

CODE OF CONDUCT



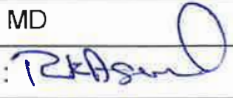
Nakoda Chemicals Limited

CODE OF CONDUCT

Factory & Office

Plot No. 64/A & 65/B, Phase-I, IDA, Jeedimetla,
Hyderabad-500 055, Telangana, India.
Email ID : info@nakodachemical.com
Tel. Nos. : +91-40-23447755/56/57

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Prepared by : Ch.Chandra Sehkar	Checked by : Pramod M	Approved by : R. K. Agrawal
Designation: Personal Officer	Designation : AGM BD	Designation: MD
Signature : 	Signature : 	Signature : 
Date : 25/01/2022	Date : 25/1/2022	Date : 25/01/2022

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CODE OF CONDUCT

Policy Owners	All Eligible Employees
Policy Administration	Human Resources
Initiated by	Human Resources
Authorized by	Managing Director
With Effect from	25 th January 2022

Purpose

The Employee Code of Conduct outlines 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. It will also assist managers to induct employees into NAKODA CHEMICALS LTD. and address any circumstances that may arise which conflict with the stated standards and Values.

Scope

The Employee Code of Conduct provides clear guidelines and standards for the appropriate behaviour expected of employees of NAKODA CHEMICALS LTD.

Process

This Code of Conduct provides a framework for appropriate behaviour for all the company's employees, in which employees & management:

- Conduct themselves towards other employees or colleagues, employees representatives and their representatives
- Government authorities, clients, External Agencies
- Perform their duties and obligations
- Fulfil the mission, goals and objectives of NAKODA CHEMICALS LTD. and
- Practice fairness and equity.

The Code of Conduct is established on the following organisational values:

- Integrity
- Honesty
- Conscientiousness
- Compassion
- Courtesy
- Fairness
- Respect

Individuals must be responsible for their own behaviour consistent with these values within the provisions of this code, Company's other policies, legislation and relevant industrial clauses that apply to individual contracts of employment.

Where there is doubt as to the application of the Code, or the appropriate course of action to be adopted, employees affected should discuss the matter with their manager.

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1. Managers/Supervisors Responsibilities

Managers are responsible and accountable for:

- undertaking their duties and behaving in a manner that is within the provisions of the Employee Code of Conduct
- informing employees in their teams about the Employee Code of Conduct, relevant policies, procedures and minutes
- Providing appropriate training and/or performance counselling to ensure the required standard is met.
- reporting any departure from the Employee Code of Conduct by themselves or others
- Acting consistently and fairly in dealing with behaviour that breaches this code.

2. Employees Responsibilities

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 departure from the Employee Code of Conduct by themselves or others
- comply with company's policies and procedures
- promote a positive, safe and healthy environment in the conduct of their work

3. Personal Conduct

Attendance and punctuality:

- 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 telephone their manager (or appropriate delegate) promptly (preferably before their normal starting time) and indicate their likely return to work.
- Managers 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 manager at least 2 working days before their leave ends.

4. Personal and Professional Behaviour

Employees should perform the duties associated with their position to the best of their ability, diligently, impartially and conscientiously. In the performance 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

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- Not take or seek to take improper advantage of any official information gained in the employment with NAKODA CHEMICALS LTD.
- not harass or discriminate against employees or in work practices on the grounds of sex, pregnancy, race (including colour, ethnic background or national identity), marital status, disability, sexual preference, political or religious belief, or age
- Act responsibly when becoming aware of any unethical behaviour or wrong doing by any employee. Such information should be forwarded to the HR Dept.
- Continuously improve work performance. All employees should actively pursue quality improvements
- Do not use any abusive language or any kind of physical violence with colleagues, superiors and subordinates.
- Use of any kind of threat direct or implied is forbidden.
- Can not make any comments or pass any remarks or demand any action on employee's performance, if the employee does not belong to his/her Department. In case of unsatisfactory performance, they can highlight this issue to the Departmental head of the employee for necessary action.

5. Dress and Appearance

We are well-recognised and respected company projecting a positive image to our clients. Employees must therefore ensure that their appearance is neat, clean and appropriate for their particular area of work. A high standard of personal hygiene is expected at all times.

Where a uniform is provided, it must be worn in accordance with the company's requirements. When wearing a uniform to and from work, employees are expected to conduct themselves in a responsible and professional manner by wearing casual business wear. The manager is responsible for determining the dress code appropriate to the environment while the manager can make exceptions for medical purposes.

Casual business wear is defined as:

- trousers, pants, skirts
- modest shirts, blouses, jumpers, cardigans, non-sports jackets

Casual business wear does not include:

- denim jeans or leggings
- any form of sports shoes (including joggers or runners), slippers or dilapidated footwear
- athletic wear
- torn or ripped clothing (even if 'designer' tears)
- unsuitably revealing clothing (including backless tops or dresses, or garments that reveal the midriff)
- any clothing displaying offensive messages including racist or objectionable.

6. Use of facilities and equipment

Employees should take all possible care when using NAKODA CHEMICALS LTD. property, goods, intellectual property and services and ensure they are used efficiently, carefully and honestly.

Unless permission has been granted by the management of NAKODA CHEMICALS LTD. resources are not to be used for private purposes.

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7. Records Management

Employees 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 NAKODA CHEMICALS LTD. 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 without prior approval from his/her Dept Head. These documents are controlled records, and must be complete, up-to-date and capable of providing organisational accountability when officially scrutinised.

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 Managing Director.

8. Information Technology

Employees are not authorised to open personal mail or any site related to Job offers, music, Porn contents, any kind of trading, among others. 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. Employee can not exchange or share any information, files in soft copy or hard copy with outside of company for personal use.

Staff may only use e-mail and web browsing for work related purposes and that all e-mail and web access logs will be monitored for compliance with the staff position. As the organisation has responsibility for its computer systems and networks, it has the right to make directions as to its use.

9. External Employment

NAKODA CHEMICALS LTD. restrains its employees from working outside business hours since this undermines or compromises the interest of NAKODA CHEMICALS LTD. Employees should not engage in outside employment, since this may:

- 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 NAKODA CHEMICALS LTD. resources for private purpose without authorisation or recompense.

Subject to current policies, employees may not accept outside payment for any activities.

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10. Financial Interests

Employees should avoid any financial involvement or undertaking that could directly or indirectly compromise or undermine the performance of their duties or NAKODA CHEMICALS LTD. objectives or activities.

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 NAKODA CHEMICALS LTD. and that business. This conflict may extend to any business undertaking in which employees and their immediate family or the employees is acting in direct competition with NAKODA CHEMICALS LTD. activities or interests for personal gain.

11. Anti –Corruption & Anti – Bribery

Nakoda is committed to doing business with integrity and high global standards; our zero-tolerance approach towards bribery, fraud and corruption applies to all operations, regardless of local business practices. All employees of Nakoda must be well acquainted with the company`s values and attitude on identifying, dealing and reporting any such unethical & unlawful practices.

12. Anti-money laundering

Nakoda and its employees must ensure that you are doing business with reputed Buyers or Customers for lawful business. Employees involved in contacting Buyers or customers must recheck periodically without assuming the relevant third-party screening has already taken place; failure to which can lead company and its employees at risk. The company does not receive any proceeds of criminal activities, as this can amount to the criminal offence of money laundering.

13. Acceptance of commissions, gifts or benefits

Employees should not accept a gift, secret commission in the form of Money or a benefit from a person or organisation outside NAKODA CHEMICALS LTD. if the intent of the gift or the benefit is to induce the employee to waive or reduce requirements or to extend a financial or other benefit to a person or organisation outside NAKODA CHEMICALS LTD. to the detriment of NAKODA CHEMICALS LTD. interests.

As a general rule, no employee should accept a gift or benefit if it could be seen as intended or likely to cause that person to:

- perform their job in a particular way, which the person would not normally do, or
- Deviate from the proper or usual course of duty.

Employees may accept token gifts or benefits in circumstances approved by the Human Resources / CMD or a nominee, provided that there is no possibility that the employee might be perceived to be, compromised in the process. Gifts of a nominal value (Calenders, Diary or any table item, which cost less than 1000 Rs.) generally used for promotional purposes by the donor, or moderate acts of hospitality may be accepted by employees.

The employee must advise their manager of any gifts and benefits they have received as soon as the gift or benefit is received and must not take advantage or seek to take advantage of their position to obtain a benefit, either for themselves or for someone else.

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14. Relatives and Close Friends

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 their manager. Wherever possible employees should disqualify themselves from dealing with those persons in such situations.

15. Alcohol and substance abuse or misuse

Employees must ensure that the safety and health of other employees, volunteers and clients are not endangered by any misuse. NAKODA CHEMICALS LTD. 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 and clients. Accordingly, 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 permitted. NAKODA CHEMICALS LTD. 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 NAKODA CHEMICALS LTD. may take disciplinary action, which may include termination of employment.

Employees must notify the manager if the taking of, or failure to take, prescribed medication is likely to affect their performance and/or affect the safety of any person at the workplace. This is to ensure workplace safety is not jeopardised and that any performance impact is properly managed. It is the responsibility of employees to follow the directions/precautions for any drugs prescribed by a health professional for individual use and/or commercially available preparations that may impact their capacity.

16. Anti Competitive Practices

Nakoda is committed to conducting business in a manner that encourages fair ,ethical, transparent and open competition and complies the applicable competition laws. We never entertain unlawful exclusive contractual arrangements with suppliers and customers. We maintain information regarding pricing sales etc as strictly confidential. We are away from price fixing, bid rigging and boycott agreements which are unhealthy.

17. Smoking

Passive smoking can impact on other employees, the community and create a poor image of NAKODA CHEMICALS LTD. which does not promote or encourage smoking. Smoking is not permitted in NAKODA CHEMICALS LTD. owned or leased vehicles or buildings.

Employees may only smoke in their own time during authorised breaks as set out in the award, agreement or employment contract and/or as authorised individually by their manager.

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18. Policies

Employees are responsible to carry out and comply with NAKODA CHEMICALS LTD. policies and procedures and legislation. It is acknowledged that employee views, on particular matters, may differ from NAKODA CHEMICALS LTD.; however such views must not either interfere with the performance of an employee's duty or prevent the employee from supporting NAKODA CHEMICALS LTD. objectives.

19. Discrimination and Equal Employment Opportunity (EEO)

Anti-discrimination laws provide guidelines on respecting personal difference. Treating people differently on the basis of personal characteristics is unlawful. The following are examples of attributes: age, industrial activity, parental status, political belief, personal association, race, ethnic background, career status, marital status, pregnancy/potential, lawful sexual activity, unrelated criminal record, impairment, religious belief/activity, physical features, gender identity, disability and sex.

Discrimination is unacceptable conduct within NAKODA CHEMICALS LTD. and all reported incidents will be investigated.

If an employee is required to investigate complaints against other employees or issues affecting employees, they must act fairly and in a timely manner. The principles of natural justice must be maintained in dealing with each investigation.

20. Harassment

Harassment is any type of behaviour that:

- the other person does not want and does not return
- offends, embarrasses, or scares them, and may be either sexual or non-sexual in nature
- targets them because of their race, sex, pregnancy, or other protected attribute under the law
- constitutes a form of bullying
- Verbal abuse, shouting
- Excluding or isolating behaviour
- Deliberately withholding information vital for effective work performance
- Giving employees impossible assignments
- Physical abuse
- Belittling an employee because of his level

Harassment does not have to be a series of incidents or an ongoing pattern of behaviour. Neither does harassment need to be intentional to attract disciplinary action. Harassment can occur in any work-related context including:

- Social functions
- Conferences
- Office social gatherings
- Business trips

Harassment and discrimination form part of a continuum of unacceptable behaviour that can include sexual assault, stalking and harassing phone calls, some of which are also offences under criminal law, which means the police may prosecute anyone who commits such acts.

Normal discipline, performance counselling or workplace control practices based only on performance issues do not, in themselves, constitute harassment.

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21. Occupational Safety and Health

NAKODA CHEMICALS LTD. 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 is reasonably practical.

It is, therefore, important that employees are familiar with the standards or procedures in their particular area of work. If employees have not been advised of these standards or procedures during the induction process, they must as a matter of urgency ask their immediate manager to obtain the necessary information.

All employees are responsible for:

- knowing and complying with the OSH rules and guidelines
- 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

22. Ownership of products and copyright

All products, literary, dramatic, musical, cinematographic and artistic works, computer programs, material in written or other format, discoveries, inventions and improvements in relation to such matters, together with all copyright and intellectual property created, authored, discovered, developed or produced by the employee for the purpose of, or in the course of, the employee's employment will remain the property of the NAKODA CHEMICALS LTD. and will not be used by the employee other than for the purpose of Nakoda's business.

Unless otherwise agreed, the NAKODA CHEMICALS LTD. retains the copyright of work produced by you during your employment with the NAKODA CHEMICALS LTD.

Upon termination of employment, the employee will return all correspondence, documents, data, information, equipment and things, including copies thereof, belonging to the employer that may be in the employee's possession, custody or control.

23. Public Conduct and Media Contact

Employees making comments in a public forum on any matter relating to NAKODA CHEMICALS LTD. must act in a way that is in keeping with the values and protects the reputation of NAKODA CHEMICALS LTD. Only authorised personnel may speak with the media on behalf of NAKODA CHEMICALS LTD. Employees are not permitted to speak with media representatives without first receiving clearance from the MD.

24. Misuse

Employees must not deliberately misuse company's equipment, assets, or the services of other company's personnel. When using company's equipment, employees are required to follow the instructions provided in order to avoid personal injury and/or maintenance and replacement costs. Examples of misuse include:

- copying computer software programs regardless of whether or not the programs are protected by copyright

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- use of NAKODA CHEMICALS LTD. letterhead paper or postage when corresponding on personal or other matters not directly related to the NAKODA CHEMICALS LTD.
- unauthorised use of NAKODA CHEMICALS LTD. logos
- falsifying, manipulating or destroying business records without specific authorisation
- using NAKODA CHEMICALS LTD. equipment for personal commercial gain

Employees provided with vehicles (private or commuter use) are expected to use them in accordance with NAKODA CHEMICALS LTD. policy and guidelines.

25. Confidentiality

Employees may have access to personal or commercial information relating to individuals, the public, or the financial or other operations of the NAKODA CHEMICALS LTD. This information is to be used for company's purposes only and should remain secure and confidential. It is important that the community has confidence that information acquired by NAKODA CHEMICALS LTD. is only used for the stated purposes for which it was collected.

Employees must not discuss or release to any unauthorised person and/or anyone outside of the company, any confidential or sensitive information relating to the NAKODA CHEMICALS LTD. and/or its operations.

26. 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 procedure as outlined in the Grievance – Resolving Issues and Concerns Policy can be applied.

The dispute resolution process will operate within the following principles: Confidentiality, Impartiality, Promptness, Sensitivity, Courtesy and Respect.

Disputes may be resolved in a formal or informal manner. Where possible, as a first step and with the agreement of both parties, the dispute may be resolved informally. If the dispute is not resolved at the informal level, then the formal process provides graduated steps for further discussion and resolution at high levels of authority. A formal resolution requires a thorough investigation to be undertaken, and the process documented.

Appropriate managers will investigate a complaint or allegation of behaviour that is contrary to these standards. Investigations will be carried out with sensitivity and fairness maintaining confidentiality.

27. Breaches of the Code

NAKODA CHEMICALS LTD. is committed to the standards set out in the Employee Code of Conduct. Where a breach of the Code has been identified by NAKODA CHEMICALS LTD. a response to the breach may result in:

- counselling
- disciplinary action
- termination of employment
- suspension; or
- Laying of criminal charges or civil action.

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28. Terminology

- employees refer to general employee
- personal information means any information about an identified or identifiable individual that is not available in the public domain
- Records management is the control and management of records to meet business, legal, fiscal and administrative requirements. It is a business imperative, a corporate responsibility and a critical function performed through the collective actions of individuals
- a record is recorded information in any form, including data in computer systems, created or received by any employees of the (NAKODA CHEMICALS LTD.) in the course of his/her duties
- conflicts of interest are assessed in terms of the likelihood that employees possessing a particular interest could be influenced, or might appear to be influenced, in the performance of their duties
- public comment includes public speaking engagements, comments on radio and television; and expressing views in letters to the newspapers or in books, journals or notices, or where it might be expected that the publication or circulation of the comment will spread to the community at large; and

29. Period Reviews

This code shall be subjected to mandatory review at least once in every three years as may be deemed necessary and in accordance with statutory amendments, if any.

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Employee Code of Conduct

Statement

By signing this statement, I declare that I acknowledge and agree to abide by this NAKODA CHEMICALS LTD. 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.