

HR MANUAL (MAIN POLICY) – PART - I**CODE OF CONDUCT****ETHICAL BUSINESS PRACTICE RESPONSIBILITIES OF ALL EMPLOYEES****Ethical Business Practices**

OR IPL expects employees to adopt ethical practices while representing the company and dealing with External Agencies.

Our employees shall not offer directly or indirectly anything of value to any customer or Government official to solicit an award or action in favor of the Company. A business courtesy, such as gift, contribution or entertainment should never be offered under circumstances that might appear to be an impropriety.

Responsibilities of All Employees Relating to the Code of Conduct

- They should understand the policies related to their work in detail.
- They should develop a basic understanding of the issues covered by each policy pertaining to their work.
- They should seek assistance and guidance from their immediate superiors when they have a doubt about application of the policies.
- Positive aspects of the Company should be focused upon while interacting with outsiders.
- Any concern about possible violation of a policy should be promptly brought to the notice of immediate superior.

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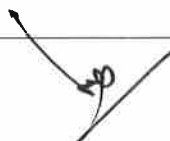
FINANCIAL CONTROLS AND RECORDS

Financial Controls and Records

OR IPL is responsible for properly recording, preserving and reporting financial information to investors, statutory bodies, stakeholders and others and to maintain a system of internal accounting controls.

Responsibilities of the Employees

- Follow all accounting, reporting and control procedures established by the Management.
- Be accurate, timely and complete in preparing and maintaining available records and reports required by the Management.
- Before signing a document, make a reasonable enquiry to make sure that the information contained in it is accurate and complete.
- Before involving OR IPL in any transaction or releasing any financial information, obtain all required Management approvals and adequately document them.
- Secure all records, including computer-based information resources.
- Give OR IPL's statutory auditors and other authorized individuals access to your department records, and provide them with accurate and complete information as required by them.
- Take prompt remedial action when required.
- Promptly report any concerns about possible violations of this policy to the immediate superior.



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AVOIDING CONFLICTS OF INTEREST

Avoiding Conflicts Of Interest

Activities of all employees must be lawful and free of conflicts with their responsibilities as OR IPL employees.

All employees must devote their full time and energy in the best interests of the company and should not, while in the services of the Company, undertake or involve themselves directly or indirectly with any other entity.

Responsibilities of the Employees:

DOs

Follow the law, OR IPL policies and your own good conscience in all personal and business dealings outside your job.

If a potential conflict of interest involves you, report it in writing to your own immediate superior/head of the department.

Promptly report any concerns about possible violations of this policy to the immediate superior.

When a probable conflict of interests is reported to you, take timely remedial and investigative action and also notify your immediate superior or head of the Department.

DON'Ts

Avoid actions or relationships, which might conflict or appear to conflict with your job responsibilities.



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RESPONSIBILITY OF MANAGERS ADHERING TO CODE OF CONDUCT

Responsibilities of Managers relating to the Code of Conduct

Managers have a vital role to play in ensuring that the code of conduct is followed in letter and spirit within the organization.

DOs

Lead by example, using their own behavior as a model to be emulated by all employees.

Create awareness to promote compliance of policy by counseling.

Create a culture that promotes self – compliance willingly.

Enable employees to adopt innovative solutions to meet customer needs.

In evaluating and rewarding employees, give due weightage to their actions and judgments in promoting and complying with OR IPL's policies.

DON'Ts

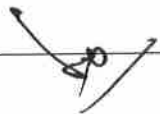
Avoid reprimanding teams and blaming the team members publicly.

Adhering to the Code of Conduct

Compliance of the Code of Conduct is a must. Employees who violate the spirit or letter of these policies are subject to disciplinary action.

Broadly, the violation of the code of conduct may be categorized into the following three types: -

Personal and Behavioral Issues- Use of abusive and indecent language, discrimination and bias, taking undue advantage of organizational position for personal gains, taking credit for a colleague's effort, demanding personal work from the subordinates, harassment etc.



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ADHERING TO THE CODE OF CONDUCT HYGIENE & OFFICE ETIQUETTE

Personal Integrity and Loyalty Issues- Accepting favours / bribes, claiming personal expenses as business expenses, use of confidential financial information relating to the company for personal gains etc.

Organizational Issues- Non-Compliance of statutory requirements, improper handling of customer complaints and violation of OR IPL's policy, requesting others to violate a policy, failure to promptly report a known or suspected policy violation.

Hygiene and Office Etiquette

Mind your personal hygiene:

- Follow a formal dress code.
- Use light perfumes only.
- Use mouth fresheners after meals.
- Use clean footwear.

Observe office timings.

- Lunch breaks should not be more than half an hour.
- If you are running late to office/meeting or you are away from your desk, keep your manager and colleagues informed.
- Refrain from using office time for personal work.
- Refrain playing games on office PC.
- Do not use screen savers/backgrounds on PC which are not in good taste/offend the sensibilities of other employees.

