

# **Business Responsibility Policy**

## **Objective:**

The key objective of this Policy is to ensure a unified and common approach to the dimensions of Business Responsibility across the Company and act as a strategic driver that will help the Company respond to the complexities and challenges that keep emerging and be abreast with changes in regulations.

## **Scope & Applicability:**

The Policy is applicable to all Directors and Employees of the Company.

## **Definitions/Key Terms:**

- **Company** – Means PDS Limited.
- **Board** - Means Board of Directors of the Company.
- **SEBI** - Securities and Exchange Board of India.
- **Regulation** – Means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- **Act** - Means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- **NGRBC** - National Guidelines on Responsible Business Conduct issued by the Ministry of Corporate Affairs (effective March 13, 2019).

## **Background:**

Securities and Exchange Board of India (SEBI) has amended Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, vide notification dated 26<sup>th</sup> December 2019, requiring top one thousand listed companies, based on market capitalization (calculated as on March 31 of every financial year), to include Business Responsibility Report in its Annual Report.

PDS Limited (the “Company”) being one of the top one thousand listed Company as per the criteria mentioned above, the Company has approved and adopted this Business Responsibility Policy (the “Policy”) at its Board Meeting held on 14<sup>th</sup> February 2020, being the effective date of the Policy

This Policy is based on the principles laid down in the National Guidelines on Responsible Business Conduct (NGRBC), which has been revised by the Ministry of Corporate Affairs, effective from 13<sup>th</sup> March 2019, from earlier guidelines known as National Voluntary Guidelines on Social, Environmental and Economic responsibilities of a Business, towards conducting business by a company.

## **Roles & Responsibilities:**

Board of Directors: Reviewing authority for the Policy, with power to make changes subject to legal compliance.

Directors & CEO: Authority to oversee implementation, with support from functional heads and internal/external experts.

Employees & Foreign Subsidiaries: Adhere to the Policy within applicable legal frameworks.

## **Procedures/Implementation:**

The Director's & CEO of the Company shall have the authority to oversee the implementation of this Policy. The Director's & CEO may take support of such functional heads and internal and external experts, which he may deem fit, for the effective implementation of the Policy. Foreign subsidiaries of the Company shall participate in the Policy to the extent required under the laws of the country of their operation.

The Board shall be the reviewing authority of this Policy, subject to the approval of the Board and may make suitable changes in this Policy from time to time, however, such alterations shall not be inconsistent with the provisions of any law for the time being in force.

## **Compliance & Consequences:**

Company believes that the business excellence can be achieved only by doing business on sound sustainability principles that address the dimension of good governance as well as environmental and social responsibility. Company's Business practices would therefore be governed by the following guiding principles.

### **Principle 1: Ethics, Transparency and Accountability**

The Company maintains highest standards of ethics while conducting the business activities. The Board of Directors and Senior Management strive and endeavor to set create necessary governance structures, procedures and practices to ensure ethical conduct at all levels. The Management aims at inculcating ethical behaviour by transparently communicating and allowing access to information about the decisions that impact relevant stakeholders.

The Company shall ensure that the disclosures made in business documents, statutory filings, declarations, etc. are true and correct. The Company has various policies like "Code of Conduct to Regulate, Monitor and Report Trading by employees and other Connected Persons", Determination of Materiality Policy, Vigil Mechanism Policy, Code of Conduct for Directors and Senior Management etc. to ensure ethics and good governance. The Company shall ensure that while conducting its business and dealing with the customers and other

stakeholders it shall not engage in practices that are abusive, corrupt, or anti-competition. The Company being a listed Company, all the necessary disclosures required under various rules and regulations shall be made on a timely basis. The Company shall avoid, to the extent possible involvement in practices, either by itself or by any third party that are in violation of this Policy.

### Principle 2: Safety and Sustainability

The Company shall ensure that its products and services comply with all applicable statutes and regulations. The social, environmental and economic factors, wherever applicable, shall be taken into account while conducting its business. The Company shall strive to raise consumer awareness through appropriate marketing communication. The instructions required for safe and optimum usage of the products/services shall be communicated to the customers.

The Company shall recognize that over-consumption results in unsustainable exploitation of our planet's resources, and therefore to promote sustainable consumption, the Company shall strive to minimize wastage and recycle resources, wherever possible .

The Company shall respect the rights of people who may be the owners of traditional knowledge and other forms of intellectual property, wherever relevant.

### Principle 3: Wellbeing of all employees

The Company shall ensure that the right to freedom of association, participation, collective bargaining, and provide access to appropriate grievance are ensured to each and every employee. Appropriate grievance redressal mechanisms for employees shall be put in place to raise concerns or complaints. The Company has policies like Vigil Mechanism, Prevention of sexual harassment etc. which will ensure a safe work environment to all its employees. The Company shall create systems and practices to ensure a harassment free workplace where employees feel safe and secure in discharging their responsibilities.

The Company shall ensure equal opportunities at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or sexual orientation. Further there shall be no deployment of child labour, forced labour or any form of involuntary labour, paid or unpaid.

The Company shall take cognizance of the work-life balance of its employees, especially that of women. The Company shall provide facilities for the wellbeing of the employees including those with special needs.

The Company shall ensure fair, timely and transparent payment of statutory wages of all its employees, including contract and casual labour without discrimination and also ensure to pay fair living wages to meet basic needs and economic security of all employees.

The Company shall ensure awareness of these provisions to the employees and train them on a regular basis. Training would be provided for continuous skill and competence up-gradation of all employees by providing access to necessary learning opportunities, on an equal and nondiscriminatory basis and shall promote employee morale and career development through enlightened human resource interventions.

#### Principle 4: Protection of Stakeholders interest

The Company shall constantly identify its internal and external stakeholders like employees, support staff and external stakeholders like shareholders, suppliers, consumers, government bodies including regulators, banks and financial institutions etc. and will continue to do so to ensure that the concerns of all its stakeholders are addressed. The Company values the support of its stakeholders and endeavours to safeguard the interest of all its stakeholders.

The Company acknowledges the responsibility and strives to be transparent about the impact of the policies, decisions, products & services and associated operations on the stakeholders. The website of the Company shall display all such policies and other relevant information from time to time to keep the stakeholders aware about position of the Company.

The Company shall ensure, while formulating any policy, that the interests of the stakeholders are not compromised. While conducting business, if the Company comes across stakeholders in underdeveloped areas, special attention shall be given to such stakeholders in ensuring their well- being.

The Company shall always strive to resolve differences arise with the stakeholders in a just, fair and equitable manner.

#### Principle 5: Respecting and Promoting Human Rights

The Company shall strive to ensure that the human rights principles laid down in the Constitution of India, national laws and policies and the content of International Bill of Human Rights, as well as acknowledging that, human rights are inherent, universal, indivisible and interdependent in nature.

The principles of human rights shall be integrated in management systems, in particular by way of assessing and managing human rights impacts of operations, and ensuring all individuals impacted by the business have access to grievance mechanisms.

The Company shall recognize and respect the human rights of all relevant stakeholders, including that of its customers, depositors, shareholders, investors, public at large and the

vulnerable and marginalized section of the society. The Company shall endeavour to promote the awareness and realization of human rights across its value chain.

#### Principle 6: Respecting and protecting the environment

The Company understands its responsibility towards the environment and commits to be responsible towards utilizing natural and manmade resources in an optimal and responsible manner and ensure the sustainability of resources by reducing, reusing, recycling and managing waste. The Company shall take measures to check and prevent pollution.

The Company shall strive constantly to improve environmental performance by adopting cleaner production methods, promoting use of energy efficient and environment friendly technologies and use of renewable energy, wherever possible.

The Company shall develop Environment Management Systems (EMS) and contingency plans, wherever applicable, and design processes that help in preventing, mitigating and controlling environmental damages and disasters, which may be caused due to our operations or that of a member of our value chain.

The Company would report the environmental performance, including the assessment of potential environmental risks associated with the operations, to the stakeholders in a fair and transparent manner. The Company would proactively persuade and support the value chain to adopt the environment management systems.

#### Principle 7: Responsibility towards Public and Regulatory Policy

The Company recognizes that it operates within the specified legislative and policy frameworks prescribed by the Government, and hence considers its responsibility to ensure that if it has to pursue policy advocacy, it shall perform in a transparent and responsible manner while engaging with all the authorities and shall take into account the Companies as well as the larger national/industry interest.

If the Company engages in Policy advocacy it shall utilize to the extent possible, trade and industry chambers and associations and other such collective platforms to undertake the same.

#### Principle 8: Inclusive growth and equitable development

The Company understands the impact of inclusive growth and equitable development on social and economic development. Hence the Company is committed towards minimizing the negative impact on society, if any, being created by the Company in the course of its business.

#### Principle 9: Engaging and Enriching Customer/Consumer Value

The Company shall constantly strive to provide services to its customers in a manner that creates value for the Company as well as the Customer. The Company shall ensure that while serving the needs of their customers, would not restrict the freedom of choice and free competition in any manner while designing, promoting and selling its products and services. The information shall be truthfully and factually disclosed, wherever applicable.

The Company shall ensure promotion and advertisements of our products do not mislead or confuse the consumers or violate any of the principles in these policies. The Company shall provide adequate grievance handling mechanisms to address customer concerns and feedback.

### **Related Documents/References:**

This policy is also supported by a series of existing policies, and the principles set out in this document are reflected in the existing policies and would be reflected in such other new policies that would be put in place from time to time, as relevant.

Additionally, the Policy should be read in conjunction with the following documents:

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Notification dated 26<sup>th</sup> December 2019 issued by SEBI regarding inclusion of Business Responsibility Report in its Annual Report.
- National Guidelines on Responsible Business Conduct (NGRBC).

### **Ownership and Review:**

**Ownership:** The Policy shall be owned and administered by the Board of Directors and CEO of the Company.

**Review:** The Board shall be the reviewing authority of this Policy, subject to the approval of the Board and may make suitable changes in this Policy from time to time, however, such alterations shall not be inconsistent with the provisions of any law for the time being in force.

### **Version History:**

Version No.	Approved on	Created by	Approved by
1.	February 14, 2020	Business & Compliance Team	Board of Directors