



Electrosteel Steels Ltd

(A Subsidiary of Vedanta Ltd.)

Supplier Code of Conduct



Supplier Code of Conduct

This Supplier Code of Conduct is applicable to all 'Suppliers' globally. 'Supplier' here refers to suppliers/ service providers/ vendors/ traders / agents/ consultants/ contractors/ joint venture partners/ third parties including their employees, agents and other representatives, who have a business relationship with and provide, sell, seek to sell, any kinds of goods or services to Vedanta Resources Plc or any of its subsidiaries, affiliates, divisions.

This Supplier Code of Conduct sets forth the basic requirements that we ask our Suppliers to respect and adhere to when conducting business with Electrosteel Steels Ltd ("ESL"). This Code embodies ESL's commitment to internationally recognized standards, including the Core Conventions of the International Labour Organization, United Nations' Universal Declaration of Human Rights as well as prevalent industry standards, and all other relevant and applicable statutory requirements concerning Environment Protection, Minimum Wages, Child Labour, Anti-Bribery, Anti-Corruption, Health and Safety, whichever requirements impose the highest standards of conduct.

▪ **LABOUR & HUMAN RIGHTS**

Adhering to all Labour Laws and Human Rights Laws, Suppliers shall:

- Comply with all applicable local, state and national laws regarding human rights.
- Comply with the Company's Human Rights Policy.
- Ensure that all their employees are hired on their own free will and guarantee that all their operations are free from forced, bonded, compulsory, indentured, prison labour or any other form of compulsory labour and child labour.
- Ensure that all its employees are provided equal employment opportunities, an environment conducive to their growth, free from any form of discrimination and harassment.
- Ensure compliance with minimum working hours and minimum wages prescribed by applicable laws and regulations.
- Comply with all slavery and human trafficking laws. Suppliers must ensure they have taken steps to ensure their business operations are free from slavery and human trafficking practices both internally and within their supply chains and other external business relationships.
- Ensure that employees are not be charged any fees or costs for recruitment, directly or indirectly;
- Not confiscating or withholding worker identity documents or other valuable items, including work permits and travel documentation of any of its workers/ employees.



Supplier Code of Conduct

- **HEALTH, SAFETY & ENVIRONMENTAL SUSTAINABILITY**

- The Supplier shall provide its employees with a safe and healthy working environment and comply with all applicable laws and regulations regarding working conditions.
- Supplier shall follow all Environmental, Health and Safety and other operational policies of the Company while executing any work or contract at the company site.
- Supplier shall follow all laws of the land including laws on Environment sustainability and protection while executing any work for the Company.

- **BUSINESS INTEGRITY**

Anti-Bribery: The Supplier shall not, directly or through intermediaries, take any recourse to any unethical behaviour (implicit or explicit), or offer or promise any personal or improper advantage in order to obtain or retain a business or other advantage from a third party, whether public or private, including with any employee of ESL. More specifically:

- Shall not offer or accept bribe or use other means of obtaining undue or improper advantage, offer or accept any kickbacks, and shall not take any actions to violate or cause its business partners to violate any applicable anti-bribery laws and regulations including the Foreign Corrupt Practices Act of USA (FCPA), Bribery Act of United Kingdom and Prevention of Corruption Act of India.
- Shall not take any advantage of any family/ social/ political connections to obtain favorable treatment or for the advancement of business or obtaining any favours. Merit shall be the sole attribute of association with ESL.
- Shall not enter into a financial or any other relationship with an ESL employee that creates any actual or potential conflict of interest for ESL. The Supplier is expected to report to ESL any situation where an employee or professional under contract with ESL may have an interest of any kind in the Supplier's business or any kind of economic ties with the Supplier.
- Shall not offer any gift, hospitality or entertainment for the purpose of obtaining any advantage, order or undue favor.

Unfair Trade Practices: Supplier shall desist from any unfair or anti-competitive trade practices.



Supplier Code of Conduct

- **REPORTING OF UNETHICAL PRACTICES AND GRIEVANCE ADDRESSAL MECHANISM**

The Supplier shall ensure that an effective grievance procedure has been established to ensure that any worker/ employee, acting individually or with other workers, can submit a grievance without suffering any prejudice or retaliation of any kind.

Suppliers shall also forthwith report any unethical activity or discrimination if practiced by any ESL employee/other Suppliers as per ESL whistle-blower policy (uploaded on the company website).

- **INTELLECTUAL PROPERTY**

The Supplier shall take appropriate steps to safeguard and not infringe any ESL confidential and proprietary information/intellectual property/ technology which come to its knowledge during the course of its business relationship/ dealings with ESL. In case of sub-contracting, sharing of confidential information should be made with the consent of ESL.

- **THIRD PARTY REPRESENTATION**

The Suppliers shall not be authorized to represent ESL or to use ESL's brands without the written permission of ESL. Third parties and their employees who are authorized to represent ESL are expected to abide by the ESL's Code of Conduct & Business Ethics Policy in their interaction with, and on behalf of ESL including the confidentiality of information shared with them and to sign a non-disclosure agreement to support confidentiality of information.

- **PROHIBITION ON INSIDER TRADING**

If the Supplier becomes aware of material, non-public information relating to ESL or its business, it may not buy or sell ESL securities or engage in any other action to take advantage of that information, including passing that information on to others. In addition, if the Supplier becomes aware of material, non-public information about any other company, including ESL customers, suppliers, vendors or other business partners, that is obtained by virtue of the supplier's interaction with ESL, then the Supplier shall not buy or sell that company's securities or engage in any other action to take advantage of that information, including passing that information on to others.



Supplier Code of Conduct

- **SUPPLIER' S COMPLIANCE COMMITMENT**

ESL expects the Supplier to adhere to all applicable laws and regulations and in particular comply with this Code in letter and spirit. It is the Supplier's responsibility to read and understand the contents of this Code and ESL's Code of Conduct & Business Ethics Policy. As a condition of doing business with ESL, the Supplier must comply with this Code and agree to uphold such values during its business association with ESL.

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

The Supplier shall notify ESL regarding any known or suspected improper behaviour by the Supplier relating to its dealings with ESL, or any known or suspected improper behaviour by ESL employees.

Please contact the concerned Head commercial/ Company Secretary if you have any questions about this Code.

January, 2019