

## **Policy Of Business Conduct And Ethics For all Grind Master Partners**

It is the policy of Grind Master Group Companies. This Policy of Business Conduct and Ethics for Vendors, Contractors and Service providers covers a wide range of business practices and procedures relevant to every Grind Master Partners. It does not cover every issue that may arise, but it sets out basic principles to guide partners in their dealings relating to Grind Master. GRIND MASTER is committed to being a responsible corporate citizen. This Policy is an integral part of that commitment. We expect our vendors to comply with both the letter and spirit of this Policy and seek to avoid even the appearance of improper behavior.

Any Partner who violates this Policy will jeopardize their relationship with GRIND MASTER, including possible termination of the relationship, and suitable Legal Action.

If you become aware of a situation that you believe may violate this Policy, you should report your concerns immediately in accordance with the procedures described in Section 2 of this Policy. No adverse action will be taken against anyone for making a complaint or disclosing information in good faith, and any retaliation against a person who in good faith reports any violation or suspected violation of the this Policy will be subject to disciplinary action.

### **1. Compliance with Laws, Rules and Regulations:**

Obeying the law, both in letter and in spirit, is the foundation on which GRIND MASTER's ethical standards are built. All partners acting on behalf of GRIND MASTER must respect and obey the laws of the cities, counties, states and countries in which we operate. Although not everyone is expected to know the details of these laws, it is important to know enough to determine when to seek advice from the appropriate GRIND MASTER personnel. If you are uncertain as to whether a course of action is in compliance with the law, you should ask for guidance from your legal advisors or contact GRIND MASTER's Legal Department.

### **2. Reporting Procedures:**

GRIND MASTER partners have the responsibility to report violations of this Policy or other conduct relating to GRIND MASTER's business that they suspect may be unethical or in violation of the law.

To report a suspected violation or when in doubt about the best course of action in a particular situation:

- a) Talk with your contact at GRIND MASTER
- b) Talk to a member of GRIND MASTER's Compliance Committee (Directors, General Manager- Administration, Directors)
- c) Communicate in writing by Email to [raveendra.gokhale@grindmaster.co.in](mailto:raveendra.gokhale@grindmaster.co.in) /Letter to Registered Address of the Company

### **3. Workplace Safety and Security and Protection of the Environment:**

GRIND MASTER strives to provide a safe and healthy work environment. Partners working on GRIND MASTER property have responsibility for maintaining a safe and healthy workplace by following safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions.

Violence and threatening behavior are not permitted. Firearms and other weapons are strictly prohibited on GRIND MASTER property or on the person of anyone while conducting GRIND MASTER business, unless authorized in writing for special circumstances by GRIND MASTER. Vendors and contractors are required to report to the work site in condition to perform their duties, free from the influence of drugs or alcohol. The use, possession or distribution of illegal or unauthorized drugs or alcohol on GRIND MASTER time or on GRIND MASTER premises will not be tolerated. GRIND MASTER is committed to safeguarding the environment and conducting our business worldwide in a manner designed to comply with all applicable environmental laws and regulations, and applying responsible standards where such laws or regulations do not exist.

### **4. Conflicts of Interest:**

Business decisions must be based solely on what is best for GRIND MASTER and not improperly influenced by personal or family interests. Contractors dealing with vendors on behalf of GRIND MASTER are expected to avoid conflicts of interest that could be detrimental to GRIND MASTER. In addition, vendors and contractors are expected to respect GRIND MASTER's conflicts of interest policy with respect to their dealings with GRIND MASTER employees, so that GRIND MASTER employees can remain in compliance.

A "conflict of interest" exists when a person's private interest interferes in any way with the interests of GRIND MASTER or makes it difficult for a person to perform his or her work for GRIND MASTER objectively and effectively.

Conflicts of interest may also arise when an employee or contractor, or a member of his or her family, receives improper personal benefits as a result of his or her position or relationship with GRIND MASTER.

Conflicts of interest by GRIND MASTER employees are prohibited as a matter of company policy, unless disclosed and approved in accordance with the Business Ethics and Conduct Policy for Employees. Similarly, contractors dealing with a vendor/customer on behalf of GRIND MASTER must disclose potential conflicts with that vendor/customer to their GRIND MASTER contacts, so that arrangements can be made to avoid the conflicts.

Actions or situations that might involve a conflict of interest, or the appearance of one, require disclosure and include the following:

- Employee or contractor (or a family member) working for GRIND MASTER vendor or contractors.

•Employee or contractor (or a family member) holding a financial interest in GRIND MASTER vendor. In addition, employees and contractors may not solicit, accept or retain any gift, entertainment, trip, loan, discount, guarantee of an obligation, service, or other benefit from any organization or person doing business with GRIND MASTER, other than (i) modest, non-cash gifts or entertainment as part of normal business courtesy and hospitality that would not influence, or reasonably appear to influence, an officer or employee to act in any manner not in the best interest of GRIND MASTER or (ii) a nominal benefit that has been disclosed and approved in accordance with the Contractor Policy or GRIND MASTER policy.

GRIND MASTER Vendor should disclose any solicited or unsolicited requests for Gifts, favours, gratuities by the Grind Master Employee

#### **5. Corporate Opportunities:**

Vendors may not use GRIND MASTER property, information, or position for improper personal gain, or to compete with GRIND MASTER directly or indirectly.

Vendors are prohibited from taking for themselves personally or for their families opportunities that are discovered through the use of GRIND MASTER property, information or position unless such opportunity is first disclosed and offered to GRIND MASTER, which affirmatively decides not to pursue it. Approval is required in writing from GRIND MASTER's Executive Director/ Chief Executive Officer.

#### **6. Confidentiality:**

Vendors must maintain the confidentiality of all proprietary information entrusted to them by GRIND MASTER or others with whom GRIND MASTER does businesses, except when disclosure is authorized by GRIND MASTER's Management or required by laws or regulations. Confidential information includes all non-public information that, if disclosed, might be of use to competitors, or harmful to GRIND MASTER or others with whom GRIND MASTER does business. It also includes non-public information that vendors, customers and other companies have entrusted to GRIND MASTER. Proprietary information includes, data, prospect and trend information, intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as exploration, production and marketing plans, engineering and manufacturing ideas, designs, databases, records, salary information and any unpublished financial data and reports.

Unauthorized use or distribution of this information is a violation of GRIND MASTER policy. Such information is to be used solely for GRIND MASTER purposes and never for the private gain of a vendor, contractor or any third party.

The obligation to preserve and protect confidential or proprietary information continues even after the relationship with GRIND MASTER ends.

#### **7. Protection and Proper Use of Company Assets:**

GRIND MASTER assets should be used only for the legitimate business purposes of GRIND MASTER. Vendors and contractors should endeavor to protect GRIND MASTER's assets and ensure their proper and efficient use. Protecting company assets against loss, theft and misuse is everyone's responsibility. If you become aware of the theft

or misuse of Company assets, immediately report the matter to your GRIND MASTER contact or report using the procedures described in Section 2 of this Policy.

#### **8. Competition and Fair Dealing:**

We seek to outperform our competition fairly, honestly and in full compliance with applicable laws. We seek competitive advantages through superior performance, never through unethical or illegal business practices. Vendors should respect the rights of, and deal fairly and honestly with, GRIND MASTER's customers, vendors, competitors and employees. No vendor or contractor should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice. We will comply with the applicable laws wherever we do business.

The unauthorized taking or use of proprietary information from other companies, possessing trade secret information that was obtained without legal authority, or inducing such disclosures by past or present employees of other companies is prohibited as a matter of GRIND MASTER policy.

#### **9. Anti-Corruption:**

GRIND MASTER policy prohibits bribery in any form, defined as providing or receiving any payments or other things of value in order to gain or maintain business in a corrupt manner or to obtain an improper business advantage.

As part of GRIND MASTER's compliance program we communicate regularly with our employees and those doing business with GRIND MASTER regarding our policies and commitment to conducting GRIND MASTER's business in accordance with high ethical standards and in compliance with the law.

We believe our vendors share this commitment; this policy is intended to reinforce both your and our commitment to doing business "the right way." We value our business relationship with you and appreciate your cooperation.