



**Code of Conduct Policy**

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## DOCUMENT CONTROL

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# Code of Conduct Policy

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# Code of Conduct Policy

## 1. INTRODUCTION

The principles in this Code of Conduct apply to ensure integrity and consistency in corporate values and behaviour. At the same time, they are designed to value and respect local customs and traditions.

This Code is designed to deter wrong doing and promote, among other things, (a) honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships, (b) full, fair, accurate, timely and understandable disclosure in reports and documents, (c) compliance with applicable laws, rules and regulations, (d) The prompt internal reporting of violations of this Code, and (e) accountability for adherence to this Code.

All directors, officers, employees and trainees of the Company are expected to read and understand this Code, uphold these standards in day-to-day activities, comply with all applicable policies and procedures, and ensure that all agents, contractors, representatives, consultants, or other third parties working on behalf of the Company (collectively referred to as “third party agents”) are aware of, understand and adhere to these standards.

Since the principles described in this Code are general in nature, the Code does not cover every situation that may arise. Please use common sense and good judgment in applying this Code. You should also check the Company policies, procedures as adopted at the location where you are posted for specific instructions.

Nothing in this Code, or in any company policy and procedures or in other related communications (verbal or written) shall constitute and shall not be construed to constitute a contract of employment for a definite term or a guarantee of confirmed employment. This Code supersedes all other such codes, policies, procedures, instructions, practices, rules or written or verbal representations to the extent that they are inconsistent.

Ethical business conduct is critical to our business and it is responsibility of every employee to respect and adhere to these practices. Those who violate the policies in this Code will be subject to disciplinary action, up to and including dismissal from the services of the Company.

No adverse action will be taken against anyone for complaining about, reporting, participating or assisting in the investigation of a suspected violation of this Code, unless the allegation made or information provided is found to be wilfully and intentionally false. To the maximum extent possible, the Company will maintain utmost the confidentiality in respect of all the complaints received by it.

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### 2. COMPLYING WITH LEGAL REQUIREMENTS

#### 2.1. COMPLYING WITH LAWS

Employees will act within the law, our Licensing / Authorizations obligations and any other regulations.

Employees will conduct Company's business as a responsible corporate citizen, and follow the applicable legal framework of the country in which we operate by the letter of the law and in spirit. GreenLine expects all its employees to function in line with this principle.

As employees, we are expected to be in the know of and understand the legal obligations that you are supposed to be applying while executing your duties and responsibilities on the job. Ignorance cannot be an excuse for violation of law.

Considering the fact that our businesses are spread over multiple locations, a common approach should be adapted, to the extent possible, in matters that impact us at more than one location.

Any unlawful means of whatever nature to overcome difficulties in the operation or implementation of legislation is expressly prohibited and discouraged.

#### 2.2. OBLIGATIONS UNDER SECURITIES LAWS AND PROHIBITION AGAINST INSIDER TRADING

Obligations under the applicable securities laws apply to everyone as the Company. In the normal course of business, you may have access to "material" non-public Company information. Material non-public information is information about a company that is not known to the general public and that a typical investor would consider making a decision to buy, sell or hold securities.

Under applicable securities laws, it is unlawful for a person who has material non-public information about a Company to trade in the stock or other securities of the Company or to disclose such information to others who may trade. This information is the property of the Company - you have been entrusted with it. You have a duty to safeguard the confidentiality of all information obtained in the course of your work at the Company and should not use your position or knowledge of the Company to gain personal benefit or provide benefit to any third party and you may not profit from it by buying or selling securities yourself. Further, you are not to tip others (by way of making recommendations for purchase, sale or retention of the securities of the Company) to enable them to profit or for them to profit on your behalf. The purpose of this policy is both to inform you of your legal responsibilities and to make clear to you that the misuse of sensitive information is contrary to Company policy and applicable securities laws.

Insider trading is a crime, penalized by fines and imprisonment for individuals. In addition, regulatory authorities may seek the imposition of civil penalties on the profits made or losses avoided from the trading. Insider traders must also disgorge any profits made and they may also be subjected to an injunction against future violations. Finally, insider traders may be subjected to civil liability in private lawsuits.

#### 2.3. COMPETING FAIRLY

GreenLine is committed to legal and ethical competition.

We will use our resources, knowledge and expertise to our competitive advantage, but we will avoid undermining the operation of free markets and we respect the rights of others to carry on their business.

We will also avoid putting undue pressure on customers in ways that may reduce or remove their ability to choose between services of competitors.

We respect our competitors' proprietary information. We also respect our competitors' rights.

We will not try to secure an advantage by ridiculing the competition. Whilst our information memoranda should never be misleading in any manner, it should not fail to highlight our competitive strengths.

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We shall support the development of laws that promote, encourage or result in fair competition.

### **3. ACTING WITH INTEGRITY**

#### **3.1. MAINTAINING HIGHEST STANDARDS OF INTEGRITY**

GreenLine is committed to highest possible standards of integrity and ethics.

Employees will display the highest level of ethics and integrity in every sphere of activity and abide by the rules and regulations of the organization.

#### **3.2. CONFLICT OF INTEREST**

A Conflict of Interest could be defined as a “situation that arises when a decision-making authority is seen to have a personal stake in the outcome of the decision”.

A conflict of interest occurs if your loyalties are divided, for example if you or your family or friends have a personal or commercial interest which may interfere, or be perceived to interfere, with the performance of your duties and responsibilities to GreenLine making it difficult to perform your role objectively and effectively. The existence of a conflict of interest is not uncommon. What matters is how we manage the conflict. To safeguard the confidence of GreenLine’s key stakeholders in GreenLine’s integrity, it is paramount that you do not allow personal interests or the interests of family or friends to conflict with the interests of GreenLine. You must avoid participating in decisions and activities which may conflict, or be perceived to conflict, with your duties and responsibilities to GreenLine. You must not be involved in any other company or business or organization as director, agent, employee, or consultant, whether paid or unpaid, if there is a possibility that your personal interests could conflict, or be perceived to conflict, with those of GreenLine unless you obtain approval first from your manager or your Director or the Board (if you are a director). If you are involved in a conflict or possible conflict, or become aware of a conflict, you must tell your manager or the Director or the Board (if you are a director) as soon as possible.

Employees of GreenLine may find themselves in situations that are of the nature of creating a Conflict of Interest. If in doubt, it is always best to consult supervisors or HR Department before taking any decisions in such cases.

#### **3.3. INDUCEMENTS**

You will not offer or accept gifts, hospitality, or other inducements, except those expressly permitted as part of common etiquette in accordance with the company's Anti-Bribery & Corruption Policy. Any form of bribery or actions intended to encourage or reward a decision are strictly prohibited. We expect employees to promptly report any such incidents they witness or become aware of.

#### **3.4. BRIBERY**

The Company does not espouse the payments or receipt of gifts or bribes for business or financial gain. As a corollary, no employee or representative of the Company should do anything that could give an impression that the Company could be influenced in this manner.

#### **3.5. GIFTS AND HOSPITALITY**

It might be customary, at times, to give or exchange unsolicited gifts during the traditional festive seasons or during certain corporate events. These should be restricted to promotional or advertising material or such items that are customary or considered to be prudent or of a symbolic nature by the management. All gifts and hospitalities must comply with the Company's Anti-Bribery and Corruption Policy, having regard to the nature of the business, the type of markets in which the Company is operating and the event being observed. It would however be unethical and incorrect to give any gifts with the intent to derive any benefit in return.

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### **3.6. FACILITATION PAYMENTS**

Making facilitation payment is neither welcomed nor encouraged by GreenLine. Such payments may be made only when they are legal, small, customary in the circumstances, and are used to secure an outcome to which GreenLine is legally entitled. In situations where payment is unavoidable, the amount must be openly recorded and you should seek reimbursement under the normal approval procedures. Where it is practical, consult the management and agree to the payment in advance.

### **3.7. SUSPECTED FRAUDULENT BEHAVIOUR**

Any act of commission or omission which are detrimental to the business of the company i.e., bribery, fraud, pilferage, theft, abandoning project, etc., will be termed as misconduct. Any such suspected fraudulent behaviour is liable to be investigated and the employee/s concerned is/are liable to face appropriate disciplinary action including dismissal from the services of the company.

### **3.8. OUTSIDE EMPLOYMENT AND/OR ANY OTHER TYPE OF ASSOCIATION**

Employees are expected to devote their full time attention to the business of the Company and not take on any competing assignments either directly or indirectly without proper authorizations.

### **3.9. COMMUNICATION**

We will be truthful, helpful and accurate in our communication.

Effective communication is vital to avoid misrepresentations, misstatements, misleading impressions and untruths. All communication material shall be prepared against this backdrop and should be adequately backed by documentation to support any claims or statements made.

Information posted on the Company's website(s) shall be governed by the same standards as are applicable to other communication material.

We shall, on a timely basis, provide reliable and meaningful information about our products, services, operating results and other activities to legitimately interested persons and as may be required by law, subject to considerations of the legal requirements, cost and confidentiality.

Given the sensitivities involved, certain designated persons or groups of persons will be authorized to communicate on specified matters, and no other person would be expected to communicate in an out-of-turn manner on those matters.

We will maintain communication with our employees through our internal communication systems and by the consultative process.

### **3.10. COMMITMENTS**

We will ensure others have confidence in the commitments we make on behalf of GreenLine, and that agreements are suitably authorized.

Decisions, commitments, or business agreements made by us as individuals are seen by the outside world as having been made by GreenLine. Our reputation as a trusted company is built by having a track record that justifies confidence in these commitments. In GreenLine, there are decisions we can't make as individuals - because we are not authorized nor need the support of others. These internal agreements are important. They ensure we involve people with expertise and experience and help the company allocate the resources needed to meet external expectations.

We each have a 'delegated authority', which covers the type of decisions that we can make on behalf of the company. With that authority, also comes a duty to involve anyone else who may have responsibility for that decision, and to make sure that everything has been accurately recorded.

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### **3.11. MAINTAINING CONFIDENTIALITY OF INFORMATION**

You will protect the confidentiality of company, employee and customer information.

Revealing confidential company information could undermine GreenLine's competitive advantage. Remember to be very careful when discussing confidential GreenLine business in public places, and be sure of whom you are speaking to before disclosing information that might be commercially sensitive.

Disclosure of information should only be made to the extent necessary to achieve our commercial goals. Remember to treat E-mails with the same professionalism and confidentiality as other more 'traditional' forms of communication. E-mails can have legal consequences too.

The nature of our business means that we hold a lot of information about people. This is vital for the relationship between the company and our customers and employees - for providing a service to our customers and paying our people. To ensure we continue to have this privilege we must respect the trust placed in us, and only use the data for the purpose for which it was entrusted.

Additionally, there is an increasing amount of data protection legislation throughout the world, driven by people's concern that information might be used for the wrong purposes. If we breach this legislation for any reason not only would we break the law, but we would also damage GreenLine's reputation and the trust that people place in GreenLine.

## **4. PROTECTING ASSETS**

### **4.1. PROTECTION OF COMPANY ASSETS**

Protecting the Company's assets is a key responsibility of every director, officer, employee and third party agent. Care should be taken to ensure that assets are not misappropriated, loaned to others, or sold or donated, without appropriate authorization. Employees are responsible for the proper use of Company assets, and must safeguard such assets against loss, damage, misuse or theft.

Persons who violate any aspect of this policy or who demonstrate poor judgment in the manner in which they use any Company asset may be subject to disciplinary action, up to and including dismissal from the services of employment or business relationship at the Company's sole discretion. Company equipment and assets are to be used for Company business purposes only. Employees must not use Company assets for personal use, nor may they allow any other person to use Company assets.

### **4.2. COMPANY BRAND AND LOGO**

One of our most valuable assets is the GreenLine brand and its reputation. A strong brand is essential for sustainable growth, especially in fast-changing and highly competitive markets. GreenLine's brand must be protected with as much care as our buildings or equipment. Products, services or marketing communications that are not consistent with the meaning of the brand, bad press publicity, or improper use of the logo undermine our brand and competitiveness.

### **4.3. PHYSICAL ACCESS CONTROL**

The Company has and will continue to develop procedures covering physical access control to ensure privacy of communications, maintenance of the security of the Company communication equipment, and safeguard Company assets from theft, misuse and destruction. You are personally responsible for complying with the level of access control that has been implemented in the facility where you work on a permanent or temporary basis. You must not defeat or cause to be defeated the purpose for which the access control was implemented.



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### **4.4. COMPANY FUNDS**

All Company employees are personally responsible for all Company funds over which they exercise control. Third party agents should not be allowed to exercise control over Company funds. Company funds must be used only for Company business purposes and not for any personal purpose. All Company employees and third party agents must take reasonable steps to ensure that the Company receives good value for Company funds spent, and must maintain accurate and timely records of every expense. Expense reports must be accurate and submitted in a timely manner

### **4.5. ELECTRONIC USAGE**

Employees must utilize electronic communication devices in a legal, ethical, and appropriate manner. This policy addresses the Company's responsibilities and concerns regarding the fair and proper use of all electronic communications devices within the organization, including computers, e-mail, connections to the Internet, intranet and extranet and any other public or private networks, voice mail, video conferencing, facsimiles, and telephones. Posting or discussing information concerning the Company's services or business on the Internet without the prior written consent of the Company's Legal Department is prohibited. Any other form of electronic communication used by employees currently or in the future is also intended to be encompassed under this policy. It is not possible to identify every standard and rule applicable to the use of electronic communications devices. Employees are therefore encouraged to use sound judgment whenever using any feature of our communications systems.

## **5. RELATING WITH STAKEHOLDERS**

### **5.1. CUSTOMERS**

Our products and services shall be technologically competitive and whilst fulfilling the needs of our customers, shall offer the best possible value to our customers such that we become the customers' first choice for quality and service. No false or misleading claims shall be made whilst marketing our products or services. Our service standards shall be of the highest order.

Mutually beneficial relationships of an enduring nature shall be built with customers. Our response to the needs and expectations of customers shall be speedy, courteous and effective. Customer complaints and warranties shall be attended to the fullest satisfaction of the customer and in accordance with laid down policies with no additional inconvenience being caused to the customer.

### **5.2. EMPLOYEES**

We want to attract, develop and motivate the best people. We will create a work environment that is open, honest and unprejudiced and which encourages people to achieve their full potential. We will value people's individual and team contributions, and offer opportunities to share in the company's commercial success.

We will recruit, employ and reward on ability and contribution. We will provide opportunities for personal growth and professional development and engage in appropriate communication and consultation with employees. We will promote a healthy lifestyle.

### **5.3. PARTNERS**

We will cultivate a network of collaborative alliances offering our partners significant competitive advantage. We will respect partners' customs and traditions, and be honest and ethical in our dealings.

We will work with partners in the creation of successful ventures, which have high standards of integrity and business practice. We will use our values and principles in dialogue with other organizations and in considering new and existing relationships.

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### **5.4. SUPPLIERS**

We will value the diversity of our suppliers. We will work with them in innovative ways that create added value for our customers and trading partners.

We will have a fair procurement process, administering tendering and contracting procedures in good faith. We will pay promptly and as agreed.

### **5.5. COMMUNITY**

We will contribute to the well-being of the societies in which we operate through our business activities and the skills of our people.

We will maintain the highest level of integrity while respecting local laws, customs and traditions. We will work with community and other organizations to support non-profit making activities that benefit wider society. We will use our influence to reinforce the liberating and empowering potential of technology.

## **6. MAINTAINING AN EQUITABLE AND SAFE WORKPLACE**

### **6.1. DIVERSITY**

We will treat all individuals fairly and impartially, without prejudice, and never tolerate harassment in any form. We strive to create a balance between Respect & Results. We believe in ensuring robust and transparent governance.

We are committed to developing a working culture that is fair and 'inclusive' - enabling all employees to make their distinctive contributions to the benefit of the business. We are also determined to ensure that we extend this same openness to our suppliers, business partners and all our customers. We expect our managers to exercise leadership in this field by discouraging prejudice and by role modelling appropriate behaviour.

### **6.2. EQUAL EMPLOYMENT OPPORTUNITY WORKPLACE FREE OF DISCRIMINATION**

GreenLine is an “equal opportunity” organization and makes employment decisions based on merits and business needs. The Company is committed to providing a work environment free of discrimination and harassment of any kind based on race, color, religion, national origin, sex, age, sexual orientation, marital status, citizenship status, or disability.

### **6.3. SEXUAL HARASSMENT**

Greenline strictly prohibits any kind of sexual harassment in line with its Prevention of Sexual Harassment (POSH) Policy. Sexual harassment includes making unwelcome advances, sexual flirtations or propositions, continual or repeated verbal abuse of a sexual nature, graphic verbal commentaries about an individual's body, sexually degrading words used to describe an individual, humour and jokes about sex or gender specific traits, sexual innuendo, display in the workplace of sexually suggestive objects or pictures, and transmission of sexual messages via voice mail, regular mail, e- mail or the Internet or Intranet.

### **6.4. HEALTH AND SAFETY**

The 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 are subject to compliance with all local laws to help maintain secure and healthy work surroundings.

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We will care for the health and safety of each other, our products and our operations. We are responsible for making sure that the way we carry out business does not harm the health and safety of our own people or anyone else affected by our activities, products or services.

### **6.5. DRESS CODE**

Since each of us is a representative of the Company, we must pay attention to personal grooming and adhere to the recommended dress code. Employees are expected to dress neatly and in a manner consistent with the nature of the work performed.

When visiting or working on a client site, employees must adhere to the dress code maintained at that particular customer site.

### **6.6. DRUG, ALCOHOL AND WEAPONS ABUSE**

The following are strictly prohibited:

#### **Drugs & Alcohol**

Unlawful possession, use, solicitation, sale, manufacture, or purchase of any FDA banned drugs in any amount while at your workplace or at any of the Company premises at any time.

Being present at workplace or at any of the Company premises at any time under the influence of alcohol / drugs.

#### **Weapons**

The possession and/or use of weapons/firearms or ammunition on Company premises or while conducting the business of the Company is strictly prohibited, except with the prior permission of the Company. Possession of a weapon can be authorized only for security personnel when this possession is determined necessary to secure the safety and security of Company's staff and employees. The provision of written permission by the Company, however, is not meant to be an indication that the Company claims any responsibility or liability for a person's possession and/or use of a weapon/firearm or ammunition and does not authorize the person to possess and/or use such

Weapon/firearm or ammunition on the Company's behalf. In addition to obtaining written permission from the Company, any person in possession of a weapon/firearm or ammunition on Company premises, is solely responsible for obtaining, and must have and maintain, any and all licenses/permissions that are required by applicable laws and regulations in the relevant jurisdiction. The person in possession of the weapons/firearms or ammunition maintains sole responsibility for ensuring that their possession and/or use of such weapons/firearms or ammunition is in conformance with all such laws and regulations.

### **6.7. ENVIRONMENTAL COMPLIANCE**

We will minimize the potentially harmful effects of our activities on the environment. We are committed to protect and preserve the environment. We will endeavor to reuse rather than dispose whenever possible. We will also promote recycling and the use of recycled materials.

### **6.8. HUMAN RIGHTS**

We are committed to protecting and enhancing the human dignity of all those engaged with our company.

We at GreenLine will continue to take human rights issues seriously. We shall seek to apply our commitment to human dignity, in whatever part of the world we operate.

## 7. DISCIPLINARY ACTIONS

The matters covered in this Code are of the utmost importance to the Company, its stockholders and its business partners, and are essential to the Company's ability to conduct its business in accordance with its stated values. We expect all of our directors, officers, employees and third party agents to adhere to these rules in carrying out their duties for the Company.

The Company will take appropriate action against any person whose actions are found to violate these policies or any other policies of the Company. Disciplinary actions may include immediate dismissal from the services of employment or business relationship at the Company's sole discretion. Where the Company has suffered a loss, it may pursue legal actions against the individuals or entities responsible. Where laws have been violated, the Company will cooperate fully with the appropriate authorities. You should review all the Company's policies and procedures on the Company intranet for more detailed information.

**Reporting Violations:** If you become aware of any violations of this Code, you are encouraged to report them immediately. Reports can be made confidentially through the following channels:

- **Email:** [Speakout@greenline.in](mailto:Speakout@greenline.in)

All reports will be treated with the strictest confidence, and no retaliation will be taken against anyone for reporting in good faith.

## 8. MODIFICATIONS

We are committed to continuously reviewing and updating our policies and procedures. Therefore, this Code is subject to modification. Any amendment or waiver of any provision of this Code must be approved in writing by Company's Management and promptly disclosed on the Company's Intranet and in applicable regulatory filings pursuant to applicable laws and regulations, together with details about the nature of the amendment or waiver.