



SUPPLIER CODE OF CONDUCT

Teleindia has established policies, procedures, and guidelines, on how it manages its business internally, how it works with customers, partners, governments, communities, and suppliers, including ethical business practices and regulatory compliance.

Similarly, Teleindia expects the suppliers with whom we do business to embrace this commitment to integrity by complying with, and training its employees on the Teleindia Supplier Code of Conduct (SCOC).

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APPLICABILITY

Suppliers and their employees, personnel, agents, and subcontractors (collectively referred to as “Suppliers”) must adhere to this Supplier Code of Conduct while conducting business with or on behalf of Teleindia. Suppliers must require their subcontractors acknowledge and implement the SCOC in their operations and across their supply chains. Suppliers must promptly inform their Teleindia contact, a member of Teleindia management, or the contacts provided at the end of this document when any situation develops that causes the Supplier to operate in violation of this Code of Conduct.

This Teleindia SCOC applies to any Potential and Current Suppliers who:

1. Enters in to a contract with Teleindia to provide supplies or services or both to Teleindia,
or
2. Contracts with Teleindia for the purposes of serving Teleindia clients or end-customer.

COMPLIANCE WITH LAWS, REGULATIONS & TELEINDIA POLICIES

Suppliers must operate in full compliance with the applicable laws, rules and regulations (including environmental, occupational health and safety, ethics and labour practices), codes and ethical standards of the countries, states, and localities in which they operate or where they provide supplies, provide resources or services to or on behalf of Teleindia. In addition, Teleindia suppliers must require their suppliers to do the same.

Every Supplier is expected to meet the standards in connection with the operations of its business including maintaining the required licenses, registrations, permits, exemptions, consents, and professional certificates, as may be applicable.

Suppliers should establish and enforce policies which comply and align with the expectations of this, Teleindia Supplier Code of Conduct.

Nothing in this Supplier Code of Conduct is meant to supersede or override the terms and conditions of the Purchase Order / Work Order, Contract or Agreement that the Suppliers have or may have with Teleindia.

Any Violations of this Supplier Code of Conduct are viewed seriously and should be reported upon discovery by the Supplier. For any Violation, Teleindia may ask the Supplier to audit its own organisation or its supply chain and to report on its findings, recommending or requiring corrective-action plans, failing which downgrade as a non-preferred supplier or terminate the contract or black-list for future business.

Suppliers must also comply with the published policies and procedures of Teleindia, including but not limited to, the Conflict of Interest, Anti-corruption, Fair Relationships with Suppliers, and other relevant provisions of the Teleindia Code of Ethics & Business Conduct.

Antitrust – Supplier must conduct business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business.

Business Information Reporting – Supplier must conduct honestly and accurately with regards to business information and reporting, and comply with all applicable laws regarding their completion and accuracy.

Communication – Supplier must be honest, direct, and truthful in discussions, including those with regulatory agency representatives and government officials.

Press – Supplier can speak to the press on behalf of Teleindia only if expressly authorized in writing to do so by a Teleindia communications representative.

Publicity - Supplier will not issue press releases or other publicity related to their relationship or agreements with Teleindia without the prior written consent of the Teleindia contract signee.

Engaging Subcontractors – Supplier must obtain written consent from Teleindia prior to engaging a subcontractor to fulfil Supplier’s obligations to Teleindia in addition to meeting any other obligations contained in any agreement a Supplier may have with Teleindia.

HUMAN RIGHTS AND LABOR PRACTICES

Suppliers shall treat workers with dignity and respect and support the protection of human rights of their workers and others affected by their activities.

NON-HARASSMENT, NON-DISCRIMINATION, AND DIVERSITY

Supplier shall foster a culture and workplace that does not tolerate harassment, including sexual harassment, threats of harassment, or retaliation for reporting harassment.

Without limiting the generality of the foregoing, Suppliers must have in place the required framework to prevent sexual harassment of women at work.

Supplier shall foster a culture which seeks to promote equal opportunity for all. Supplier shall not tolerate unlawful discrimination.

Supplier shall encourage and value a diverse mix of people, viewpoints, talents, and experience without regard to race, religion, creed, caste, colour, ancestry, national origin, age, gender, marital status, sexual orientation, ethnic origin or disability, pregnancy, political affiliation, union membership, protected genetic information etc. in hiring and employment practices.

FORCED LABOUR

Supplier shall not use any form of forced or involuntary labour (including debt bonded) nor demand work / service from an individual under threat or coercion. Work must be conducted based on freely agreed terms. Supplier’s workers must be provided with a written employment

agreement. Suppliers shall not withhold or destroy, conceal, confiscate or deny access by workers to workers' identity or immigration documents ((e.g., ID, Passport, Work permit, Original Educational Qualification Certificates etc.).

All work is voluntary and workers are free to leave work at any time or terminate their employment if reasonable notice is given as per their contract.

CHILD LABOUR

Supplier shall not exploit child labour and shall not employ any workers under the minimum legal working age. Employment of workers under the age of 18 should not interfere with their compulsory education and should not, by the nature of the work or the circumstances in which it is carried out, be likely to harm their health, safety, or morals.

WORKING HOURS & WAGES

Working hours are not to exceed the maximum set by local law. Further, a workweek should not be more than 60 hours per week, including overtime. Suppliers shall observe legally mandated break and rest periods; and the health and safety of the workers in the workplace. Workers shall be allowed at least one day off every seven days.

Supplier shall pay its workers minimum wages, overtime pay/rate, equal remuneration and comply with applicable laws relating to wages and benefits

HEALTH AND SAFETY

Supplier are expected to provide a safe, healthy work environment (including clean facilities, properly maintained equipment, sufficiently lighted and ventilated facilities, implementation of appropriate safety measures) and take necessary precautions to prevent accidents and injury at workplace. Teleindia expect its suppliers to implement the health & safety management system aligned with recognized international standards.

ENVIRONMENT

Suppliers shall minimize the adverse environmental impacts of their operations, goods, and services. Teleindia expect its suppliers to implement the environmental management system aligned with recognized international standards.

Supplier shall seek to improve resource efficiency and reduce resource consumption including of raw materials, energy, water, and fuel. Suppliers are expected to make reasonable efforts to eliminate or reduce levels of waste (both solid and wastewater) generated and to increase landfill diversion, reuse, and recycling. Suppliers are encouraged to develop and use environmentally friendly innovations and practices that reduce negative environmental impacts.

POLLUTION CONTROL, ENERGY CONSUMPTION, CLIMATE CHANGE, AND GREENHOUSE GAS EMISSIONS

Suppliers must identify, monitor, and minimize relevant greenhouse gas (GHG) emissions and energy consumption from their operations. Supplier shall look for cost-effective methods to improve energy efficiency and to minimize their energy consumption and greenhouse gas emissions.

HAZARDOUS SUBSTANCES

Chemicals, waste, and other materials posing a hazard to humans or the environment are to be identified, labelled, and managed to ensure their safe handling, movement, storage, use, recycling or reuse, and disposal.

SOLID WASTE

Supplier shall implement a systematic approach to identify, manage, reduce, and responsibly dispose or recycle solid waste (non-hazardous).

AIR EMISSIONS

Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting substances, and combustion by-products generated from operations are to be characterized, routinely monitored, controlled, and treated as required prior to discharge. Supplier shall conduct routine monitoring of the performance of its air emission control systems.

WATER MANAGEMENT

Supplier shall implement a water management program that documents, characterizes, and monitors water sources, use and discharge; seeks opportunities to conserve water; and controls channels of contamination. All wastewater shall be characterized, monitored, controlled, and treated as required prior to discharge or disposal.

ETHICAL PRACTICES

INTEGRITY

Supplier shall not engage in any illegal or unethical behaviour and is expected to uphold highest standards of integrity and fair business practices.

ANTI-BRIBERY & ANTI-CORRUPTION

Supplier shall neither make bribes nor accept them, nor induce or permit any other party to make or receive bribes on its behalf nor cause other parties, including Teleindia. Supplier shall use reasonable practices to prevent bribery in all forms and shall support efforts to fight corruption. Suppliers shall not engage in or assist any third party with any money laundering, terrorist financing or other financial crime activities.

Supplier must comply with applicable anti-bribery and anti-corruption laws (including but not limited to the United States (U.S.) Foreign Corrupt Practices Act, as amended, and the United Kingdom (U.K.) Bribery Act), and must have adequate policies and procedures in place to enforce and monitor compliance with such laws.

GIFTS, ENTERTAINMENT, AND HOSPITALITY

Supplier shall not offer, accept, or solicit any gifts, entertainment, or hospitality whereby there is reason to believe, or a reasonable and informed third party would likely conclude, that there may be intent to improperly influence decisions or impair objectivity related to its business dealings.

CONFIDENTIALITY / PRIVACY

Supplier shall abide by its obligations relating to protection, collection, and proper handling of confidential and personal information and for those who are providing services and confidential business / project information is being shared, is expected to sign an Confidentiality, Non-Circumvention, Non-Disclosure, Non-Compete, Intellectual Property, and Conflict of Interest Agreement.

CONFLICT OF INTEREST

Supplier shall not allow bias, conflict of interest, or inappropriate influence of others to override its professional judgments and responsibilities. Suppliers must avoid actual, potential, or perceived conflicts of interest with Teleindia employees and shall voluntarily disclose such conflicts to enable Teleindia take suitable action.

COPYRIGHT & LICENSED SOFTWARE

Supplier is expected not to reproduce, distribute, or alter any copyrighted materials (e.g., books and other publications, written material, software, videos, music, or any other copyrighted or copyrightable material) without permission of the copyright owner or an authorized agent. Any software should be properly licensed and used only in accordance with that license.

Likewise, Supplier is expected to respect the trademarks and other intellectual property rights of the parties concerned.

Supplier shall ensure and acknowledge that the Supplier either owns or has proper licenses to any intellectual property used to provide the supplies, or services to Teleindia.

The Supplier shall not use Teleindia's materials for any purpose other than as necessary to provide services to Teleindia.

Suppliers shall ensure that in providing any services to Teleindia it shall not infringe any intellectual property or other rights of any third party.

DISCLOSURE OF INFORMATION

All business dealings should be transparently performed and accurately reflected on supplier's business books and records. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable.

INTELLECTUAL PROPERTY

Suppliers shall respect the intellectual property rights of others, including Teleindia, its affiliates and business partners. Suppliers must take appropriate steps to safeguard and maintain confidential and proprietary information of Teleindia and shall use such information only for the purposes specified for use by Teleindia. Suppliers shall observe and respect all Teleindia patents, trademarks and copyrights and comply with all requirements as to their use as established by Teleindia. Suppliers shall not transmit confidential or proprietary information of Teleindia via the internet unless such information is encrypted in accordance with minimum standards established by Teleindia.

DOCUMENTATION AND RECORDS

Creation and maintenance of documents and records to ensure regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.

TRAINING COMPLIANCE

Suppliers must ensure their employees and approved subcontractors working on Teleindia matters understand and comply with the contents of the Supplier Code of Conduct, the applicable laws and regulations and generally recognized standards.

- Supplier shall administer SCOC training on an annual basis to all employees and approved subcontractors working on Teleindia matters.
- Supplier must maintain training records and attestations which are subject to audit.

REPORT VIOLATIONS

To report questionable behaviour or a possible violation of the SCOC, Suppliers are encouraged to work with their primary Teleindia contact in resolving their concern. If that is not possible or appropriate, please contact Teleindia through an email to ethics@teleindianetworks.com.

Teleindia will maintain confidentiality to the extent possible and will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought out advice or reported questionable behaviour or a possible violation of the SCOC.

SUPPLIER ACKNOWLEDGMENT

We hereby confirm that:

1. We have read and understood the content and intention of the Teleindia Supplier Code of Conduct.
2. We agree to comply, cooperate, and supply the necessary information to Teleindia during its due diligence process to fulfill obligations of applicable legal requirements.
3. We will promptly provide, upon request relevant to applicable laws or regulations, a supply chain map of products / services provided to Teleindia that identifies all suppliers and sub-tier suppliers and their locations for the requested products / services.
4. We will inform our employees, subcontractors and suppliers about the Teleindia Supplier Code of Conduct and cascade the Code requirements down our entire supply chain.
5. We will report any case of violation of the Code to Teleindia immediately.
6. We authorize Teleindia or any organization acting on behalf of Teleindia to conduct audits at our premises or our subcontractor's premises at any time to verify compliance with the Code.

Supplier Company Name: _____

Supplier Authorized Representative Name: _____

Supplier Authorized Representative Designation: _____

Supplier Authorized Representative Contact Number: _____

Supplier Authorized Representative Signature & Company Seal

Date:

Note: This completed form should be sent to the Supply Chain Department of Teleindia Networks.

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