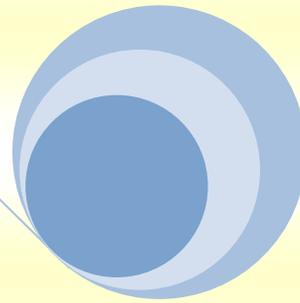
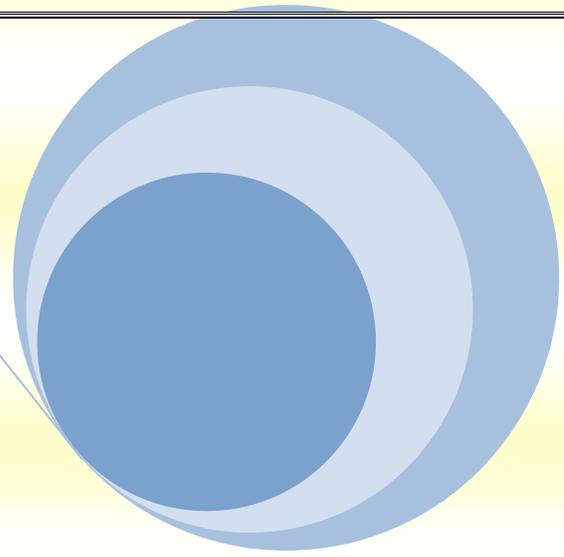


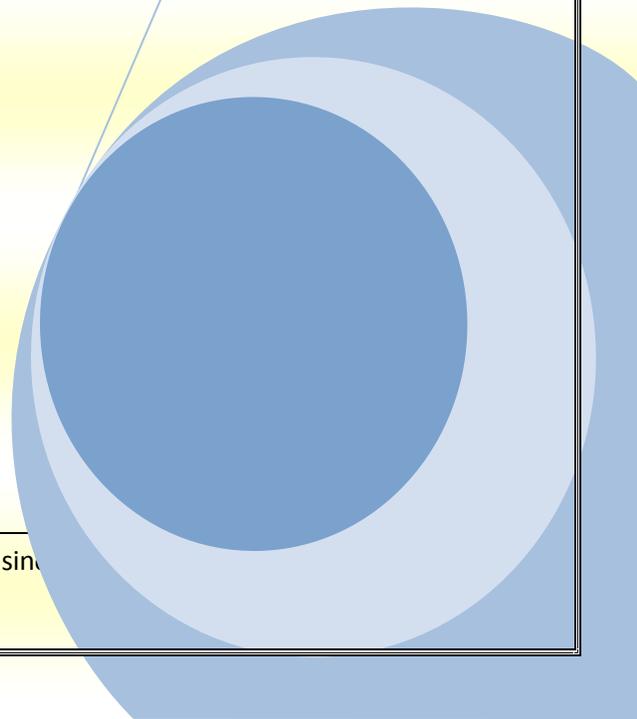
Redington (India) Limited



Code of Business Conduct and Ethics

Compliance Team

Code of Business



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Code of Business Conduct and Ethics

Our Company's policy on Business conduct and ethics has been framed with the objective to adopt and adhere to the best practices followed internationally.

In addition to the Code of Conduct, the Company has also put in place various policies in order to address specific objectives viz., Code of Fair Disclosure, Whistle Blower Policy, Code for Prevention of Bribery etc., The Company has adopted these codes, along with those mentioned in the '*National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business*' as an integral part of its business practices.

The Company also proactively encourages its Supply Chain Partners, i.e. Vendors and Customers to adopt the principles set out in the policy, as far applicable to them and adopt them in their business practices.

Transparency

“Communicate externally, in a faithful manner, about how we run internally.”-Transparency in disclosing financial information and other corporate information is the cornerstone of better corporate governance.

The management of the Company ensures that all information which are necessary for investors and other stakeholders to assess the Company's financial position are disclosed to the public promptly. We communicate transparently and assure access to information about the decisions that impact relevant stakeholders.

The Company ensures compliance with the principles set out in the ‘Code of Practices & Procedures for Fair Disclosure’ and ‘Policy on disclosure of Material Events’, ensuring that all the information which are necessary for the stakeholders to assess the Company's performance, including financial details are disclosed to the public adequately and in a timely manner.

The Company also exercises utmost care towards safeguarding Unpublished Price Sensitive Information, complying with the relevant Governmental norms.

Conflict of Interest

The Company works towards ensuring that there is no conflict of interest between an Employee's personal and business activities. Employees are expected to provide truthful, accurate and complete information about any facts, transactions and relationships that may have bearing on issues related to conflict of interests.

Gifts/Favour/Business Hospitality

The Company has a “zero tolerance” policy on the issues of bribery and corruption.

To assist the Company in upholding this commitment in the context of dealings with government officials/authorities, Public Sector Organisations (the “officials”), the Company has designed and implemented an Anti-Corruption Policy (the “Policy”). The Policy is designed specifically to help an individual, acting on behalf of the Company, understand the appropriate conduct while dealing with the officials.

Giving and accepting Gifts, business courtesies, favours and entertainment are allowed provided they do not violate any ethical norms.

Fair Business Practice

The Company does not engage in practices that are abusive, corrupt, or anti-competition. The Company is committed to free and open competition in the markets it operates in.

We refrain from entering into agreements and practices that unreasonably restrict competition and act as a restraint on free trade.

We respect confidential information belonging to our competitors just as we expect them to respect ours.

The Company systematically identifies its stakeholders, understand their concerns, define purpose and scope of engagement, and commit to engaging with them. It acknowledges, assumes responsibility and is transparent about the impact of its policies, decisions, product & services and associated operations on the stakeholders. It should resolve differences with stakeholders in a just, fair and equitable manner.

The Company would report on the status of their adoption of 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business in its report to the shareholders of the Company.

Conservation of Energy and Environment

The Company understands and appreciates the criticality of protecting and sustaining the environment. It does not engage in any business which is not environment friendly and involves unsustainable exploitation of our planet's resources.

The operations of the Company involve low energy consumption. Adequate measures have been taken to conserve energy by way of conscious efforts towards optimizing usage of power.

The Company uses the latest technology for improving the quality of services it offers and reducing its energy foot-print. Adoption of cloud technology, Data center virtualization and incorporation of mobile based technologies are aimed at promoting increased operational efficiencies and improved Turnaround Time (TAT).

As the Company deals with and also uses Electronic Products in bulk, it understands the need for an efficient E-waste management system. The Company has set up E-waste recycling/disposal systems using the synergies available with its subsidiary and by leveraging on infrastructure provided by third-party service providers. The Company strives to provide awareness to its customers about the importance of safe disposal of E-waste. Details about the Company's E-waste Management processes are available in the following link.

<https://www.redingtonindia.com/e-waste-overview.aspx>

Promoting well-being of employees

As employees are the building blocks of a successful organization, the Company takes cognizance of the need for their well-being.

- ✓ The Company respects the right to freedom of association, participation, collective bargaining, and provides access to appropriate grievance Redressal mechanisms.
- ✓ The Company offers 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.
- ✓ The Company does not use child labour, forced labour or any form of involuntary labour, paid or unpaid.
- ✓ The Company takes cognizance of the work-life balance of its employees, especially that of women.
- ✓ The Company provides facilities for the well-being of its employees, including individuals with special needs. Company ensures timely payment of fair living wages as per the regulatory requirements prescribed by the States and Centre.
- ✓ The Company provides a workplace environment that is safe, hygienic, humane, non-discriminatory and which upholds the dignity of the employees. The Company communicates this provision to its employees and trains them on a regular basis.
- ✓ The Company ensures continuous skill and competence upgrading of all employees by providing access to necessary learning opportunities, on an equal and non-discriminatory basis. The Company promotes employee morale and career development through human resource interventions.
- ✓ The Company has incorporated systems and practices to ensure a harassment free workplace where employees feel safe and secure in discharging their responsibilities.

Ensuring a Harassment-free workplace environment

The Company is committed to ensure equality, gender justice and dignity at the work place, through all its interventions and practices. This includes prevention of harassment or retaliation against or by any employee and implements the relevant Governmental norms in letter and spirit. The Company is committed to provide a safe working environment at the work place, which includes safety of all persons coming into contact at the workplace.

Care for Disadvantaged, Vulnerable and Marginalized sections of the Society

The Company treats every stakeholder and groups of stakeholders with equal importance. Non-discrimination is a principle upheld in every dimension of its business

- ✓ The Company, systematically identifies its stakeholders, understands their concerns, defines purpose and scope of engagement, and commits to engaging with them.
- ✓ The Company acknowledges, assumes responsibility and is transparent about the impact of its policies, decisions, products & services and associated operations on the stakeholders.
- ✓ The Company gives special attention to stakeholders in areas that are underdeveloped.
- ✓ The Company resolves differences with stakeholders in a just, fair and equitable manner

The theme of all our Corporate Social Responsibility activities revolves around the term “Challenged”. This elaborates that the Company targets the Economically, Socially, Mentally and Physically challenged sections of the Society while planning its Corporate Social responsibility activities. The activities have been successful in empowering such sections of the society and is in rapid progress.

Respecting and promoting Human Rights

The Company understands the principals of human rights as enshrined in the Constitution of India, national laws & policies and in the International Bill of Human Rights. It appreciates that protecting human rights is an inherent, essential and inviolable constituent of its corporate and social responsibility.

The Company has integrated its respect for human rights in its Management Systems & Policies, in particular through assessing and addressing any impacts that its operations might have on human rights.

The Company

- Recognizes and respects human rights of all relevant stakeholders and groups within and beyond the workplace, including that of communities, consumers and vulnerable and marginalized groups.
- Promotes awareness of the principals of Human Rights within its sphere of influence.
- Is not complicit with Human Rights abuses by a third party

The Company operates in a merit-based working culture where everyone gets a fair chance.

It is the continuous endeavor of the Company to nurture talent for mutual growth of the organization as well as the individual. As a progressive professional organization, always aiming to enhance the stake holders' value, the Company has always pursued a well thought out philosophy for developing its human resources.

The Company strives to maximize the latent potential of its human capital through continuous empowerment. The line managers play a crucial role in this endeavour, devising and coordinating developmental activities. The strong bonding that the company has built with staff succeeds in evoking passion in their everyday tasks. The values and culture that lie at the core of the Company's operations have been deeply ingrained in its workforce.

The Company respects the right to participation, collective bargaining, and provides access to appropriate Grievance Redressal mechanisms.

In the direction of building a robust grievance redressal mechanism, the Company has set up a platform, "Speak-up" which provides the avenue to internal stakeholders to voice their concerns.

An operational body consisting of

- 1) Whole-Time Director*
- 2) Head – HR and*
- 3) HR Representative*

receives and addresses the concerns raised through “Speak –up”. This encourages freedom of speech and expression.

At Redington, any activity which encroaches on human rights is viewed as a “Misconduct”. A few examples are;

a. Any conduct which contravenes / violates the sense of decency, dignity, morality of its employees, clients and violates office decorum and is contrary to normal conduct expected of an employee.

b. Any behaviour or attitude which is found to be offensive and found to violate the sensibility of a heterogeneous group of people.

c. Taking advantage of one’s position or standing in the organization to compel individuals to perform tasks which would fall outside generally accepted scope of official work.

d. Threatening or insinuating vindictive action against any individual for refusing to perform tasks which fall outside generally accepted scope of official work.

The Company is committed to ensuring that “Redington” should be a work-place of equal opportunity, irrespective of background, race, caste, colour, creed, religion, disability or gender.

Public Policy Advocacy

The Company does not advocate policies that are against Governmental Principles or those which are against public good.

- ✓ The Company while pursuing policy advocacy, ensures that its advocacy positions are consistent with the Principles and Core Elements contained in these Guidelines.
- ✓ To the extent feasible, the Company utilises the trade and industry chambers and associations and other such collective platforms to undertake such policy advocacy.

The Company has associated itself with professional bodies like the Technology Distributors Association of India, the Madras Chamber of Commerce etc. The Company represents itself only through such recognized forums.

Inclusive Growth and Equitable Development

The Company's guiding principle is "Create Value and Profits will follow". It believes that creation and maximization of value to all stakeholders is paramount, ensuring inclusive and equitable growth.

- ✓ The Company understands its impact on social and economic development, and responds through appropriate action to minimise any negative impact from its actions.
- ✓ The Company innovates and invests in products, technologies and processes that promote the wellbeing of society.
- ✓ The Company makes efforts to complement and support the development priorities at local and national levels.
- ✓ The Company is sensitive to the local concerns if and when operating in regions that are underdeveloped.

The Company is committed to improving the quality of life of the underprivileged and disadvantaged sections of the local community as well as society at large.

The Company has a Corporate Social Responsibility policy which directs the Company to focus on inclusive growth. The Company constantly pursues promoting the wellbeing of society. The full policy can be accessed in the following link <https://www.redingtonindia.com/images/CSRpolicy.pdf>

Providing Value to Customers

A customer is viewed as a member of the Society at large.

- ✓ Company, while serving the needs of its customers, takes into account the overall well-being of its customers.
- ✓ Company ensures that it does not restrict the freedom of choice and freedom of competition in any manner while promoting and distributing its vendors' products.
- ✓ Company ensures disclosure of requisite information as per the regulations applicable for the products distributed.
- ✓ Company provides adequate grievance handling mechanisms to address customer concerns and feedback.

The Company ensures that it does not restrict the freedom of choice and free competition in any manner while promoting and distributing its products. Being transparent in its operations, the Company enables customer awareness of all the information that the vendor wishes to convey and hence promotes customer education.