminded there is a legal requirement to adhere to proper records management practices and procedures.
- All employees must therefore ensure that VFIPL documents are not placed in unofficial or private filing systems but place such documents in official files.
- Employees must not remove documents from official files.
- They are controlled records, and must be complete, up-to-date and capable of providing organisational accountability when officially scrutinized.

- ❖ Employees must not damage, dispose of, or in any other manner, interfere with official documents or files.
- ❖ The destruction of records may only take place in accordance with a disposal and retention schedule, which has been approved by the Director of the company

GRIEVANCE HANDLING

- ❖ It is expected that as a first step, employees will attempt to resolve the issues between themselves. Where this is not appropriate or does not result in a satisfactory resolution a more formal grievance Redressal procedure of VFIPL shall be followed .

BREACHES OF THE CODE

- ❖ VFIPL is committed to the standards set out in the Employee Code of Conduct. Where the VFIPL management then a response to the breach have identified a breach of the Code may result in:
  - ➢ Counselling
  - ➢ disciplinary action
  - ➢ suspension; or
  - ➢ termination of employment
  - ➢ Laying of criminal charges
  - ➢ or civil action

Any violation of the Code of Conduct & Ethics would constitute an act of misconduct for which disciplinary action may be taken by the company and would be punishable under the provisions for penalties.

Whenever there will be any amendment in related law, the same amendment will be sue Moto deemed to be a part of this code of conduct.

EMPLOYEE CODE OF CONDUCT STATEMENT

By signing this statement, I declare that I acknowledge and agree to abide by this VFIPL Employee Code of Conduct.

_____

(Signature)

_____

(Print name)

_____

(Insert date)

The original signed statement should be placed in the employee's personnel file and a copy should be provided to the employee.