

Title	Employee Code of Conduct
Version	V1
Issue Date	
Revision Date	

I. Introduction to the Policy

Foods and Inns Limited (“The Company” or “F&I”) establishes this Employee Code of Conduct as a principal document, guiding our workforce towards embodying professional and personal conduct aligned with the highest ethical standards. The purpose of this Employee Code of Conduct, “Code”, is to improve overall compliance with laws as well as to enhance further the scope of good Corporate Governance with an ethical and transparent process.

II. Scope

The Code will be applicable to all employees / workers (full-time, part-time and those on contractual assignments) of F&I. This code is mandatory for all personnel and are expected to read and understand this Code, uphold these standards in day-to-day activities, comply with all applicable laws, rules, regulations and all applicable policies adopted by the Company while working on the Company’s premises or at offsite locations where the Company sponsored business and social events are held, or at any other place where the employees/workers are representing the Company.

This Code does not address every possible form of unacceptable conduct and it is expected that the employees/workers shall apply their sound judgement to comply with the principles set forth in the Code. This Code is subject to periodic review to ensure ongoing relevance and effectiveness.

III. Policy

To facilitate positive organizational culture, we expect all our employees / workers to comply with the following standard conduct guidelines:

- **Individual Conduct:** At F&I, we pride ourselves on maintaining the highest standards of professionalism, integrity, and ethical conduct in all aspects of our operations. Our commitment to excellence extends beyond the products and services we provide; it encompasses the way we conduct ourselves in our interactions with colleagues, clients, customers, and the community at large. At F&I all our employees / workers are required to:
 - Maintain the highest standards of professionalism in their conduct. This includes demonstrating respect, courtesy, and integrity in all interactions, both within the company and with external

stakeholders.

- Act with honesty, integrity, and transparency in all aspects of their work.
 - Maintain the confidentiality of sensitive information belonging to F&I., its clients, and fellow employees/workers. This includes proprietary information, trade secrets, customer data, and any other confidential information obtained during employment / contract.
 - Comply with the policies, procedures, and regulations established by F&I, as well as all applicable laws and regulations governing their roles and responsibilities.
 - Treat each other with respect, fairness, and dignity, regardless of differences in race, gender, religion, age, sexual orientation, disability, or any other characteristic.
 - Maintain a safe and healthy work environment by following all safety protocols, using equipment properly, and reporting hazards or unsafe conditions promptly to the appropriate authority.
 - Encouraged to pursue continuous learning and professional development opportunities to enhance their skills, knowledge, and effectiveness in their roles at F&I.
- **Human Rights:** At F&I we believe that every individual deserves to be treated with dignity, respect, and fairness. Our commitment to upholding human rights is not only a fundamental aspect of our corporate ethos but also a reflection of our values as an organization. Additionally, this section of the Code should be read and complied with the “Human Rights Policy” at F&I.
 - **Anti- Discrimination:** Discrimination, whether based on race, gender, religion, age, sexual orientation, disability, or any other characteristic, has no place within Foods and Inns Ltd. We are committed to creating a work environment that is free from discrimination in all its forms. Our policies and practices reflect this commitment, and we expect all employees/workers to adhere to this strictly. Additionally, this section of the Code should be read and complied with the “Diversity, Equity and Inclusion Policy” at F&I.
 - **Anti- Harassment:** We aim to ensure that at our workplace, every individual feels safe, respected, and valued. We maintain a strict policy of intolerance towards any form of harassment, whether it be verbal, physical, or visual. Such behavior is deemed unacceptable and has no rightful place within our organization. Additionally, this section of the Code should be read and complied with the “Harassment Policy” at F&I.
 - **Conflict of Interest:** Conflict of interest refers to a situation in which a person could compromise his or her judgment, decisions, or chooses personal gain over the duties to an organization in which they are a stakeholder or exploits their position for personal gain. All our employees / workers should pay particular attention to the conflict-of-interest provisions. Additionally, they are expected to remain loyal to F&I and avoid conflicts of interest. Any situation that might put us in such a position or create the appearance of bias should be avoided. Our policy identifies several situations where potential conflicts may exist, and our employees / workers must ensure that they shall:
 - Not compete with F&I and, its business dealings shall not be influenced, or even appear to be influenced, by personal or family gains.
 - Not seek or accept any compensation (in any form), directly or indirectly, from any source other than F&I for services performed for the F&I.
 - Avoid any dealings with a Contractor or Supplier that compromises the ability to transact business

- on a professional, impartial, and competitive basis or influence decision to be made by the F&I.
- Not actively or passively participate in any way with competitors, suppliers, or customers businesses, or use confidential F&I's information for personal gain.
 - Prioritize the objectives of F&I above their own personal agendas. In situations where decisions need to be made, it is imperative to evaluate them considering F&I's overarching goals and refrain from any actions that may be interpreted as conflicting with the F&I's interests.
 - Should their duties involve selling, marketing, transportation, purchasing, or leasing on behalf of F&I, they must exercise heightened discretion to prevent any potential conflicts of interest.

If an employee/worker anticipates a potential conflict of interest, they are required to disclose all relevant details and circumstances to either the Board of Directors or a designated Committee/Officer appointed for such matters by the Board. Prior to proceeding, the employee must obtain written approval from the appropriate authority. F&I employees / workers are subject to annual reporting under our code of conduct.

- **Political Activity:** We recognize the importance of political engagement but emphasize the need for employees/workers to uphold our values and interests. This code sets forth guidelines to ensure that employees'/worker's political activities do not interfere with their responsibilities or compromise our reputation.

Violation of this code may result in disciplinary action, up to and including termination of employment/contract, depending on the severity of the infraction and its impact on the company. All employees/workers are expected to familiarize themselves with this code and always adhere to its provisions.

- **Confidentiality of Information:** We value the confidentiality of information entrusted to our employees and workers. We recognize the critical importance of safeguarding sensitive data and thus all our employees / workers shall:
 - Access confidential information only when there is a legitimate business need, and they shall handle it with the utmost care to prevent unauthorized disclosure or misuse.
 - Store or transmit confidential information using only approved methods and secure channels, such as encrypted devices or password-protected systems, to maintain its integrity and confidentiality.
 - Not disclose confidential information to unauthorized individuals, including colleagues, friends, family members, or external parties, without proper authorization from management.
 - Follow established data security protocols, such as regularly updating passwords, securing physical documents, and implementing access controls, to prevent unauthorized access to confidential information.
 - Treat any details related to F&I's operations, such as business developments, expansions, acquisitions, or engagements with current and prospective stakeholders (including customers, partners, vendors, suppliers, investors, and other business associates), as confidential, in adherence to the SEBI (Prohibition of Insider Trading) Regulations, 2015.
 - Not share confidential information outside the company without a confidentiality agreement approved by the Corporate Group. Confidentiality obligations continue even after an

employee/worker leaves F&I.

- **Fair Marketing Practices:** We are committed to creating a marketplace characterized by integrity, transparency, and healthy competition. This section of the Code aims to uphold these principles by providing clear guidance on ethical marketing practices. Our employees / workers shall:
 - Adhere to laws and regulations governing fair competition and antitrust practices. They shall not engage in activities that unfairly disadvantage competitors or restrict consumer choice.
 - Respect the intellectual property rights of others and ensure that all marketing materials do not infringe upon copyrights, trademarks, or patents owned by third parties.
 - Ensure that all marketing communications, including advertisements, promotions, and product claims, are truthful, accurate, and not misleading.
 - Refrain from engaging in unfair trade practices, such as bribery, collusion, price fixing, or misleading comparative advertising.

- **Fair Competition:** We aim to uphold fair competition by ensuring that our employees / workers shall:
 - Adhere to all antitrust laws and regulations, avoiding any behavior that may be construed as anti-competitive or in violation of fair-trade practices.
 - Conduct themselves with professionalism and refrain from disparaging competitors through false or misleading statements, unfair tactics, or any other means that may undermine their reputation or business interests.
 - Safeguard confidential information and trade secrets, ensuring that they are not disclosed to competitors or used for competitive advantage in a manner that violates intellectual property rights or contractual obligations.
 - Not engage in collusion, price-fixing, bid-rigging, or other forms of anti-competitive behavior that may harm consumers, restrict market competition, or violate laws governing fair business practices.
 - Ensure that all pricing strategies and terms offered to customers are fair, transparent, and consistent with market norms, if they are involved in pricing and sales. Further they must avoid any attempts to engage in price discrimination or predatory pricing practices.
 - Refrain from making false or deceptive claims about Foods and Inns products or engaging in misleading advertising or marketing practices that may unfairly disadvantage competitors or deceive consumers.

- **Intellectual Property Rights (IPR):** We aim to ensure IPR is protected through our employees / workers who shall:
 - Respect the intellectual property rights of others and acknowledge the ownership of third-party content or materials used in the course of their work. Proper attribution shall be provided when using or referencing copyrighted works, trademarks, or other protected materials.
 - Strive to create original works that contribute to the intellectual property assets of F&I. Any work created within the scope of employment or using company resources shall be considered the property of F&I, unless otherwise specified in a written agreement.
 - Maintain the confidentiality of proprietary information and trade secrets owned or licensed by F&I, ensuring that such information is not disclosed to unauthorized individuals or used for

- personal gain or competitive advantage.
- Use company resources, including equipment, software, and facilities, responsibly and in accordance with company policies and procedures. Unauthorized use of company resources for personal projects or activities that infringe upon the intellectual property rights of others is strictly prohibited.
 - Take reasonable measures to protect trade secrets and confidential information belonging to F&I, including safeguarding electronic data, restricting access to sensitive information, and adhering to confidentiality agreements.
 - Report any concerns of any suspected infringement of intellectual property rights or unauthorized use of company assets to the appropriate authority within F&I for investigation and resolution.

IV. Training Programs

All new employees / workers of F&I. shall be provided with a comprehensive overview of the provisions outlined in the Code during their orientation process. This includes an explanation of the expectations, standards, and principles that guide behavior within the organization. They are to be informed of the provisions of the Code at the time of orientation. They are expected to stay up to date with any amendments or additions that are made to the Code.

V. Grievance Mechanism

Employees / workers can submit grievances through identified channels in the Vigil Mechanism Whistle Blower Code and the Ethics Committee will investigate all complaints and submit a report to the Managing Director.