



Vaibhav Global Limited

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Supplier Code of Conduct

Supplier Code of Conduct of Vaibhav Global Limited (VGL) outlines' expectations and guidelines with respect to responsible sourcing including our commitments to human rights, the environment, health and safety, business ethics and the development of a diverse and sustainable supply chain.

We require all Suppliers and business partners to comply with this Supplier Code. "Suppliers" refers to any third party (any company, corporation or other entity or person) that provides goods or services to VGL for compensation including, but not limited to, our direct and indirect Suppliers, co-manufacturers and co-packers, labor providers, logistic providers, distributors and licensees including their parent, subsidiary or affiliate entities. Sub-contractors of Suppliers are also expected to adhere to the Supplier Code. All personnel/employees of suppliers shall observe and implement this code of conduct in their official day to day activities

We expect our Suppliers and business partners to communicate these expectations throughout their supply chain by adopting efficient management systems, policies, procedures and training to uphold the standards and expectations set forth in this Supplier Code within their own business operations.

We require our Suppliers to abide by all applicable national, state and local laws/regulations in the markets where they operate; however, where local laws or standards differ from this Supplier Code, we expect our Suppliers to comply with the more stringent standards and principles.

In the spirit of continuous improvement, VGL is committed to working with and supporting our Suppliers to meet, and when possible, exceed, the requirements in this Supplier Code. By associating with VGL, the Supplier acknowledges its acceptance of the Supplier Code and intention to comply with its requirements.

ETHICS AND COMPLIANCE WITH LAWS

1. Business Integrity and Ethics

The Company believes in conducting the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior in the Organization. Honesty is one of the main core values of the Company and in support to this, the company formed the Anti Bribery and Corruption policy, which also applies to the Third-Party (including Suppliers) and their employees deployed for the Company's activities. The Suppliers should ensure that they comply with the anti-bribery and corruption policy of the Company.

2. Conflict of Interest

This includes situations where an VGL's employee or director may have an interest of any kind in the Supplier's business, whether through personal relationships, investments, directorships or any kind of

economic ties with the Supplier. In event of any conflict of interest arising at the time of empanelment or prior/post/during engagement, Suppliers are required to promptly disclose such situations to VGL.

3. Quality & Product responsibility

Suppliers must ensure that the quality of product/service delivered shall be in-line with all the contract terms and conditions and/or as per Purchase Order. Suppliers shall adhere to all applicable laws and regulations regarding prohibition or restriction of specific substances, including labelling of products, if required.

4. Fair and impartial Dealing

Suppliers shall deal fairly and impartially with Company and employees of the Company. They should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential, restrictive or trade secret information, misrepresentation of material facts, or any other unfair dealing practices.

5. Confidentiality of Information

Confidential information: It includes all non-public information that might be of use to competitors or harmful to the Company or its customers if disclosed.

Suppliers must ensure that confidential or proprietary information about VGL, its clients, employees or other parties, which has been gained through engagement or affiliation with VGL, is not used for personal or professional advantage. The confidential information also extends to any employee data, personal data or third-party information as shared by VGL.

6. Intellectual Property Rights

The Supplier shall take all steps to adhere to the intellectual property rights of VGL including but not limited to the VGL's copyrights, patents, trade secrets and trademarks. The Suppliers shall not be authorized to represent VGL or to use VGL's brands, logo, name etc without its written permission.

7. Data Privacy

VGL ensures that it complies with all applicable data protection laws and contractual requirements. VGL is committed to uphold highest data protection and privacy standards with respect to all Supplier data and Personal Information. We expect our Suppliers to adhere to similar standards.

The Supplier shall also comply with obligations under applicable data protection laws and contractual requirements, and ensure adequate measures are implemented to address technical and organizational security measures, data access rights, transfer of data and retention of data, while processing personal data owned, controlled and managed by VGL.

8. Business Continuity

The Supplier shall 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.

9. Insider Trading

VGL complies with SEBI (Prohibition of Insider Trading) Regulations, 2015. The Supplier of VGL shall not trade in securities of VGL listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) when in possession of Unpublished price sensitive information ("UPSI") shared by VGL during the course of engagement. For further details, please refer to the Code of Conduct to regulate, monitor and

report trading by Designated Persons available on website of the Company i.e. www.vaibhavglobal.com.

10. Compliance with Laws

Suppliers shall fully comply with all applicable national and/or local laws and regulations, treaties and industry standards including, but not limited to, those related to labor, immigration, health and safety and the environment. The Supplier shall maintain all records of such compliance as mandated under the applicable laws and provide the same to VGL upon request.

Suppliers will comply with all applicable laws and regulations concerning importing, exporting, re-exporting or transfer of VGL's products and services.

11. Gifts and Donations

The supplier shall not (directly or indirectly) offer any gift, entertainment, trip, discount, service, or other benefit from his organization to any official of VGL which would or reasonably appear to be capable of influencing such person to act in a manner which is against the interest of the VGL.

12. Money laundering

The supplier shall not accept, facilitate or support money laundering.

LABOR PRACTICES AND HUMAN RIGHTS

1. Wages and Benefits

Suppliers shall comply with all applicable laws and regulations including but not limited to minimum wages, duration of payment, overtime hours, equal remuneration and other elements of compensation. All legally mandated benefits viz. leaves, social security, insurance etc. shall be provided by the Suppliers to its employees. Deductions, if any, from wages shall be made in strict compliance with the applicable laws.

2. Working hours

Suppliers shall comply with prevailing applicable laws and regulations on working hours, overtime and maximum hours. Suppliers shall carry out its business in a manner that limits overtime to a level that ensures humane and productive working conditions.

3. Child or Forced Labour

The supplier shall not employ, engage or otherwise use any child labor. Also, supplier must not use involuntary labour of any kind, including prison labour, debt bondage or forced labour. The supplier must maintain official documentation that verifies a worker's date of birth, employment and training history. VGL reserves the right to review this information whenever required.

4. Human Rights

VGL expects its suppliers to support and respect the protection of internationally proclaimed human rights and to ensure that they are not complicit in human rights abuses.

5. Humane Treatment

Supplier shall not tolerate any instance of harsh and inhumane treatment including but not limited to sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers, including the threat of any such treatment. Supplier shall clearly lay down and communicate to workers the disciplinary policies and procedures in this regard.

6. Non-Discrimination

Suppliers shall not discriminate in hiring or employment practices based on pregnancy, childbirth or related medical conditions, race, religious creed, colour, sex, gender, national origin or ancestry, physical

or mental disability, medical condition, marital status, age, sexual orientation, union membership or any other criteria protected under law. Supplier shall uphold the dignity of its employees at all times and work towards establishing and reinforcing a positive work culture.

7. Harassment

VGL expects its Suppliers to provide a harassment-free workplace for everyone. Harassment based on any protected criteria is unlawful and the Suppliers shall not commit any act, which is not in compliance with applicable laws.

8. Health and Safety

VGL expects its Suppliers to provide their employees safe and healthy workplace, which is in compliance with all applicable safety and health laws, regulations, and practices. Suppliers shall ensure that all legal requirements including but not limited to occupational safety, emergency preparedness, occupational injury and illness, industrial hygiene, physically demanding work, machine safeguarding, sanitation, food and housing are addressed. Suppliers shall take adequate steps to minimize the causes of hazards inherent in the working environment. Suppliers shall take adequate steps to address the issue of substance abuse and shall prohibit the use, possession, distribution or sale of illegal drugs in their supply chain,

9. Environmental Sustainability

The Supplier shall provide its employees with a safe and healthy working environment and comply with all applicable environmental/pollution control laws and regulations.

MANAGEMENT SYSTEM

Suppliers must set up a management system and maintain documentation necessary to demonstrate compliance with the Supplier Code. The system shall be designed to monitor and ensure (a) compliance with applicable laws and regulations; (b) conformance with the Supplier Code.

OBLIGATIONS OF SUPPLIERS

Suppliers shall ensure that the Supplier Code is communicated to their employees, business partners/associates and subcontractors involved in providing services to VGL in the language known to them and that they abide by the same. Compliance with the Supplier Code is required in addition to any other obligations in any agreement a Supplier may have with VGL.

Suppliers must self-monitor and demonstrate their compliance with the Supplier Code. Suppliers shall actively audit and manage their day-to-day management and share reports with VGL upon request. VGL retains its right to audit its Suppliers to confirm compliance. The Supplier shall extend all necessary support and cooperation to VGL for such an audit. While VGL will work with Suppliers to improve compliance, failure to comply with the Supplier Code may result in appropriate action including but not limited to termination of the relationship with the Supplier.

For any query / grievances / suggestion / feedback, the supplier may write to us at investor_relations@vaibhavglobal.com
