

BUSINESS PARTNERS' CODE OF CONDUCT

Company:	Vedanta Power Limited
Name of the Policy:	Business Partners' Code of Conduct
Version and Date:	

This Business Partners' Code of Conduct (hereinafter "**Code**") is applicable to all Business Partners globally. 'Business Partners' here refers to buyers/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 Power Limited or any of its subsidiaries, affiliates, divisions (hereinafter "**Company**").

This Code sets forth the basic requirements that we ask our Business Partners to respect and adhere to when conducting business with Company. This Code embodies Vedanta Power Limited'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. The Business Partners shall ensure integrity and honesty in all dealings, and shall show no tolerance for harassment, discrimination, or bullying and corruption policies.

The Company reserves the right to amend, supplement or discontinue this Code and the matters addressed herein, without prior notice, at any time.

1. Labour & Human Rights

Adhering to all Labour Laws and Human Rights Laws, Business Partners shall:

- Comply with all applicable local, state and national laws regarding labour and human rights.
- Comply with the Company's Human Rights Policy and Supplier Sustainability Management 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.
- Respect the right to freedom of association of their workers and collective bargaining.
- Ensure compliance with minimum working hours and minimum wages prescribed by applicable laws and regulations.
- Ensure safe and healthy working conditions, providing appropriate training, protective equipment, and reporting mechanisms for hazards.

- Uphold ethical conduct, avoiding harassment, abuse, or intimidation in the workplace.
- Comply with all applicable laws and regulations and adopt all standards that impose the highest level of responsibility and integrity.
- Be respectful in communication with employees, clients, and stakeholder and follow workplace rules (attendance, reporting, documentation).
- Comply with all slavery and human trafficking laws – Modern Slavery Act. Business Partners 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 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.
- Business Partner shall ensure fair wages, working hours, and conditions in line with statutory requirements.

2. Health, Safety & Environmental Sustainability

- Business Partners shall provide its employees with a safe and healthy working environment and comply with all applicable laws and regulations regarding working conditions.
- Business Partners are expected to conduct their business activities in a responsible manner and in compliance to Vedanta Power Limited's Health, Safety, Environment and Sustainability standards as part of Vedanta Sustainability Framework (VSF).
- Business Partner shall follow all laws of the land including laws on Environment sustainability and protection while executing any work for the Company. Responsibilities towards the environment include managing aspects such as greenhouse gas emissions, energy consumption, pollution prevention, waste management, resource efficiency, and minimizing impact to biodiversity.
- Business Partner should adopt sustainable practices in their supply chain and operations.
- Business Partners shall ensure commitment to safe work practices and reporting hazards.
- Business Partner shall ensure proper use of protective equipment and adherence to safety protocols.
- Business Partner shall ensure compliance with all relevant laws and regulations for the use, storage and disposal of hazardous materials including chemicals. Furthermore, Business Partner are expected to put in place measures to prevent or mitigate accidental exposure to or spills of hazardous substances. The Company values transparency and welcomes periodic updates on such measures and their effectiveness.

3. Business Integrity

- i. **Anti-Bribery:** The Business Partners 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 the Company.

More specifically, Business Partners:

- 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 other business partners/sub-contractors 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 the Company.
 - Shall not enter into a financial or any other relationship with a Company employee that creates any actual or potential conflict of interest for the Company. The Business Partner is expected to report to the Company any situation where an employee or professional under contract with Vedanta may have an interest of any kind in the Business Partner's business or any kind of economic ties with the Business Partner.
 - Shall not offer any gift, hospitality or entertainment for the purpose of obtaining any advantage, order or undue favor.
 - Shall not recruit any employees of the Company without the consent of the Company.
- ii. Unfair Trade Practices:** Business Partner shall desist from any unfair or anti-competitive trade practices.
- iii. Conflict of Interest:** Business Partners shall avoid situations that could create conflicts between personal interests and company interests. Business Partners shall promptly disclose any potential conflicts to the Company.

4. Reporting Of Unethical Practices and Grievance Addressal Mechanism

Business Partners 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.

Business Partners shall also forthwith report any unethical activity or discrimination if practiced by any Vedanta employee/other Business Partners as per Vedanta Power Limited whistle-blower policy, available on the company website at, www.vedantapower.com.

The Company strongly supports a culture of open and transparent communication and reporting of concerns/issues. The Company prohibits retaliation against Business Partners and their workers who, in good faith, seek help or report known or suspected violations.

5. Intellectual Property

Business Partners shall take appropriate steps to safeguard and not infringe any Company confidential and proprietary information/intellectual property/ technology which comes to its

knowledge during the course of its business relationship/ dealings with Company. In case of sub-contracting, sharing of confidential information should be made with the consent of the Company.

More specifically, Business Partners shall obtain prior permission from the Company before using the Company logo or products. Business Partners must not misuse the Company logo or misrepresent its products; and any engagement in malicious propaganda is strictly prohibited.

Business Partners shall ensure adequate cyber security measures for data protection based on industrial standards. The Business Partner shall be responsible for managing and regulating internal access to all sensitive data received from the Company, including records of employees, intellectual property, and other critical documents, to safeguard against unauthorized access or misuse. Business Partner shall immediately inform relevant stakeholders, including their workers and the Company in case of a security breach or a data leak or any manner of compromise in the integrity of the data including intellectual property of the Company.

6. Circularity Sourcing & Recycling

The Company is committed to fostering sustainable practices throughout its supply chain and encourages its Business Partners to join in this commitment. To support these shared goals, Business Partners:

- Shall comply with applicable local laws and regulations on waste disposal, waste segregation, waste treatment and recycling.
- Shall strive for transparency by tracking any materials or products sourced throughout the supply chain including their origin and production facility.
- Shall endeavor to ensure that all materials are sustainably sourced and adhere to all applicable laws and regulations throughout their supply chain. Tracking information on the materials should be made available to the Company.
- Should explore and implement measures such as waste management, materials substitution, segregation & labelling, to increase the recyclability of materials and reduce waste. Business Partners should consider using recyclable or compostable packaging materials.
- Are encouraged to develop and implement a comprehensive zero-waste plan. The Company values transparency and welcomes periodic updates on such progress to support our collective sustainability objectives.

7. Third Party Representation

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

8. Prohibition On Insider Trading

If the Business Partner becomes aware of material, non-public information relating to Company, it may not buy or sell Company's securities or engage in any other action to take

advantage of that information, including passing that information on to others. In addition, if the Business Partner becomes aware of material, non-public information about any other company, including Company's customers, suppliers, vendors or other business partners, that is obtained by virtue of the Business Partner's interaction with Vedanta, then the Business Partner 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.

9. Relationship

This Code's use of the term 'Business Partner' shall not be construed or deemed to create any association, partnership, joint-venture or relationship of principal and agent or master and servant between the Company and parties or any affiliates or subsidiaries thereof.

10. Violations of the Code

It is Company policy that any Business Partner that violates this Code will be subject to appropriate discipline, which may include termination of the concerned Contract as well as other ongoing Contracts with such Business Partner. Further, the Company at its sole discretion may blacklist such Business Partner that is found to be in violation of this Code, thereby prohibiting and severing all business relations/dealings with such Business Partner. This determination will be based upon the facts and circumstances of each particular situation.

The Company shall be entitled to publish the name of such Business Partner in violation of this Code within its group communications being circulated through the Internal Ethics Committee.

A Business Partner accused of violating this Code will be given an opportunity to present its version of the events, for the issue at hand, prior to any determination of appropriate discipline. Business Partners who violate the law or this Code may expose themselves to substantial civil damages, criminal fines, and/or other punitive actions as per applicable laws.

11. Business Partners' Compliance Commitment

Business Partners must ensure that this Code is adopted and cascaded into their supply chain. Business Partners must ensure that their agents, contractors, and suppliers are also aware of this Code, its implications and adopt the same. Business Partners must ensure to have sustainable procurement practices in place for their own suppliers/business partners.

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

By accepting this Business Partners' Code of Conduct, it is implied that the Business Partners will ensure compliance of this 'Code' with their suppliers/business partners.

The Business Partner shall maintain adequate documentation to demonstrate compliance with the principles of this Code and allow access to Company to check compliance upon request with reasonable notice.

The Business Partner shall notify Company regarding any known or suspected improper behaviour by the Business Partner relating to its dealings with Company, or any known or suspected improper behaviour by Company's employees.

12. Accountability & Review

Business Partners must report violations of this Code or unsafe practices through designated channels. The oversight for this Code shall be provided by the Commercial Management Committee. Chief Commercial Officers will be accountable for implementation of this Code.

The Company reserves the right to investigate and take corrective action, including termination of contracts, for breaches of this Code.

Please contact the concerned Chief Marketing Officer/Head Commercial/ Company Secretary if you have any questions about this Code.

13. Community Engagement

Business Partners should engage the local communities to foster their social and economic development. This includes striving to bring about tangible improvements in the educational, cultural, social and economic well-being of the local communities. Furthermore, Business Partners are expected to proactively address and resolve community grievances by implementing effective measures.