



**RELIANCE JIO INFOCOMM LIMITED**

**SUPPLIER CODE OF CONDUCT**



## Supplier Code of Conduct

At Jio, we consider Suppliers/ Service Providers/Consultants/ partners we engage with (collectively “Suppliers”) to be our key strategic partners and we are committed to strengthening relationship with them.

Our Supplier Code of Conduct (“Code”) portrays our belief in our Suppliers that our Suppliers will comply and adhere to Jio’s core values to achieve highest Reliability, timely Delivery, agreed Quality level and flawless Execution.

Jio is committed to drive success with integrity and, responsible, sustainable, and ethical business practices and is aware that it can achieve these values and goals only when its Suppliers partner with Jio in this objective, by adhering to and complying with Supplier Code of Conduct. Compliance with this Code and Our Code of Conduct is an integral part of your commitment to being a preferred business partner of Jio.

### I. DEFINITIONS

“**Affiliate**” means –

- (i) a Person which directly or indirectly controls a Party;
- (ii) a Person which is directly or indirectly controlled by a Party; or
- (iii) a Person that is under common control with a Party.

For the purposes of this definition of “**Affiliate**”, “**control**” means either ownership by one Person of the largest or controlling percentage of the voting securities or interests of the other Person, or the power to direct, administer and dictate policies of the other Person, or control the composition of the board of directors or managers, by virtue of any contractual arrangements or otherwise, and the term “controlled” shall have a corresponding meaning.

“**Governmental Authority**” means any local, regional, state, federal or central government, governmental agency, department, ministry, commission, board, bureau or any other administrative or judicial or quasi-judicial authority, regulatory authority or instrumentality thereof.

“**Government Official**” means, whether appointed, elected or otherwise any:

- (a) officer or employee of a government or any department, agency or instrumentality of a government;
- (b) person acting in an official capacity or exercising a public function for or on behalf of a country or territory (or any subdivision of such a country or territory) or a government or any department, agency, enterprise or instrumentality of a country or territory (or any subdivision of such a country or territory) or a government;
- (c) officer or employee of a company or business which is majority owned or controlled by a government;
- (d) officer, employee or agent of a public international organisation such as the World Bank or United Nations; and/or
- (e) officer or employee of a political party or any person acting in an official capacity on behalf of a political party.



**“Person”** means any natural person, firm, corporation, company, voluntary association, partnership, joint venture, trust, limited organisation, competent authority, or other entity including either Party, their Affiliates and Associated Persons.

## **II. SCOPE**

This Code is applicable to all current and potential Suppliers, which shall be including and not limited to technology licensors, software licensors, service providers, manufacturers, contractors, consultants, vendors of any tier (including subcontractors), who are providing or intend to provide any licenses, software, goods or services to Jio, which shall refer to and include Reliance Jio Infocomm Limited, its subsidiaries and affiliates, joint ventures, business partners. The term “Employees” wherever used in this Code shall refer to directors, officers, full or part time employees, workers, trainees, temporary workers, contract employees, agents, representatives, distributors, intermediaries, consultants, and natural person of the Suppliers.

We expect the Suppliers at a minimum, to comply with the standards set forth in this Code and also require their respective service providers and business partners to do the same. Compliance with this Code is in addition to and not in lieu of any standards or obligations set forth in applicable laws, requests for proposals, bid documents as well as agreements between the Suppliers and Jio.

## **III. STANDARDS**

### **1. Compliance with Laws and Regulations**

- We expect:
  - a. our Suppliers to comply with all laws, rules, and regulations applicable in connection with the order execution for Jio. The Suppliers must operate in full compliance with the laws, rules, and regulations of the countries in which they operate, including laws relating to Anti-Bribery and Anti-Corruption (ABAC) and anti-money laundering, competition/anti-trust, export control and insider trading, labour laws and health, safety and environment (HSE).
  - b. our Suppliers to ensure all sub-contractors/sub-licensees retained as part of any services creation do not appear in the United States Treasury's Office of Foreign Assets Control (OFAC), Specially Designated Nationals and Blocked Persons (SDN) list.
  - c. Each Supplier to and cause its contractors, sub-contractors, employees, agents and representatives to not pay, offer or promise to pay, or authorise the payment directly or indirectly of, any monies or anything of value to any Government Authority, Government Official or any Person for the purpose of influencing any act or decision of the Government Authority, Government Official or any Person in order to obtain or retain business or to direct business to any Person, and each such Supplier shall conduct and procure that its contractors, sub-contractors, employees, agents and representatives conduct themselves and all transactions under its contract with Jio and/or any transaction relating to the business contemplated herein in a manner consistent with the intent and goals of all laws that are applicable to them and, in particular, with the laws, statutes and regulations related to anti-bribery, anti-corruption, prevention of money laundering and financing of terrorism, including Indian Penal Code, 1860 and Prevention of Corruption Act, 1988, the OECD Convention on Combating Bribery of Foreign Public Officials in International

Business Transaction, 37 ILM 1 of 15 February 1999, (United States') Foreign Corrupt Practices Act of 1977, (United Kingdom) Bribery Act, 2010 ("Legislations"). The Supplier shall also comply with Jio's existing Code of Conduct, as is available at the following weblink <https://www.jio.com/en-in/investor-relations> and as amended from time to time.

- d. the Supplier to inform Jio if the Supplier is involved in any disputes related to the Legislations.
- e. Supplier to maintain complete and accurate books and records sufficient to verify Supplier's compliance with this Code by Jio or Jio nominated agency (during normal business hours) and the Supplier to extend all support to the Jio or Jio nominated agency to audit any and all of the Supplier's records and/or documents and/or premises deemed required to assess the compliance with the applicable Legislations and Code of Conduct policy of Jio.
- f. our Suppliers to note that violation of Legislations shall entitle Jio, in its sole discretion, to terminate the association with the Supplier with immediate effect and/or seek indemnity and/or demand compensation for damages that may arise consequent to such breach by Supplier and/or recover in full, from the Supplier any other loss sustained by Jio.

## **2. Labour and Human Rights Standards**

We expect the Suppliers to conduct their activities in a manner that respects human rights and dignity of their Employees, stakeholders, local community, and society in general, and business partners. These include, but is not limited to, the following:

- No employment of child labour
- No engagement or employment of people against their own free will (forced labour)
- No human trafficking and exploitation of labour in any form
- No discrimination in hiring and employment practices against any employee based on race, color, caste, age, gender, sexual orientation, ethnicity, disability, pregnancy, maternity, religion, political views, national origin, marital status, membership of labour union(s), having authority to be formed and work as a union.
- Compliance with all applicable laws, rules and regulations on wages, benefits, and overtime, working hours, leaves, employment practices and labour conditions in the countries of operation.
- Treating all Employees with dignity and respect and ensure that there is no harassment (whether physical, mental, or sexual), punishment or bullying at the workplace.
- Respect for Employees' privacy and identity, including not confiscating Employees' identity or travel documentation.
- Compliance with collective bargaining agreements with Employees and Employee unions and respect Employees' rights of collective association as permitted by law; and
- Identifying, minimizing, and mitigating concerns and risks of the community, which may be impacted by operations of the Supplier.

## **3. Occupational Health and Safety**

Ensuring health and safety is a paramount requirement of Jio. We expect the Suppliers to provide a healthy and safe working environment for their employees, contractors, partners and others who may be affected by their activities, including (i) safe design and operation (ii) access to safe and hygienic sanitation and access to potable water, (iii) provision of appropriate safety gear including Personal Protective Equipment (PPE) and preventive mechanisms and protocols for minimizing occupational and safety hazards through training and awareness (iv) emergency preparedness and training, and (v) put in place mechanism to (a) stop work immediately in the event of any accident, injury or unsafe condition so that

appropriate action can be taken and (b) ensure communication of all applicable health and safety standards and obligations.

#### **4. Environmental Protection and Conservation**

We expect the Suppliers to uphold the core values of environmental protection and conservation and conduct business in an environmentally sensitive way such that any environmental impact of their designs, products, services, manufacturing processes, emissions, and waste is minimized, including by (i) responsible management of toxic materials and usage of hazardous materials (ii) responsible treatment and management of discharges, emissions and wastes generated from their operations (iii) encouraging adoption of sustainable solutions where possible and (iv) complying with relevant environmental legislation and international conventions and standards

Jio is fully committed to fighting the threat of climate change and has set short-term SBTi verified emission reduction targets, as well as long-term target of becoming Net Zero by 2035. Our emission reduction commitments also include eliminating emissions from our Supply Chain. We expect our Suppliers to support us in this endeavour by: (a) framing climate policy and setting Science Based Carbon targets aligned with those of Jio, (b) measuring their Greenhouse Gas (GHG) footprint, (c) developing and implementing a credible action plan to meet their carbon targets, (e) supplying products & services that are energy and climate efficient and (f) publicly reporting their GHG footprint and the progress on their action plan.

Jio is also fully committed to the principles of Circular economy and expects its Suppliers to: (a) set targets and take action to be a 'Zero Waste to Landfill' entity, (b) strive to eliminate the use of non-recyclable material in the products & services it supplies to Jio and (c) strive to enhance the use of recycled material, (d) use reasonable diligence with respect to the sourcing of raw materials and ensure that local biodiversity is not impacted

#### **5. Business Integrity**

We expect the Suppliers to conduct business in a transparent, honest and ethical manner. We do not tolerate bribery or corrupt practices. The Suppliers shall formulate, communicate and enforce on their employees and subcontractors, clear policies and procedures relating to bribery and corruption, including in particular the giving and taking of gifts, entertainment, hospitality or anything else of value to Jio or persons representing Jio in any way.

We expect the Suppliers to implement policies to prevent, identify and report any dealings with illegal funds or other money laundering activities in any way.

We expect our Suppliers to follow fair competition practices to earn our business and not indulge in any anti-competitive or unfair trade practices, including collusion, price fixing or restriction of supply, in any form.

#### **6. Conflict of Interest**

We expect the Suppliers to work in an ethical and transparent way in their dealings with Jio. To this end, the Suppliers shall disclose any actual or apparent conflicts of interest arising from the personal relationships and/or business interests of any owners, major shareholders, directors, key employees in the Supplier's organisation with (i) any employees of Jio, or (ii) employees of Jio who have retired, separated from Jio for less than one year. For instance, such disclosure shall include detailed disclosure of such relationships or association with such Jio persons and also provide and update, as required, the Conflict of Interest Declaration Form.

#### **7. Confidentiality and Protection of Jio Property**

The Suppliers shall have effective policies, systems and procedures regarding (i) use of any Jio assets, including any equipment, materials, laptop, and ensure that they are utilized for the





purposes of performing any work for Jio, (ii) classification, identification, protection, sharing and transfer of confidential and proprietary information and intellectual property provided by Jio. In addition, Supplier shall comply with obligations of non-infringement, restricted use, secrecy and transfer of Jio's confidential information and intellectual property as per the applicable agreements with Jio and shall promptly report any security breaches or incidents that is likely to affect any Jio provided information.

#### **8. Ethical Sourcing of Materials**

We expect the Suppliers to use required diligence with respect to sourcing of raw materials to execute Jio order and to ensure that such sourcing does not benefit private or other groups that perpetrate human rights abuses and create violent conflict, in connection with the supply of goods and services. Ethical conduct will be the essence of this Code.

#### **9. Data Protection and Privacy**

The Suppliers shall (i) comply with all laws in all such jurisdictions as enjoined by your operations relating to collection, processing, and transfer of personal and personally identifiable information, (ii) implement information security systems and report any incidents of violation or disclosure of confidential or personal data.

#### **10. Social Media**

The Suppliers shall ensure that posts on social media (including posts by their employees) are in a compliance of the applicable laws, rules and regulations and demonstrate responsible behaviour, Posting (i) confidential or proprietary information of Jio, including not posting information relating to work that they are performing for Jio (ii) derogatory, inflammatory, disrespectful, obscene, threatening, abusive or malicious content about Jio shall be unacceptable and against this Code of Conduct.

#### **11. Third Party Representative**

The Suppliers shall not hold out or represent itself as the representative, agent or partner of Jio without the express consent in writing of Jio in this regard and where so permitted, shall strictly comply with the instructions or standards imposed by Jio in this regard.

Further, Jio does not use any middlemen, intermediaries, or agents for any procurement of goods and contracting of services. The Suppliers are advised not to approach or use any sources who advise otherwise in connection with approaching Jio for any business proposals.

## IV. IMPLEMENTATION, COMPLIANCE

### 1. Communication and Awareness

The Suppliers shall clearly communicate the requirements of the Code and how it translates into business practices and operations to all its employees, subcontractors, business partners who provide any services or support to Jio or any Jio projects or orders and shall put in place management systems to monitor the compliance and violation of the standards set forth in this Code.

### 2. Records, Audit, and Non-Compliance

The Suppliers shall maintain accurate books and records, including but not limited to (i) document retention policies to comply with regulatory requirements, and (ii) regarding compliance with the standards set forth in this Code.

We expect the Suppliers to internalise and institutionalise the standards of business practices and operations as set forth in this Code. Failure to comply with the standards set forth in this Code or implementation of any corrective measures will entitle Jio to (i) investigate the reported and other suspected breaches; The Suppliers shall provide all assistance requested by Jio in this regard, and implement corrective measures to rectify the breaches, and (ii) notify appropriate authorities or regulators.

### 3. Disclosure and reporting

The Suppliers shall promptly disclose to Jio any actual or suspected incidents of violations of this Code, whether by any of its own or Jio's employees and shall cooperate with and provide assistance to Jio in conducting inquiries, investigations into any past or current incidents or activities that could potentially be in violation of this Code.

### 4. Whistle blower's Policy

We expect the Suppliers to have a whistle blower's policy to facilitate reporting of ethical violations within the organization and extend the same to reporting of any actual or suspected incidents of violation of this Code.

## V. REPORTING TO Jio

Any disclosures and reporting regarding any ethical practice concerns or violations of the Code may be made, in good faith, and on a confidential basis, to Ethics & Compliance Task Force as under: [SCOC\\_RIL@ril.com](mailto:SCOC_RIL@ril.com)

Acknowledged, read and agreed by:

Name of the authorized signatory of the Supplier	
Designation of the Authorized signatory of the Supplier	
Full name of the Supplier	
Date	