

Shilpa Pharma Life Sciences Limited

Plot Nos: 33, 33A & 40-47, Raichur Industrial Growth Centre
Wadloor Road, Chicksugur Pots, Raichur 584134, Karnataka, INDIA

Suppliers Code of Conduct

Shilpa Pharma Life Sciences Limited (SPL) is committed to observe good ethical standards in all its procurement activities and this “Suppliers Code of Conduct” has been prepared to provide a summary of SPL’s expectation from the suppliers in all procurement dealings, ensuring that nationally and internationally recognized procurement ethics are followed.

SPL’s sustainable procurement practices focus on zero tolerance to corruption, avoiding any form conflict of interest, strict adherence of transparency and accountability in procurement activities and honest representation of supplier’s capabilities.

Suppliers are urged to familiarize themselves with this Suppliers Code of Conduct to ensure mutually successful relations with SPL.

1. Employee Health & Safety Practices

Suppliers are expected to consider the following to protect employee health and safety:

- a) Suppliers must comply with all applicable laws, regulations and principles pertaining to health and safety.
- b) Suppliers shall at all times conduct business in a manner which is protective to the environment.
- c) Suppliers shall provide periodic training on health & safety to their employees.
- d) Suppliers shall follow international health and safety standards and create a safe working environment for their employees.

2. Environmentally Sustainable Practices

Suppliers are expected to consider the following to protect environment, prevent pollution and support environmental sustainability:

- a) Suppliers must comply with all applicable laws, regulations and principles pertaining to environmental protection.
- b) Suppliers shall have systems in place to reduce their environmental footprint through energy, waste, and water conservation initiatives, as applicable.
- c) Suppliers shall take adequate measures to ensure safe handling, movement, storage, recycling, reuse and management of waste and wastewater discharged, as applicable.
- d) Suppliers shall use natural resources (e.g., water, fuels, raw materials) in a sustainable manner and promote use of renewable fuels and energy wherever possible and feasible.

3. Labour & Human Rights Practices

Suppliers are expected to consider the following to protect labour & human rights of their employees and continue to treat them with dignity and respect:

- a) Suppliers shall comply with all applicable laws and mandatory industry standards pertaining to minimum wages, overtime pay and legally mandated benefits, etc.
- b) Suppliers to prohibit the use of child labour and forced labor (including but not limited to human trafficking and modern-day slavery) in their business operations.

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- c) Suppliers should uphold the freedom of association and the effective recognition of the right to collective bargaining.
 - d) Suppliers should also ensure that there is no discrimination on the basis of race, colour, gender, age, nationality, religion, sexual orientation, and marital status with any individual whom they interact with on behalf of SPL.
 - e) Suppliers should support and respect the protection of internationally proclaimed human rights and make sure that they are not complicit in human rights abuses.

4. Anti-Bribery, Anti-Corruption and No Conflict of Interest

SPL expects its suppliers to conduct their business in accordance with good ethical standards. Suppliers or potential suppliers must strictly comply with all rules and regulations on bribery, corruption and avoid unacceptable business practices. Suppliers are expected to observe the following:

- a) Shall not, directly, or indirectly, offer to any SPL Staff money, goods, or a service as a consideration or in expectation of a favorable decision, information, opinion, recommendation, or any other form of favoritism which qualifies as bribery and corruption.
- b) Shall not directly or indirectly, offer, give, or agree or promise to give to any SPL staff any gratuity for the benefit of/or at the direction or request of any Staff of SPL.
- c) To immediately declare if any staff of the supplier has any relative employed with SPL. Failure to make such a declaration shall be construed as a conflict of interest and might result in the exclusion of the supplier from present and future procurement activities and/or other legal action as deemed fit by SPL.
- d) To immediately inform the SPL Hotline <info@vbsilpa.com> in the event that any Staff of SPL solicits or obtained or has tried to obtain gratification for himself/herself or for any other persons.

5. Intellectual Property & Confidential Information

- a) Suppliers shall safeguard and respect SPL's intellectual property, trade secrets and other confidential, proprietary, and sensitive information or data at all times. The information provided by SPL shall be used for its intended and designated purpose as decided and agreed upon between SPL and the supplier.
- b) Suppliers must abide by applicable data privacy laws and regulations when handling personal information.

6. Responsible Business Conduct

Suppliers are expected to exhibit commitment and accountability towards responsible business conduct through their policies, processes, objectives, and systems including proactive risk management, emergency management and business continuity planning.

7. Representation from Suppliers

SPL expects all its suppliers to honestly declare and warrant that:

- a) It will comply with all rules, regulations and statutory requirements relating to the provision of the products/ services to SPL.
- b) It will not act in concert with other suppliers or agents when participating in a bid.

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- c) It is a duly authorized/certified provider of the supplied products/services and shall not, expressly, or impliedly hold itself out to be an agent/representative of a third-party provider of the same products/services.
 - d) It will only supply products that are certified to be of satisfactory quality.
 - e) The supplier possesses the necessary capabilities, equipment, and a suitable place of business to perform its obligations.
 - f) It shall not contract out or subcontract or outsource any portion of the products/services unless prior written consent from SPL has been obtained; and
 - g) It shall maintain good standards of integrity and quality of work at all times.

8. Applicability of Suppliers Code of Conduct

This Suppliers Code of Conduct shall apply to suppliers and to other entities acting on behalf of them (with approval of SPL).

9. Monitoring Compliance with Suppliers Code of Conduct

To facilitate the monitoring of suppliers' compliance with this Suppliers Code of Conduct, SPL expects suppliers to:

- a) Develop and maintain all necessary documentation to support compliance with the described standards; such documentation must be accurate and complete.
- b) Provide SPL's representatives with access to relevant records, upon SPL's request.
- c) Allow SPL's representatives to conduct interviews with the supplier's employees and with management separately.
- d) Allow SPL's representatives to conduct announced and unannounced site visits of supplier locations; and
- e) Respond promptly to reasonable inquiries from SPL's representatives in relation to the implementation of the Suppliers Code of Conduct.

SPL reserves the right to conduct audits or assessments and shall take necessary actions regarding the relationship with the supplier based on compliance and continual improvements.

10. Raising Concern

SPL has established a communication channel to enable the suppliers to raise their concerns confidentially. If the supplier has questions about the Suppliers Code of Conduct or wishes to report a questionable behavior or possible violation of the Suppliers Code of Conduct, the Supplier is encouraged to contact SPL at email address <info@vbshilpa.com>.

SPL will not tolerate any retribution or retaliation by anyone against a concerned supplier who has, in good faith, sought out advice or has reported questionable behavior and/or a possible violation. SPL will take disciplinary action up to and including termination of contract for anyone who threatens or engages in retaliation, retribution, or harassment of the concerned individual. Identities and contents of all information or complaints will be treated strictly confidential.

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11. Actions for Breach of Suppliers Code of Conduct

Breach of the Suppliers Code of Conduct may result in actions being invoked against that supplier, in addition to any contractual or legal remedies. The actions applied will depend on the nature and seriousness of the breach and on the degree of commitment shown by the supplier in breach to its obligations under the Suppliers Code of Conduct. The range of actions available to be imposed on the supplier includes but not restricted to the following:

- a) Formal warnings informing that continued non-compliance will lead to severe actions.
- b) Disclosure of nature of breach to all SPL subsidiaries and associate companies.
- c) Immediate termination of contract, without recourse.

12. Periodic Reviews

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

Acknowledgment and Acceptance, to be submitted along with Vendor Registration Form

This is to certify that I have fully read and understood the requirement of the Suppliers Code of Conduct of SPL. I hereby commit on behalf of my company to fully comply with this Suppliers Code of Conduct and its principles. I also certify that I am authorized by my company to sign and accept this document on its behalf.

Name of Supplier:	
Address of Supplier:	
Name of Authorized Representative:	
Signature of Authorized Representative:	
Place:	
Date:	