

Effective: 1ST April, 2022

Version: - I

Jivagro Code of Conduct**Jivagro's Supplier Code of Conduct****INTRODUCTION:**

Jivagro's supplier code of conduct (the 'Code') sets forth the basic requirements of Jivagro's core values and global commitment towards internationally recognized environmental, social and corporate governance standards that Suppliers are required to respect and adhere to in letter and spirit when conducting business with Jivagro Ltd. and its affiliates, employees, officers etc. (hereinafter referred to as "Company" or "Jivagro").

Jivagro is inspired by and committed to internationally recognized standards, including but not limited to the below:

- a) Core Conventions of the International Labor Organization's Declaration on Fundamental Principles and Rights at Work
- b) United Nations' Universal Declaration of Human Rights as well as prevalent industry standards,
- c) Responsible Care® program of International Council of Chemical Association, and
- d) All other relevant and applicable statutory requirements concerning Environment Protection, Minimum Wages, Child Labor, Anti-Bribery, Anti-Corruption, Health and Safety, whichever requirements impose the highest standards of conduct.

SCOPE:

It applies to all 'Suppliers' who have a business relationship with and provide, sell, seek to sell, any kinds of goods or services to Jivagro.

The term 'Supplier' includes but does not limit to suppliers, service providers, vendors, traders, agents, consultants, contractors, joint venture partners, third parties including their employees, agents, their suppliers, subcontractors and other representatives who have a commercial and contractual relationship with Jivagro.

PRINCIPLES:**Environment****1) Commitment to Environment. Sustainability.**

- a) Supplier complies with all applicable environmental, safety and health regulations.
- b) During execution of any work or contract at Jivagro's site, Supplier adheres to Jivagro's internal policies on environmental sustainability, quality and protection.
- c) Supplier protects and keeps safe employees and contractual staff' life and health.
- d) Supplier utilizes the resources efficiently, apply energy-efficient and environmentally friendly technologies and reduce waste, as well as emissions to air, water and soil.
- e) Supplier remains mindful while utilizing the resources: renewable, non-renewable and attempts to minimize negative impact on climate change and water scarcity. Additionally, Supplier utilizes tangible assets of Jivagro in judicious manner for conducting concerned authorized business.
- f) Supplier of hazardous materials ensures to provide material safety data sheets containing the requisite safety information related to the material to Jivagro.

Social**1) Labour laws & Human Rights.**

- a) Supplier upholds the principles as well and not be complicit in any form of human rights abuse and adhere to Jivagro's Human Rights Commitment policy.
- b) Supplier ensures that its employees and contractual staff do not indulge in any kind of workplace violence or incite others towards it as well. Possession of any weapons or dangerous items at workplace or outside while conducting business activities by employees of the Supplier is prohibited.



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- c) Supplier while doing business with Jivagro and others prohibits all forms of forced and compulsory labor or child labor at its plants and offices.
- d) Supplier while doing business with Jivagro and others provides the below:
 - the fair and equitable wages, benefits and other conditions of employment.
 - humane and safe working conditions- provide its employees a safe, healthy, ergonomically sound working environment and take all possible measures to ensure health and safety of its employees.
 - A workplace free of discrimination and harassment.

Governance

1) Anti-bribery. Business integrity.

Suppliers to not use their financial, social, political connections to obtain favorable treatment, advancement of business or any favors from a third party (public or private), or from employees or consultants of Jivagro.

2) Antitrust/Anti-competitive practices

Supplier abides by all applicable national and international trade laws including but not limited to antitrust and trade control. Supplier abstains from any kind of money laundering activities. Suppliers never:

- a) resort to fixing prices, rigging bids, boycott specific customers/suppliers;
- b) use illegitimate means to obtain competitive information;
- c) comment on competitors' products or services in an inaccurate or untruthful manner; and
- d) misrepresent or make misleading/untruthful claims about products in the market place and to ensure accurate and truthful advertising.

3) Gifts. Solicitation of gifts and advantages.

Supplier recognizes that Jivagro employees do not accept any gifts or any kind of personal benefit from Suppliers that aim to influence business decisions or inspire them for a biased conduct and act contrary to their duties. Gifts also include hospitality or entertainment.

4) Confidential information. Intellectual Property.

Supplier, at all the times respects and safeguards the confidential information related to the commercial contract entered with Jivagro. Supplier protects its and Jivagro's data (including intellectual property rights) from any kind of misuse. Supplier not shares Jivagro's confidential information with any third parties (including sub- contractors) without prior written consent from Jivagro.

Supplier not infringes any confidential information and/or intellectual property /technology to which a supplier may have access during the course or out of course of business specifically trademarks, logos, copyrights, designs, brands, patents, trade secrets.

5) Conflict of Interest.

Supplier not enters into financial or any relationship with Jivagro employees thereby creating actual (or appearance of) conflict of interest. Supplier discloses to Jivagro all available information should any conflict of interest arises i.e. when a Jivagro employee gets a financial interest in any of supplier's any businesses.

6) Compliance of applicable laws.

Supplier complies with all relevant and applicable laws, rules and regulations in the conduct of their businesses. Supplier implements an appropriate compliance management system to promote compliance culture.

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Supplier not indulge in any form of insider trading nor assist anyone else (including Supplier's immediate family, friends or business associates) by passing on any material, non-public information of Jivagro or any other company to derive any benefit from access to and possession of price sensitive/confidential information that is not in the public domain. Supplier understands that Jivagro strictly prohibits the purchase and sale of its equity shares on the basis of price sensitive non-public information.

8) Business Continuity.

Supplier attempts to maintain strategies that mitigate exposure to pandemics, natural disasters, terrorism, crime, threats, and related major accidents.

Adherence to Supplier's Code of Conduct

1) Supplier's Compliance Commitment.

Supplier shall maintain adequate practices and documentation for its business with Jivagro in accordance with this Code. Supplier acknowledges and agrees that Jivagro shall evaluate Supplier's performance on periodic basis, either by assessment (virtually conducted, paper submission etc.) or by an on-site audit implemented by Jivagro or its representatives (third party agency).

2) Third Party Representation.

Suppliers cannot represent or use Jivagro's brand without due written consent from Jivagro. Suppliers cannot represent or speak on Jivagro's behalf unless they have been specifically authorized and instructed to do so and then only may do so to the extent authorized.

3) Whistle Blower Policy Mechanism.

We encourage our suppliers to raise any grievances including those against Jivagro employees or other suppliers to the coordinates given below. If at any time a Supplier wishes to report a violation by Jivagro or its employees of Company's Code of Conduct or any laws or regulations, Supplier can do so by contacting the Jivagro's vigilance and ethics officer.

Jivagro also has a robust and strict Whistle blower mechanism. Jivagro's Whistle Blower Policy is readily available at website of the Company.

Due Diligence

Supplier acknowledges that Supplier is subjected to due diligence checks using publicly available information to support Jivagro's commitment towards Anti-bribery & Anti-corruption compliance program, Human Rights and regulatory compliances.