

BUSINESS PARTNER CODE OF CONDUCT

Purpose and Scope

At CDS, we believe conducting business ethically and responsibly is the right thing to do for our business. This Business Partner Code of Conduct (the “Business Partner Code”) clarifies CDS’ expectations in the areas of business integrity, labor practices, health and safety, and environmental management. CDS’ Business Partner Code is intended to complement CDS’ Code of Conduct and the other CDS policies and standards referenced therein. Suppliers, vendors, contractors and subcontractors, consultants, agents and other providers of goods and services (“business partners”) who do business with CDS-affiliated entities in India and worldwide are expected to follow this Code.

Business Conduct Principles

CDS expects its business partners to conduct business responsibly, ethically, with integrity, honesty, and transparency, and to adhere to the following code of conduct:

CDS has a **zero tolerance for bribery and corruption in any form**, whether directly or indirectly through a third party.

1. Maintain awareness and comply with the applicable laws and regulations of the countries of their operation.

2. Compete fairly for CDS’ business, without paying bribes, kickbacks or giving anything of material value to secure an improper advantage. CDS is committed to conducting business legally and ethically within the framework of a free enterprise system. Corrupt arrangements with customers, suppliers, government officials, or other third parties are strictly prohibited.

“Corruption” generally refers to obtaining, or attempting to obtain, a personal benefit or business advantage through improper or illegal means. CDS expects business partners to comply with the

- The Prevention of Corruption (Amendment) Act, 2018
- The Integrity Pacts propounded by the office of the Central Chief Vigilance Commissioner and which Integrity Pacts forms part of the Bids/ Tenders of Public Sector Enterprises in India
- U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act, and all other applicable federal, state and local law.

3. Create a work environment in which employees and business partners are valued and respected for their contributions. CDS' business partners will comply with all applicable anti-discrimination and anti-harassment laws. Harassment, including unwelcome verbal, visual, physical, or other conduct of any kind that creates an intimidating, offensive or hostile work environment cannot be tolerated. Employment decisions must be based on qualifications, skills, performance, and experience.
4. Treat employees fairly, including with respect to wages, working hours and benefits. CDS' business partners shall comply with all applicable legal and regulatory requirements and will apply sound employee relations practices. Working hours, wages, and benefits will comply with laws and industry standards, including those pertaining to minimum wages, overtime, other elements of compensation, and legally required benefits.
5. Prohibit all forms of forced or compulsory labor. CDS' business partners shall maintain and promote fundamental human rights. Employment decisions will be based on free choice. There will be no coerced or prison labor, and no use of physical punishment or threats of violence or other forms of physical, sexual, psychological or verbal abuse as a method of discipline or control. CDS' business partners shall comply with the Modern Slavery Act 2015, and other related laws and regulations that may be promulgated from time to time.
6. Respect employees' right to freedom of association and collective bargaining, consistent with local laws. Consistent with applicable law, CDS' business partners shall respect employees' rights to join or refrain from joining associations and worker organizations.
7. Carry out operations with care for the environment and comply with all applicable environmental laws and regulations. CDS' business partners should consider the potential environmental impacts of daily business decision-making processes, along with opportunities for conservation of natural resources, recycling, source reduction and pollution control.
8. Maintain accurate financial books, business records and billing practices in accordance with all applicable legal and regulatory requirements and accepted accounting practices regarding documentation of all invoices to CDS.
9. Comply with CDS' policies regarding gifts and entertainment and conflicts of interest when dealing with CDS employees. CDS' business partners are prohibited from providing or offering gifts to CDS employees intended to inappropriately influence CDS' business decisions or gain an unfair advantage.
10. Respect all anti-counterfeiting laws. CDS expects its vendors to provide only authentic, genuine products and software, and to promptly report to CDS any suspected instance of counterfeit products or software having been delivered to any CDS customer.

11. Respect all privacy laws. CDS' business partners shall comply with all privacy laws, and take appropriate measures to maintain confidentiality and security of CDS', its employees' and its customers' personal or confidential business information. In addition, all required background checks will be conducted by a third party if contractually required. Business partners will provide documentation of all required criminal background checks and drug testing upon request.

12. Report suspected violations of the Business Partner Code. Business partners and their employees and contractors have a responsibility to report suspected violations of the Business Partner Code. Reports can be made through CDS' internal reporting mechanism,

which can be found at: <https://cdspl.com/ethics-reporting/>. Reports are treated confidentially, and you will remain anonymous were permitted by law. CDS strictly prohibits any kind of retaliation against any individual who raises an ethics or compliance concern in good faith. Please provide all details regarding the alleged violation, including the locations of witnesses and any other information that could be valuable in evaluating and resolving this situation.

Individuals have the option to remain anonymous when reporting concerns. Sending an email directly to ethics@cdspl.com

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