



Supplier Code of Conduct



Vedanta Supplier Code of Conduct

This Supplier Code of Conduct is applicable to all 'Suppliers' globally. 'Supplier' here refers to suppliers/ service providers/ vendors/ traders / agents/ consultants/ contractors/ joint venture partners/ third parties including their employees, agents and other representatives, who have a business relationship with and provide, sell, seek to sell, any kinds of goods or services to Vedanta Resources Plc or any of its subsidiaries, affiliates, divisions ("Vedanta").

This Code sets forth the basic requirements that we ask our Suppliers to respect and adhere to when conducting business with Vedanta. This Code embodies Vedanta's commitment to internationally recognized standards, including the Core Conventions of the International Labour Organization, United Nations' Universal Declaration of Human Rights as well as prevalent industry standards, and all other relevant and applicable statutory requirements concerning Environment Protection, Minimum Wages, Child Labour, Anti-Bribery, Anti-Corruption, Health and Safety, whichever requirements impose the highest standards of conduct.

▪ **LABOUR & HUMAN RIGHTS**

Adhering to all Labour Laws and Human Rights Laws, Suppliers shall:

- Comply with all applicable local, state and national laws regarding human rights.
- Comply with the Company's Human Rights Policy.
- Ensure that all their employees are hired on their own free will and guarantee that all their operations are free from forced, bonded, compulsory, indentured, prison labour or any other form of compulsory labour and child labour.
- Ensure that all its employees are provided equal employment opportunities, an environment conducive to their growth, free from any form of discrimination and harassment.
- Ensure compliance with minimum working hours and minimum wages prescribed by applicable laws and regulations.
- Comply with all slavery and human trafficking laws. Suppliers must ensure they have taken steps to ensure their business operations are free from slavery and human trafficking practices both internally and within their supply chains and other external business relationships.
- Ensure that employees are not be charged any fees or costs for recruitment, directly or indirectly;
- Not confiscating or withholding worker identity documents or other valuable items, including work permits and travel documentation of any of its workers/ employees.



Vedanta Supplier Code of Conduct

- **HEALTH, SAFETY & ENVIRONMENTAL SUSTAINABILITY**
 - The Supplier shall provide its employees with a safe and healthy working environment and comply with all applicable laws and regulations regarding working conditions.
 - Supplier shall follow all Environmental, Health and Safety and other operational policies of the Company while executing any work or contract at the company site.
 - Supplier shall follow all laws of the land including laws on Environment sustainability and protection while executing any work for the Company.

- **BUSINESS INTEGRITY**

Anti-Bribery: The Supplier shall not, directly or through intermediaries, take any recourse to any unethical behaviour (implicit or explicit), or offer or promise any personal or improper advantage in order to obtain or retain a business or other advantage from a third party, whether public or private, including with any employee of Vedanta. More specifically:

- Shall not offer or accept bribe or use other means of obtaining undue or improper advantage, offer or accept any kickbacks, and shall not take any actions to violate or cause its business partners to violate any applicable anti-bribery laws and regulations including the Foreign Corrupt Practices Act of USA (FCPA), Bribery Act of United Kingdom and Prevention of Corruption Act of India.
- Shall not take any advantage of any family/ social/ political connections to obtain favorable treatment or for the advancement of business or obtaining any favours. Merit shall be the sole attribute of association with Vedanta.
- Shall not enter into a financial or any other relationship with a Vedanta employee that creates any actual or potential conflict of interest for Vedanta. The Supplier is expected to report to Vedanta any situation where an employee or professional under contract with Vedanta may have an interest of any kind in the Supplier's business or any kind of economic ties with the Supplier.
- Shall not offer any gift, hospitality or entertainment for the purpose of obtaining any advantage, order or undue favor.

Unfair Trade Practices: Supplier shall desist from any unfair or anti-competitive trade practices.



Vedanta Supplier Code of Conduct

- **REPORTING OF UNETHICAL PRACTICES AND GRIEVANCE ADDRESSAL MECHANISM**

The Supplier shall ensure that an effective grievance procedure has been established to ensure that any worker/ employee, acting individually or with other workers, can submit a grievance without suffering any prejudice or retaliation of any kind.

Suppliers shall also forthwith report any unethical activity or discrimination if practiced by any Vedanta employee/other Suppliers as per Vedanta whistle-blower policy (uploaded on the company website).

- **INTELLECTUAL PROPERTY**

The Supplier shall take appropriate steps to safeguard and not infringe any Vedanta confidential and proprietary information/intellectual property/ technology which come to its knowledge during the course of its business relationship/ dealings with Vedanta. In case of sub-contracting, sharing of confidential information should be made with the consent of Vedanta.

- **THIRD PARTY REPRESENTATION**

The Suppliers shall not be authorized to represent Vedanta or to use Vedanta's brands without the written permission of Vedanta. Third parties and their employees who are authorized to represent Vedanta are expected to abide by the Vedanta's Code of Conduct & Business Ethics Policy in their interaction with, and on behalf of Vedanta including the confidentiality of information shared with them and to sign a non-disclosure agreement to support confidentiality of information.

- **PROHIBITION ON INSIDER TRADING**

If the Supplier becomes aware of material, non-public information relating to Vedanta or its business, it may not buy or sell Vedanta securities or engage in any other action to take advantage of that information, including passing that information on to others. In addition, if the Supplier becomes aware of material, non-public information about any other company, including Vedanta customers, suppliers, vendors or other business partners, that is obtained by virtue of the supplier's interaction with Vedanta, then the Supplier shall not buy or sell that company's securities or engage in any other action to take advantage of that information, including passing that information on to others.



Vedanta Supplier Code of Conduct

▪ SUPPLIER'S COMPLIANCE COMMITMENT

Vedanta expects the Supplier to adhere to all applicable laws and regulations and in particular comply with this Code in letter and spirit. It is the Supplier's responsibility to read and understand the contents of this Code and Vedanta's Code of Conduct & Business Ethics Policy. As a condition of doing business with Vedanta, the Supplier must comply with this Code and agree to uphold such values during its business association with Vedanta.

The Supplier shall maintain adequate documentation to demonstrate compliance with the principles of this Code, and allow access to Vedanta to check compliance upon request with reasonable notice.

The Supplier shall notify Vedanta regarding any known or suspected improper behaviour by the Supplier relating to its dealings with Vedanta, or any known or suspected improper behaviour by Vedanta employees.

Please contact the concerned Head commercial/ Company Secretary if you have any questions about this Code.

December, 2016

SUPPLIERS DECLARATION FOR PREVENTION OF MODERN SLAVERY

By signing this document, you confirm that you fulfill the requirements as set out in this Supplier Declaration.

As a supplier to Vedanta Ltd,

- we will comply with all applicable laws and regulations;
- we shall not employ under age employee or contract workmen as defined under the applicable local laws;
- we will not engage or employ people against their own free will, nor will personnel be required to lodge 'deposits' or identity papers upon commencing employment;
- we will comply with local law regarding working hours and adequate compensation for overtime;
- we will ensure that minimum wages are paid to employees/ labourers in terms of the applicable local laws;
- we will treat our employees equally and fairly. We will not tolerate any form of harassment or discrimination;
- we will promote that potential business partners, agents, suppliers and intermediaries adopt the principles set forth in this Supplier Declaration;
- we will ensure that there are no instances of human trafficking, sexual exploitation, slavery and bonded / forced labour on our employees/ contract labour.

Declaration signed by Supplier:

Supplier name:

Designation:

Address:

Date & Time:

Signature:

MSA Form				
Sr. No.	Preliminary Questions	Response		Mention the evidences attached for reference
		(Yes/No/Not Applicable)	Supplier Comments	
1	Do you have a designated personnel who is responsible for labour welfare and labour law compliances? Mention the name and designation.			
2	Do you have written policies for your facility covering the aspects such as : a) child labour b) forced labour c) human trafficking d) sexual exploitation			
3	Do you impart training on labour laws, child labour, forced labour, sexual exploitation, human trafficking and slavery to your workers including contract workers?			
4	Do you have the practice of keeping original documents (like identity documents, passport etc.)/ Financial deposits in form of recruitment fees from workers?			
5	Do you ensure that all employees (including contractors) are provided with understandable appointment/ employment letters and the employment agreement terms contain the termination clause exercisable by the employees?			
6	Do you have disciplinary policies and procedures that contain any corporal (physical) punishment, mental or physical coercion, or resulting in wage deductions, reduction in other employment benefits or forced labour?			
7	Are any workers working excessive overtime beyond legal limits?			
8	Do you maintain the records for overtime working of all employees and suitably compensate them as per the local labour laws?			
9	Whether the mandated social benefits provided to all workers including contract workers (as applicable as per			

	local laws such as Provident Fund, Employees Sate Insurance)?			
10	All employees to are entitled to paid holiday and paid sick leave (which is not deducted from employees' holiday allowance) and these arrangements are in accordance with national law or as otherwise agreed (for example with workers' unions / workers' representatives).			
11	Do you have defined expectations from your suppliers for compliance to local labour laws (by way of agreement, declaration etc.)?			
12	Does the company have mechanisms/ practices/policies in place for recording, investigation, processing, and settling the grievances of employees in relation to human rights/sexual exploitation?			
13	Are there any known cases of human rights/ labour law non compliances against you/ your organization of which Vedanta should be aware of?			
14	Whether the workers/ employees are paid minimum wages as per the prescribed applicable laws?			

Supplier Name:

Designation:

Address:

Date:

Company Seal duly signed by authorised signatory:

VEDANTA LIMITED, JHARSUGUDA

Human Rights Policy

At Vedanta Limited, Jharsuguda, we are committed to the principles of sustainable development including protecting human life, health and environment, promoting social well-being and adding value to the communities in which we operate. Protecting and respecting human dignity is central to our everyday business operations. We conduct our businesses in a fair and equitable manner, meeting our social responsibilities as a direct and indirect employer and respect the human rights of all our stakeholders and the United Nations Declaration on Human Rights.

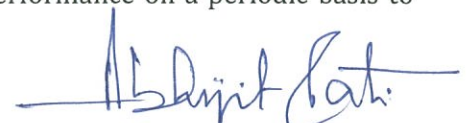
Vedanta Resources and its subsidiaries will strive to:

- To be compliant with labour laws of the country in which we operate. Uphold human rights aligned with national and international regulations as applicable and if necessary conduct gap assessment to ensure compliance with UN Principles of Human Rights;
- Ensure that our employees are fairly and reasonably paid and remuneration structure is compliant with statutory obligations of the jurisdiction we operate in. Our operations will be based on zero tolerance for any form of forced, compulsory or child labour directly or through contracted labour. We recognize and respect employee rights to associate freely and to collective bargaining. We promote fair working conditions as guided by international conventions wherever applicable;
- Be an equal opportunity employer and all employees will be treated with respect and dignity and judged solely on their performance irrespective of their race, religion, caste, gender, age, disability, HIV/AIDS status, and any other characteristic;
- Respect and preserve the culture and heritage of the local communities including socially vulnerable groups which are impacted by our operations and work towards developing a constructive relationship with such groups and local communities, seeking broad-based support for our operations;
- Respect the social, economic, cultural and human rights of communities and regularly communicate social performance in an accurate, transparent and timely manner;
- Work with government agencies to develop a common understanding and agreement to protect human rights in the event of any unforeseen situations. We ensure protection of our people, equipment and assets.

The content and robustness of implementation of this policy will be reviewed periodically and revised accordingly, and includes sharing best practices throughout the group.

We will also measure progress against this policy and review performance on a periodic basis to ensure ongoing management of Human Rights.

Date: 18.11.2017



Abhijit Pati

CEO, Aluminium & Power