

CODE OF CONDUCT FOR EMPLOYEES

1. OBJECTIVE AND SCOPE

This code is intended to set out principles relating to the manner, approach and behavior that should be observed by all employees in the performance of their duties.

2. CORE VALUES

- i) The employees will act with integrity and communicate truthfully.
- ii) The employees will respect each other and everyone who gets connected to SPEL including vendors, suppliers, customers, service providers, banks, insurance co's etc.
- iii) The employees will work together as a team that is committed to excellence and innovation.
- iv) The employees would be passionate about meeting needs of SPEL's customers and their legitimate requirements.
- v) The employees would be accountable for all of their actions: these include health, safety, protecting the environment, and supporting communities.
- vi) The employees will continuously improve their skills, capabilities and knowledge as that is the only route to permanent growth.
- vii) The employees will conduct themselves in a professional manner and will follow the discipline of the Company.
- viii) The employees will resolve their problems (disagreement, conflict, etc) directly with the person with whom they may have any issue. If unresolved, they may raise the issue to a higher level and will not talk on the back of any other employee.
- ix) The employees will not be involved in any offences of moral turpitude.

3. EMPLOYEE CONDUCT STANDARDS

- i) The employees will comply with rules and regulations of SPEL prescribed from time to time;
- ii) The employees will come to workplace before time in the prescribed uniform;
- iii) Employees are expected to be hard working, punctual, conscientious and productive.
- iv) Habitual absence, absence without permission, late attendance and negligence will constitute misconduct;
- v) The employees will keep personal visitors and telephone calls to essentials. These will be allowed only in case of urgency or emergency;
- vi) Smoking is prohibited in the premises of SPEL during and after office hours except at designated places or open areas;

- vii) The employees will follow the principles of good house keeping (5S). They will find a place for everything and store everything at their designated place at all time after its use, and will not carry away any property of SPEL without permission of its Management. All assets of SPEL will be used for the benefit of the Company;
- viii) The employees will develop and follow standard operating procedures for health and safety to ensure health and safety of his/her and other team members and colleagues. Safety is paramount;
- ix) The employees will disclose their interest(s), if any, in business dealings of SPEL to the Management before entering in any transaction. (An employee shall be deemed interested if he or any of his Family member is a stakeholder/beneficiary in any transaction with SPEL;
- x) All information relating to SPEL, including trade secrets, special training, future developments and legitimate information related to its customers is proprietary and shall not be shared with family, friends competitors or any outsider, except when discussing legitimate business dealings or transactions in which case the employee shall record minutes of the meeting and share it with the Management;
- xi) The employees will not behave or act in a manner which is discriminatory or harassing to other employees based on gender, race, color, religion, origin, age or physical disability, sect;
- xii) The employee will use the powers provided by the Management judiciously and with fairness;
- xiii) The employees in any capacity, during and after their employment, will not use false, scandalous or incorrect press or public statement against SPEL or its Management which may damage its goodwill and public image. Only authorized persons can give press statements on behalf of the Company;
- xiv) The employee will not accept presents/gifts of any sort or from any person/party connected in any way with SPEL's business, excluding promotional giveaways of reasonable cost (currently Rs. 5,000). All giveaways must be brought to the notice of the immediate supervisor. All gifts value at once to be deposited with the company;
- xv) The employees will follow the Code of Conduct for Protection against Harassment at the Workplace as given at ***Annexure A***. The attached code shall be treated as part of Management Policies of SPEL.

4. WAIVER

SPEL does not grant waivers to its conduct and compliance standards.

Note: For the purposes of this policy, Management means any Director of the Company, Family includes parents, sons, daughters, real and half brothers, sisters or any other dependants.

Annexure A

CODE OF CONDUCT FOR PROTECTION AGAINST HARASSMENT OF WOMEN AT THE WORKPLACE

- (i) The Code provides a guideline for behavior of all employees, including management, and the owners of SPEL to ensure a work environment free of harassment and intimidation;
- (ii) “Harassment” means any unwelcome sexual advance, request for sexual favors or other verbal or written communication or physical conduct of a sexual nature, or sexually demeaning attitudes, causing interference with work performance or creating an intimidating, hostile or offensive work environment, or the attempt to punish the complainant for refusal to comply to such a request or is made a condition for employment.

The above is unacceptable behavior in all work places of SPEL, including in any interaction or situation that is linked to official work or official activity outside the office.

Explanation: There are three significant manifestations of harassment in the work environment:

(a) Abuse of authority

A demand by a person in authority for sexual favors in order for the complainant to keep or obtain certain job benefits, be it a wage increase, a promotion, training opportunity, a transfer or the job itself.

(b) Creating a hostile environment

Any unwelcome sexual advance, request for sexual favors or other verbal or physical conduct of a sexual nature, which interferes with an individual’s work performance or creates an intimidating, hostile, abusive or offensive work environment. The typical “hostile environment” claim, in general, requires finding of a pattern of offensive conduct, however, in cases where the harassment is particularly severe, such as in cases involving physical contact, a single offensive incident will constitute a violation.

(c) Retaliation

The refusal to grant a sexual favor can result in retaliation, which may include limiting the employee’s options for future promotions or training, distorting the evaluation reports, generating gossip against the employee or other ways of limiting access to his/her rights. Such behavior is also a part of the harassment.

- (iii) An informal approach to resolve a complaint of harassment may be through mediation between the parties involved and by providing advice and counseling on a strictly confidential basis;
- (iv) A complainant or a staff member designated by the complainant for the purpose may report an incident of harassment informally to her supervisor, or a member of the Inquiry Committee, in which case the supervisor or the Committee member may address the issue at her discretion in the spirit of this Code. The request may be made orally or in writing;

- (v) If the case is taken up for investigation at an informal level, the departmental head will conduct the investigation in a confidential manner. The alleged accused will be approached with the intention of resolving the matter in a confidential manner;
- (vi) If the incident or the case reported does constitute harassment of a higher degree and the officer or a member reviewing the case feels that it needs to be pursued formally for a disciplinary action, with the consent of the complainant, the case can be taken as a formal complaint;
- (vii) A complainant does not necessarily have to take a complaint of harassment through the informal channel. She can launch a formal complaint at any time;
- (viii) The complainant may make formal complaint through her in-charge/supervisor or directly to any member of the Inquiry Committee. The Committee member approached is obligated to initiate the process of investigation. The supervisor shall facilitate the process and is obligated not to cover up or obstruct the inquiry;
- (ix) Assistance in the inquiry procedure can be sought from any member of the Company who should be contacted to assist in such a case;
- (x) The Company, if required, will temporarily make adjustments so that the accused and the complainant do not have to interact for official purposes during the investigation period. This would include temporarily changing the office, in case both sit in one office, or taking away any extra charge (over and above their contract) which may give one party excessive powers over the other's job conditions. The Company can also decide to send the accused on leave, or suspend the accused in accordance with the applicable procedures for dealing with the cases of misconduct, if required;
- (xi) Retaliation from either party should be strictly monitored. During the process of the investigation work, evaluation, daily duties, reporting structure and any parallel inquiries initiated should be strictly monitored to avoid any retaliation from either side;
- (xii) The harassment usually occurs between colleagues when they are alone, therefore usually it is difficult to produce evidence. It is strongly recommended that staff should report an offensive behavior immediately to someone they trust, even if they do not wish to make a formal complaint at the time. Although not reporting immediately shall not affect the merits of the case; and
- (xiii) The Inquiry Committee shall comprise of the following members:
 - 1) The Chief Executive Officer
 - 2) The Chief Operating Officer
 - 3) Relevant Departmental Head