

**CODE OF  
BUSINESS  
CONDUCT &  
ETHICS POLICY**

Fytocare Chemicals Pvt. Ltd

Fytocare Chemicals Pvt Ltd. is into the business of manufacturing household insecticides and rodenticides. It sells its products to large companies and markets them under its own brand. In compliance with corporate governing laws and legal, social and corporate requirements, the company has introduced The CODE OF BUSINESS CONDUCT & ETHICS POLICY effective as of Thursday, August 9, 2018.

### **Objective**

The promoters of Fytocare Chemicals believe in creating a free and fair environment for its employees. It is with this intent that the "Code of Business Conduct & Ethics Policy" was established to promote ethics, transparency and professionalism amongst employees. Our intent is to define the overall theme & create an ethically fair and promising work environment to serve as the overall umbrella for personal & business conduct while at work.

### **Eligibility & Application**

The Code of Business Conduct & Ethics Policy (the Code, hereon) that we have created applies strictly only to the employees at Fytocare Chemicals Pvt. Ltd.

Our team comprises technicians, engineers, production staff, trainees, officers, directors, and to a given extent, this applies also to consultants, contractors and representatives. This Code describes ethical business practices and conduct expected from each employee. However, such a code does not cover

every situation or action that an employee may encounter. If an employee needs clarification, they may approach the senior management.

## **Implementation Process**

### **Section 1 – Sound Working Norms**

**1.a: Reporting Financial Undertakings:** All employees are expected to comply with accepted accounting principles and internal controls. Fytcare Chemical's business records must be accurate and up to date in reporting all assets, liabilities and transactions. No employee shall manipulate the company's books or records to be incorrect or misleading in any way; they will not participate in creating a record intended to conceal even a single improper transaction; they will not delay the prompt or correct recording of fund disbursements; they will not fail to cooperate to ensure full disclosure with internal or external auditors; they will not conceal knowledge of untruthful, misleading or inaccurate statement or record, intentionally or unintentionally made; or hide or fail to bring to the attention of appropriate supervisors transactions that do not seem to serve a legitimate commercial purpose.

**Audit & Investigation:** In case of an issue employees must cooperate with the investigating bodies. If there are circumstances in which an employee is involved in legal/administrative/quasi-judicial proceeding(s), they should inform their supervisor. Employees must cooperate into alleged violations of

the Code, laws, guidelines, policies or procedures. Employees are expected to be honest and open during internal and legal investigations. Any attempt to withhold information, sabotage or otherwise interfere with investigations may invite disciplinary action.

Employees are assured protection from retaliatory action when they report concerns scrupulously.

**1.b: Fair Vendor/Supplier Management Practices:** Fytcare Chemicals Pvt. Ltd.

relies on vendors to provide raw materials which are used during the entire product(s) manufacturing process. The company deals fairly and honestly with its suppliers. Our business best-practices require that we perform a risk assessment on our suppliers and perform additional appraisals corresponding with the identified risk. Developing effective, positive and fair vendor relationships including timely payments to suppliers directly correlates with how we can make the most of the resources, diminish risk, keep a true monitoring course, enhance our standing and reputation with our vendors and our community, and protect the info and assets in our care.

Senior Management at Fytcare Chemicals Pvt. Ltd. is responsible for vendor management and makes the final decisions to obtain services or source materials based on objective criteria such as quality, reliability, technical excellence, price, reputation, delivery and service.

**1.c: Utilization of Products & Services of Company Vendors/ Suppliers:** The company strongly discourages the practice of using relationships for personal needs. If an existing vendor/supplier of the organization may be a service provider that an employee selects for a personal requirement, Vendors/suppliers are notified they are not obliged to offer employees the same rates that are offered to the organization. The employee and vendor relationship have nothing to do with the official connection. In case the vendor offers discounted rates, the employee will be required to disclose the same to the his/her Reporting Authority.

**1.d: Protection and Proper Usage of Company's Resources & Assets:** All employees shall protect the company's assets including, including money & funds, information about corporate transactions, intellectual, physical, proprietary, distributor information, supplier information, machinery etc. Employees will not misuse company's resources for personal needs. If any employee is found to have misused company's resources/ assets resulting in a negative impact to the organization, the employee shall be liable for enquiry, disciplinary & legal action.

**1.e: Political Contributions and Donations:** Employees are free to have political affiliations of their choice. These are personal choices. Employees need to be completely apolitical and should in no way indulge in political

activities such as canvassing for any party/position/ person etc. while at work or within the company premises. Employees may contest elections with prior written approval of the HR & Administration Officer.

Employees shall not contribute funds or assets of Fytcare Chemicals Pvt. Ltd. to any political party or organization, or any candidate for public office, except where such contribution is permitted by applicable law and authorized and approved by the senior management.

**1.f: Documentation and Personnel Record Keeping:** The company maintains personnel record files of all new joined employees and also of the existing employees stating their personnel details in prescribed format and the same should be filed separately for future preference. Fytcare Chemicals Pvt. Ltd. expects that our employees will promptly notify of any change in name, home address, telephone number, marital status, number of dependents or any other pertinent information, to the Hr & Admin Officer. Such personnel record files shall be maintained by the company till the employee is in employment with the company and shall be maintained for a period of 24 months from the date such employee resigns.

**1.g: Privacy and Discretion:** Fytcare Chemicals Pvt. Ltd. recognizes that employees are entitled to privacy and we recognize our obligations in applicable privacy legislation. Fytcare Chemicals Pvt. Ltd. collects necessary

personal information including **Aadhar card details**, and we ensure that we protect confidential information through well-defined procedures. Employees are expected to respect the privacy of their colleagues. They shall not indulge in acts such as tapping telephones/mobiles, hacking into computers, checking office storage or displaying excessive curiosity into the personal activities and life of another employee. If objections are raised, they shall be appropriately address by the company via its grievance redressal system. It is important that the employee's personnel data is protected by the company, and to ensure that personal data is shared only on need to know basis with prior sanction from the Hr & Admin Officer.

**1.g: Personal & Professional Conduct:** Employees should necessarily maintain good conduct, discipline, punctuality and demonstrate courtesy and attention in all situations to all persons– colleagues, clients, business associates & vendors, regulators, and any other external stakeholders, in their transactions or dealings with the organization. Employees have a right to form personal relationships with their colleagues at the workplace; however, the company recommends that employees use good judgment at all times to ensure that this personal relationship does not negatively affect their job performance or interfere with their ability to supervise others.

Employees shall not wear the company's uniform and behave in an abusive/intoxicated/physically abusive/illegal manner etc. They will not get into fights/brawls etc in public or use Fytocare Chemicals Pvt. Ltd. to get undue favours/benefits.

**1.h: Personal Relationships:** Personal Relationships are those relationships between two or more persons in a professional environment which do not refer to the scope of work relationships. They are specific in nature and may or may not conclude into legal relationships in the future. Fytocare Chemicals Pvt. Ltd.'s HR & Admin Officer needs to be kept aware of such relationships to ensure that the same does not come in the way of efficiently discharging one's responsibilities in an unbiased manner. Employees must conduct themselves in socially acceptable manners at all points of time. Behaviour that brings disgrace to the organization and its brand will be treated as an act of disorderliness and against company policy.

## **Section 2 – Employee & Community Interests**

**2.a: Diversity, Non-discrimination and Human Rights:** Fytocare Chemicals Pvt. Ltd. is an equal employment opportunity workplace. The company seeks to uphold the values of integrity, mutual respect & collegiality, diversity of cultures, ideas & peoples, indigenous perspectives & understanding, equity and social justice.



We believe in managing the composition of the workforce to reflect the composition of the community. The principle of the “best person for the job” strongly applies. The company will not treat (or allow to be treated) an employee unfairly or unequally because they happen to belong to a particular group of people or have a particular characteristic. Employees are selected solely based on their qualification, ability, experience and character.

We committed to ensuring that employees are treated fairly and hired and promoted without discrimination by reason of race, nationality, ethnic origin, color, religion, age, gender, marital status, family status, sexual orientation, political belief or disability. Employees whose actions are inconsistent with these principles will be disciplined, up to and may also lead to dismissal. The organization has zero tolerance for harassment, including violence (verbal or physical), discrimination, sexual harassment, retaliation and any other form of abusive or inappropriate behaviour in the workplace which results in a hostile work environment.

We do our part to ensure a safe and protected workplace in which employees can perform their duties without fear of harassment. Reports of any aggravation will be meticulously examined in a confidential manner. Any conduct that hinders an employee’s work performance or creates a threatening, antagonistic, or offensive work situation will not be tolerated.

Fytocare Chemicals Pvt. Ltd. will take immediate and appropriate action if harassment is determined to have occurred.

There will be no retaliation against a person who, in good faith, makes a complaint of discrimination, reports suspected unethical conduct, violations of laws, regulations, or company policies, or participates in an investigation.

**2.b: Avoiding Workplace Bullying:** We are committed towards fostering an inclusive and respectful workplace where employees feel safe, included and appreciated. Repeated hurtful remarks or attacks, or making fun of somebody's work, playing mind games, ganging up, psychological harassment, and deliberately holding back information, making people do humiliating or inappropriate things, giving impossible jobs will be considered as workplace bullying and not be tolerated.

**2.c: Forced and Child Labour:** Fytocare Chemicals Pvt. Ltd. believes that no human being shall be required to perform any kind of slavery or forced labour, subjected to torture or to inhuman treatment or punishment in a work environment. The company is stringent in the following of the Indian labour laws and has secured the rights and the responsibilities for all its employees. No employee is forced to perform or practice their work services against his/her will.

Fytocare Chemicals Pvt. Ltd. does not employ workers under the competent legal age.

**2.d: Compensation and Working Hours:** Fytocare Chemicals is committed to ensuring its employees are compensated fairly and appropriately. Working hours, lunch break and other refreshment breaks are set and are identical to global work standards.

Employees may be required to work reasonable overtime which must be agreed to, and approved by, the reporting manager prior to being worked. However, flexing the normal hours of a work-day or week is encouraged rather than the employee working overtime hours. Overtime will not be relevant if hours are worked on Saturday as it is part of a normal work week. Employees have the right to apply for vacations in addition to sick leave, maternity leave or any leave in case of death cause.

**2.e: Employee Health & Safety:** The company is committed to maintaining safe working conditions and conduct its operations in an environmentally responsible manner in accordance with applicable environmental laws, regulations and standards. Fytocare Chemicals believes that employees have a right to work in a professional, respectful and safe workplace environment. We strictly adhere to the Safety, Health & Environment (SHE) policy.

All employees are provided with personal protective equipment based on their job specifications. This includes gloves, eye guards, safety shoes, masks, safety apron & coats, dust masks and safety helmets. On joining, an employee will be oriented on the fire safety and emergency evacuation procedure that are to be followed. A bimonthly mock fire drill and training is also conducted by the local fire department on the company's premises. The company's factory layout mentioning the emergency fire exits, extinguishers, and fire alarms has also been displayed in prominent places.

In the event of an accident within the premises, the shift supervisor with the Group Manager – HR & Admin must evaluate the gravity of the accident and decide on using the first aid available onsite or moving the injured person to the hospital.

Employees diagnosed with contagious disease should not report to duty till fully recovered. Fytcare Chemicals Pvt. Ltd. also has a long-term association with a medical officer who attends to health-related complaints of our employees, analysing their health records and advising appropriate treatment/counselling. This officer periodically visits the company to evaluate hygiene conditions and advises senior management on maintaining good hygiene standards. The officer also coordinates with the hospital in case of any

accidental case, and periodically educates all employees against the adverse effect of smoking, drinking and tobacco.

**2.f: Smoking, Consumption of Alcohol, Consumption of Narcotics at the company's premises:** Employees are not allowed to smoke, consume alcohol or any kind of narcotic drugs during the office hours & in the premises of the company is strictly prohibited. Employees will have to be ready for any surprise checks during the duty hours for the same. Any employee found guilty will be eligible for strict action including termination from company's services.

**2.g: Environmental Policy and Sustainability Practices:** Fytcare Chemicals Pvt. Ltd. recognises its responsibilities as an environmentally conscious organisation. We are cognizant with both the long and short-term effects of our business in relation to our surroundings and the environment. Our company have adopted a positive environmental policy which includes an environment management plan along with several sustainable practices to promote a practical day to day commitment to the environment and our surroundings. We are committed to decreasing our environmental impact and we continually strive towards refining our environmental strategy, an integral part of our business strategy and operating methods. Because of which, this policy has regular review points by senior management. For more on our Environmental Policy and Sustainability Practices including our green initiatives

and practices, please peruse the supplementary document titled –  
Environmental Policy and Sustainability Practices - Fytocare Chemicals Pvt. Ltd.

**2.h: Corporate Social Responsibility:** Fytocare Chemicals Pvt. Ltd. through its Corporate Social Responsibility (CSR) initiatives will continue to augment value and champion social sustainability, social well-being of the people and society at large, more explicitly for deprived and disadvantaged persons. We firmly believe that continued economic growth cannot be realized without the social development and the welfare of local communities. It is our responsibility to take care of those residing in the region of our company's premises. Hence, preference has been given to the local communities - in areas where Fytocare Chemicals Pvt. Ltd. operates for undertaking the CSR activities.

All activities must be undertaken in project mode with defined objectives and deliverables, clarity on target beneficiaries, implementation plans with schedule of timeline agreed prior to commencement of activities. Keeping in consideration the critical societal needs, our CSR activities primarily deal with social upliftment issues and education in the neighbouring villages.

### **Section 3 - Integrity Norms**

#### **3.a: Conduct in Business Relationships with Vendors/Suppliers and Clients:**

Relationships with clients, business partners, potential business partners,

suppliers, competitors, government officials, regulators, the public and other participants must be honest, fair, considerate, deferential, led with integrity and with due regard for the fortification of all interests involved.

**3.b: Avoiding Bribery and Corruption** – Employees shall not, directly or indirectly, offer bribes or kickbacks for influencing clients, suppliers, government officials or any other person, nor will they, directly or indirectly, accept bribes, kickbacks or any other improper benefit which could influence or appear to influence them in the performance of their duties.

No employee should obtain or give enticements in any form be it financial or any other unfitting means. In case a business associate proposes a bribe, employees are expected to inform their supervisor and/or the HR & Admin Officer. In case an employee notices any other employee demanding or taking a bribe from any business associate, he/she is expected to report the same immediately to the supervisor and/or the HR & Admin Officer.

All commissions, fees or other payments to agents/consultants acting on behalf of Fytcare Chemicals Pvt. Ltd. shall be made in accordance with sound business practices and be reflective of the reasonable value of the services performed. No payments, gifts or favours may be made to any person in a position of trust or accountability with the aim to encourage them to violate their duties or to obtain favourable treatment for Fytcare Chemicals or any of

our employees. Except as specifically permitted by law, payments, gifts of considerable value or extravagant entertainment given to government officials are prohibited.

Requesting favours from Business Associates that involve inappropriate financial expense is equivalent to lapses of financial integrity and will not be tolerated.

**3.c: Gifts from Business Associates** - In all matters related to gifts or entertainment, employees need to exercise sound judgment. Offering and/or accepting gifts is deemed inappropriate.

No gift or benefit of any kind shall be given or received by any employee conducting business on behalf of Fytocare Chemicals Pvt. Ltd. wherein it might be perceived that an obligation now exists, or a favour expected of the recipient. Giving gifts or company profile-raising items of modest value in the context of appropriate business conduct is permissible. Receipt of excessive entertainment is prohibited, however one may accept hospitality or entertainment, provided it is reasonably within the limits of responsible and generally accepted business practice.

Exemptions are provided if there is an explicit pre-approved business purpose and that the expenses sustained are necessary and stated as a part of



appropriate financial disclosures. In situations where doubt arises as to the propriety of accepting a gift, direction from senior management should be sought on the same.

**3.d: Expense Claims:** Employees must report their business expenses accurately in a timely manner and must ensure that there are no fraudulent claims on the company willfully. All claims must be submitted for reimbursement within 30 days from the date on which it was incurred. No claims above a period of 30 days will be settled. Fraudulent expense claims will be open to investigation by senior management.

**3.e: Conflicts of Interest:** Employees must not get involved in any activity which could give rise, or could be perceived to give rise to, a conflict between an employee's personal interests and the interests of Fytcare Chemicals Pvt. Ltd. Employees are obligated to arrange their private affairs in a manner which avoids conflicts or the appearance of conflicts. If an employee believes they may have a conflict, such interest should be revealed, and guidance sought from their supervisor or senior management.

**3.f: Anti- competitive and Unfair Trade Practices:** Fytcare Chemicals Pvt. Ltd. and our employees will not engage in anti-competitive behaviour, such as agreements with competitors to allocate markets or clients, price fixing and price discrimination. The company deals with all clients, vendors/suppliers and

independent contractors purchasing or furnishing goods and services fairly. Our employees will make decisions to obtain services or source materials on the basis of objective criteria such as quality, reliability, technical excellence, price, delivery and service. The company believes in the lack of hidden agendas and conditions, accompanied by openness and information required for collaboration, cooperation and collective decision making.

**3.g: Confidentiality:**

**(i) Confidential Document Retention:** All non-public and confidential documents, records and data must be preserved and may be destroyed only as authorized by the Group Manager designated for this purpose. Any deliberate and/or willful destruction of confidential data or information shall be considered as a violation of the Code. Employees must seek direction on data protection guidelines from their reporting authorities if in doubt.

**(ii) Client Privacy and Data Security** – Fytocare Chemicals’ employees must strictly comply with applicable privacy and data security laws, when handling personal information and business data collected during the course of conducting business. Failure to do so is a breach of this Code, and a breach of civil and/or criminal laws relating to data protection.

**(iii) Integrity of Data Furnished** - Every employee of Fytocare Chemicals Pvt. Ltd shall ensure, at all times integrity of data or information furnished by him/her to the company. He/she shall be entirely responsible in ensuring that the confidentiality of all data is retained and held in the most appropriate manner. The company ensures that all entries made in the books and records are complete and accurate and comply with established accounting and record-keeping procedures. The company maintains confidentiality of all forms of data and information entrusted to it and prevents the misuse of information belonging to the company or any client.

**(iv) Proprietary Information**- Intellectual property, including, but not limited to, patents, processes trademarks and copyrights, developed or otherwise acquired by Fytocare Chemicals is the property of Fytocare Chemicals Pvt. Ltd only. Employees with access to details should not improperly disclose or use the same either during or after employment with Fytocare Chemicals Pvt. Ltd, unless proper authorization is received.

Employees shall not disclose any confidential or proprietary information about Fytocare Chemicals Pvt. Ltd., or any person or organization with which the company has a current or potential business relationship, to any person or entity, either during or after service with the company, except (i) in furtherance of the business of Fytocare Chemicals Pvt. Ltd., (ii) with written

authorization of a member of senior management or (iii) as may be required by law. Employees shall return all proprietary and confidential information in their possession forthwith upon the termination of employment with Fytcare Chemicals Pvt. Ltd.

Confidential information does not include information that is or becomes generally available to the public, other than as a result of an unauthorized disclosure, or becomes available from a source other than Fytcare Chemicals Pvt. Ltd. If an employee is unsure whether information is confidential, no disclosure should be made without consulting with a member of senior management.

### **Reporting Breach of the Code**

The Code provides a mechanism for an individual to report violations of instances of unethical behaviours, fraud or violations of the company's code of conduct to the management without fear of victimization. The code has been developed to fortify a culture of transparency and trust in the organization.

### **Protection of Committee Members & the Employee who Reports Breach of the Code**

Retaliation of any kind against anyone who is involved in the investigation of or in making an allegation to breach of code is forbidden and may result in punitive action against the retaliator, by filing FIR, including termination of

employment. The aim is to allow a person observing an unprincipled practice which might or might not be a violation of law, to boldly approach the Code of Business Conduct & Ethics Committee (Compliant Enquiry Committee). The Committee will decide whether the concern relates to compliance violation. Employees may report non-alignment to company culture, physical assault, continual targeted communication, violation of the code and acts of insubordination but not limited thereto.

### **Complaint Handling Procedure**

1. Breach of the Code can be reported in a face-to-face meeting or through e-mail: [fytocarechemicals@gmail.com](mailto:fytocarechemicals@gmail.com)

2. A six-member team will form the Compliant Enquiry Committee to hear grievances related to business integrity and ethics. The committee will be chaired by the HR & Admin Officer and all six members will be personally present. Investigators will conduct a process towards fact finding and analysis in an unbiased manner.

3. One lead investigator among the appointed investigators will take up the case further & appraise the Committee members.

4. Committee will draw a consensus, following which a case resolution document will be prepared.

5. Committee will forward its findings and recommended action to the Managing Director.

6. Managing Director will take a final decision in the matter. However, the Committee may recommend action to the Managing Director which may include transfer or any of the other appropriate disciplinary action as appropriate.

Compliant Enquiry Committee: The Compliant Enquiry committee is as follows:

S.No	Name of Member	Designation	Contact No
1	Dr T Raghunath	Chairman & MD	+91-9600924355
2	Ms Minoti Thompson	Director	+91-8903786756
3	Ms V. Rekha	HR & Admin Officer	+91-9095006664
4	Mr P.V. Srinivasan	Plant In-charge	+91-7907131274
5	Ms. P. Sumitha	Q.A In-charge	+91-9788950707
6	Mr. N. Kandhaswamy	Technical Officer	+91-9944741953

### **Code & Policy Review**

This Code of Business Conduct and Ethics Policy shall be reviewed periodically.