



## **Supplier code of Conduct**

**Version No. 1.0**

### **Document Revision History**

<b>Document Version</b>	<b>Approval Date</b>	<b>Modified By</b>	<b>Section, Page(s) and Text Revised</b>	<b>Approved By</b>
1.0	06-Oct-2023	Bharat Bhushan	Initial version	Ajit Kumar

### **1. Objective**

It is essential to the business relationship that all our suppliers and further their supply chain follow the highest ethical and legal standards in all their dealings. A supplier is a person or entity who sells goods or services or manpower which could be employees or contractors. Not only does Mphasis follow a competitive approach in selecting and engaging suppliers based on merit and values, but we also lay great importance in conducting business in accordance with the highest ethical standards. Some important points that will help in developing a mutually beneficial business relationship are as follows.

### **2. Ethical Dealings**

Conducting business with high ethical standard is fundamental to Mphasis and we hold our suppliers to the same high standards.

All Mphasis employees are under a strict Code of Business Conduct. You must never offer an incentive by way of gifts or personal favours whether in cash or kind to gain preferential treatment or win business by colluding or using unfair means.

We expect our suppliers to avoid conflicts of interest when doing business with Mphasis, including not offering to or accepting from our employees any business courtesies or entertainment that could be perceived as an improper attempt to influence a business decision.

Mphasis has a zero-tolerance policy on this. Suppliers who are not in compliance with this policy face the risk of termination of all engagements with Mphasis, current and future.

### **3. Environment**

Mphasis Limited is certified for ISO 14001: 2015 (Environmental Management System). We are committed to ensure that our activities are always environmentally friendly. We expect our suppliers to follow the same standards while managing their operations. We prefer suppliers who:

- (a) Take precautionary approach towards environmental stewardship and ensure responsible business practices.

- (b) Set environmental targets,
- (c) Report publicly on environmental indicators, and
- (d) Comply with all relevant and applicable local and national laws, regulations, licenses, and restrictions with regard to land and water management, waste and recycling, air and water quality, noise, transportation of products, material selection, environmental issues management.

#### **4. Legal Dealings**

The supplier shall ensure that in the execution of the Services, it shall comply with all applicable laws, regulations and notifications and shall exercise its best efforts to obtain all applicable licenses, approvals and permits required for the execution of the Services.

#### **5. Modern Slavery**

Mphasis has zero tolerance for slavery and human trafficking. Modern Slavery can take many forms, including human trafficking, forced labor, servitude and slavery. The Modern Slavery campaign serves to end it by raising awareness of the issue and encouraging businesses to combat such activity within their enterprise and supply chain. At Mphasis, we play an active role in employee and supplier development and have adopted various means to clearly communicate our expectations to all. Respecting human rights and environmental laws is a priority within our enterprise. Mphasis Limited, and its subsidiaries, are committed to ensuring that there is no slavery or human trafficking taking place in its supply chain or in any part of its business.

#### **6. Child Labour**

All suppliers must ensure that, child labor, forced labor, verbal or any other form of harassment, physical punishment and any form of modern slavery are not permitted in any of their related business with Mphasis or that of their supply chain. We expect our suppliers not to engage in any practice inconsistent with the rights set forth in the Convention on the Rights of the Child, ILO Minimum Age Convention and Prohibition. The term 'child' refers to any person employed normally under the age of 18 where the law of the country permits, or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is the greatest.

#### **7. POSH**

All Suppliers providing sub-contract services to Mphasis under temp labor must ensure that they have met all compliance requirements under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 under which all workplaces that have 10 employees or more are required to constitute an Internal Committee.

#### **8. Supplier social responsibility including Health & Safety**

Suppliers shall 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, are addressed. Suppliers shall take adequate steps to minimize the

causes of hazards inherent in the working environment. Suppliers will also ensure that their employees are paid proper wages and their working hours are also as per the statute. 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. Suppliers shall be committed towards responsible Business growth and extend their responsibility to the local communities. We engage with suppliers who share this philosophy, as demonstrated by engagement with community stakeholders and long term, strategic involvement in community partnerships to address key social issues. We shall prefer local suppliers wherever possible to promote community engagement.

## **9. Intellectual Property**

All suppliers must not use or incorporate intellectual property of any third party in the goods/services provided to the Company without their prior written authorization & consent. Proprietary rights whatsoever, including but not limited to, patents, copyright and design rights of all work exposed to the supplier during or as a consequence of supplier's provision of Services to the Company, whether alone or in conjunction with others and whether during normal working hours or not, including but not limited to any invention, design, discovery or improvement, computer program, documentation, confidential information, copyright work or other material belongs to the Company absolutely. The suppliers will indemnify and defend the Company against any claim that may be made against the Company or its customers/clients for infringement or misappropriation of the intellectual property of any third party.

The suppliers shall ensure that any information disclosed by the Company under and in the course of providing goods/services is kept confidential to the extent it is not otherwise publicly available.

The suppliers shall not issue any press release, use any of the Company's products, logo, photographs, name etc. in any promotional activity without prior written consent from the company.

## **10. Confidentiality**

All information of any nature or kind which the supplier has access to, pursuant to engagement with the company shall be treated as proprietary to the Company and as confidential by the supplier during and after the term of the engagement whether or not such information is designated as being confidential or not.

The supplier undertakes covenants and agrees with the Company that, it shall not disclose any Confidential Information which is owned by the Company to any person nor use the same for any purpose.

The supplier shall execute all requisite confidentiality undertaking in the form and manner acceptable to the Company. The Company shall, in the event of breach by the Vendor, be entitled to seek injunctive relief against the supplier besides being entitled to claim liquidated damages from the supplier.

## **11. Use Of Mphasis Assets and Electronic Resources**

Suppliers must ensure that their employees utilize the company assets and electronic communication devices/ resources only in a legal and ethical manner and only for the

authorized purpose. On termination of the contract or the assigned job the assets must be returned to the company.

## **12. Consequences of Termination**

In the event of termination of services of the supplier, any Confidential Information that the supplier has knowledge of shall be forthwith returned to the Company or destroyed by the supplier.

The supplier shall forthwith cease to use any Confidential Information and shall exercise all such endeavors so as to ensure that the supplier is in no manner related to the Company by the public.

## **13. VIOLATIONS OF THIS CODE OF CONDUCT**

Failure to comply with this Code or any other applicable law/regulations by Supplier will result in termination of our business relationship/ Purchase Order/ contract with the Supplier.

## **14. Feedback**

In case of any feedback, observation or grievance you have regarding any aspect of the PO you can always contact the buyer whose email id is given in the PO.

## **15. Whistle Blower Policy**

If you suspect or observe any un-ethical practice or behavior by Mphasis Employee(s), we encourage you to immediately report the same using the following channels.

E-mail: [whistleblower@mphasis.com](mailto:whistleblower@mphasis.com)

Whistle-blower Hotline: +91-80-4004-1992

We assure you that all complaints will be taken seriously and investigated thoroughly. This will be treated as strictly confidential between supplier and Mphasis.

## **16. Review**

This policy will be reviewed periodically to embed the ideas and suggestions provided by all stake holders to ensure that we have a suitable code of conduct.