

Feedback Partners' Code of Conduct

Introduction

While we continually strive to deliver high quality performance for our clients and our shareholders, Feedback is committed to upholding the highest ethical and professional standards, consistent with our core values ("**Disha Values**") and Feedback's Code of Conduct & Business Ethics.

The relationship between Feedback and its partners is an important element in our endeavour to achieving high performance and quality delivery in our business. The Feedback Partners' Code of Conduct, which supplements our Code of Conduct & Business Ethics sets forth the standards and practices that every supplier & partner working with Feedback & its affiliates are required to conform to.

Purpose

Feedback's Partners' Code of Conduct defines the non-negotiable minimum standards that we request our suppliers to respect, and to adhere to, when conducting business with us. This document is intended to ensure application of our Values and Standards on Code of Conduct, to the extended work areas that we reach through our suppliers, partners and vendors.

Scope

The Partners' standards of conduct apply to all of Feedback's third party representatives, business partners, suppliers, vendors and sub-contractors (collectively termed as '**Partners**').

Compliance with Partners' Code of Conduct

At Feedback we also believe that our suppliers, partners, service providers & vendors ('Partners') make significant contribution to our success. We select our Partners based on merit, competitive price, quality and performance. Importantly, we require them to conduct their businesses in a legal and ethical manner and comply with all applicable laws.

Feedback's DISHA Values

1. **Respect for Individuals**
2. **Working Together**
3. **Strong Relationship**
4. **Integrity**
5. **Institution-Building**
6. **Drive & Passion**

We expect that all partners will read, understand and affirm compliance to this Partners' Code of Conduct. Feedback Infra retains the right to unilaterally modify or amend this Code of Conduct from time to time at its sole discretion, with or without prior notice to its partners. Any amendment will be communicated to partners/suppliers within a fortnight of effective date of change.

Standards of Partner Code of Conduct

Fair and Lawful Business Practices

1. COMPLIANCE WITH APPLICABLE LAWS

Partners must operate with full compliance of all applicable laws and regulations of the country, in all locations where Feedback has contracted them.

2. PROHIBITION ON CORRUPT BEHAVIOUR

All Partners must operate with honesty and integrity. They must not engage in bribery, corruption, inducement or giving anything of value to secure an unfair advantage, while dealing with Government Officials or any Feedback employee. Partners must adhere to Feedback's anti-corruption standards including strict compliance with Prevention of Corruption Act (POCA) and Foreign Corrupt Practices Act (FCPA).

3. CONFLICT OF INTEREST

Partners are expected to use good judgment and avoid any situation which can lead to conflict of interest. They are expected to report to Feedback any situation that may appear as a Conflict of Interest and disclose promptly if any Feedback employee has or indicates interest of any kind, in the supplier's business.

4. GIFTS, HOSPITALITY AND ENTERTAINMENT

Partners should not provide any gifts, travel or any benefits pertaining to hospitality and entertainment to Feedback employees to retain business or to influence a business decision. They must strictly abide by the Feedback policy of "No Gifts and Donations".

5. CONFIDENTIALITY

All Partners are expected to protect any business related information, personal details of confidential nature obtained as a result of business relationship for performing jobs assigned by Feedback, and must not share such information with unauthorized persons in any manner. Confidential information also includes any employee information, personal data and third party information in Feedback's custody as shared by Feedback Group.

6. DISCLOSURE OF INFORMATION

Partners shall accurately submit information to Feedback regarding its business activities, labour employed, health, safety and environmental practices and should disclose such information without falsification and misappropriation to all appropriate parties within Feedback from time to time or whenever such information is required.

7. QUALITY OF PRODUCT AND SERVICES

Partners will meet generally recognized or contractually agreed quality requirements in order to provide goods and services that consistently meet Feedback's needs.

8. ACCESS TO FEEDBACK INFRA

Feedback may conduct announced or unannounced on-site inspections of Partner's premises to monitor compliance with the Partners' Code of Conduct. Partners must maintain all documentation necessary to demonstrate compliance with the partner standards on site and cooperate with Feedback employees or third party monitoring firms in connection with such inspections.

9. REPORTING CONCERNS AND NON-RETALIATION

All workers with the partner's organisation should be encouraged to report concerns or any illegal activity in the work place (defined as Feedback's work place), without threat of retaliation, intimidation or harassment. In all cases on non-compliance, Feedback shall investigate and take corrective action if needed.

Fair Employment Practices

1. PROHIBITION OF CHILD & FORCED LABOUR

Under no circumstances will a Partner employ workers under the age of 18 (under the minimum age for work or mandatory schooling) or as specified by the local law, whichever is higher. Feedback's partners must not use forced, bonded or involuntary labour.

2. APPROPRIATE WORKING HOURS

Partners of Feedback are required to ensure appropriate work hours and comply with overtime hours allowed by the law of the land at the place of duty. A regular work week shall not exceed 48 hours. The partner must ensure that overtime is voluntary and the same should be paid in accordance with the local laws and regulations.

3. WAGES & BENEFITS

Wages paid by partners to their employees must comply with applicable laws or regulations including minimum wages and other associated benefits as applicable. Recruitment, wages and benefits must be in accordance with the principle of equal opportunity.

4. HEALTH, SAFETY AND ENVIRONMENT

Worker health, safety and well-being is important to Feedback. All partners shall provide and help maintain a safe work environment ensuring health & safety management practices in its discharge of duties.

The Partners must acquire all environmental permits and registrations to be legally compliant, and shall provide its employees with safe & healthy working environment, not limited to facilities of drinking water, adequate lighting, temperature, ventilation and sanitation in its workplaces. In addition facilities must be constructed and maintained in accordance with set standards of law & regulations.

All suppliers shall identify hazardous material, chemical and substances and ensure their safe handling, movement, storage and disposal. They must ensure that their employees are aware and trained on safety practices.

5. COMPLIANCE TO PREVENTION OF SEXUAL HARASSMENT ACT 2013

All Partners shall commit to a workplace free of harassment including sexual harassment and abuse. They will conform to Feedback's Code in this area, when working on Feedback's premises or Feedback's "defined workplace".

Any violations will be reported to Partner and redressal mechanism of Partner to take over or shall be investigated and redressed by Feedback's ICC (Internal Complaints Committee).

Business Continuity and Crisis Management

Subject to the terms of any specific contractual provisions that apply, Feedback expects that each partner will have adequate business continuity plans in place to continue to provide its services to a reasonable degree in the aftermath of any kind of operational crisis, whether caused by a natural disaster, equipment malfunction, power failure, terrorist act, cyber-attack, or any other crisis. Upon request by Feedback, all suppliers will disclose in reasonable detail and discuss the elements of its business continuity plans and its information security systems and controls.

Cooperation with Investigations and Compliance Audits

All partners are expected to cooperate with the company in any investigation including the ones done by Feedback’s Internal Complaints Committee (POSH cases) being conducted by Feedback. Feedback requires all suppliers to comply with this Partners’ Code of Conduct and reserves the right to audit suppliers as and when required to determine compliance.

Violation of Partners’ Code of Conduct

Compliance with this Partners’ Code of Conduct is mandatory for each partner. Failure to comply with this code or any other applicable law or regulation by any partner may result in termination of Feedback’s business relationship/association/contract. If required, Feedback reserves the right to invoke local laws and take appropriate legal actions.

Reporting of Any Violations

All suppliers are expected to report timely to Feedback, any known violation of this Partners’ Code. Partners are encouraged to raise any questionable business practice or compliance concern to their primary contact in Feedback. However, in all situations when this is not possible or appropriate, please report through the Feedback Ethics Helpline on the following email ID: empower@feedbackinfra.com

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