

ORIENT CEMENT LIMITED



FOR EMPLOYEES

Orient Cement Limited

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Message from Managing Director & CEO



Dear Colleagues,

At Orient Cement, we proudly claim to be: "Driven. By Values". Our drive for excellence and our cherished core values fuel our passion and keep us committed to adding holistic value throughout the value-chain of our operations and growth. Our Values guide all our actions and decision making and set standards for the way our Company and each one us, as its members and operating arms, conduct ourselves.

To ensure that there is a standardized professional behaviour/ conduct across the organization, we have formulated "The Orient Cement Code of Conduct" and it is applicable to all our Employees. This Code of Conduct is the most important document that aligns our individual as well as collective, actions and behaviour while carrying out our duties at Orient Cement. Its purpose is not to produce an all-inclusive set of rules that cover every situation or challenge we may face, but to serve as a daily guide or guiding principle of acceptable / not acceptable set of actions and behaviour during the course of our employment and beyond.

I am confident that each one of us will understand and follow our Code of Conduct in letter and spirit and uphold the trust reposed in the Orient Cement Employees by all our stakeholders.

DEEPAK KHETRAPAL
MANAGING DIRECTOR & CEO





LIVING BY THE CODE

Integrity	Fairness	Commitment	Righteousness
Honesty	Truthfulness	Sincerity	Principles
Trustworthy	Ethics	Accountability	Confidentiality
Mutual Respect	Compliance	Character	

The Orient Cement Code of Conduct applies to all Employees of the Company. **"Employee"** shall mean all individuals in full-time or part-time employment with the Company (permanent, probationary, expatriates, trainee, retainer, temporary or contractual appointment). Every Employee is personally responsible to read the Code of Conduct, herein after referred as **"Code"**, understand what it means and apply and abide by it consistently.

The Code is designed to assist in preventing the occurrence of unethical or unlawful behaviour, stopping such behaviour when discovered and implementing changes to prevent recurrences of such violations.

Penalties for violation:

Any violation of the Code or any of the applicable law or the Company's policies will result in appropriate disciplinary action that includes suspension or termination of employment. Mentioned below are examples of conduct that may be construed as violation:

- Any *Actions* that violate the Code and other Company policies.
- Requesting *others to violate* the Code and other Company policies.
- Failure to *promptly raise* a known or suspected violation of Code or policies.
- Failure to *cooperate* in investigations of possible violations.
- *Retaliation* against another employee for reporting *integrity compromise / violation*.
- Failure to *demonstrate* the leadership and diligence needed to ensure compliance with Code, policies and applicable law.





ROLES & RESPONSIBILITIES

EMPLOYEE RESPONSIBILITIES

Maintaining ethical standards is in everyone's interest and all Employees are required to comply with the Code, the applicable laws and the Company's policies. Improper or illegal behaviour will not be justified by claiming that someone of higher authority directed it. Claiming ignorance or good intentions or using poor judgment will not be accepted as excuses for noncompliance. If Employee is aware of a problem, he/she cannot remain silent and must step forward.

Every Employee is responsible for the following:

- Familiarize oneself with the Code to better understand their duties and responsibilities.
- Ensuring that work and business affairs are conducted lawfully, ethically, and with integrity.
- Attend all trainings organized by the Company to support in performing job / assignment / discharge of responsibilities in compliance with the Code.
- Ensuring that the Employees always put the Company's interests ahead of their own interests while performing their job / assignment / discharge of duties & responsibilities or when using their position or information acquired through their position.
- Promptly raise any concern about possible violations of the Code or any other Company policies by anyone in writing as per the Whistleblower Policy.

LEADER RESPONSIBILITIES

A Leader at Orient Cement is any Employee who is performing the roles of Head Of Department (HOD) and above (or) any Employee who is designated Assistant General Manager and above. Leaders are expected to do the following:

- Ensuring the Employees have read the Code, understand and are applying it in the ethical standards set out in the Code.
- Creating and sustaining a work environment in which Employees know that ethical and legal behavior is expected of them.
- Listening to the Employees and acting on concerns brought forward by them.
- Encourage the Employees to disclose mistakes and discipline employees trying to unjustifiably blame others.
- Role Model the business behaviors as put forward by the Code and set a positive example.
- Reporting concerns promptly brought forward by Employees to the HR Head of the Company.





CODE OF CONDUCT

1. INTEGRITY IN PERSONAL CONDUCT

- All Employees shall abide by the laws of the land.
- All Employees shall transact with others in a fair and dignified manner, including being diversity sensitive.
- Each Employee shall ensure that his/ her personal information provided to the organization is factual and accurate including prior work experience, education qualification, compensation details etc.
- The Company may need to acquire and retain personal information of individual Employees for employment-related purposes. Only authorized personnel who need the information for business or legal purposes will have access to it.
- The Company may monitor Employees' use of computers, Internet access, Email etc. The Company reserves the right to monitor or search any Company property at what so ever location and /or property brought onto Company premises at any time.

2. WORKPLACE ENVIRONMENT

- The Company adopts fair employment practices and provides equal employment opportunity to individuals who are qualified to perform job requirements, regardless of race, colour, religion, national origin, gender, age, disability or marital status.
- Employee shall adhere to expected or committed timelines and deliver on promises, without reminders.
- Ambiguous language / actions must be avoided.
- Employee shall encourage and foster open communication, which will allow us to improve our internal systems, activities and information flow. Loose talk or gossiping about organizational issues, other employees or the Company must be avoided.
- Employee shall be responsible to the best of his/ her knowledge, for fair representation and accuracy of information in the documents prepared or signed off by him/ her.
- Employee shall be responsible to ensure that official expenses and personal claims e.g. travel claims, medical claims, vehicle running expenses etc. shall be factual, correct and within Company policies.
- Employee must refrain from outside employment or activities (both on honorary or for any consideration) that would have an adverse impact on the performance of their job, conflict with their obligations to the Company, or in any way, negatively impact the Company's reputation.
- Employee must follow the digital communications etiquette for all electronic exchanges of information.





3. HEALTH AND SAFETY IN WORKPLACE

- To foster an environment of health and safety at workplace, all Employees must comply with environment, health and safety related regulations, as well as the Company's policies and procedures regarding employee safety and health.
- Ensure Contractors and other service providers comply with norms prescribed by the Company on health, safety and environment protection in their respective areas of operations.
- Employee must report any unsafe conditions, including near miss incidents /accidents and injuries to their immediate Supervisor, Head of the Department, Safety Officer/in-charge and HR Department.
- Use of recyclable materials, shall be encouraged, wherever applicable.
- Employee must not possess firearms, knives, explosives, or any other weapons on the Company's premises or property.
- Acts of physical intimidation, assault, or threat of violence by employees are strictly prohibited.
- The consumption of alcohol while working/ or on duty is strictly prohibited and employee must pass through breath analyzers on daily / regular basis. It is the responsibility of the Leader/ Manager to check and promptly report any suspected violations to Human Resources department.
- The Company strictly prohibits the sale, use, abuse, possession, manufacture, or distribution of any illegal drugs on the Company's property, in the Company's vehicles, or while on Company's time or business.

4. USE OF COMPANY'S FUNDS AND ASSETS

- Every Employee shall protect and safeguard the Company's assets including funds, assets, proprietary information, intellectual property, trade secrets, confidential information and Trademarks.
- Employee must refrain from using any corporate property, information, or position for personal gain, including taking personal advantage of any business or other opportunity that belongs to the Company.
- Employee must make the best use of his time and that of his colleagues by continuously striving to produce quality work in the most efficient manner.
- Every Employee has a fundamental obligation to make sound business decisions on behalf of the Company that are undistorted by their individual family, financial or other interests.
- Each Employee has the responsibility to maintain the financial integrity of the Company by accurate record keeping.





5. GIFTS AND GRATUITIES

- Employees shall not seek or accept directly or indirectly any offer, payment, gift, entertainment, business courtesies or anything of value from customers, vendors, consultants etc., that could reasonably appear to have been made to influence any business decision for personal gain.
- However, the Company fosters a culture of appreciation and building relationships and thus, perceives a token of gratitude such as sweets, chocolates offered as a goodwill gesture.

6. FAIR COMPETITION

- The Company is committed to lawful and ethical competition that is based on the merits of its products and services. It seeks to maintain the trust of its customers and suppliers by providing high-quality products and services in a fair and ethical manner.
- Thus, every Employee must compete fairly by promoting products through accurate descriptions and avoid even the appearance of improper agreements and understandings with competitors.

7. CONFLICTS OF INTEREST

- A “Conflict of Interest” arises in a situation where an Employee has a private or personal interest which is sufficient to influence the objective exercise of his/ her judgment in the discharge of duties.
- Every Employee and his relations/ business associates (direct or indirect) shall not involve in any kind of business transactions with the Company. While engaging with outside consultants, representatives and agents, care must be taken to avoid conflicts of interest.
- Involvement in a situation in which, the Company's interest has an actual or potential conflict with the Employee's private or personal interest is an **unacceptable** practice, and will be viewed as a dilution of the Trust that the Company has reposed in the Employee.
- A prior disclosure of such financial interests or relationships, that may represent a possible conflict of interest or the appearance of a conflict, shall be made in writing, before carrying out any such transactions, to the Company Legal Head, Company Secretary and the CFO. Post necessary approvals (including MD & CEO / Board of Directors as applicable) only, such transactions should be carried out. Further, such Employees, irrespective of their Position, will not be part of this decision making process and should refrain themselves from influencing the decision.





8. INSIDER TRADING

Every Employee shall adhere to the Insider Trading Code as per the Company policy and the trading regulations prescribed by SEBI.

9. PUBLIC REPRESENTATION OF THE COMPANY AND THE GROUP

- In all its public appearances, with respect to disclosing company and business information to public constituencies such as media, financial community, employees, shareholders, agents, franchisees, dealers, distributors and importers, Company shall be represented only by specifically authorized Directors and Employees.
- It shall be the sole responsibility of these authorized representatives to disclose information about the Company.

10. THIRD PARTY REPRESENTATIONS

- Parties which have business dealings with the Company but are not members of the Company, such as consultants, agents, sales representatives, distributors, channel partners, contractors and suppliers, shall not be authorized to represent the Company without the written permission of the Company and/ or if their business conduct and ethics are known to be inconsistent with the Code.
- Third parties and their Employees are expected to abide by the Code in their interaction with, and on behalf of, the Company.
- Employees are encouraged to sign a nondisclosure agreement with third parties to support confidentiality of information.

11. USE OF BRAND AND LOGO OF THE GROUP AND THE COMPANY

- Use of the CK Birla name and trademark or Orient Cement logo or trademark and Brands including Birla A1, Birla.A1, Orient Gold or trademarks shall be governed as per the respective manuals, codes and agreements issued by the Corporate Communication team/ Branding team.
- Guidelines for the usage of the CK Birla brand are defined in the Brand Notebook.
- No third party or joint venture shall use the CK Birla brand to further its interests without specific authorization.





12. COMMITMENT TO COMMUNITIES

- Whilst the Company's support to communities may take different forms, in different States, an Employee shall make every effort to support, encourage and work for the identified health, education and environmental initiatives.
- Become involved in and with the community to solve community problems. However, employees are not authorized to accept or commit any financial/ material/ time/ resource obligation or liability on behalf of the Company.
- Involve local communities in decision making, related to issues that affect them.
- Conduct its business as a law abiding Corporate Citizen.

13. POLITICAL ACTIVITIES AND CONTRIBUTIONS

- The Company encourages all Employees to vote and be active in the political process. However, use of any Company property or facilities or the time of the Company Employees for any activity in support of any political candidate, party, committee or organization is prohibited.
- When in doubt, any questions regarding political activity and contributions or their applicability to specific situations shall be directed to the Company Legal Head.

14. RELATIONSHIP WITH GOVERNMENT AND PUBLIC OFFICIALS

- An Employee may occasionally need to interact with government and regulatory officials to inform them about company's operations and positions on issues, under clearly specified legal requirements. Employees responsible for these contacts/ interactions must understand and obey the laws governing lobbying activities and reporting requirements. Employee should also be familiar with specific rules set by individual agencies or other governmental bodies.

15. SOLICITATION AND DISTRIBUTION OF NON-WORK RELATED ACTIVITIES/ MATERIALS

- Employees shall not solicit for non-work related activities or distribute non-work related materials during office hours or while at any Company premises.

Although due care has been taken to address most conceivable situations, it is not possible for this Code to cover every situation that may arise, and in all circumstances Employees are expected to use sound reasoning and good judgment in handling the situation in the interest of the Company and its Policies. In case any Employee encounters any circumstance which is not covered hereunder or in case of any doubt, Employees should seek guidance from their Location Head/Functional Head and/or from the HR Head of the Company and act accordingly.





EMPLOYEE COMMITMENT TO THE ORIENT CEMENT CODE OF CONDUCT

I acknowledge that I have read “The Orient Cement Code of Conduct” and all other applicable policies of the Company and understand my obligations as an employee.

I undertake to comply with the principles stated and implicit in the Code of Conduct in each and every action arising in the course of employment and beyond.

Employee ID:

Employee Name:

Signature:

Date:

