



SUPPLIER CODE OF **CONDUCT POLICY**

Version	Revision Date
1.0	June 2023
2.0	September 2024

Introduction:

EIH Limited (hereinafter referred to as “EIH Limited”, “Company” or “We/Us/Our”). endeavors to conduct its business in a transparent and ethical manner, considering environmental sustainability and social responsibility. Therefore, EIH aspires to integrate the best practices through its value chain. Suppliers are an essential part of our business value chain and immensely contribute to EIH’s growth and hopes to nurture long-term strategic partnerships in ensuring business sustainability.

This Supplier Code of Conduct is aligned with the principles outlined by the United Nations Global Compact (UNGC) such as anti-corruption, environment, human rights, labor. The principles and norms described under the theme of ‘labor’ are in line with the specified standards of SA 8000 and International Labor Organization (ILO).

Scope and Applicability:

This Code applies to all suppliers, including individuals and organizations that directly or indirectly provide goods and services (hereinafter called Suppliers) to EIH and its subsidiaries.

Principles of the Policy

This Supplier Code of Conduct has been developed based on standards globally recognized and best practices that are followed across industries. We trust all our suppliers to read, understand and affirm compliance with this Policy.

Ethics and Compliance with laws:

EIH expect Suppliers to partner with us with integrity and in an ethical manner. The company has zero tolerance to any non-compliance with laws and business ethics practices. Suppliers are also expected to maintain and furnish any information required by EIH and its subsidiaries for regulatory disclosures.

i) ***Conflict of interest:***

Suppliers are expected to use good judgement and avoid situations that may lead to a conflict. Conflict of interest can undermine the trust of stakeholders on the Suppliers and EIH. Therefore, proactive measures must be taken to address any situation of potential conflict with EIH or our employees.

ii) ***Fair business, advertising, and competition:***

Suppliers must uphold standards of fair business, advertising, and competition and shall not engage in price fixing, bidding, price discrimination, or unfair trade practices in violation of applicable antitrust laws.

iii) ***Statutory compliance:***

Suppliers must comply with all statutory laws, regulations, and rules as per national or local guidelines. Suppliers shall maintain a record of all licenses, permits, approvals and must furnish copies of the same whenever requested by EIH. Suppliers should

- voluntarily disclose any ongoing or resolved litigation and any organizational change of status in order to maintain transparency.
- iv) *Tax evasion:*
Suppliers, their agents, subcontractors, intermediaries, and workers must not directly or indirectly engage in or facilitate fraudulent diversions of funds from a tax authority. EIH shall not tolerate unlawful tax evasion or the facilitation of unlawful tax evasion. Therefore, proactive steps must be taken to prevent such conduct.
 - v) *Gifts and hospitality:*
Suppliers must not offer any kind of gifts, free goods, services, or any other hospitality to any of our personnel, staff, or professionals under any contract with EIH. Suppliers shall promptly disclose any such requests made by EIH's personnel, staff, or professionals under any contract with EIH.
 - vi) *Post-employment restrictions:*
Suppliers shall not offer any direct or indirect employment to any of EIH's personnel, staff, or professionals under any contract with EIH who are actively engaged in the procurement process with them for one year following separation from EIH.
 - vii) *Anti-corruption and bribery practices:*
Suppliers shall ensure the highest standards of moral and ethical conduct. Suppliers shall not indulge in any corrupt practices defined under laws of international trade government authority/ organization and must comply with relevant anti-bribery and corruption laws such as Prevention of Money Laundering Act 2002 (India), Prevention of Corruption Act, 1988 (India), the U.S. Foreign Corrupt Practices Act (FCPA) and Bribery Act 2010 (U.K.). Proactive steps shall be taken to eliminate all forms of corrupt practices such as bribery, fraud, cheating or any other practice considered illegitimate with adequate awareness programs to educate employees.
 - viii) *Confidentiality:*
Suppliers must protect confidential business and personal information obtained due to business relationship for performing jobs assigned by EIH and its subsidiaries and must not share such information with unauthorized persons. EIH confidential information includes any employee information, personal data, and third-party information in EIH's custody as shared by EIH and its subsidiaries.
 - ix) *Intellectual Property Rights*
Suppliers shall take all steps to adhere to the intellectual property rights of EIH including but not limited to the EIH copyrights, patents, trade secrets and trademarks.
 - x) *Conflict Minerals:*
Suppliers shall comply with all applicable Conflict Minerals rules and regulations and exercise appropriate due diligence while sourcing such minerals. Suppliers shall adopt policies and procedures that are reasonably designed to prevent products or parts that are not responsibly sourced from entering EIH's supply chain.

Product Quality:

- i) *Product Responsibility:*

Suppliers shall ensure that the quality of product/service delivered shall be in-line with all the contract terms and conditions. Suppliers shall adhere to all applicable laws and regulations regarding prohibition or restriction of specific substances, including labelling of products, correctness and adherence to EIH's specified material specifications and comply to agreed terms and conditions of the contract. Additionally, suppliers are not permitted to use EIH's approved specifications of any design and/or printed format and/or any customized product for any other purpose such as reselling.

ii) *Food safety and quality:*

Suppliers are committed to providing EIH and its subsidiaries with reliable and safe products. Therefore, EIH expects Suppliers to always consider and manage food safety and quality in their own operations and in the supply chain. Suppliers must deliver products and services that meet the safety and quality requirements established by EIH, in addition to those established by applicable laws and regulations (such as FSSAI in India) where they operate and EIH and its subsidiaries reserves the right to request additional quality and food safety certifications from the supplier at any time. Suppliers must provide with any critical information involving any products or services provided by the supplier that can affect the quality or safety of EIH's products.

Social Responsibility

All suppliers should demonstrate that they meet SA 8000 standard for worker safety and well-being. The SA8000 Standard is based on internationally recognized standards of decent work, including the Universal Declaration of Human Rights, ILO conventions, and national laws. SA8000 applies a management-systems approach to social performance and emphasizes continual improvement.

i) *Protection of human rights:*

Suppliers are advised to support and respect the protection of internationally recognized human rights such as adopting the Universal Declaration of Human Rights (UDHR).

ii) *Indigenous culture:*

Suppliers shall ensure their operations are not adversely affecting any indigenous people, minorities (cultural, linguistic, and religious) and local communities. Proactive steps shall be taken to preserve local culture and communities.

iii) *Local communities:*

Suppliers shall minimize or eliminate adverse impacts on local communities around their operations. Suppliers are advised to undertake stakeholder consultations to identify the needs and understand grievances of the local communities. Moreover, Suppliers shall also commit towards socio-economic upliftment of the local communities.

iv) *Protection of humane culture:*

Suppliers shall ensure dignified and respectful treatment of all within the workplace and shall not tolerate instances of harassment including verbal, psychological, and sexual abuse, the use of threats of violence and/ or sexual exploitation and abuse by any of their employees, contractors, parent company, and/ or business associates. Suppliers must effectively bring awareness and communicate with workers to ensure

a dignified and respectful workplace by having a written policy and providing grievance redressal mechanisms to address any concerns raised by employees.

v) *Wages and benefits:*

Suppliers shall ensure that their employees are paid directly at regular intervals in alignment with applicable laws or regulations including, but not limited to minimum wages, deduction from wages, overtime hours, and associated benefits as applicable. Overtime requirements, if any, must be based on business requirements and should be voluntary. Suppliers must provide components of pay structure to employees prior to recruitment and ensure that the compensation is competitive for the nature of the work being performed. Recruitment, wages, and benefits must be in accordance with the principle of equal opportunity.

vi) *Child labor:*

Suppliers shall prohibit employment of children under 18 years of age, or under the minimum age for employment in the country, whichever is greater. Established systems and processes are expected to be in place to verify the identity and age of their employees through verification of nationally accepted documents and reports by the Suppliers or by contracting Third-party for the verification process. EIH expects its suppliers to comply with the Convention on the Rights of Child, International Labor Organization Minimum Age Convention and Prohibition and Immediate Elimination of the Worst Forms of Child Labor Convention.

vii) *Forced or compulsory labor:*

All forms of forced and compulsory labor shall be prohibited. Suppliers shall comply with all slavery and human trafficking laws – Modern Slavery Act and must ensure that adequate steps have been taken in the business operations to free from slavery and human trafficking practices. Suppliers are advised to develop and adopt practices to identify and take prompt corrective actions in any such instances. Moreover, Suppliers shall not confiscate or withhold worker identity documents or other valuable items, including work permits and travel documentation of any of its workers/ employees.

viii) *Non-discrimination:*

Suppliers shall eliminate all forms of discrimination at the workplace on grounds of race, color, age, gender, sexual orientation, religion, ethnicity, political opinion, nationality, social origin, disability, family status, or any such grounds as may be recognized under the applicable national laws as discriminatory. Suppliers must take proactive measures to ensure that all their employees are provided equal employment opportunities including but not limited to recruitment, promotion, training, remuneration and benefits and a conducive environment for growth which is free from any form of discrimination and harassment.

ix) *Freedom of association and collective bargaining:*

EIH expects its Suppliers to respect and recognize the rights of its employees to freely associate, organize and bargain collectively. Proactive steps shall be taken to promote fair working conditions as guided by international conventions as applicable.

x) *Freedom of speech and expression:*

Suppliers shall ensure an enabling environment in which all employees have the fundamental right to freedom of speech and expressions subject to the limitations of public order and mortality.

xi) *Health and Safety:*

Suppliers shall provide employees with a healthy and safe workplace to ensure productivity, physical, and mental wellbeing. Suppliers are expected to be compliant with all applicable health and safety laws, regulations and practices and must furnish copies of the same whenever requested by EIH. Suppliers are advised to monitor and track essential health and safety indicators such as fatality rate, lost-time injury frequency rate, and lost-time incident rate. Suppliers take adequate steps to minimize hazards which may be inherent in their work environment by having processes in place and requirements such as occupational safety, emergency preparedness, machine safeguarding. Suppliers are encouraged to share best practices among their employees through conducting regular training on occupational health and safety.

Environment Responsibility

i) *Pollution prevention and Air emissions:*

Suppliers shall monitor and track Greenhouse Gas Emissions (GHG) and other air emissions such as volatile organic compounds (VOCs), aerosols, corrosives, particulate matters, ozone depleting substances, and combustion by-products generated from their operations. Suppliers must comply with emission regulations and norms as specified by the appropriate regulatory authorities.

ii) *Energy use:*

Suppliers shall monitor and track energy usage and take necessary steps to improve energy efficiency. Suppliers are encouraged to diversify their energy-mix by renewable energy sources and minimizing reliance on fossil fuels.

iii) *Water use:*

Suppliers shall monitor and track water usage and take necessary steps to improve water efficiency. Water interventions such as promoting recycling and reusing of water, rainwater harvesting, wherever applicable.

iv) *Waste Management:*

a. *Management of hazardous materials:*

Suppliers shall ensure that chemical and other hazardous materials are managed responsibly through safe interventions such as handling, movement, storage, recycling, reuse and/ or disposal.

b. *Waste and effluent management:*

Suppliers shall ensure that wastewater and solid waste generated from operations, industrial processes, sanitation facilities are monitored, tracked, and disposed of in accordance with the norms prescribed by the appropriate authorities or bodies.

v) *Biodiversity:*

Suppliers must minimize or eliminate adverse impacts to biodiversity around their operations. Suppliers are advised to undertake preservation and restoration of

biodiversity, forests, and natural habitats. Moreover, Suppliers shall commit and take measures against deforestation.

vi) *Sustainable Procurement:*

Suppliers are encouraged to engage with their own suppliers on sustainable procurement practices.

Management systems

Suppliers are expected to set up a management system which meet the standards set forth and improve their operations and practices continually. The Management System shall be designed to monitor and ensure:

- i) Conformance with the Supplier Code of Conduct
- ii) Compliance with applicable laws and regulations
- iii) Identification, monitoring, and mitigation of risks related to the Supplier Code of Conduct

Information security and Data protection

EIH and its subsidiaries ensure that it complies with all applicable data protection laws and contractual requirements. EIH is committed to uphold highest data protection and privacy standards with respect to all Supplier data and Personally Identifiable Information also referred to as Personal Data. We expect our Suppliers to adhere to similar standards, when processing such Personal Data, including sensitive personal information. Where the Supplier is an independent controller, Supplier shall comply with local laws of the land, when processing such personal data. Where the supplier is acting on behalf of EIH and its subsidiaries, Supplier shall comply with all obligations under applicable Data Protection Laws and Regulations, and also abide by the obligations under Data Processing Clauses and standard contractual clauses relevant to the processing of personal data, available in the PO (Purchase Order) and ensure adequate measures are implemented to address technical and organizational security measures, data subjects rights, transfer of data and retention of data, including deletion, while processing personal data owned, controlled and managed by EIH.

Supplier shall inform EIH of any instance of data breach within 48 hours upon discovery of the same. Supplier is expected to fully cooperate with EIH and its subsidiaries and provide them with reasonable access to data processing facility, for conducting investigations into the reported data breach incident.

Business Continuity

Supplier shall ensure that there are plans and procedures to resume business in the event of any physical disaster (e.g., Such as fire, flood, wind, earthquake, explosion, etc.) or work stoppage of any kind (e.g., Labor strike, economic/social structure breakdown, etc.). Subject to mutual agreement on business continuity plan terms by both parties, the Supplier shall resume services within committed timelines following a disaster or work stoppage event. Suppliers are committed to continue be in business with EIH and its subsidiaries to renew the contract.

Training and awareness programs

EIH will conduct regular training among its suppliers to share the best practices being followed by industry leaders and giving an opportunity to suppliers to highlight their practices.

Reporting concerns

EIH's endeavor is to foster an environment of open and honest communication. Suppliers shall be assured that an effective grievance procedure will be established to ensure that any supplier or its representative can submit a grievance without suffering any prejudice or retaliation of any kind.

All reports are treated in a confidential manner and in the highest ethical regard. You may choose to remain anonymous while reporting.

The company has a [Whistle blower policy](#) which allows our stakeholders to provide feedback and raise concerns. In case of any potential legal violation or queries related to the clauses mentioned above, e-mails can be sent to the email id: disclosure@oberoigroup.com

In case any violation of this Code is identified, the Supplier, at EIH's discretion, would be given time to remediate the problem, with assistance from EIH wherever possible. If the problem is not effectively addressed and within a clear timeframe which is acceptable to EIH, then EIH reserves the right to terminate its business relationship with the violating Supplier.

Reporting and Communication:

EIH expects its Suppliers to adhere to all applicable laws and regulations and comply with this Code in letter and spirit. By accepting this Code of Conduct, it is implied that the suppliers will ensure compliance of this Code with their Suppliers. The Supplier shall maintain adequate documentation to demonstrate compliance with the principles of this Code and allow access to EIH to check compliance upon request with reasonable notice.

It is hereby affirmed that this Supplier Code of Conduct has been read and understood, and that it is agreed upon to comply unconditionally with the provisions of this Code stated hereinabove.

Review of the Policy:

The Policy will be reviewed periodically or in case of any significant changes to the principles of UNGC, SA 8000, ILO, or EIH's business strategy.

Suppliers' commitment

EIH expects its Suppliers to adhere to all applicable laws and regulations and comply with this Code in letter and spirit. By accepting this Code of Conduct, it is implied that the suppliers will ensure compliance of this Code with their Suppliers.

The Supplier shall maintain adequate documentation to demonstrate compliance with the principles of this Code and allow access to EIH to check compliance upon request with reasonable notice.

It is hereby affirmed that this Supplier Code of Conduct has been read and understood, and that it is agreed upon to comply unconditionally with the provisions of this Code stated hereinabove.

Supplier Name:

Signer's Name and Designation

Signature:

Date: