



HGIEL
We Make People Move...

Version 2.0

Code of Business Conduct and Ethics




Document Owner:
Compliance & HR
H.G. INFRA ENGINEERING LIMITED



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HGIEL/CBC/1/22	V2.0	01.03.2024
Code of Business Conduct & Ethics		

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1. INTRODUCTION

At H.G. Infra Engineering Limited (here after referred as HGIEL or “The Company”), we are committed to adopt and observe the highest principles of ethics and business practice in conducting our business. However, it is not possible to achieve this without support of all internal & external stakeholders.

2. OBJECTIVE, SCOPE AND APPLICABILITY

The Code of Business Conduct & Ethics (the Code) applies to HGIEL and its subsidiaries. The Code sets forth the responsibilities of Directors including Independent Directors, of the Company and employees at all levels, for managing the business activities with integrity and legal compliance. This Code supersedes all other codes, policies, procedures, instructions, practices, rules or written or verbal representations to the extent they are inconsistent. As employees of HGIEL, you are expected to uphold these standards in day-to-day activities, comply with all applicable policies and procedures, and ensure that all the suppliers, vendors, service providers, employees and contractors understand and adhere to these standards.

It is essential that you thoroughly review this Code and make a commitment to uphold its requirements. Failure to read and/or acknowledge the Code does not exempt an employee from his/her responsibility to comply with the standards of the Code and internal policies that are related to his/her job.


3. SCOPE

This code applies to all individuals working for the Company (HGIEL) at all levels and grades.

This includes senior managers, officers, directors, employees (whether regular, fixed- term temporary), consultants, contractors, trainees, seconded staff, home-workers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with HGIEL and/or any of its subsidiaries or their employees, wherever located (collectively referred to as " designated persons" in this policy).

In this policy, third party means any individual or organization that an associate may come into contact with during the course of his/her engagement with the Company, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, business associates and government and public bodies including their advisors, representatives and officials, politicians and political parties.

This code is in addition to the Company’s Code of Conduct for the Board and Senior Management.

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4. CODE OF CONDUCT

4.1. Seeking Help and Information

The Code is not intended to be a comprehensive rulebook and cannot cover every issue or situation you may face as HGIEL employee. If you feel uncomfortable about a situation or have any doubts about whether it is consistent with the Company's ethical standards, please seek help. We encourage you to contact your Functional / Project Head for help first.

If your Functional / Project Head cannot answer your question, or if you do not feel comfortable contacting your Functional / Project Head, please contact the HR Department. You may also seek help from or submit information to the Company by writing to the Company at the email address hr@hginfra.com & cs@hginfra.com. If you have any questions, you can contact the Compliance & HR Department to clear your doubts.

4.2. Reporting Violations

Each employee is responsible for ensuring that his or her conduct and the conduct of anyone reporting to the employee fully complies with the policies governing the Company's business dealings. All employees have a duty to report any known or suspected violation of this Code, including any violation of the laws, rules, regulations, or policies that apply to the Company.

Please refer to our detailed **Whistle-Blower Policy** placed on Company's website at <https://www.hginfra.com/investors-relation.html#btn-policy>

4.3. Zero Tolerance on Retaliation

HGIEL prohibits retaliation against an employee who, in good faith, seeks help or reports known or suspected violations. Any reprisal or retaliation against an employee because the employee, in good faith, sought help or filed a report will be subject to disciplinary action, including potential termination of employment.


5. OUR ETHICS

5.1. Business Ethics:

At HGIEL, uncompromising business ethics are an integral part of our values. You are expected to uphold the highest standards of ethical behavior and integrity. We believe that ethical and economic values are interdependent, and the business community must always strive to operate within the accepted global norms.

While Discharging Your Duties You Are Expected To:

- Ensure continuous training and awareness for employees on how to handle ethical issues, as well as timely advice and guidance.

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- Apply “zero tolerance” in assuring strict adherence to local and international laws and ethical standards.
- Regularly monitor ethical conduct and ensure that accessible systems are in place for employees or others to report potential violations.

5.2. Compliance with Law

Compliance with the law is above all else and we are all committed to conducting affairs of HGIEL in accordance with the laws applicable to business. You will endeavour to comply with all the laws of India and of the countries where we do business. Any act of ignorance/negligence amounting to violations of these laws and regulations can create significant liability for you, the Company, its directors and other employees. You are expected to cooperate in any internal or external investigations of possible violations. Violation of law, this Code of Conduct for Business and Ethics or other Company policies and procedures by Company employees may force the Company to take disciplinary action on the persons responsible for non-compliance. You are expected to play a wider role by ensuring not only the legal compliances but also alerting about possible violations by reporting to the Legal Department.

The Company is committed to protecting any person who is assisting in any investigation or process with respect to such a violation. Any conduct which results in a violation of law by the Company or in substantial mismanagement of Company resources and if proven, constitutes an offence, you should promptly contact in accordance with the Company’s Whistle-Blower Policy.

6. RESPONSIBILITY TOWARDS COLLEAGUES & STAKEHOLDERS


It is necessary that you exercise good judgment to ensure the safety and welfare of employees, agents and contractors and associates. It is necessary to maintain a co-operative, efficient, positive, harmonious and productive work environment in the organization. While working at company’s premises or elsewhere you will always be co-operative and positive in your attitude and will help all the other employees in the best possible manner. At any event, where you represent the Company, you will observe decency and discipline and not behave in any manner which may ruin the image of the Company. Employees are expected to dress neatly and, in a manner, consistent with the nature of work performed and observe the dress code policy of the Company that may be in place from time to time. Safety is of the highest importance for the Company. You have to ensure that you comply with all applicable health and safety policies laid down by the Company from time to time. We are all committed to ensuring total compliance of rules and regulations pertaining to work safety so as to have secure and healthy work surroundings.

6.1. Employee Code of Conduct

- No Violence and Harassment at Workplace
- No Drug and Alcohol Abuse
- No Personal Expense Claims

6.2. Knowledge Of Applicable Laws

HGIEL employees are expected to have good knowledge of all the business laws applicable to your nature of work. It should be your endeavour to keep yourself abreast of the


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developments in such laws and regulations. Unawareness about the law is a potential danger and whenever required, you will seek advice from the Legal Department on provisions of law. Violation of law may subject the employee to individual criminal or civil liability, as well as to disciplinary action by the Company.

6.3. Conflict Of Interest

All Employee of HGIEL will:

- Devote your full attention to the business interests of the Company and will not engage in any activity that interferes with your performance or responsibilities to the Company or is otherwise in conflict with or prejudicial to the Company. Our policies prohibit any employee from accepting simultaneous employment with a Company supplier, customer, developer or competitor, or from taking part in any activity that enhances or supports a competitor’s position. Employee will obtain approval from the Company’s Human Resource Department before accepting outside directorship or external engagement.
- Not conduct 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. If such a related party transaction is unavoidable, you must fully disclose the nature of the related party transaction to the Company’s Human Resource Department and Compliance Department.
- All employees and Directors must avoid situations involving an actual or potential conflict of their personal interest with the Company. You should always be committed to your first responsibility, which is towards the Company, and its stakeholders. Any situation where a conflict of interest might occur or appear to occur should be avoided. Specific involvement with a competitor, supplier, employee of the Company, creates an actual or potential conflict of interest. An employee involved in any such relationship or situation described in this policy should immediately and fully disclose the relevant circumstances to the appropriate supervisor. You are expected to maintain transparency in this matter. The Company may take corrective action based on whatever appears appropriate, according to the circumstances.
- All the employees are encouraged to raise or report any conflict of interest through whistleblower@hginfra.com
- Related Party Transactions Policy:
The Company has adopted a policy on Related Party Transactions to ensure proper approval and reporting of transactions between the Company and one or more related party/parties as required under the provisions of Section 188 of the Companies Act, 2013 (the “Act”) and the rules made thereunder and/or the provisions of Securities and Exchange Board of India Limited (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Agreement”). The Policy helps to establish and govern the procedure applicable to related party transactions covered within the ambit of the Act and Listing Agreement as amended from time to time. The policy is intended to apply to all transactions where the Company is a participant and the related party has or is expected to have, direct or indirect interest.
Please refer **Policy on Related Party Transactions** displayed on company’s website at <https://www.hginfra.com/investors-relation.html#btn-policy>

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6.4. Corporate Opportunities

Personal benefit cannot be above your responsibility towards the Company and any employee of HGIEL will not exploit for his/her own personal gain, opportunities that are discovered through the use of corporate property, information or position, unless the opportunity is disclosed fully in writing to the Company’s Board of Directors and the Board of Directors declines to pursue such opportunity.

6.5. Protecting Confidential Information

Maintaining Confidentiality:

From time to time, you are entrusted with confidential information by the Company with the expectation that you fully understand the importance of confidentiality. This information is the Company’s valuable asset. The Company’s confidential information includes but is not limited to product design; product plans, inventions, manufacturing process lists of customers pricing, pricing policy, discount schemes, budgets, financial information and results, expansion/diversification plans and corporate restructuring plans. This information is the property of the Company and may be protected by patent, trademark, copyright and trade secret laws. All confidential information must be used for Company business purposes only. Every employee, supplier, vendor, service provider and contractor with whom confidential information is shared must safeguard the confidential information.

Any information that is confidential and shared with the other persons should be shared only on a need-to-know basis with prior approval of your head of department. This obligation extends to confidential information of third parties, which the Company has rightfully received under Non-Disclosure Agreements. Your confidentiality obligation remains in effect for as long as you work for the Company and after you cease to be in the employment.

Co-Operation In Legal Inquiries:


You will cooperate with appropriate government inquiries and investigations. In this context, however, it is important to protect the legal rights of the Company with respect to its confidential information. All government requests for information, documents or investigative interviews must be referred to the Company’s Legal Department. No financial information may be disclosed without the prior approval of the CFO.

Disclosure of Information and Responses to External Requests:

All inquiries or calls from the press and financial analysts should be referred to the Chief Financial Officer or Legal Department.

Personal Data Protection:

The Company respects the privacy of all individuals and the confidentiality of any personal data it holds about them and is committed to protecting personal data. All employees are responsible for complying with data privacy laws applicable to countries where the Company operates. In case of any questions on data privacy laws, you may contact the Compliance & HR Department.

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6.6. Prohibition Of ‘Insider Trading’

In India as well as internationally, Insider trading is strictly prohibited. Securities and Exchange Board of India (SEBI) is the statutory body in India that has made regulations to curb insider trading.

‘Insider Trading’ means to trade in securities of the Company based on the ‘Unpublished Price Sensitive Information’ that is in possession. Information is unpublished/non-public if it has not been made generally available to the public by means of a press release or other means of widespread distribution. Information is material/price sensitive if a reasonable investor would consider it important in a decision to buy, hold or sell shares or other securities. As a rule of thumb, any information that would affect the value of shares or other securities should be considered price sensitive.


The Company has framed a **Code of prohibition of Insider Trading** in line with SEBI Regulations which can be accessed by visiting company’s website at <https://www.hginfra.com/investors-relation.html#btn-policy>

Golden Rules:

- ✓ Do not trade in the shares of the Company while in possession of material, non-public information about the Company.
- ✓ Do not recommend – tipping or suggesting anyone else to buy or sell shares or other securities of the Company on the basis of material, non-public information.
- ✓ Maintain strict confidentiality of information and refrain from dealing in company’s securities for the entire relevant period.
- ✓ Not discuss or disclose any confidential information to any person under any circumstances since such person may misuse the same to deal in company’s securities.
- ✓ Honour the – restricted trading period –as announced by the company every quarter and at other times.
- ✓ Report any breach that you are aware of promptly to the Company Secretary.
- ✓ Read and strictly comply with the Company’s Insider Trading Code, including obtaining prior approval for trading when required and disclosing trading forthwith.

Note:

These obligations apply not only to officers, directors, employees but also to vendors, suppliers, service providers, contractors and consultants of the Company who may come into possession of significant, price sensitive information. Insider Trading Code needs to be followed in true spirit. You must not act upon or even pass on any unpublished price sensitive information. Non-compliance with the Code shall result in penalties as prescribed in the Insider trading Code which includes termination of services, suspension, wage freeze, recovery, clawback, ineligibility for future participation in employee stock option plans, or other such appropriate action as Board may deem fit, from time to time, in accordance with applicable laws and in addition to any action that may be taken by SEBI which includes imprisonment and imposition of a civil penalty.

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6.7. Whistle Blower Mechanism

Whistle Blower Policy is framed to enable employees to raise their concerns about any malpractice, impropriety, abuse or wrongdoing at an early stage and in the right way, without fear of victimization, subsequent discrimination or disadvantage.

It should be emphasized that this policy is intended to assist employees who believe they have discovered malpractice, impropriety, abuse or wrongdoing. It is not designed to question financial or business decisions taken by the Company nor should it be used to reconsider any matters, which have already been addressed pursuant to disciplinary or other procedures of the Company.

If an employee raises a genuine concern under this policy, he/she will not be at risk of losing his/her job nor will he/she be suffering from any form of retribution as a result. The Company will not tolerate any harassment or victimization (including informal pressures) of/against the disclosing employee and will take appropriate action to protect the employee when he/she raises a concern in good faith. The Company will protect the confidentiality and anonymity of the complainant to the fullest extent possible with an objective to conduct an adequate review.

Please refer to our detailed **Vigil Mechanism/ Whistle-Blower Policy** placed on Company's website at <https://www.hginfra.com/investors-relation.html#btn-policy>

6.8. Prevention Of Sexual Harassment

HGIEL is committed to maintaining a productive environment for all its employees at various levels in the organization, free of sexual harassment and discrimination on the basis of gender.


In line with this objective, HGIEL has framed the **Policy on Prevention of Sexual Harassment at Workplace** in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which can be accessed from company's website at <https://www.hginfra.com/investors-relation.html#btn-policy>

6.9. Human Rights Policy

HGIEL truly believes that its people play a pivotal role in transforming the lives of the human kind by enabling telecommunication networks leading to enhancement in major aspects such as education, healthcare, agriculture, governance. With people at its heart, HGIEL supports the protection and elevation of human rights and is guided by fundamental principles of human rights, such as those enumerated in the United Nations Universal Declaration of Human Rights and the International Labour Organization's Declaration on Fundamental Principles and Rights at Work. The Company's 'Human Rights Policy' is intended to express its commitment to do business with ethical values and embrace practices that support the environment, human rights, and labour laws.

6.10. Equal Opportunity

HGIEL is committed to providing equal opportunities to employees who are specially-abled. We believe that every employee, regardless of their physical or mental abilities, can make valuable contributions to our organization. We strive to create an inclusive workplace

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environment that accommodates the needs of all our employees, including those who are specially-abled.

We will provide reasonable facilities to employees who are specially-abled to enable them to perform their job duties to the best of their ability. We will work with each employee who is specially-abled to understand their needs and identify appropriate facilities, such as modifying work schedules, providing assistive technologies, or making physical modifications to the workplace.

We will ensure that employees who are specially-abled are treated with dignity and respect, and that they have access to the same opportunities for career development and advancement as all other employees. We will not tolerate any discrimination or harassment based on an employee's special abilities.

6.11. Use Of Company's Assets

Handling of Assets and Intellectual Property

All employees of HGIEL are entrusted with valuable assets of the Company and it is their duty to protect the assets, which include all the physical things as well as intellectual property of the Company such as trademarks, patents or copyrights.

You will always ensure that the assets are:

- Handled/used properly and with due care and caution,
- Not misappropriated, loaned to others, or sold or donated, without appropriate authorization,
- Safeguarded against loss, damage, misuse or theft,
- Used primarily for Company business purposes only.

Use Of Electronic Equipment and Computers


The equipment like computer, laptop, printers, mobile, telephone, etc. are given to you to facilitate your work and to help you in discharging your duties efficiently.

All employee must take care to:

- Use the equipment primarily for Company business purposes
- Protect it from theft or damage, just as if it were your own
- Return all Company equipment upon you ceasing to be in the employment
- Utilize electronic communication devices in a legal, ethical, and appropriate manner

Employees will notify immediately to the Human Resource Department if they notice any unauthorized use of the Company property including its intellectual property.

All such computers and electronic devices must remain fully accessible to the Company and, to the maximum extent permitted by law, will remain the sole and exclusive property of the Company. Communications transmitted by Company's computers, software, voice messaging, or corporate communications systems are not private. The Company retains the right to gain access to, monitor the use (including review, copying, or deletion) any information received by, transmitted by, or stored in any such electronic communications device, by and through its *vendors, suppliers, service providers,*

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contractors and employees, or representatives, at any time, either with or without an employee's or third party's knowledge, consent or approval.

Usage of Licensed Software

All software used by the employees on Company's equipment must be appropriately licensed. Use of illegal or unauthorized copies of any software, may constitute copyright infringement and invite potential civil and criminal liability. In addition, the use of illegal or unauthorized copies of software may subject the employee to disciplinary action, up to and including termination. Any non-licensed/supported software will be removed from the machines.

E-mail And Internet

Email and Internet facilities will be used primarily for the purpose of the business of the Company.

Handling Of Company Funds

Handling of Company funds for the purpose of the benefit of Company is the responsibility of every Company employee, to the extent he/she exercises control over such funds.

Every employee will ensure that Company funds must be used only for Company business purposes. You must maintain accurate and timely records of receipts and expenditure.

6.12. Accounting And Payment Practices

Accounting Practices

The Company is required to give a true and fair picture of its assets and liabilities and profit/loss in all the published financial statements. This is a very strict obligation towards the stakeholders and potential investors. Therefore, the Company is responsible for fully and accurately recording all the transactions in the Company's books and records in compliance with all applicable laws.

All required information shall be accessible to the Company's auditors and other authorized persons and government agencies. The Company prohibits recording false or misleading entries, unrecorded funds or assets, or payments without appropriate supporting documentation and approval, wilful omissions of any Company transactions. The Company also discourages advance income recognition and hidden bank accounts and funds. Any wilful material misrepresentation of and/or misinformation of the financial accounts and reports may lead to appropriate civil or criminal action under the relevant laws.

Political Contributions

The Company's funds or assets must not be used for, or be contributed to, political campaigns or political practices under any circumstances without the prior written approval of the Company's Board of Directors. The Company reserves the right to make donations and comply fully with all applicable laws, rules and regulations regarding political contributions.

Prohibition Of Inducements (Bribery and Corruption)



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You will not indulge into illicit practices like, offer to pay, make payments, promise to pay, or issue authorization to pay any money, gift, or anything of value to a government officer, customers, vendors, consultants, etc. that is perceived as intended, directly or indirectly, to improperly influence any business decision, any act or failure to act, any commitment of fraud, or opportunity for the commission of any fraud. Law prohibits / restricts government officials or employees of government agencies from receiving payments, entertainment, or gifts for the purpose of winning or keeping business.

Please refer to the “No Gift” Policy and “Anti-Corruption & Anti-Bribery” Policy of the Company.

Intermediaries

Employee have to strictly ensure that agreements with consultants, brokers, sponsors, agents or other intermediaries are not used to channel payments to any person/s including public officials, customers, employees to circumvent our policy regarding bribing and corruption.

Fraud & Misrepresentation

Fraud is an intentional act committed to secure unlawful or illegal gain or causing unlawful or illegal loss. It can damage the Company’s reputation for integrity. HGIEL is committed to the elimination of fraud, to the rigorous investigation of any suspended cases of fraud, and where fraud or other criminal act is proven, to ensure that wrong doers are appropriately dealt with.

Misrepresentation is an untrue or misleading statement of fact. Employees shall not make any wilful omissions or material misrepresentation that would compromise the integrity of the Company’s records, internal or external communications and reports. Employees shall also ensure the integrity of personal data or information provided by them to our company

Signing a Contract


Any communication/e-mail can give rise to contractual liability/obligation. Please do not sign any communication - unless you are authorised to sign it. Do not come under internal/external pressure to sign any wrong (or unauthorised) document. Do not sign unless you fully studied the document and understood its terms. All contracts have to be approved by the Legal Department and/or your Head of department.

If the issue appears to be heading towards legal dispute, then never take any stand or make an offer or send communication to resolve, without consulting with the Legal Department.

7. RESPONSIBILITY TOWARDS CUSTOMERS, SUPPLIERS AND STAKEHOLDERS

7.1. Competitive Information

You should never attempt to obtain a competitor’s confidential information by improper means, and you should especially never contact a competitor regarding their confidential information. While the Company may, and does, employ former employees of competitors, HGIEL recognize and respect the obligations of those employees not to use or disclose the confidential information of their former employers.

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7.2. Selecting Suppliers

The Company treats supplier as contributors for its' success. They should be reassured that they will be treated lawfully and in an ethical manner. The Company's policy is to purchase supplies based on need, quality, service, price and terms and conditions. The Company's policy is to select significant suppliers or enter into significant supplier agreements through a competitive bid process wherever possible.

Under no circumstances should any Company's employee or contractor attempt to coerce suppliers in any way. The confidential information of a supplier is entitled to the same protection as that of any other third party and must not be received before an appropriate nondisclosure agreement has been signed.

Also, in order to achieve sustainable development and keeping Environment, Social & Economic development in mind, HGIEL has frame Sustainable Sourcing Policy to consider Environmental & Social benefits while selecting suitable supplier or vendor.

Please refer our Sustainable Sourcing Policy for details.

While determining suppliers, the company recognise that it need to manage this expenditure on procurement, from social, ethical and environmental perspective by ensuring that our suppliers meet the standards of responsible behaviour. In the procurement policy, the company we will focus on the following:


- The company's procurement process aims to surface ethical issues. Where serious ethical issues are identified, the supplier will be excluded from doing business with us; and
- The company's procurement process will ensure that we take all possible steps to ensure our suppliers do not unnecessarily impact the environment in the way they produce, consume and dispose of materials.

7.3. Government Relations, Lobbying and Contracts

It is the Company's policy to adhere to high ethical, moral and legal standards of business conduct governing contact and dealings with government employees and public officials, this policy includes strict compliance with all local, state, central laws and rules and regulations.

The activity covered by this policy includes meetings with legislators or members of their staff or with senior government officials. Preparation, research, and other background activities that are done in support of lobbying communication are also covered by this policy even if the communication ultimately is not made.

It is the Company's policy to comply fully with all applicable laws and regulations and concerned departmental procedures that apply to government contracting. It is also necessary to strictly adhere to all terms and conditions of any contract with local, state/central laws. The Company's Legal Department must review and approve all contracts with any government entity.

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7.4. Free & Fair Competition and Industrial Espionage (Anti-Trust)

Free and fair competition is the key to the healthy growth of any economy. The Company is committed to obeying both the letter and spirit of these laws. The laws governing this often regulate the Company’s relationships with its *vendors, suppliers, service providers, contractors* and customers.

Competition laws generally address pricing practices (including price discrimination), discounting, terms of sale, credit terms, promotional allowances, secret rebates, exclusive dealerships or distributorships, product bundling, restrictions on carrying competing products, termination, and many other practices. No employee, agent or contractor shall at any time or under any circumstances enter into an agreement or understanding, written or oral, express or implied, with any competitor Free And Fair Competition And Industrial Espionage (Anti-Trust) concerning prices, discounts, other terms or conditions of sale, profits or profit margins, costs, allocation of product or geographic markets, allocation of customers, limitations on production, boycotts of customers or suppliers, or bids or the intent to bid or even discuss or exchange information on these subjects.

Collusion among competitors is illegal, and the consequences of a violation could be severe. It is the Company’s policy to lawfully compete in the marketplace. This commitment to fairness includes respecting the rights of our competitors and abiding by all applicable laws in the course of competing. The purpose of this policy is to maintain the Company’s reputation as a lawful competitor and to help ensure the integrity of the competitive marketplace.

7.5. Social Media Guidelines and Other Public Communication

The Company places a high value on responsible communication strategies as it is watched by the world at large - competitors, customers, investors, media, public, regulators and other stakeholders. Every information which is shared, planned or otherwise, about the activities of the Company, influences the Company’s overall image. Managing the communication which reaches the public, especially the financial and investing community as well as the media, is therefore important.


The Company wants to be seen as communicating the right messages at the right times in an integrated, consistent and positive manner to ensure that information disclosed by HGIEL is timely, accurate, comprehensive, authoritative and relevant to all aspects of HGIEL.

All media relations, corporate-level communications, strategic content and internal communications are required to be routed through the Public Relations (PR) Department. For all branding and publishing on digital media requirements, you need to contact the PR Department.

8. CORPORATE SOCIAL RESPONSIBILITY

HGIEL believes that the only way to do business is by being responsible, socially and environmentally.

In partnership with the Government of India, and other development players the Company can positively impact and contribute to the realization of integrated development for rural, semi-

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urban and urban areas. Sustainable development of our businesses is dependent on sustainable, long-lasting and mutually beneficial relationships with our stakeholders, especially our neighbours and communities the Company work with.

The law mandates specific contribution towards CSR activities and the Company has framed a Policy in line with the same. However, the Company ensures that we go beyond compliance to benefit our communities in the most sustainable and long-term manner. HGIEL’s CSR initiatives are a vital component of its sustainability practices and help us create value for communities through programmes that deliver impact. CSR is an essential part of the Company’s business plan and is considered as its responsibility to address the concerns of communities. The Company leverages its expertise in connectivity to provide innovative and unique solutions to pressing social and environmental challenges in our focus areas.

9. CODE FOR INDEPENDENT DIRECTORS

The Code is a guide to professional conduct for independent directors. Adherence to these standards by independent directors and fulfilment of their responsibilities in a professional and faithful manner will promote confidence of the investment community, particularly minority shareholders, regulators and companies in the institution of independent directors.

For this, please refer **Terms & Conditions of Appointment of Independent Directors** which is available on our company’s website: <https://www.hginfra.com/investors-relation.html#btn-policy>

10. DISPLAY & COMMUNICATION OF POLICY

The Policy shall be displayed to all employees through company portal of the Company, under the Section of ‘Corporate Governance’ Policies.


Any changes in the Policy shall be notified through e-mail by way of updated Policy document.

Policy Awareness shall be conducted regularly through various discussion / communication forums.

11. PERIODIC REVIEW AND EVALUATION

ESG Council of the Company will monitor the effectiveness and review the implementation of this Policy, considering its suitability, adequacy and effectiveness.

The Company reserves the right to vary and/or amend the terms of this Policy from time to time.

	H.G. Infra Engineering Limited		
	Document No.	Version No.	Date:
	HGIEL/CBC/1/22	V2.0	01.03.2024
Code of Business Conduct & Ethics			

12. QUERIES

All are encouraged to raise any concerns or grievances or any questions about the provisions detailed in this document, please contact:

-Compliance & HR

H.G. Infra Engineering Limited

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cs@hginfra.com

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Approved by the Board of Directors
(Amended w.e.f. March 01, 2024)