

Code of Conduct

Date: June 10, 2024

Version 1.0

Contents

Sr. No.	Particulars	Page No.
1.	Preamble	1
2.	Applicability	1
3.	Objective	1
4.	Scope & Coverage	
(i)	Personal Conduct	2
(ii)	Equal Employment Opportunity & Non-Discrimination	2
(iii)	Health, Safety & Environment	2
(iv)	Conflict of Interest	3
(v)	Statutory Rules & Regulations	3
(vi)	Accounting Principles	4
(vii)	Product Excellence	4
(viii)	Confidentiality	4
(ix)	Non-Alignment to any Political Outfit	4
(x)	Media Interaction / Social Media	5
5.	Whistleblower	5
6.	Acknowledgement – Annexure A	6

1. Preamble

- a) Hindustan Pencils Pvt. Ltd. (the “Company”) is committed towards excellent corporate governance and the highest standards of professionalism with fair and ethical standards. The Company is also committed for creating, nurturing, and maintaining a work environment that promotes transparent business practices in accordance with the statutory and regulatory requirements.
- b) The expression Hindustan Pencils Pvt. Ltd. means the Hindustan Pencils group comprising Hindustan Pencils Pvt. Ltd. and all its subsidiaries and associate companies.
- c) The Code of Conduct (the “Code”) details the Company’s expectations on professional conduct and the duties and responsibilities of everyone working for or on behalf of Hindustan Pencils Pvt. Ltd.
- d) The Code to be read together with the other policies, rules and regulations that the Company may publish from time to time.
- e) The Company reserves the rights to revise, modify, rescind, delete, or add to the provisions of the Code at its sole discretion.

2. Applicability

- a) The Code applies to all the employees (whether full time or part time), directors (whether full time or part time), retainers (whether full time or part time), workers (workers on full time or part time), probationers, trainees, apprentices, employment with the Company, whether unionized or non – unionized, in permanent, probationary, temporary, or contractual appointments (the “Employees”).
- b) All the Employees of the Company are expected to read, understand, acknowledge (Annexure A) and follow this Code.

3. Objective

The Code of Conduct has been designed to:

- a) provide guidelines to all Employees of the Company regarding their conduct and action(s) during the course of employment with the Company.
- b) ensure that Employees adhere to the statutory and regulatory requirements across the geographies and locations, the Company operate in.
- c) establish and define the acceptable standards of behavior and conduct for Employees when dealing with everyone including but not limited to fellow

employees, suppliers, business associates, government personnel and authorities and any other stakeholder.

4. Scope & Coverage

(i) Personal Conduct

- a) The Company and the Employees are expected to act in accordance with the highest standards of personal and professional integrity, honesty and ethical conduct.
- b) The Company strictly discourage Employees from accepting gifts from any business associates and prohibits briberies for the benefit of any external or internal party.
- c) Employees are expected to be punctual and regular in their attendance.
- d) Employees are expected to follow reporting manager's instructions and complete their duties in a timely manner.
- e) Employees are expected to open for communication with their colleagues, supervisors, subordinates, team members etc.
- f) Employees grooming and attire should reflect the high standards that the Company represents.
- g) Employees are expected to handle Company assets, materials tangible or intangible with utmost care, should not misuse them and ensure to protect them from any damages.

(ii) Equal Employment Opportunity & Non-Discrimination

- a) The Company provides equal employment opportunity to all qualified persons without any discrimination on the basis of, gender, race, marital status, nationality, ethnic origin, sexual orientation, caste or religion in accordance with applicable local, state and national laws and regulation.
- b) The Company is committed to promote diversity, equity and inclusiveness by creating an equal opportunity for everyone in the workplace.

(iii) Health, Safety and Environment

- a) The Company is committed to provide a safe and healthy workplace.
- b) Company policy prohibits sexual harassment, harassment based on race, religion, nationality, ethnic origin, colour, gender, age, marital status, or a disability

unrelated to the requirements of the position or any other basis protected by the central, state or local law and regulations.

- c) Prevention of Sexual Harassment: Prevention of Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Policy) protects women against any form of sexual harassment at the workplace.
- d) POSH policy will apply to both genders and all the Employees of the Company.
- e) Employees should not disrupt the workplace or present obstacles to their fellow colleagues' work and operations.
- f) All the Employees are required to follow the applicable safety norms in their respective activities and processes. Violation of safety norms will be viewed very seriously.
- g) No personal business activities (example: selling of insurance policies, mediclaim policies etc.) should be carried out in the workplace.

(iv) Conflict of Interest

- a) The Employees of the Company shall not engage in any business or activity which might detrimentally conflict with the interest of the company.
- b) Employees should avoid engaging in any personal relationship with a colleague, vendor/supplier, for any reason whatsoever, which may cause a Conflict of Interest situation. In case of any such personal relationship at the workplace, the same needs to be disclosed to the General Manager – HR immediately.
- c) No Employee should use his or her position with the Company or information acquired during employment with the Company in a manner that may create a conflict, or the appearance of a conflict, between the Employee's personal interest and those of the Company.
- d) In case an employee runs an alternate business, employee should mandatorily disclose and declare the full details of such business to Head of Human Resources.

(v) Statutory Rules and Regulations

- a) Employees are expected to follow all the rules and regulations laid down at their respective workplaces and location with regard to discipline, workplace timings, dress code etc.
- b) The Company is committed to abide by all the central, state and local law, rules and regulations applicable as per the statute.

(vi) Accounting Principles

- a) The Company is committed to keep all financial transactions fully and accurately recorded in the Company's books and records in compliance with all the applicable laws. There shall not be any willful omissions of any company transactions from the books.
- b) Employees are expected to ensure that they claim applicable reimbursement of expenses based on actual spends, supported by valid documents.
- c) Any misrepresentation of facts, false claims, submission of false documents etc. will lead to appropriate disciplinary action.

(vii) Product Excellence

- a) The Company is committed towards manufacturing and supplying products of world class quality that meet all applicable standards.
- b) Employees are expected to follow all the laid down requirements by the Company, quality standards and all other regulatory requirements towards manufacturing and supplying of the products.

(viii) Confidentiality

- a) Any information related to products, business assets, financials, operations of the Company, technical information, know-how and trade secrets, details of the Company, marketing plans, strategies, tactics, methods, market research data, employee information, financial information and all information, policies, business procedures in relation to the Company and its Employees, customers, suppliers , vendors and all business associates will be considered as "Confidential Information" including "Sensitive Personal Information".
- b) (b) Employees are expected to keep such information ("Confidential Information") confidential and not to disclose to third parties and also to Employees who are not authorized to receive such information(s). This needs to be followed even when they cease to be an employee of the Company. Employees must also not use any such information(s) for personal use or personal gain.

(ix) Not Aligned to any political outfit

- a) The Company act in accordance with the central, state and local law and regulations and do not support or reject, directly or indirectly, through any actions, any political outfit's suitability for any office or political cause. We shall not make

any kind of contributions to political campaigns or political parties using Company funds or assets without consulting the Board of Directors.

(x) Media Interaction / Social Media

- a) The requests for any kind of information about the Company from the media, press or any external agencies should be referred to the Company Secretary team.
- b) Employees must not use work-related social media for personal purposes.
- c) Employees must not, from their personal social media accounts, post anything on business matters relating to the Company. Any post related to celebrations; fun at work; reward and recognition can be posted by the employees on their personal social media account.

5. Whistleblower Policy

- a) Any actual or potential violation of the Code, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company. Hence, the Company encourages its Employees who have concerns about suspected misconduct to come forward and express their concerns without fear of punishment or unfair treatment.
- b) The role of the Employees in pointing out such violations of the Code cannot be undermined. Accordingly, **Whistleblower Policy** has been formulated with a view to provide a mechanism to raise concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements or any kind of unfair treatment and practices.
- c) The Whistleblower policy intends to cover serious concerns that could have grave impact on the operations and performance of the business of the Company.
- d) Employees are advised to refer Whistleblower Policy of the Company to report any actual or potential violation of the Code.

6. Acknowledgment & Acceptance of the Code

Annexure – A

HPPL Code of Conduct

I acknowledge that I have received the Hindustan Pencils Pvt. Ltd. (HPPL) Code of Conduct.

I have read and understood the Code of Conduct and I acknowledge that as an employee of HPPL, I am required to comply with the guidelines described therein and failure to do so may subject me to action as per my employment terms and conditions and relevant company policies.

If I have a concern about a violation or a potential violation of the HPPL Code of Conduct, I understand that there are channels available to me in the company to report such concerns. By making use of these channels, when necessary, I will play my role in maintaining the high ethical standards.

Post my separation from the Company, I will continue to adhere to and uphold any and all particular clauses that may continue to be applicable under the Code of Conduct.

Signature:

Name:

Designation:

Department:

Date:

Place: