

Ref. No.: CCPL/CSR/HR-05**Published Date:** 14-July-2023**Revision No. / Date:** 00 / 14-July-2023**Page No.:** 01 | P a g e 04**A. Purpose & Scope:**

At Cooper Corporation Pvt. Ltd., we are committed to conducting our business with the highest standards of ethics, integrity, and professionalism. This Code of Conduct and Ethics Policy provides guidance to all employees, contractors, and stakeholders on the expected behaviors and ethical principles that underpin our operations. This code adheres to the principles of United Nations Global Compact (UNGC) and Companies Act 2013 (India). By adhering to this code, we promote trust, accountability, and responsible decision-making throughout our organization.

1. Compliance with Laws and Regulations:

We will comply with all applicable laws, regulations, and industry standards in all jurisdictions where we operate. Employees and contractors must understand and fulfil their legal obligations while conducting business on behalf of the company. Any violation of laws or regulations may result in disciplinary action, up to and including termination of employment.

2. Ethical Conduct:

We expect all employees and contractors to uphold the highest ethical standards in their interactions with colleagues, customers, suppliers, and stakeholders. This includes acting honestly, with integrity, and in a manner that protects the company's reputation. Employees must avoid conflicts of interest and promptly disclose any potential conflicts that may arise.

3. Integrity and Honesty:

We will act with integrity, honesty, and transparency in all our business dealings. We will uphold high moral and ethical standards, and we expect our employees to conduct themselves with honesty, fairness, and respect in their interactions with colleagues, customers, suppliers, and all stakeholders.

4. Respectful and Inclusive Workplace:

We are committed to fostering a respectful and inclusive workplace, where diversity is valued, and all individuals are treated with dignity and respect. Discrimination, harassment, or any form of disrespectful behaviour based on race, color, religion, gender, sexual orientation, age, disability, or any other protected characteristic is strictly prohibited.

5. Confidentiality and Data Protection:

Employees and contractors must maintain the confidentiality of proprietary and sensitive information entrusted to them by the company, customers, and other stakeholders. This includes protecting intellectual property, trade secrets, confidential business information, and personal data. Unauthorized disclosure or misuse of such information is strictly prohibited.

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6. Fair Competition:

We will compete fairly in the marketplace and abide by antitrust and competition laws. We will not engage in collusive, monopolistic, or anti-competitive practices, such as price-fixing, bid-rigging, market allocation, or unfair trade practices. We will respect intellectual property rights and engage in fair business practices that promote healthy competition. We will make pricing decisions independently without coordinating with competitors. We will refrain from making disparaging remarks about competitors or their products/services, especially to customers and in other public platforms and will avoid interfering with existing contracts between competitors and their customers.

7. Conflict of Interest:

Employees and contractors must avoid any activity or personal interest that may create, or appear to create, a conflict between their personal interests and the company's interests. When faced with a potential conflict of interest, individuals must promptly disclose the conflict to their supervisor or the designated authority and take appropriate steps to resolve or manage the conflict. Do not engage in the exchange of sensitive or confidential information with competitors. This includes pricing, customer lists, trade secrets, and other proprietary information.

8. Anti-Bribery and Anti-Corruption:

We will not engage in any form of bribery, corruption, or unethical practices. We will comply with all applicable anti-bribery and anti-corruption laws. We will maintain accurate and transparent financial records and prohibit any form of facilitation payments or improper gifts.

Employees and contractors must not accept, offer, or provide gifts, entertainment, or Favors that could influence or appear to influence business decisions. We strictly prohibit bribery, corruption, and improper payments in any form, both domestically and internationally.

Gifts, Favors, and payments may be given to others at company's expense, if they meet all of the following criteria:

- They are consistent with accepted business practices.
- They are of sufficiently limited value and in a form that will not be construed as a bribe or payoff.
- They are not in violation of applicable law and generally accepted ethical standards.
- Public disclosure of the facts will not embarrass the company.

Approval Procedure for a gift transaction:

- A gift transaction approval request should be formally submitted to appropriate approving authority before the transaction takes place. It should include details such as the nature and value of the gift, purpose, and the relationship between the parties involved.
 - a. Gifts to External Parties: Approval for gifts to external parties must be obtained from the department head or manager responsible for the business relationship with the external party.
 - b. Gifts from External Parties: Approval for gifts received from external parties must be obtained from the recipient's immediate supervisor or the department head.
- After due process, the approver may take a decision regarding the transaction's standing, which will be deemed final. All approvals and related correspondence must be documented and maintained in a central records repository.

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9. Prevention of Fraud and Money laundering:

We will implement preventive measures to minimize the occurrence of fraud. This includes the establishment of strong internal controls, segregation of duties, appropriate authorization and approval processes, and regular monitoring and review of financial transactions. We will also promote a culture of transparency, ethical behaviour, and accountability throughout the organization.

We will promptly and thoroughly investigate all reported cases of suspected fraud or unethical behavior. Investigations will be conducted in a fair, impartial, and confidential manner. Appropriate disciplinary action, including legal action, if necessary, will be taken against individuals found responsible for fraudulent activities. We will also implement corrective measures to prevent similar incidents from occurring in the future.

We strictly prohibit any form of involvement in money laundering activities by employees, contractors, agents, and representatives. All employees are required to be vigilant and report any suspicious transactions, activities, or individuals that may be related to money laundering. Employees involved in financial transactions, particularly those in roles that may be exposed to money laundering risks, are required to exercise due diligence in customer identification and verification. Employees who engage in money laundering activities will face legal consequences, including termination of employment and potential criminal prosecution.

10. Health and Safety:

We prioritize the health and safety of our employees, contractors, and visitors. Employees must comply with health and safety policies, procedures, and practices, and report any potential hazards or unsafe conditions. We are committed to providing a safe work environment and ensuring the well-being of everyone associated with our operations.

11. Environmental Responsibility:

We are committed to minimizing our environmental impact and promoting sustainable practices. Employees and contractors must comply with environmental laws and regulations, promote resource conservation, and actively participate in initiatives aimed at reducing waste, energy consumption, and pollution.

12. Accuracy of Records and Financial Reporting:

We will maintain accurate, complete, and transparent records and financial statements in compliance with applicable laws and accounting standards. Employees involved in financial reporting must adhere to proper accounting practices, avoid any falsification or manipulation of financial records, and promptly report any suspected irregularities.

13. Reporting Violations and Whistle-blower Protection/Non-Retaliation:

We encourage employees and contractors to report any violations of this code, unethical conduct, or potential wrongdoing. Reports can be made through designated channels, such as an ethics committee. We prohibit retaliation against individuals who report violations in good faith, and we will treat all reports with confidentiality and investigate them promptly and thoroughly.

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14. Consequences of Non-Compliance:

Violations of this Code of Conduct and Ethics Policy will entail disciplinary action such as Written, verbal or public apology from accused; monetary form or deny any or all variable pay, allowances and incentives and performance pays; no promotion for certain time frame; Suspension; Demotion; transfer and may even result in immediate termination.

B. Contact Information:

For questions or comments about this policy, contact Chief Human Resources Officer (CHRO)

C. Created / Approved By:

Signed,

Nitin Deshpande

Chief Human Resources Officer (CHRO)

Date: 14-July-2023



DOCUMENT REVISION HISTORY DETAILS:

Sr No	New Rev. No / Date	Reason for change	Brief details of change	Issue to	Issued By	Approved By
01	00/ 14.07.2023	New released	Global ECOVADIS requirement	Issue all user department – Portal / Website, all suppliers, all employees etc	AGM	NPD