

Supply Chain Management		
Suppliers Code of Conduct		
Policy No.	Version No.	Effective date.
COHANCE/SCM/001	01	01.01.2023

DEFINITIONS

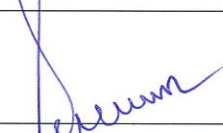

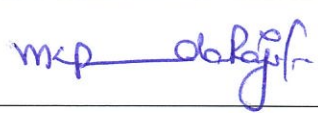
Term	Definition
Applicable law	"Applicable Law" shall mean any law, statutory rules and regulations, or standards applicable to the company, under which any guideline/provision concerning the environment, health, safety, wages, etc. has been prescribed.
Gifts	"Gifts" may include anything of value including payments, loans, fees, a physical item, entertainment, unreasonable travel expenses or a service.
Intellectual Property	"Intellectual property" includes patents, trademarks, trade secrets and copyrights, as well as scientific and technical knowledge, know-how, and experience.
Books, Records and Accounts	These include but are not restricted to ledgers, vouchers, bills, invoices, payroll and benefits data, timesheets, expense reports, and other essential data of the Company.

BACKGROUND

Strong supplier relationships are vital for Cohance Lifesciences Limited (COHANCE) as they play an important part in developing a sustainable supply chain. The way we conduct business, our products and services are extremely important. We are committed to creating value for all stakeholders and responsible sourcing of goods and services. We expect our suppliers, their employees, and other parties to comply with the applicable standard outlined in this code. Also, COHANCE is committed to ensuring that Suppliers are treated with respect.

OBJECTIVES

COHANCE strives to operate with integrity and in a responsible manner. Our commitment towards an ethical business extends to our external business partners as well. We collaborate with only those external business partners who comply with all applicable laws, regulations and clauses outlined in this code. The clauses in this code ensure that we uphold human rights and ethically conduct business.

		
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K Nageswara Rao	Natarajan Swaminathan	Dr. Prasada Raju
Senior General Manager	CSCO	MD & CEO

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SCOPE

This code applies to all business partners including but not limited to those individuals and organizations that directly or indirectly provide services, raw materials, active ingredients, components, finished goods or other products to us.

APPLICABILITY

The Code has been designed in such a way that it applies to all the suppliers of the company. However, the level and type of compliance may vary based on the type of supplier and the principles applicable to them. The company reserves the right to conduct audits or assessments to ensure suppliers' compliance to the Code and shall take necessary actions regarding our relationship with them in cases of non-compliance.

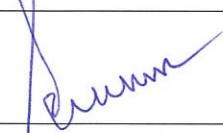

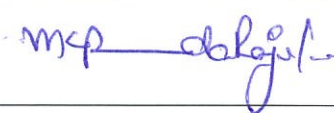
LEGAL COMPLIANCE

Our suppliers are mandatorily obligated under contract with Cohance Lifesciences Limited to comply with all applicable laws and regulations of the countries, states and jurisdictions in which they operate and that of COHANCE's contracting entity. This includes, but is not limited to labour and employment practices, business conduct, product quality, health and environment safety and fair-trade standards.

BUSINESS INTEGRITY AND ETHICS

Suppliers are expected to behave ethically and with integrity in all business transactions. We expect that our suppliers will:

- Conduct business with integrity and in an ethical manner.
- Not engage in any form of bribery or illegal payments to win business opportunities.
- Comply with all applicable laws and regulations including fair competition, antitrust compliance, accurate and truthful advertising, accurate accounting, and due disclosure.
- Seasonal gifts in the form of flowers/fruits/sweets/food items/company souvenirs if they are of nominal value not greater than Rs.2000 are acceptable.

		
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- The supplier does not accept, facilitate, or support money laundering.
- Treat animals used in its activities ethically and humanely and follow the principles and follow the principles of replacement, refinement, and reduction of laboratory research through animal testing.
- Comply with all laws that prohibit tax evasion as well as facilitation of tax evasion for its stakeholders.
- All financial transactions are reported following generally accepted accounting practices, and the accounting records must show the nature of all transactions in a correct and non-misleading manner.
- Suppliers shall refrain from using their assets for promoting the interests of political parties or candidates for public office.

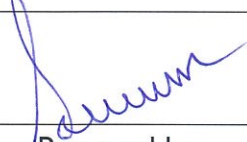

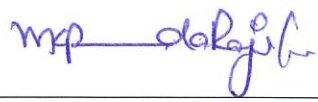
INTELLECTUAL PROPERTY AND CONFIDENTIAL INFORMATION

Suppliers are expected to safeguard our company's intellectual property, confidential and sensitive information, and data at all times. We expect that:

- The information provided to the suppliers must be used by them only for agreed-upon and intended purposes.
- The supplier has the obligation of confidentiality even after the business relationship is terminated.
- Suppliers are expected to comply with all applicable laws on data privacy while handling personal and confidential information.
- Any unauthorized disclosure of the company must be reported to the management immediately.
- The supplier shall not make false statements or provide misleading information regarding its products or their performance, including the safety and environmental attributes of the products.

HUMAN RIGHTS AND LABOUR STANDARDS

All our suppliers are expected to protect the human rights of their employees and treat their employees with dignity and respect. We expect that our suppliers will:

		
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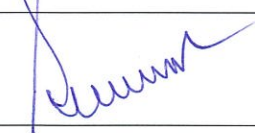

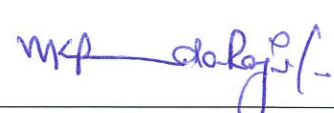
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- Not allow child labour or forced labour in any form including human trafficking or slavery in their business operations.
- Not discriminate against any individual based on gender, race, nationality, religion, sexual orientation, marital status, age, medical history/ challenge, or political affiliation.
- Ensure that the working conditions for their employees are safe, healthy and contamination free. Suppliers will also ensure that they honour agreed-upon days off from work and maximum working hours.
- Respect the rights of their employees to associate freely, join labour unions, works for the council, seek representation, and engage in collective bargaining.
- Comply with all applicable laws and standards on minimum wages, overtime pay and mandated benefits.
- Communicate to all employees if overtime is required and the wages to be paid for such overtime.
- Not treat or threaten to treat an individual harshly or inhumanely; Harsh or inhumane treatment includes sexual harassment or abuse, corporal punishment, coercion, or verbal abuse.

EMPLOYEE HEALTH AND SAFETY

Suppliers are expected to provide a safe and healthy working environment to all their employees. We expect that our suppliers will:

- Ensure such working conditions which prevent any accidents or adversely affect the health of their employees.
- To ensure compliance with all safety standards, suppliers should arrange safety programs for their employees.
- Reduce exposure to safety hazards, suppliers develop and implement safety plans and procedures by identifying, assessing, and minimizing risks.
- Identify potential emergencies, implement preventive measures, and be prepared to execute emergency response procedures.
- Provide periodic training to all their employees to ensure that protocols for safety are always followed.

		
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- Comply with all applicable laws and regulations on health, safety, and environment.

ENVIRONMENTALLY SUSTAINABLE PRACTICES

Suppliers are expected to conduct business sustainably and responsibly. We expect that our suppliers will:

- Handle and dispose of hazardous/non-hazardous waste in compliance with all applicable laws and prevent accidental release of hazardous material into the environment.
- Strive to reduce the environmental impact of their operations, including consumption of natural resources, waste generation, air emissions and waste-water discharges.
- Comply with all applicable laws and regulations on environmentally sustainable practices.
- Implement programs to ensure products do not contain restricted or banned materials.

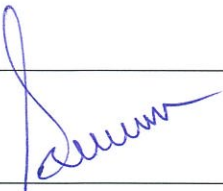

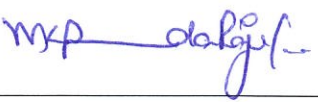
QUALITY

We are committed to our patients and focus on delivering quality products while maintaining the highest level of patient safety through new products and various initiatives. To meet customer requirements and ensure patient safety, we expect our suppliers to meet the agreed-upon product specifications and quality requirements.

CONFLICTS OF INTEREST

The duty of all personnel of supplier towards the COHANCE demands that he or she avoids and discloses actual and potential conflicts of interest. A conflict of interest exists where the interests or benefits of one person or entity conflict with the interests or benefits of the COHANCE.

If a supplier is considering investing in any customer, supplier, developer or competitor of the COHANCE, he or she must first take care to ensure that these investments do not compromise on their responsibilities towards COHANCE.

		
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Notwithstanding that conflict of interest exists due to any historical reasons, adequate and full disclosure by the supplier should be made to the COHANCE management.

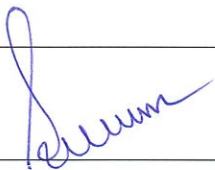

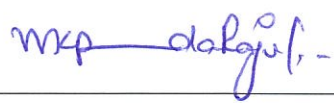
FAIR COMPETITION PRACTICES

Supplier shall compete with other suppliers in a fair manner and with integrity. Supplier shall not exchange information or enter into agreements or understandings with competitors, customers or suppliers in a way that improperly influences the marketplace or outcome of a bidding/negotiation process.

COMPLIANCE AND MONITORING

Suppliers are mandatorily obligated to comply with all applicable legal requirements and the standards mentioned in the Code and will review their operations periodically. If any non-compliances are noted by a regulator, auditor, COHANCE, the supplier is expected to develop, document, and implement action plans to mitigate the risks arising from the non-compliance.

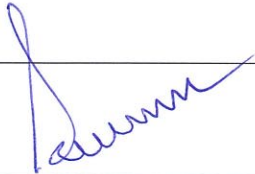


The company may conduct audits or assessments through questionnaires, review of existing information or on-site visits to ensure that the suppliers are complying with the code and may take necessary actions in case of any non-compliance. The company reserves the right to disqualify any potential supplier or terminate any relationship with a current supplier that is not complying with these standards.

		
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FREQUENTLY ASKED QUESTIONS

Question	Answer
Why does COHANCE need a Supplier Code of Conduct?	COHANCE created this document to ensure suppliers operate responsibly and conduct business in a manner that aligns with our company's principles and values.
How does COHANCE ensure enforcement of Supplier Code of Conduct?	Suppliers are responsible for establishing a system that supports the content of this code and monitor/record regulatory compliance. COHANCE may conduct onsite audits to ensure that Supplier are in compliance with this code.
What happens if a supplier fails to comply with the Code of Conduct?	If a supplier fails to comply with the code, the supplier will need to improve on the areas of non-compliance. The supplier will then be required to submit an acceptable corrective action plan. If the plan is approved, the supplier will be given a set period to resolve the areas of concern. If the issue is not resolved, action will be taken which could result in termination of the business relationship.
Whom to contact in case of additional questions on the Supplier Code of Conduct?	Any additional questions should be directed to Purchase department.

		
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ANNEXURE 1 - COMPLIANCE OF SUPPLIER CODE OF CONDUCT

(to be printed on Supplier's letterhead)

I acknowledge receipt of the Supplier Code of Conduct of the Cohance Lifesciences Limited (COHANCE) having its registered office at #215 Atrium, "C" Wing 8th Floor, 819-821, Andheri Kurla Road, Chakala, Andhrei East, Chakala MIDC, Mumbai, Maharashtra – 400 093. I understand the standards and policies contained in the COHANCE's Supplier Code of Conduct. I affirm that I have observed and implemented the COHANCE's Supplier Code of Conduct.

Supplier Name:

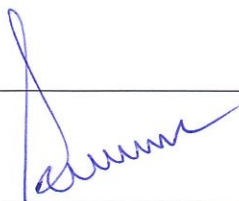


Official Name:

Signature:

Designation:

Date:

Seal of Supplier:

		
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