

**Annexure**

Clause No.	Refer Item	Clauses
4	Principle 6	<p>Equal Opportunities Employer: A Tata Company shall provide equal opportunities to all its employees and all qualified applicants for employment without regard to religion, colour, ancestry, marital status, gender, sexual orientation, age, nationality, ethnic origin or disability.</p> <p>Human Resource Policies should promote diversity and equality in the workplace, as well as compliance with all labour laws, while encouraging the adoption of best practices. Employees of a Tata Company shall be treated with dignity and in accordance with the Tata policy to maintain a work environment free of all forms of harassment, whether physical, verbal or psychological. Employee policies and practices shall be administered in a manner consistent with applicable laws and other provisions. The company shall respect for the right to privacy and the right to be heard, and that in all matters equal opportunity is provided to those eligible and decisions are based on merit.</p>
5	Principle 10	<p>Gifts and Donations: A Tata Company and its employees shall neither receive nor offer or make, directly or indirectly, any illegal payments, remuneration, gift or other comparable benefits, which are intended to or perceived to obtain business or un-competitive favours for the conduct of its business. The company shall cooperate with governmental authorities in efforts to eliminate all forms of bribery, fraud and corruption. However, a Tata Company and its employees may, with full disclosure, accept nominal gifts, provided such gifts are customarily given and/ or are of a commemorative nature. Each company shall have a policy to clarify its rules and regulations regarding entertainment, to be used for the guidance of its employees.</p>
6		<p>Government Agencies: A Tata Company and its employees shall not, unless mandated under applicable laws offer or give any company funds or property to support any specific political party or candidate for political office. The company's conduct shall preclude any activity that could be interpreted as mutual dependence on government procurement regulations, and shall be transparent in all its dealings with government agencies as applicable.</p>
7		<p>Political Non-alignment: A Tata company shall be committed to and support the constitution and governance systems of the country in which it operates. A Tata Company shall not support any specific political party or candidate for political office. The company's conduct shall preclude any activity that could be interpreted as mutual dependence on political body and shall not offer or give any company funds or property as donations, directly or indirectly, to any specific political party, candidate or campaign.</p>
8	Principle 8	<p>Health, Safety and Environment: A Tata Company shall strive to provide a safe, healthy, clean and ergonomic working environment for its people. It shall protect and conserve natural resources and be committed to improving the environment, particularly with regard to emission of greenhouse gases, and shall endeavour to offset its carbon footprint. A Tata Company, in the process of production and sale of its products and services, shall strive for economic, social and environmental sustainability.</p>
20	Principle 10	<p>Conflict of Interest: An employee or director of a Tata company shall always act in the interest of the company, and ensure that any business or personal association may have does not involve a conflict of interest with the operations of the company and his / her role therein.</p> <p>An employee, including the Executive director (other than independent director) of a Tata Company, shall not accept a position of responsibility in any other for-profit or not-for profit organization without specific sanction.</p> <p>The above shall not apply to (whether for remuneration or otherwise):</p> <p>Nominations to the Boards of Tata Companies, joint ventures or associate companies</p> <p>Memberships/positions of responsibility in professional bodies wherein such association will benefit the employee/Tata Company</p> <p>Nominations/memberships in Government committees/bodies or organizations</p> <p>Exceptional circumstances as determined by the Competent Authority</p> <p>Competent authority in case of any employee shall be the chief executive who in turn shall report all such exceptional cases to the Board of Directors on a quarterly basis. In the case of the chief executive and directors, the Group Corporate Centre shall be the competent authority.</p> <p>An employee of a Tata Company shall not engage in any business, relationship or activity which might conflict with the interest of his/her Company or the Group. Any conflict of interest, actual or potential may arise where directly or indirectly</p> <p>(a) An employee of a Tata Company engages in a business, relationship or activity with anyone who is party to a transaction with his/her Company,</p> <p>(b) An employee is in a position to derive an improper benefit personally or to any of his/her relatives by making or influencing decisions relating to any transaction,</p> <p>(c) An independent judgment of the Company's or Group's best interest cannot be exercised.</p> <p>The main areas of such actual or potential conflicts of interest shall include the following:</p>

		<p>a) An employee or a full time director of a Tata company conducting business of his/ her company or being in a position to influence a decision with regard to business with a supplier or customer wher his/her relative is a principal officer or representative, resulting in a benefit to him/her or his / her relative.</p> <p>b) Award of benefits such as increase in salary or other remuneration, posting, promotion or recruitment of a relative of an employee of a Tata Company whe in a position to influence the decision with regard to such benefits.</p> <p>c) The interest of the company or the Group can be compromised or defeated.</p> <p>Notwithstanding that such or other instances of conflict of interest exist due to any historical reasons, adequate and full disclosure by the interested employee company's management. It is also incumbent upon every employee to make a full disclosure of any interest which the employee or the employee's immediate parents, spouse and children, may have in a family business or a company or firm that is a competitor, supplier, customer, distributor of or has other business Company.</p> <p>Upon a decision being taken in the matter, the employee concerned shall be required to take necessary action, as advised, to resolve/ avoid the conflict.</p> <p>If an employee fails to make a disclosure as required therein and the management of its own accord becomes aware of an instance of conflict of interest that disclosed by the employee the management would take a serious view of the matter and consider suitable disciplinary action against the employee</p>
23	Principle 3	Citizenship: The involvement of a Tata employee in civic ar public affairs shall be with express approval from the chief executive of his/ her company, subject having no adverse impact on the business affairs of the company or the Tata group.
25	Principle 10	<p>Reporting Concerns: Every employee of a Tata Company shall promptly report to the Management, and/ or third party ethics helpline when she/he becomes possible violation of the Code or an event of misconduct, act of misdemeanour or act not in Company's interest. Such reporting shall be made available to su too.</p> <p>Any Tata employee can choose to make a protected disclosure under the Whistle Blower Policy of the company, providing for reporting to the chairperson of the board of directors or specified authority. Such protected Disclosure should be forwarded, when there is reasonable evidence to conclude that a violation i place, with a covering letter, which shall bear the identity of the Whistleblower.</p>

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