

# **ARCHIES LIMITED**

## **CODE OF ETHICS AND BUSINESS CONDUCT FOR EMPLOYEES**

### **INTRODUCTION**

Archies Limited (Archies) is essentially committed to conduct its business and all of its activities with highest standards of business ethics. This ethical policy is basically intended to provide guidance and help in recognizing and dealing with ethical issues, mechanisms to report unethical conduct and to help foster a culture of honesty and accountability. The matters covered in this policy are of the utmost importance to the Company, shareholders and business associates. Besides above, these are essential to conduct our business in accordance with our stated values.

Archies is committed to conduct its business in compliance with applicable laws and in the manner that excludes consideration of personal advantage as strict adherence to this policy will protect the company and its employees from criticism, litigation or embarrassment that might result from alleged or real conflicts of interest or un-ethical policies.

The ethical policy is applicable to all the employees of the company and all employees are expected to read and understand this policy, uphold these standards in day-to-day activities, and comply with all applicable laws, rules and regulations and all applicable policies and procedures adopted by the Company.

The Officers can contact Head HR, if, they have any query regarding this policy. All employees are required to sign the acknowledgment form attached as Annexure A-1, with this policy and return the same to the HR department indicating that they have received, read and understood, and agree to strictly comply in letter and spirit with this ethical policy. The signed acknowledgment form will be kept and will become a part of personnel files of each employee.

### **UPHOLD THE LAW**

Our commitment to integrity begins with complying the laws, rules and regulations where we do business. Further, each of us must have an understanding of the company policies, laws, rules and regulations that apply to our specific roles. If we are unsure of whether a contemplated action is permitted by law or Company policy, we should seek the advice from the resource expert. We are responsible for preventing violations of law and for speaking up if we see possible violations

### **ETHICAL CONDUCT**

The company expects all employees to act in consonance with the highest standards of personal and professional integrity, honesty and ethical conduct, while working in the Company's premises/ establishments/ shops located throughout the country, which would also include offsite locations where the Company sponsored business and social events, or at any other place where employees are deputed to represent the Company.

## CONFLICTS OF INTEREST

A conflict of interest exists where the interests or benefits of one person or entity conflicts with the interests or benefits of the Company. An employee is an asset to the company and the company expects and demands that he or she avoids and discloses actual and apparent conflicts of interest. A few illustrations are cited herein below to make the concept clear and explicit:-

- A. **Payments/ Benefits in Cash or Kind.** No officer/employee shall under any circumstances or situation accept any offer, payment, promise to pay, or authorization to pay any money, gift, or anything of value from customers, vendors, consultants, etc., directly or indirectly, to influence any business decision, or gain any advantage. Any Gift (cash or kind) or any benefit of any nature (whether to employee himself or any relative of employee) received from suppliers or customers, is strictly prohibited. All employees are advised to abstain from accepting any kind of gifts from any supplier, vendor or contractor having any business link with the company.

In case, any supplier, vendor or contractor offers any kind of gift or pecuniary benefit to any employee of the Company, the same is to be informed to the H.R Head immediately.

- B. **Outside Employment:** All employees employed with the Company are not only expected to devote their full attention to the business interests of the Company, but also prohibited from engaging in any activity that interferes with their performance or responsibilities to the Company, or is otherwise in conflict with or detrimental to the Company. This ethical policy prohibits employees from accepting simultaneous employment with suppliers, customers, competitors of the Company or anywhere else, or from taking part in any activity that enhances or supports a competitor's position. Additionally, employees are required to disclose to the Company's Management, any interest they have, that may conflict with the business of the Company.
- C. **Conflict in Business Interests.** If an Officer/ employee considers investing in any customer, supplier, joint venture partner, or competitor of the Company, he or she must ensure that these investments do not confront with their responsibilities to the Company or result in undue advantage to the employee as well as to the supplier and competitors etc. This ethical policy explicitly requires that Officers must obtain prior approval from the Company's management before making such an investment.
- D. **Business with Relatives.** Officers/employees should avoid conducting Company business with a relative, or with a business in which a relative is associated in any significant role. Relatives include spouse, siblings, children, parents, grandparents, grandchildren, aunts, uncles, nieces, nephews, cousins, step relationships, and in-laws. The Company discourages the employment of relatives of Officers in positions or assignments within the same department/ organisation. Officers/employees must disclose and obtain approval from the Company's Management regarding business relationship with related parties, if they intend to enter into.
- E. **Corporate Opportunities.** Employees particularly working on senior positions will not exploit for their own personal gain, during the employment or after that, opportunities that are discovered through the use of corporate property, customer database, supplier database or any other information. Similarly they would always avoid any other conflicts of interest that may arise during their employment.

## **SEXUAL HARASSMENT OF WOMAN AT WORKPLACE**

Each employee shall respect the dignity of women (co-worker) and provide safe and appropriate environment to practice profession at workplace irrespective of the position she carries in the organization. The Company strongly cautions every employee against indulging in sexual harassment against women co-worker either directly or indirectly during or after the officer hours. The "sexual harassment" includes any one or more of the following unwelcome acts or behavior (whether directly or by implication) namely:

- a) Physical contact and advances; or
- b) A demand or request for sexual favours; or
- c) Making sexually colored remarks; or
- d) Showing pornography; or
- e) Any other unwelcome physical, verbal or non-verbal conduct of sexual nature;

Any act in violation of aforesaid guidelines shall be punished in accordance with applicable law and may liable immediate termination or suspension of employment.

## **USE OF COMPANY RESOURCES**

Company resources, including time, material, equipment and information, are provided for company business use. Nonetheless, occasional personal use is permissible as long as it does not affect job performance or cause a disruption to the workplace.

Generally, we will not use company equipment such as computers, copiers, fax machines and vehicles in the conduct of an outside business or in support of any religious, political or other outside activity.

## **VIOLATIONS OF ETHICAL CODE**

All the officers/ employees as part of their job have to ensure that this ethical code of conduct is adhered to both in letter and in spirit. Officers should be alert to possible violations and report this to the HR department or the finance department. Officers must cooperate in any internal or external investigation of any violations. Reprisal, threat, or retaliation against any person who has, in good faith, reported a violation or a suspected violation of law under this Code or other Company policies, or against any person who is assisting in any investigation or process with respect to such a violation, is strictly prohibited.

The Company will take appropriate action against any Officer whose actions are found to violate the Ethical Code or any other policy of the Company. Disciplinary actions may include immediate termination of employment at the Company's sole discretion. Where the Company has suffered a loss, it may pursue its remedies against the individuals or entities responsible. Where laws have been violated, the Company will cooperate fully with the appropriate authorities.

## **AMENDMENTS IN THE POLICY**

The company being law-abiding and adhering to ethical values will continue to review and update this policies and procedures therein. Therefore, this ethical code with passage of time may require certain amendments/ modification. However, the amendment or modification must be approved in writing by the Company's Board of directors before it is made part of the existing ethical policy.

Sign.....

## ACKNOWLEDGEMENT OF RECEIPT OF THE ETHICAL POLICY

I, have received and read the Company's Code of Ethics and understood the standards and policies contained therein and the same are agreeable to me.

If, I have any question concerning the meaning, interpretation or application of this ethical Code, any Company policy, or the legal and regulatory requirements applicable to my job, I know I can consult Head HR, and that my question or report to these sources will be maintained in confidence.

Employee's Name : \_\_\_\_\_

Establishment/ shop  
Location : \_\_\_\_\_

Employee Code No. : \_\_\_\_\_

Signature : \_\_\_\_\_

Date : \_\_\_\_\_

Mobile No. : \_\_\_\_\_

Please sign and return this form to the HR department.