

Definition of Partner

Affiliations with the company that supply our business with goods and services.

As a partner this Code of Conduct shall ensure compliance with legal requirements and our standards of business conduct. All partners must read and understand this Code of Conduct, so as to uphold these standards in their day-to-day activities, comply with all applicable policies and procedures. It will be the responsibility of every partner who is dealing with HDFC LIFE to follow this Code of Conduct.

We are committed to continuously review and update our policies and procedures. The company may therefore update this Code of Conduct from time to time and it shall be communicated to all.

GENERAL CONDUCT

The company expects from all those to whom this Code of Conduct applies to maintain transparency, co-operative, efficient, positive, harmonious and productive work environment. These standards apply while working in the company premises where our business is being conducted, in the market where our partners are operating, at company sponsored business and social events, or at any other place where you are a representative of the company.

This code of conduct is intended for all partners as well as their sub- contractors and includes areas of ethics, integrity and honesty, providing guidance to help them recognize and deal with ethical issues, mechanism to report unethical / dishonest conduct and help foster culture of honesty, integrity and accountability.

The matters covered in these codes are of the utmost importance to the company and its Shareholders.

Conduct:

- Partner shall not discuss commercial matters with user departments without consent of procurement team. It may lead to blacklisting of the partner.
- Partner shall not supply without valid purchase order/agreement.
- Partner shall submit Tax Invoice within 15 days from the date of supply.

Gifts : HDFC LIFE policy does not allow their employees to accept gifts in any form. Partner is requested to respect HDFC Life policy of no gifts and shall not offer the same in any form.

Bribes : HDFC LIFE conducts business with ethics, integrity and honesty. Giving or accepting bribe is illegal and will not be tolerated by HDFC Life. Partner must respect the policy of HDFC Life on this and abide by law. Partner giving bribe in any form is not permitted and will result in strict legal action on him.

ETHICS

HDFC LIFE believes in to operate its business in the most ethical and professional manner. As a partner you are expected to adhere and adopt these practices for ethical and business conduct.

Fair Dealing :Partner should deal fairly with the company. Partner should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential, proprietary or trade secret

information, mis-representation of material facts, or any other unfair dealing-practices.

Honesty and Integrity : Partner is expected to act with utmost probity and professional integrity, honesty and ethical conduct. Partner will act in best interest of HDFC LIFE and fulfill their fiduciary obligations.

Confidential Information : Partner shall maintain the confidentiality of 'Confidential Information' of HDFC LIFE. The confidential information includes all non public information (including private, proprietary and others) that might be of use to competitors or harmful to the Company or its associates. The use of 'Confidential Information' for partners own advantage or profit is also prohibited.

WORK ENVIRONMENT AND PRACTICES

Child Labor : HDFC LIFE will not accept engagement or support of child labor in any form. Partner must follow the rules and regulations applicable as per child labor law. It is a mandatory clause.

Forced Labor: HDFC LIFE will not allow the use of forced labor. Partner shall disallow all forms of forced labor. Partner must provide legal information and conditions of employment to each employee very clearly and in a language which can be understood by him.

Wages and Working Hours : Partners are expected to pay minimum wages to their employee as per applicable laws & standard industry norms. Partner are expected to abide working hours as per labor laws and regulations.

Discrimination and Harassments : Partner must be committed to provide a workplace free from discrimination and harassment base on race, colour, religion, age, gender, national origin, disability or any other biases. If any employee is discriminated, he/ she may lodge a complaint of discrimination or harassment to the Committee.

Alcohol and Drug free Environment : HDFC LIFE is committed to provide an alcohol and drug free environment to their employees. Partner is requested to observe the same norms at their workplace.

HEALTH AND SAFETY

Safety of people at the workplace is a primary concern of the company. Each of us must comply with all applicable health and safety policies. We maintain compliance with all local laws to help maintain secure and healthy work surroundings.

Emergency Situation Handling : Partner must identify Emergency situations and events and their impact to minimize by implementing evacuation plan and educate their employees to handle such situations.

Injury and Illness : Partner must set procedure and system to prevent injury and illness at workplace. First aid and essential medicines must be available at any time in case of injury.

Sanitation : Partner must provide clean toilets, water for their employees, in compliance with the provisions of the applicable laws

ENVIRONMENT

Partner is expected to conduct their operations in consideration of taking utmost care of the environment. Partner is expected to comply with all environmental rules, regulations and laws.

Environmental Rules : Partner must follow the guidelines, rules and regulations set by concerned Governing body.

Wastage Disposals : Partner must use adequate treatment for disposals of any kind of waste without affecting the environment.

Air Discharge : Partner will take utmost care and will abide by the norms regarding air pollution of chemicals, particulate matter or biological material that cause harm or discomfort to human or other living organisms, or cause damage to the natural environment or built environment, into the

atmosphere.

MANAGEMENT SYSTEMS AND BUSINESS PRACTICES

Partner is expected to set procedures used to manage work flow in a collaborative environment. Partner must form Management systems and observe Business practices for compliance of this code of conduct and rules and regulations or laws applicable.

Conflict of Interest : Partner has a duty to avoid business, financial or other direct or indirect interest or relationship, which conflicts with the interests of the company. Any activity which even appears to present such a conflict must be avoided or terminated.

Legal and Regulatory requirements : Partner must ensure compliance with all country laws and regulations related to his business. The partner must have appropriate certificates or permits from competitive authorities to conduct his business.

Accounts and Record Keeping : Partner shall continue to observe the most stringent standards in the keeping of financial records and accounts. Partner's responsibilities require that all transactions be fully and accurately recorded in the company's books and records in compliance with all applicable laws. All required information shall be accessible to the HDFC LIFE auditors and other authorized persons and government authorities/ agencies. Any willful material misrepresentation of and/ or misinformation of the financial accounts and reports shall be regarded as a violation of this code apart from inviting appropriate civil or criminal action under the relevant laws, if deemed fit disciplinary action, including discharge.

Training and Proficiency : Partner will provide proper and appropriate training to their employees to gain knowledge and understanding of the code of conduct, rules and regulations, applicable laws and general understanding.

Company Commitment : A corporate social and environmental responsibility statement affirming the Partner's Commitment to compliance and continual improvement, to be posted in the primary local Language at all of the Partner's worksites.

Feedback and Participation of Employees : Partner must set procedure to get feedback on the processes related to this code of conduct. Partner must ask for suggestions from his employees for improvement in procedures and systems related to code of conduct.

WHISTLE BLOWER POLICY FOR PARTNERS

OVERVIEW

HDFC LIFE is committed to the highest standard of personal, ethical & legal standard for achieving business.

Ensuring ethical & legal standard is the responsibility of every employee and is reflected in our relationship with internal and external customer. Accordingly, it is essential for each employee to exhibit responsible & ethical business behavior in all transaction/ engagement either with internal or external customer. In context, HDFC LIFE encourages and supports partner making disclosures of any such suspected instances of unethical/improper behavior and intends to provide mechanism by way

of “Whistle Blower Policy” to channelize reporting of such instances/ complaints to ensure proper governance.

CHANNEL FOR COMPLAINT : The opportunity provided under this policy is for disclosing wrongful, unethical, improper acts which are considered to be in deviation of the policy defined either by negligence or intentional disregard and should not be used as a defense or a mechanism to mislead the company against a legitimate action initiated.

The perspective behind such policy being good governance, the company encourages disclosures in good faith but any false allegations of alleged wrongful conduct to the whistle blower committee shall be subject to disciplinary action up to and including termination / dismissal of partner. Hence deliberate and false reporting shall not be tolerated and would expect the whistle blower to disclose his/her identity. The identity of the whistle blower would be kept confidential to avoid any reprisal or victimization during the course of investigation and the company reserves its right to not investigate into complaints which are anonymous.

However, partner after being aware of the conduct and considering the appropriateness of any suspected unethical/improper behavior can disclose/raise a concern/complaint in writing/email to the chairman of the committee either with or without information to employee or his immediate superior.

All such written complaints should be sent on the following address:-

To,

The Chairperson/Member – Whistle Blower Committee HDFC Life Insurance Company Limited

Registered Office- Lodha Execlus, 13th Floor,
Apollo Mills Compound, N M Joshi Marg,
Mahalakshmi, Mumbai – 400 011.

Alternately, the aforesaid complaints could also be mailed to email id :- (whistleblower@hdfclife.com)

OATH DOCUMENT

I have received the Partner Code of Conduct via Email and read the same. I understand the standards and policies contained in the Partner Code of Conduct and understand that there may be additional policies or laws specific to my agreement/ engagement with the company. I further agree to comply with HDFC LIFE's Partner Code of Conduct.

If I have questions concerning the meaning or application of the Partner Code of Conduct, any Company policies, or the legal and regulatory requirements applicable to my job, I know I can consult with Mr. Umesh Mitbawkar - Vice President - Procurement, HDFC LIFE email id: umitbawkar@hdfclife.com, knowing that my questions or reports to these sources will be maintained in strict confidence.

Further, I agree, accept and abide by HDFC Life Partner Code of Conduct and I hereby confirm and share the duly filled scan copy of HDFC Life Partner Code of Conduct on Email to procurement@hdfclife.com

Signature with Seal of Company Name:-

Name of the partner:-

Authority Name :-

Title:-

Date:-