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**Exide Industries Limited**  
**Supplier Code of Conduct**

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**Policy statement:**

At Exide, we are committed to conducting our business in an ethical, responsible, and sustainable manner. As an integral part of this commitment, we expect our suppliers and business partners to adhere to the highest standards of ethical conduct and corporate responsibility. Our Supplier Code of Conduct outlines the principles and expectations that govern our relationships with suppliers. By engaging in business with Exide, suppliers implicitly agree to comply with this code.

**Scope:**

This Supplier Code of Conduct is a testament to Exide's commitment to internationally recognized principles, encompassing the Core Conventions of the International Labour Organization, SA8000, United Nations' Universal Declaration of Human Rights, and prevalent industry standards. Additionally, it encompasses all relevant and applicable statutory requirements concerning Environment Protection, Minimum Wages, Child Labour, Anti-Bribery, Anti-Corruption, Health and Safety, Sustainability, prioritizing the highest standards of conduct.

**1. Compliance with Laws and Regulations:**

- Suppliers must comply with local, state, and national laws
- Suppliers shall maintain a record of all licenses, permits, approvals and must furnish copies of the same whenever requested by Exide.
- Suppliers should voluntarily disclose any ongoing or resolved litigation and any organizational change of status in order to maintain transparency.
- Suppliers shall commit to understanding and adhering to diverse legal frameworks in regions of operation.

**2. Environmental Responsibility:****i. Emissions**

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 operations. Comply with emission regulations and norms that are specified by the appropriate regulatory authorities.

**ii. Energy use**

Monitor and track energy usage and take necessary steps to improve energy efficiency. Endeavor to diversify energy-mix by renewable energy sources and minimizing reliance on fossil fuels.

**iii. Water use**

Monitor and track water usage and take necessary steps to improve water efficiency. Adopt water conserving initiatives such as promoting recycling and reusing of water, and rainwater harvesting, wherever applicable.

**iv. Management of hazardous materials**

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

**v. Waste and effluent management**

Ensure that wastewater and solid waste generated from operations, industrial processes, and sanitation facilities are monitored, tracked, and disposed of by the norms prescribed by the appropriate authorities or bodies.

**vi. Biodiversity**

Minimize or eliminate adverse impacts to biodiversity around operations. Undertake the preservation and restoration of biodiversity, forests, and natural habitats.

**vii. Sustainable Procurement**

Engage with own suppliers on sustainable procurement practices.

**3. Social Responsibility:**

**i. Labour & Human Rights:**

- Adherence to human rights laws and regulations globally.
- Upholding Exide's Human Rights Policy and Supplier and Contractor Sustainability Management Policy.
- Guarantee employment which is devoid of forced labour, child labour, discrimination, and harassment.
- Respect and recognize the rights of employees and take proactive steps to promote fair working conditions as guided by international conventions as applicable.

**ii. Wages, Benefits, and Working Hours:**

- Ensure that 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.
- Ensure adherence to the prevailing regulations concerning working hours, overtime allowances, leaves, and other entitlements. In addition, they must be allowed at least one day of rest every seven calendar days.

**iii. Health and Safety:**

- Provision of a safe and healthy working environment for employees. Adherence to environmental, health, and safety policies at Exide's sites. Monitor and track essential health and safety indicators such as fatality rate, lost-time injury frequency rate, and lost-time incident rate.
- Take adequate steps to minimize hazards which may be inherent in the work environment by having processes in place and requirements such as occupational safety, emergency preparedness, machine safeguarding.
- Share best practices among employees through conducting regular training on occupational health and safety.

**iv. Indigenous Culture, and Local Communities:**

- Ensure that 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.
- Minimize or eliminate adverse impacts on local communities around the operations. Undertake stakeholder consultations to identify the needs and understand the grievances of the local communities.

**4. Business Integrity:**

- Strict prohibition of bribery, kickbacks, and actions violating anti-bribery laws and regulations.
- Merit-based associations, avoiding preferential treatment based on familial, social, or political connections.
- Avoidance of financial relationships creating conflicts of interest with Exide employees.
- Non-engagement in any form of corruption, extortion, or unethical influence on business decisions.
- Transparent financial transactions, accurately reflecting business dealings with Exide.
- Commitment to fair competition, refraining from collusion, bid-rigging, or other anti-competitive practices.

- Transparent and accurate record-keeping, ensuring compliance with accounting and financial reporting standards.
- Zero tolerance for fraudulent activities, including misrepresentation of products, services, or financial information.
- Ethical marketing practices, avoiding false advertising or deceptive promotional strategies.
- Responsible sourcing of materials, ensuring suppliers adhere to ethical and sustainable practices. 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 Exide's supply chain.

#### **5. Reporting of Unethical Practices and Grievance Redressal Mechanism:**

- Establishment of effective grievance procedures for employees without fear of retaliation.
- Reporting mechanisms for unethical activities or discrimination, aligning with Exide's whistle-blower policy.
- Utilization of digital platforms for raising grievances.

#### **6. Intellectual Property:**

- Safeguarding and non-infringement of Exide's confidential and proprietary information and intellectual property.
- Consent-required sharing of confidential information in subcontracting arrangements.

#### **7. Third-Party Representation:**

- Prohibition of representing Exide or using its brands without written permission.
- Adherence to the Code of Conduct & Business Ethics Policy of Exide.
- Signing non-disclosure agreements for maintaining confidentiality.

#### **8. Prohibition on Insider Trading:**

- Refrain from buying or selling securities based on material, non-public information related to Exide.
- Strict adherence to guidelines when in possession of material, non-public information.

#### **9. Product Quality and Safety:**

- Ensure that the quality of product/service delivered shall be in line with all the contract terms and conditions.
- Adhere to all applicable laws and regulations regarding prohibition or restriction of specific substances, including labelling of products, correctness and adherence to Exide's specified material specifications, and compliance to agreed terms and conditions of the contract

#### **10. Supplier's Compliance Commitment:**

- Adoption and dissemination of the Supplier Code of Conduct throughout the supply chain.
- Awareness creation among agents, contractors, and suppliers about the Code's implications.
- Integration of sustainable procurement practices within the supplier's supply chain.

#### **11. Documentation and Reporting:**

- Maintenance of comprehensive documentation demonstrating compliance with the Supplier Code of Conduct.
- Access provision to Exide for compliance checks with reasonable notice.
- Immediate notification to Exide in case of known improper behaviour.

#### **12. Alignment with Corporate Policies:**

- Understanding the interconnection of the Supplier Code of Conduct with broader corporate policies.
- Familiarization with Exide's Supply Chain Management Strategy and Supplier and Business Partner Sustainability Management Policy.
- Conjunction of ESG expectations with the overall Supplier Code of Conduct.

**13. Communication and Training:**

- Systematic communication of the Supplier Code of Conduct to all suppliers.
- Training programs to enhance understanding and compliance with the Code.

**14. Monitoring and Evaluation:**

- Implementation of robust monitoring mechanisms to track suppliers' adherence to the Code.
- Periodic evaluations to ensure ongoing compliance and identify areas for improvement.

**15. Continuous Review:**

- Iterative refinement of the Supplier Code of Conduct based on evolving global standards and feedback from suppliers.
- Collaboration with suppliers to implement best practices and foster a culture of continuous improvement.

**16. Business Continuity Plan:**

- 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 being in business with Exide to renew the contract.

**17. Contact Information:**

- Direct communication channels with the Head of Commercial or Company Secretary for inquiries or clarification.
- Ensuring an open line of communication for effective collaboration and issue resolution

The current policy shall come into effect from 1st April, 2024