

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

**GUIDING DOCUMENT ON
SUSTAINABLE PROCUREMENT
AND
SUPPLIER'S / SERVICE VENDOR'S
CODE OF CONDUCT**

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

Our philosophy and Guiding principles on sustainable procurement.

At OneSource Specialty Pharma Limited (“OneSource” or the “Company”) how we do things is as important as what we do. We follow the philosophy of “Caring for Life” and our Credo reflects a set of beliefs and timeless principles that strongly influence the way we live and the way we work.

This core philosophy is embedded in our Supplier Code of Conduct. These Standards reflect our internal values and the expectations of external stakeholders, such as customers, regulators, investors and public. Furthermore, we find business relationships are more productive and effective when they are built on trust, mutual respect and common values, with zero tolerance for unethical or corrupt practices.

OneSource seeks and fosters relationships with suppliers who share a common commitment to:

- Comply with applicable laws and regulations of all relevant territories.
- Behave ethically and with integrity
- Integrate quality and patient safety into business processes
- Respect human, employment rights and fair-trade principles
- Promote safety, health and well-being of employees
- Embrace sustainability and operate in an environmentally responsible manner.
- Implement management systems to maintain business continuity, performance governance, and continuous improvement.
- Disclose information associated with the supplier’s/service vendor’s impact on environment and social issues.

These guiding principles strive to positively impact the lives of our customers, partners, the community, and the environment at large we serve. Adherence to OneSource Supplier’s/Service vendor’s code of conduct will enable business and communities to realize economic, social and environmental benefits. The Code enables us to select those suppliers who operate on these guiding principles and align with Supplier’s / Service vendors on what we stand for.

Supplier’s / Service vendors are expected to understand OneSource expectations and manage them. In addition to this code being a part of purchasing contracts, OneSource may take steps to assess a supplier’s conformance to the code.

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

Guiding Document on Suppliers/ Service Vendors Code of Conduct

1. INTRODUCTION

It is vital to the business success and sustainability of OneSource Specialty Pharma Limited (“OneSource” or the “Company”) that alongside the Company, its Suppliers / Service vendors (hereinafter referred to as “vendors”) share the Company’s commitment to high ethical standards and operate in an environmentally responsible and ethical manner.

This Vendor’s Code of Conduct (“Code”) is accordingly drafted to reinforce the values of the Company and to set expectations of all the vendors of the company to:

- diligently follow the standards laid out in the Code;
- operate in full compliance with all applicable laws, rules, regulations, and other OneSource policies and principles;
- integrate these principles in a manner that is consistent and agreeable with the prevailing local laws and rules in the region of operation. Should there be any conflict therein, we expect our vendors to give precedence to the local laws while seeking to uphold the principles mentioned in this Code;
- take responsibility for establishing effective communication and standard processes within their organization and their related business partners to meet the standards outlined in this Code

2. SCOPE

This Code applies to and expects adherence from all direct and indirect vendors that supply inter-alia raw materials, active pharmaceutical ingredients, components, finished goods and services etc., or any other products, to the Company.

While this Code does not attempt to describe all potential areas that vendors should adhere to, some common standards are described.

3. BUSINESS ETHICS AND PRACTICES

Vendors are expected to consider the following to enable them to conduct their business in an ethical manner and act with integrity. Vendors shall:

- a) uphold the highest standards of integrity and transparency in all their transaction with OneSource and remain committed to working against all forms of corruption (incl. monetary/ non-monetary bribes), including gifts, loans, rebates of unreasonable value,

Version No :2.0
Date: **04 Apr 2024**

Supersedes: NA
Date: NA

Next review date: **03 Apr 2027**

etc), extortion, embezzlement, or related activities prohibited by law. Vendors should ensure effective in-house processes to prevent bribery and corruption cases, and issue strong reporting guidelines to deal with non-compliance [Anti-bribery and corruption];

- b) conduct their business in a fair and resilient manner and in accordance with all applicable anti-trust and competition laws and standards [Fair competition];
- c) adopt fair business practices including accurate and truthful advertisement and sharing of information [Accurate Advertisement];
- d) ensure that confidential information (e.g. any information disclosed by OneSource' representatives, whether in writing, orally, visually or otherwise) is used only for its intended purpose as decided and agreed upon by OneSource and the vendor in a fair, transparent and secure way, ensuring the protection of privacy and valid intellectual property rights of OneSource, its directors, employees, agents, and business partners.
 - Trade secrets and other confidential, proprietary, and sensitive information shall always be kept secure from unauthorized usage, damage, and disclosure.
 - Vendors should never communicate externally about OneSource' prospects, performance or policies nor disclose inside information which would affect the price of OneSource' securities unless they are required under any law or by an order from a competent authority [Data Privacy, Confidentiality, Insider Trading and Intellectual Property]
- e) report to OneSource in case any situation that may appear as a conflict of interest, viz., when there is a prospect of direct or indirect gain which may improperly or unlawfully influence the vendor's actions while conducting business with OneSource [Conflict of Interest];
- f) provide a mechanism for their employees, and business partners to report concerns or potentially unlawful activities at the workplace without fear of reprisal or threat. The vendor must ensure protection of whistle blower confidentiality and prohibit retaliation against employees, who participate in such programs in good faith. Vendors should also be able to demonstrate how the reported matter was assessed and corrective action steps [Identification of Concerns and Whistleblowing];
- g) comply with all applicable legal requirements and regulations of the jurisdiction they conduct their business to ensure that their dealings are conducted legally and with integrity for legitimate business purposes with legitimate funds. Vendors must actively implement robust fraud prevention and reporting program [Anti Money-Laundering and Fraud];
- h) not accept, give, or offer to give any inappropriate gifts, favours, services, entertainment, money or other material benefits to any of OneSource' employees, business partners or other representatives intended to influence judgment or reward an

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

action as well as attempt to influence business decisions for or on behalf of OneSource [Gifts, Entertainment, Hospitality];

- i) Ensure that all financial books must be complete and accurate in all material respects; be legible, transparent, reflect actual transactions and payments and conform to generally accepted accounting principles [Documentation];
- j) Vendors must provide goods and services that consistently meet prescribed standards, are safe for their intended use, and work as intended. Vendors are expected to meet the specifications agreed upon in the applicable purchase order or other contractual relationship with OneSource [Quality and Sustainable Sourcing];
- k) comply with applicable national and international export control laws, trade, economic or financial sanctions, restrictions or embargoes applicable to them. Vendors are expected to know the laws that apply to them as each country may have different requirements and they must maintain complete and accurate import/export records [Trade Sanctions]

4. HUMAN RIGHTS AND LABOUR

Vendors must not be involved in any form of forced, bonded, indentured, or child labor. Vendors are expected to consider the following and protect the human rights of their employees and continue to treat them with dignity and respect. Vendors shall:

- a) prohibit all employment of forced, bonded or child labor whether paid or unpaid
 - Vendors must take active steps to assist in the freedom of children from the worst forms of child labor and rehabilitate them [Child Labor];
 - Workers above the legal working age shall be free to leave work or terminate their employment with reasonable notice. Workers must not be mandated to surrender any government-issued identification, passports, or work permits as a condition of employment. Vendors shall ensure that contracts for both direct and contract workers convey the conditions of employment in a language understood by the worker [Forced Labor];
 - OneSource does not conduct business with suppliers employing child or bonded labor or those that use any form of mental or physical compulsion as a form of discipline
- b) not discriminate or make distinction, exclude or give preference on the basis of race, colour, age, gender, sexual orientation, ethnicity, disability, religion, political affiliation, union membership, national origin, or marital status, in hiring and other employment practices including but not limited to remuneration, promotions, rewards, assignments, etc [Non-Discrimination];

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

- c) maintain a conducive work environment for all including employees, workers, contractors, visitors and undertake appropriate and strict measures to avoid any kind of harassment, harsh or inhumane treatment;
- d) maintain and actively implement policies and procedures stating their commitment towards safeguarding of human rights, prevention of sexual harassment & abuse in the workplace [Fair treatment];
- e) Comply with all applicable laws and mandatory industry standards pertaining to minimum wages, equal remuneration for all workers for work of equal value, overtime pay and legally mandated benefits, amongst others to ensure acceptable living conditions for its employees and workers
 - Vendors must clearly communicate with the workers about the overtime requirements and the wages to be paid for that;
 - Vendors must follow a wage fixing system capable of determining and periodically reviewing and adjusting minimum wage rates having the force of law;
 - Vendors must respect workers' rights to rest and leisure, and avoid unsafe working conditions by providing enough rest period during the workday, honor agreed upon days off from work and maximum working hours [Fair Wages and Benefits]
- f) Respect the right of workers to associate freely, form and join workers organizations of their own choosing, seek representation, and bargain collectively, as permitted by and in accordance with applicable laws and regulations. Employees must not be discriminated against based on union membership or any other permitted form of association [Freedom of Association and Collective Bargaining]

5. ENVIRONMENT, HEALTH AND SAFETY

Vendors shall be committed to providing a safe and healthy working environment for all employees working at their sites. Vendors shall operate in an environmentally responsible and efficient manner to minimize adverse impacts on the environment.

Vendors are expected to:

- a) Provide a safe & healthy working environment for all those who are working at their units, identify and protect workers from any physical, chemical and biological hazards in the workplace as well as from risks associated with any infrastructure or hazardous installations used by their employees;
- b) Have systems, policies and procedures on safety in the use of hazardous substances at work, which include production, handling, storage, transport, disposal, and treatment of chemicals, and materials that are highly active, toxic, or infectious;

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

- c) ensure adoption and implementation of all policies and procedures related to health and safety. Vendors shall implement workplace safety training sessions for all its employees and workers to guide them on the risk of exposure to chemical, biological, physical hazards and physically demanding tasks;
- d) identify and assess potential emergencies in the workplace and minimize their impact by implementing suitable emergency plans and response procedures including but not limited to fire exits, escape routes, and firefighting equipment;
- e) comply with all applicable environmental laws and regulations governing environment, health, safety and wellbeing at the workplace; obtain & maintain all required environmental permits, licenses, and information registrations, for operational and reporting requirements.
- f) have systems, policies, and procedures
 - to monitor their environmental performance in terms of energy consumption and emissions; adhere to relevant regulatory requirements for air emissions and take appropriate measures to prevent the release of harmful emissions or pollutants into the environment;
 - for the safe handling, movement, storage, recycling, reuse, or management of waste, and wastewater discharges. Before releasing the waste, appropriate risk identification and effective control/mitigation measures should be implemented for toxic materials, pollutants, actives, etc.
- g) ensure judicious use of natural resources like water, energy, and other available resources to control any adverse impact on the environment or surrounding communities;
- h) adhere to responsible, sustainable, and ethical sourcing principles and carry out due diligence on the sourcing of raw materials to promote the traceability of materials;
- i) notify OneSource of any significant environmental incidents concerning the manufacturing and/or transportation of products for OneSource;
- j) minimize/replace the use of any substances deemed to be of high concern throughout their value chain with less hazardous alternatives where practically possible for its operations related to OneSource.

6. RESPONSIBLE BUSINESS CONDUCT

Vendors are expected to exhibit commitment and accountability towards responsible business conduct through their objectives, policies, and system/ plan inter-alia including risk management systems and business continuity plans. This includes the following actions expected from the vendors:

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

- a) Adequate control mechanisms and processes to identify and manage risks in all areas addressed in this Code;
- b) Implementing and maintaining the processes required for Business Continuity and Disaster Recovery plans for all operations that support any goods or services provided to OneSource;
- c) Ensuring adequate and periodic training programs to enhance the knowledge, skills, and abilities of their employees, workers, contractors, etc., to familiarize themselves with this Code and the applicable laws and regulations;
- d) Identification and execution of improvement actions, including effective complaint investigation, undertaking internal audits, and corrective actions as required;
- e) Vendors shall provide effective frameworks to communicate these Principles to workers, contractors and suppliers and encourage its workers to report concerns, illegal activities or breaches of these Principles in the workplace without threat of or actual reprisal, intimidation or harassment. Vendors shall investigate and make remedial changes if necessary.

7. PERIODIC REVIEW

The code shall be subject to mandatory review at least once in every three years and as may be deemed necessary and in accordance with regulatory amendments and international guidelines.

8. ANNUAL DECLARATION

Enclosed as Annexure 1 which shall be collected from every vendors annually and also as part of vendor surveillance.

9. POWER TO AMEND:

The management reserves the right to amend/withdraw the procedures from time to time as relevant. OneSource will periodically review and update this procedure to ensure alignment with the local regulations in the regions of operation and international guidelines.

Version No :2.0 Date: 04 Apr 2024	Supersedes: NA Date: NA	Next review date: 03 Apr 2027
---	----------------------------	--------------------------------------

Annexure 1

DECLARATION BY (Full name of the vendor to be filled)

To,
OneSource Specialty Pharma Limited,
Star1, Opp IIM Bangalore,
Bilekahalli,
Bannerghatta Road,
Bangalore – 560 076

Dear Madam/ Sir,

The undersigned, being an Authorized representative of **(Full name of the vendor to be filled)** (hereinafter referred to as “vendor”), acknowledge on behalf of the vendor that we have received, read and understood the contents of the OneSource’ Vendor Code of Conduct and shall abide by the same.

Signature: _____

Name: _____

Designation: _____

Date: _____