

Code of Conduct Policy

Laxmi Organic Industries Limited

Version 1.0



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A. About this Code of Conduct Policy

Laxmi Organic Industries Limited and its direct and indirect subsidiaries ("the Company") is a leading Company in the Chemical space having a global presence. With the participation of all of our stakeholders, our Mission is to become a market leader with a global presence by leveraging the power of innovation, the best people and superior processes while championing the cause of our environment and communities. We strive to bring perfection to our work with high ethics and customer satisfaction is at the heart of our values. In bringing satisfaction to our customers, we rely on our core strength of consistency, efficiency and continuous innovations.

In managing our business operations with the utmost standards of integrity, ethics and compliance; our Company's Code of Conduct shall guide all our employees and other business stakeholders spread across the world to make the right decisions that are in line with our principles of business operations. We expect that all the employees of our Company are expected to work with the utmost professional conduct while dealing with clients, customers, vendors, suppliers, shareholders, co-employees, regulatory authorities and the society where the Company has business operations without compromising the integrity and ethical standards either for personal benefit or for the benefit of the Company.

The standards of conduct and compliance that are contained in this Code of Conduct apply to all the employees of the Company including the Board Members, direct and indirect subsidiaries and other group entities spread across various countries in the world. The provisions contained in the Code are based on the legal and regulatory framework that is applicable to our industry. The same shall be amended as and when required as per the statutory requirement or internal discretion of the Company. We are required to comply with the applicable local laws of the country wherever we have our business operations. However, the standards of integrity and ethics covered in this Code transcend beyond the boundaries of the nations and set out our commitment to the provisions of this Code.

In general, other stakeholders of the Company such as customers, vendors, suppliers, shareholders, service providers, staff of service providers etc. (referred as "external or other stakeholders or stakeholders" for brevity) are expected to comply with the underlying principles of this Code of Conduct. Failure to abide by the principles governed under this Code by any employee may result in initiating disciplinary action against the employee which may include immediate termination of employment. Similarly, if any other external stakeholder fails to abide by the standards contained in this code, the Company shall be constrained to terminate the business relations with the stakeholder. Wherever violations of this Code also result in violations



of the applicable laws, the Company may in its discretion avail itself of the appropriate legal recourse against the same.

B. Reporting a violation or potential violation of the code of conduct

In addition to the provisions contained in this Code of Conduct, there could be country-specific, industry-specific and entity-specific policies, procedures and regulations which may apply to a specific legal entity of the Company and its employees and other stakeholders. It is not easy to anticipate every issue that an individual employee may encounter and bring the same into the ambit of this Code. There could be many situations where you may believe that the process or system that is adopted is not right especially when it violates the applicable law.

Every employee or any other stakeholder has the right and the obligation to report actual and potential violations of our Code of Conduct or any other policies of the Company or violation of any laws that apply to our business operations across the world.

Following reporting channels are created by the Company to report a potential or actual violation or raise a concern. The Company strictly prohibits intimidation or retaliation against anyone who shares a potential or actual violation of our Code of Conduct, in good faith, or assists with an investigation or inquiry.

C. Reporting Mechanisms

• In the form of a letter (handwritten or typed) written in English, Hindi or the regional language of the place of employment or appointment. The same should be marked as private and confidential and sent to the below-mentioned address:

Speak up Committee, Laxmi Organic Industries Limited, Chander Mukhi, second floor, Nariman Point, Mumbai - 400 021.

- 1. Through the toll-free number of Laxmi Organic Speak Up Hotline at 1800-102-6969.
- 2. In the form of an email at the following email ID, which shall be accessed by the members of the Speak up Committee- laxmi-speakup@integritymatters.in
- 3. In the form of a website report at https://laxmi.integritymatters.in and shall be e-mailed at laxmi-speakup@integritymatters.in which shall be accessed by the members of the Speak up Committee.



- 4. In the form of letter at postal address Integrity Matters Unit 1211, CENTRUM, Plot No C-3, S.G. Barve Road, Wagle Estate, Thane West 400604, Maharashtra, India.
- 5. Employees and other stakeholder can also write directly to the Chairman of the Audit Committee as follows:
 - i. by email to whistleblower@laxmi.com; or
 - ii. by letter addressed to the Audit Committee, marked "Private and Confidential", and delivered to the Chairman of the Audit Committee, Laxmi Organic Industries Limited, 3rd Floor, Chander Mukhi, Nariman Point, Mumbai 400 021.

All the contacts and investigations of any violations or concerns will be treated with utmost confidentially as far as possible, consistent with the need to investigate and address the matter subject to applicable laws and regulations.

D. Ethics and Integrity

As a part of the Company, it is imperative for all of us to ensure that we will uphold the highest standards of ethics and integrity while conducting ourselves with others. No situation of any nature should cast a shadow on our individual and Company values and any such situation should not deter us from following the ethical values of our business.

If anyone is compelling the employees of the Company or external stakeholders to violate the standards of our ethics or this Code of Conduct stipulations, it is time to bring it to the notice of appropriate internal officers of the Company even though at times it is not easy. Our personal commitment towards our Company values will help us achieve the status of a Company that shall be respected by all our stakeholders and the communities at large where we operate.

E. Compliance with applicable laws, internal policies and employee responsibility

As a Company, our Group ensures the strictest adherence to all the applicable laws of the countries wherever we have our business operations. The intentional violation of the law or abusive, deceptive practices may bring reputational, financial, or regulatory risk to the Company. It is imperative that all the employees are expected to know the regulatory



environment of the business where they are working and comply with these laws, regulations and other internal policies of the Company. The Company strives to ensure that all our internal policies will comply with the applicable laws and regulations. However, wherever our policies conflict with any provisions of the applicable law, the provisions of the Law will prevail.

All the employees are required to adhere to -

- 1. Applicable laws including the Company's internal policies, rules and regulations.
- 2. Conduct oneself with dignity, integrity and in an ethical manner when dealing with the public, business associates & colleagues.
- 3. Use reasonable care and exercise independent professional judgment at work as well as in conducting oneself in public so that there is no damage to the reputation of the Company.

F. Equal opportunity, Harassment and Discrimination

As a Company, we believe that a respectful, dignified and secure work environment always enables employees to succeed in their careers and fuels the growth of the Company. Our Company very respectfully espouses responsible and dignified conduct on the part of all employees and ensures compliance with all the legislation enacted by various countries in this regard. The Company strictly prohibits discrimination, harassment, bias or prejudice of anyone and the Company is committed to offer equality of opportunity to all employees irrespective of their race, gender, colour, creed or religion, national origin, citizenship, age, disability, marital status, ancestry or socioeconomic status, transgender status, pregnancy, sexual orientation, ethnic origin, HIV & AIDS status and or any other status protected under any applicable law to the Company.

Wherever mandated as per the country-specific Statutes, the Company has also implemented country and entity-specific policies with regard to Equal Opportunities, Prevention of Sexual Harassment, Grievance Redressal, HIV & AIDS etc. If any of the employees believe that he or she is subjected to discrimination or harassment, or if any of the employees observe any such behaviour, he/she should report the same immediately to the Human Resources Department of the respective entity. The Company will promptly inquire/investigate all allegations of harassment or discrimination and will take appropriate corrective action to the fullest extent permitted by local law. Retaliation against individuals for raising claims of harassment or discrimination is prohibited.



G. Prevention of Sexual Harassment

The Company is committed to preventing and addressing incidents of sexual harassment in the workplace. In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"), the Company has established a robust framework comprising policies, procedures, and mechanisms for the prevention, prohibition, and redressal of sexual harassment incidents ("POSH Policy"), which is available on the Company's website and can be referred for additional details. All employees are encouraged to familiarize themselves with the POSH Policy. If any of the employees observe any such behaviour or instances of sexual harassment, or if any of the employees observe any such behaviour or instances of sexual harassment, he/she should report the same immediately to the ICC or the Human Resources Department. The Company will promptly inquire/investigate all allegations of sexual harassment as per the POSH Policy and will take appropriate corrective action to the fullest extent permitted by local law. Retaliation against individuals for raising claims of sexual harassment is prohibited.

H. Confidential information and confidentiality

- i. For the purpose of this clause the, 'confidential information' shall mean all non-public information that the Company may or may have not designated as being confidential including, but not limited to, the information, data, all of the trade secrets, know-how, ideas, business plans, pricing information, the identity of any information concerning customers or suppliers, computer programs (whether in source code or object code), procedures, processes, strategies, methods, systems, designs, discoveries, inventions, production methods and sources, marketing and sales information, information received from others that the Company is obligated to treat as confidential or proprietary, and any other technical, operating, financial and other business information that has commercial value, relating to the Company, its business, potential business, operations or finances, or the business of the Company's affiliates or customers, of which the employee may have acquired or developed during the employment with the Company or any other intellectual property of the Company.
- ii. All the employees must preserve and protect the confidentiality of the Company's confidential information communicated to them during the course of their work which may as mentioned in the above paragraph include information about business, employees, customers, investments or any other information that should not be shared with public or other stakeholders.



iii. Employees should refrain from writing any articles for publication unless authorized by the CEO/Managing Director of the Company. The obligation to protect the confidentiality of confidential and other information obtained at the Company during employment continues even after the employee has left the Company.

I. Company Assets

All the assets of the Company such as various systems, computers, telephones, mobiles, laptops, intranet, internet access, email, SMS (text) messaging, instant messaging and any other electronic communication tools and devices that are provided to the employees to enable them to perform the duties that are assigned to the employees. All these assets of the Company shall always be owned by the Company. Wherever permitted by laws and regulations, the Company may monitor and record the use of its equipment, systems and services at any time. Employees should not have any expectation of personal privacy when they are using the equipment, systems and services of the Company. The Company shall take serious cognizance of any act or behaviour pertaining to the use of its equipment, systems or services in a manner that could be harmful or detrimental to its reputation or business interests.

J. Conflict of Interest

Conflict of Interest is a situation where a person derives personal benefit from actions or decisions made in his or her official capacity. Conflict of interest at work arises in such situations when the employee's personal interests and the Company's business interests happen to be contrary to each other and clash. Such a conflict of interest may be real, potential or perceived and it always carries the potential of causing reputational or regulatory damage to the Company. It is critical that the employees should avoid any such situations where conflict of interest may arise or tend to arise. If such situations are unavoidable the employees should disclose their interests to the Company at the earliest available opportunity.

A few illustrative examples of conflict of interest are provided herewith.

- a. Employees who are part of investigations teams may face a situation where a team member is investigating the conduct of an employee who is his friend or relative.
- b. Employees who are part of recruiting teams may face a situation where a team member is dealing with the job application of his or her relative or friend.



- c. Employees who are part of the purchasing team may face a situation where a kickback is offered to the employees.
- d. Employee's spouse working in the same department.
- e. Employees or their spouses having competing businesses.
- f. Dating or having a romantic relationship with a supervisor or subordinate.

Some such situations are elaborated hereinafter:

- I. Conflict of Interest due to Personal Relations or due to the Development of Romantic Relationship between employees or other Stakeholders
 - i. While conducting our business it is imperative that we should act in the best interest of our Company and our clients. Wherever any of our activities or relationships may limit our ability to make sound decisions or undermine our credibility, we should avoid such activity or declare the existence of the relationship with another person. Wherever the possibility of a conflict of interest is declared by the employees, corrective steps can be taken up by the Company to mitigate the conflict. Wherever an employee doubts any situation and a possibility of conflict of interest, he or she should immediately bring the same to the notice of the authorized officers of the Company to initiate corrective steps or to guide the employee.
 - ii. In discharging one's responsibilities of the job, care should be taken so that any situation of conflict of interest should not arise. Performance Management is one such area where if there is a relationship between supervisor and subordinate employee, the conflict of interest would always violate the consistent, fair and professional performance evaluation. If any situation of conflict arises, the Company in its discretion may reassign the individual to another role.
 - iii. No employee shall use his position within the Company for personal benefit, the benefit of relatives or close associates.
 - iv. Employees are required to declare to the Company any employment of immediate family member or other relatives or development of a romantic relationship in the Company with other employee or staff of external stakeholder, staff of service providers whether reporting to him or her or not. The declaration will enable the Company to take corrective steps to remove the element of Conflict of Interest.



II. Conflict of Interest due to Business Relationships with Outside Entities or Engagement in Outside Business Activities.

- i. To avoid any Conflict of Interest due to business relationships with outside entities or involvement in any outside business activities, all the employees are required to declare any beneficial interest in any business activities they may have with any other Company, Corporate entity, outside directorships, trustee positions of any external Company or non-governmental Company, or other special relationships that could reasonably be considered a conflict of interest with the responsibilities of the employee.
- ii. Employees are required to make such a declaration to the Human Resources Team at the time of joining or at a time when any such beneficial interest is developed by the employees during the continuation of employment with the Company. The requisite form of declaration is attached to this Code of Conduct Policy as Annexure II.
- iii. Employees shall obtain permission from the Company before accepting or holding any outside directorship or trusteeship or engaging in any business-related activity outside of the Company whether the activity is intermittent or continuous or whether compensation is received or not received for the same. For appointments to professional offices, civic and political activities, permission shall also be sought from the Company as such appointments or activities may significantly impact on the employee's job responsibilities or impact on the Company's time or in any other way result in a conflict of interest.

K. Whistleblower policy

The Company is committed to fostering a culture of transparency, integrity, and ethical behaviour. By encouraging open communication and providing avenues for reporting concerns without fear of reprisal, we aim to uphold the highest standards of ethical conduct and accountability throughout our organization. In compliance with the Companies Act, 2013 and SEBI (LODR) Regulations, the Company has established a robust vigil mechanism by framing a whistle-blower policy ("Whistle Blower Policy"), which is available on the Company's website and can be referred for additional details. All employees are encouraged to familiarize themselves with the Whistle Blower Policy and to promptly report any instances of suspected



misconduct or unethical behaviour in accordance with the procedures outlined therein. Together, we can ensure a workplace environment that is built on trust, integrity, and respect for all individuals.

L. Personal finances

Engaging in financial transactions such as borrowing money from other employees, customers or service providers etc. is strictly prohibited. The same hampers personal credibility and may also influence the decision-making ability of the individual employee which in turn may have the potential of undermining the reputation of the Company as well.

M. Insider trading

Investing in the securities of a client Company or customer Company may bring an element of conflict of interest and can be construed as insider trading. As an employee of a Public Limited Company, you may have access to confidential or non-public information about our Company as well as of other Companies, Business entities that conduct or seek to do business with us and or information about our clients. All the employees are required to maintain the confidentiality of this information and protect the same from unauthorized use. Use of this information on the stock exchange for stock trading is an illegal practice of trading to one's own advantage and shall be construed as the practice of insider trading. The Company strictly prohibit insider trading. The Company has deployed a detailed CODE OF CONDUCT (INSIDER TRADING) TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS. The same is available on the Company's website and can be referred for additional details.

Illustrative examples of insider trading are provided herewith.

- i. Acquisition and divestiture of businesses or business units.
- ii. Financial information such as profits, earnings and dividends.
- iii. Announcement of new product introductions or developments.
- iv. Asset evaluations.
- v. Investment decisions/plans.
- vi. Restructuring plans.
- vii. Major supply and delivery agreement.
- viii. Raising finances.



N. Protecting the business interest of the company

All the employees are required to protect the interests of the Company by refraining from doing or getting involved in any conduct that would damage the Company's reputation and goodwill, or which may result in negative fiscal impact, or deprive the Company from utilizing the individual competencies & abilities. The illustrative examples of the activities are misappropriation or misuse of information, violation of the other internal policies of the Company, using the reputation or goodwill of the Company for individual benefit and abuse of Information Technology, Social Media platforms etc. The examples given here are just illustrative and may contain any other conduct on the part of the employees.

O. Anti-bribery and Corruption

- i. As a Company, we maintain the strictest adherence to the Anti-Bribery and Corruption laws of the nation wherever we are operating.
- ii. Company prohibits all of its employees from receipt or offer of payment in the form of facilitation/improper (greased) payments, promise or offer of employment with improper payments, or the improper provision of anything of value to government officials, to any person employed by or representing a government, officials of a political party, or to any other person wherein receipt or payment of any such money may act as an inducement in the conduct of the officials or persons to secure preferential treatment or support unethical action specifically where such offer or receipt is illegal and is a breach of trust or it may act as an inducement in obtaining or retaining business or influencing any official action.

P. Financial reporting and records

- i. The Company shall prepare and maintain its accounts fairly and accurately in accordance with the accounting and financial reporting standards which represent the generally accepted guidelines, principles, standards, laws and regulations of our country.
- ii. Internal accounting and audit procedures shall fairly and accurately reflect all of the Company's business transactions and disposition of assets. All required information shall be accessible to Company auditors and other authorized parties and government agencies. There shall be no wilful omissions of any Company transactions from the



- books and records, no advance income recognition and no hidden bank account and funds.
- iii. Any employee doing any wilful material misrepresentation of and/or misinformation on the financial accounts and reports shall be regarded as a violation of this Code of Conduct leading to initiation of appropriate civil or criminal action against the employee under the relevant laws by the Company.

Q. Personal benefits, gifts and entertainment

- i. All the employees should actively discourage any person or Company from offering and also should not offer any kinds of personal benefits including any type of gift, favour, service or anything of monetary value.
- ii. The Company strictly discourages any offer or receipt of personal benefits in the form of gift, money, reward, favours, discounts, concessionary offers or other advantages to or from the person including an employee which may act as an inducement in the conduct of individual employee for securing preferential treatment or support unethical action specifically where such offer or receipt is illegal and is a breach of trust.
- iii. Other than the customary gifts that are given or accepted on festive occasions whose monetary value will not exceed more than Rs. 500/- as a customary practice, all forms of gift cheques or cash, or any other cash equivalent items are specifically prohibited.

R. Health, Safety And Environment

- i. The Company maintains compliance with the local and international laws pertaining to Health, Safety and Environment. The Company has also deployed appropriate HSE policy in this regard. The same is appropriately displayed at all our business locations for the information and adherence of all the employees and stakeholders.
- ii. All the employees are required to abide by the provisions contained in these laws and also the internal policies of the Company in this regard.



- iii. All the employees are expected to understand the risks in and around the workplace and employ correct controls and safeguards for a continued healthy and safe workplace.
- iv. Any act of threat, physical harm, intimidation or violence at the workplace by anyone is strictly prohibited and any such activity or conduct if observed should be reported immediately to the respective HR partners.

S. Drug and Smoke-Free Workplace

- i. Through all our policies and individual conduct, the Company endeavours to create a work environment that fosters the health and safety of its employees and protects the integrity of its business operations and practices. India as well as other countries where we do our business have enacted the laws pertaining to narcotic drugs and psychotropic substances that prohibit the selling, manufacturing, distributing, possessing and using of these drugs.
- ii. Our Company is committed to upholding the standards contained in these laws and employees are prohibited in the workplace or while performing work-related duties from selling, manufacturing, distributing, possessing, using, or being under the influence of illegal drugs or other substance abuse which renders the employees unfit for duty.
- iii. Smoking is not permitted in the workplace nor is the use of any type of nicotine products. Consumption/ possession of alcohol, smoking or use of tobacco, narcotic drugs and related products is strictly prohibited.
- iv. Employees are expected to take steps to ensure that these provisions are made aware to the visitors and complied with. Steps may include requesting a visitor not to smoke, or politely asking a visitor to leave the workplace should they wish to smoke.

T. Corporate Sustainability

Our Company recognizes the social and environmental challenges that are associated with any business operations. In ensuring our commitment to the Environment and to the Communities where we are operating, the Company will strive to create a social partnership to resolve any concern that is raised by the communities. We are committed to building a sustainable future and will abide by the standards that are contained in the Companies Act, 2013 and Rules thereunder pertaining to Corporate Social Responsibility.



U. Social Media and External Communication

- i. The Company recognizes the right of employees to use social media for personal, social or professional work. However, while doing so employees are required to be careful when they are communicating with external social media platforms.
- ii. They should not be perceived as representing or speaking on behalf of the Company.
- iii. Any engagement with external social media platforms should not be used in a manner where confidential or proprietary information of the Company will become public and the same may result in bringing financial, reputational or legal risk to the Company.
- iv. Employees are required to exercise due discretion and act responsibly when making any statement in public or on any social media accounts.

V. External Media Relations

There could be some situations that may warrant the Company to provide appropriate information to the external Media, Public or Community at large. In all such situations, only the following senior management employees of the Company are authorized to provide the information on behalf of the Company to external media.

- a. Chairman of the Board
- b. MD & Chief Executive Officer or
- c. Head Corporate Communications or
- d. Head HR in consultation with Head Corporate Communications or
- e. Head Legal in consultation with Head Corporate Communications.

Other than the abovementioned officers of the Company, no other employee shall communicate with the media, the public or the community on any internal or external issue that involves the business of the Company. All employees are required to redirect all letters, emails, faxes, telephone calls from the media to the aforesaid authorized officers.



W.Responsibilities of the Employees and other Stakeholders

- i. The Board of Directors of the Company shall be responsible for performing their duties as per the provisions of "The Companies Act, 2013, Rules made thereunder and other laws that are applicable to the Company.
- ii. All the employees and other stakeholders should read and understand the requirements of the Code and expectations of individual standards of conduct thereof. Employees are required to provide an undertaking pertaining to their adherence to the principles contained in this Code of Conduct. The requisite Form is attached to this policy as Annexure-I.
- iii. A copy of this Code of Conduct will be supplied to the authorized representative of the other stakeholders who have business relationships with the Company. External stakeholders having business relationships with the Company are expected to abide by the Principles contained in this Code of Conduct and support the Company in achieving its desired standards of ethics and integrity practices.
- iv. Employees and Managers have enhanced responsibility to protect the interests of the Company by not engaging in any actions or activities which might adversely affect the reputation of the Company and or its financial performance.
- v. Employees should protect the assets of the Company and not misuse any of its property.
- vi. Managers/Supervisors must refrain from abusing their position of authority to force their subordinates or junior staff to engage in any unethical or prohibited activities.

X. Adherence to the Code of Conduct and Disciplinary Action

- All the employees including newly appointed employees are required to read this Code
 of Conduct and are required to signify their understanding and acceptance of it by
 acknowledging an undertaking to comply with this Code of Conduct.
- ii. If any employee or other stakeholder fails to observe the stipulations contained in this Code or any other applicable policies of the Company, the same shall result in initiating disciplinary action against the employee including immediate termination of employment or termination of the business relationship with other stakeholders.



iii. To initiate any disciplinary action against the employee the provisions of the disciplinary action policy, if any, of the Company or any other policy of the Company or provisions of any other law applicable to the classification of the employee will be considered. The provisions of the terms of the agreement with other stakeholders will be considered to initiate any further action due to the violations of the provisions of this Code of Conduct by the other stakeholders.

Y. Subsequent Declaration

The status of employees regarding relationships with outside entities may change throughout employment or engagement with the Company. It is the responsibility of the respective employees to keep the Company updated by making a declaration within two weeks of any such change. Non-compliance to this provision may result in the Company initiating appropriate action against the employees. The requisite form of declaration is attached to this Code of Conduct Policy as Annexure II.

Z. Non - Retaliation

Any person who in good faith has made a reporting or has provided information pertaining to the incident or incidences of violation of the provisions of this Code of Conduct or any other policy of the Company or any other Law applicable to the Company or has participated in the investigation or enquiry pertaining to any such violation, shall be protected from any kind of retaliation and Company will observe zero tolerance in the case of any such retaliation. Individuals engaging in retaliatory conduct will be subjected to disciplinary action by the Company.

AA. Review

The Company shall review and amend this Code of Conduct policy in line with any statutory changes or as per its discretion from time to time.



BB. Forms

- Annexure I- Undertaking to Comply with the Company Code of Conduct.
- Annexure II- Declaration of Outside Business Activities.

End of Document