

## 24 Code of Business Conduct & Ethics Policy

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Policy Owner	Chief Human Resources Officer
Function	HR & Admin
Approver	Managing Director
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### Objective:

As a responsible services provider, we aspire to set and operate at the very highest standard for the quality of services we provide and the professional and ethical way we run our business. Our reputation and continued success depend on it.

This sets out our commitment to do business in a fair way, treating everyone – colleagues, customers, clients, suppliers, sub-contractors, and the wider community with honesty, integrity, and respect.

Every individual employee within CATALYST should ensure that we act responsibly, uphold the highest standards, and conduct our business in a safe, professional, and ethical manner. This is without exception and without compromise. Please make sure that everyone within the Company familiarizes themselves with this Code and its intent.

To help every Employee understand their role in protecting and building our reputation, we have developed this document. This Code sets out the clear standards of behavior that we expect all of our employees to demonstrate in dealing with colleagues and those outside the company such as customers, clients, suppliers, and other stakeholders.

We provide a range of options to help people understand how these principles work in practice, access to support if they are unsure of how they apply to specific situations, and channels to raise Issues where they feel they are being breached.

The purpose of this document is to ensure that all Employees are well-informed and aware of the required standard of performance and conduct. This applies to all employees of **Catalyst Service Solutions Partners Pvt. Ltd.**

This Code should not be seen as simply a set of words in a document; they are the principles that guide the way we should think, act, and behave, and should be in evidence in our everyday work. They are vital in building and protecting our reputation and ensuring that CATALYST continues to be a Company that people feel proud to work for or be associated with or reach out for services with confidence.

### **Distribution & Control:**



It is the responsibility of the HR Department to distribute and control this document. Copies of the document can be Issued to interested parties within the Company and to customers at the discretion of the Management. A record of each Issue will be maintained by the HR Department with the name, date, and signature of the recipient.

Any queries on this document should be addressed to the **Chief Human Resources Officer**.

The Managers shall ensure that each of our employees understands the content of this Policy and ensures that the channels of communication are always open to promote fairness and consistency. Compliance with this Code is a condition of continuing employment within CATALYST.

This Code of Business Conduct & Ethics is fully supported by the Board of Directors and the senior leadership team.

As a service company, our people are key to the success of our business. We respect and value the individuality and diversity that every employee brings to the business and seek to create a positive, open, working environment wherever we operate. CATALYST expects its employees to maintain a good standard of conduct and work performance to ensure that we maintain a good reputation with our customers at the workplace and at our offices.

## **DEALING WITH OUR EMPLOYEES:**

- We shall ensure that all our employees are treated with dignity, respect, and fair treatment for all.
- We aspire to recruit and promote employees without discrimination and only on the basis of their suitability for the job.
- We shall work to provide effective communication to enable our employees to perform their work effectively. This will include encouraging and helping employees to develop relevant skills to progress their careers.
- We shall prioritize the health and safety of our Employees to the maximum extent possible and provide a safe environment at work.
- We shall not tolerate any form of discrimination or sexual, physical, mental, or other harassment of any kind toward our Employees, whether from our own staff or others.
- We operate fair and just remuneration policies.
- We operate in an environment of trust and as such we do not tolerate any fraudulent or dishonest behaviour by our Employees at all levels.
- The Company expects all employees to be punctual to work. All employees shall wear the appropriate CATALYST uniforms at the workplace or the appropriate code at the base offices. The uniforms should be clean & and neat.
- Employees must avoid actual or apparent conflicts of interest between personal and professional relationships. No direct or indirect financial interest in a supplier or a competing company will be accepted. This includes the Employee, his or her spouse, partner, or a member of the family who should benefit in any form that includes discounts, rebates, commission, or any other benefits as a result of the Employee's position in the Company. This is clarified in more detail later in this Code.

We require any Employee with a potential conflict of interest to disclose it to their Line manager.



## **DEALING WITH CLIENTS:**

We shall always remain committed to delivering a superior quality service, and choice to our clients: our reputation and the loyalty of our clients depend upon it.

- The quality and safety of the food and services we provide, and that of our products and processes, is very important and must never be compromised.
- We aim to provide a high level of service at all times. We will ensure to receive and record regular feedback on our service and that is promptly addressed.
- We shall treat all client information as confidential.
- We shall never attempt to give inadequate or misleading descriptions of our products or services.
- No employee may offer or receive – or influence others to offer or receive – any money or material gift that could be construed as a bribe.

## **DEALING WITH OUR VENDORS AND SUB-CONTRACTORS:**

We seek to establish and maintain mutually beneficial relationships with all our suppliers and sub-contractors. We will work with them to ensure that they match our high standards in respect of quality, food safety, working conditions, trading practices, health and safety, and environmental protection.

- We shall always work to treat our suppliers and subcontractors honestly and fairly.
- No Employee may offer or receive – or influence others to offer or receive – any money or material gift that could be construed as a bribe or influence.
- We shall always strive to ensure we are not exploited directly or indirectly by requests to make facilitation payments.
- All information concerning the Company, suppliers and our pricing, etc. is to be treated as Confidential.
- We will not work with vendors or sub-contractors that violate the law, are non-compliant or endanger CATALYST's reputation.
- CATALYST remains committed to making a positive contribution to the sustainable development of the communities in which we operate.
- CATALYST will take into account the concerns of the wider community – including national and local interests – in all our operations. We use our expertise to contribute to the well-being of the community in a manner appropriate to our business objectives.
- CATALYST will not encourage making donations to political party funds or candidates.
- CATALYST will always respect the laws, traditions, and cultures of the countries in which it operates. When there is an apparent conflict between local customs and the principles and values set out in this Code, employees acting on our behalf must be guided by this Code.

## **Introduction to Speak OUT:**

It may feel easier to remain silent or ignore any unethical behaviour that you may come across, but our commitment to integrity means that no one should ignore such acts or behaviour, and these should be addressed.

Each of us has a responsibility to report any potential or actual violations of this Code or any behaviour that is contrary to our values and business principles. This applies whether it is you directly or indirectly becoming aware of any Issue involving a colleague or a 3rd party connected with CATALYST.



Please reach out to your Immediate Manager to first report the incident, alternatively, if you are not comfortable talking to your Immediate Manager, you should reach out to the HR Director or Head of Operations to seek advice or guidance.

You can also make use of our **Speak OUT** facility, which is available across the organization.

'**Speak OUT**' is a companywide facility available across all units and offices for our people to confidentially raise their concerns over actions and behaviors that they feel may be improper, unsafe, unethical, or even illegal. These Issues are such that they feel they cannot raise with their Line Manager or through normal procedures. Employees can do this via a confidential telephone helpline and website, which is run by an independent specialist provider and is available 7 days a week, 24 hours a day.

Our reputation is based on the standards we set for the quality of services we provide; our operating controls and practices; and our ethics and integrity. If these standards are compromised, we undermine our reputation and place at risk the security and future success of the business. We all share the responsibility for conducting our business in a professional, safe, ethical, and legal manner.

To achieve this, one of the most important matters is to create an environment within the organization to encourage open and honest communication. Our people should be able to raise with their Line Managers or supervisors, activities, or behaviour that they feel breach these standards, and potentially put themselves, their colleagues, our clients and customers, our business, and our reputation at risk.

The **Speak OUT** programme provides a confidential way for our employees to raise Issues where they feel their safety, that of their colleagues or of our clients, customers, and business partners, our standards, or our reputation is being placed at risk.

All Issues are handled by independent specialists. Contact with **Speak OUT** is completely confidential and there is no requirement for you to leave your details, unless you are comfortable doing so, although it would be more helpful to ensure a more complete investigation into the observation or concern. Each report will be handled by an experienced specialist who conducts a confidential investigation into the reported Issue.

CATALYST will not tolerate any reprisal for reporting a problem, raising a concern, or assisting in an investigation. Anyone found to be involved in retaliation against any individual who has raised concerns in good faith will be subject to disciplinary action.

## **PERSONAL INTEGRITY:**

### **Conflicts of Interest:**

Employees are required to take appropriate care to ensure that no conflict of interest, actual or perceived arises, between their duty as a CATALYST Employee and any interests outside of work. This can occur in many different ways such as:

- Holding a Director or consultant position in the enterprise;
- Having a financial interest in another Company or organization.
- Having a second job
- Performing services outside of your CATALYST role

If any of the above relate to a company or organization that may be considered as a competitor, a client, a vendor, or a sub-contractor to CATALYST, a conflict of interest does arise. In such instances, you should disclose this to your immediate Manager, and seek their written approval to continue with these arrangements.



If you become aware that a close relative works for or provides services to a competitor, client, vendor, or sub-contractor, you should discuss this matter with your immediate Manager. As a general rule, a relative should not have any business dealings with you or your business Unit or to anyone you report to. Close Relatives would include spouse, parent, nephew, siblings, niece, aunt, uncle, grandparents, and in-laws.

#### **Board of Directors:**

We do recognize that our employees may sometimes be asked or invited to serve on the Board of another organization, and this can, in some instances, raise a Conflict of Interest. Before this position is accepted, one should first get written approval from the Chairman & Managing Director.

#### **GIFTS & HOSPITALITY:**

We believe that giving and receiving gifts or hospitality can help build goodwill and improve a business relationship, however, the following should be taken into consideration.

In no circumstances should any employee offer, give, or accept any gift or hospitality, regardless of value, which might be construed as influencing a business decision.

Consider the following points when you are faced with an opportunity to give or receive gifts or hospitality:

- What is your intention when offering a gift or hospitality or what do you think is the intention of the business partner when offering the same to you?
- Is the intention to build a business relationship or to influence a business decision such as the award of a tendered contract?
- Is the nature of the gift or hospitality modest or could it make you (as the recipient) feel under an obligation to give something back?
- Have you checked if the recipient of the gift or hospitality is allowed under their gifts policy to receive this?
- Are you happy to justify giving or receiving the gift or hospitality?

There are some kinds of gifts or hospitality which should never be considered as acceptable. You should not give, offer, receive, or approve any:

- Gifts or hospitality involving third parties involved in any competitive bid or tender process that you are – or may be considered to be – involved in.
- Gifts or hospitality that would be illegal under local laws such as offering a gift to a government official which may be seen as a bribe under local law – please ensure you are familiar with your local legal obligations.
- Payments of cash (or cash equivalents) or paying someone else's personal bills or expenses.
- Any hospitality that might be in breach of this Code or that may be considered indecent or inappropriate as part of a business relationship or which may have a negative effect on CATALYST's reputation; and
- Gifts or hospitality that you are not prepared to report or seek approval for internally irrespective of whether you use personal or company hospitality.

You must always seek prior approval from your Immediate Manager before offering or accepting any gift or hospitality.



You must always seek approval from your Chief Executive Officer (or other appropriate officer designated by your CEO) before offering or accepting any gift or unbudgeted hospitality\*

We appreciate that in some countries and cultures, it may be considered an insult to decline a gift that is offered to you but would otherwise be in breach of this Code. In such circumstances, you may accept the gift, but you must immediately report it to your Manager, who will advise whether you can keep the gift if it should be returned to the donor or sold with the proceeds being donated to charity.

Under no circumstances should you accept any gifts of cash (or cash equivalents such as a bank cheque, money orders, investment securities, or payment of personal bills or expenses).

## **BRIBERY & CORRUPTION:**

Bribery is the giving or receiving of a gift, payment, or other benefit, in order to obtain a commercial advantage. A bribe need not actually be paid – it is sufficient that it is asked for or offered. A bribe can be an Issue irrespective of whether it involves private industry or government.

Bribery or corruption in any form is unacceptable and we are committed to transparency in all our business dealings. Most countries have laws that prohibit corruption. A breach of any of these laws is a serious offense that may result in fines for the Company and imprisonment of individuals.

We are committed to creating a working environment in which all our people uphold the highest standards of integrity and professionalism. This is particularly important in our dealings with governmental, public, and local authority officials in any country.

You should always abide by the following basic rules irrespective of whether you are dealing with someone in private industry or government:

- Never offer or make any unauthorized payments.
- Never attempt to induce anyone to do something illegal.
- Always report any suspicions or knowledge of improper payments being offered or received; and
- Never offer or accept money (or anything of value), gifts, or kickbacks, for obtaining contracts or business.

## **NEW TERRITORIES, NEW SECTORS, AGENTS & CONSULTANTS:**

As part of our risk assessment procedure, the establishment of any business in a new country or territory in which CATALYST currently does not operate, or the introduction of a new business sector/line into an existing country, must first be approved by the Chairman & Managing Director. The recommendations will be proposed and reviewed jointly with the Chief Executive Officer and Chief Finance Officer before it is sent to the Chairman & Managing Director for final approval.

In addition to this, the process for the appointment of consultants and agents to act on behalf of the Company will also require approvals, as laid out in the Limits of Authority that is formalized across each vertical of the Company.





## REPORTING & ACCOUNTING:

It is essential that the Company records its financial and non-financial information in an accurate and objective manner in compliance with all local rules and statutes.

### Financial Reporting:

All books, records, and accounts must conform with the Accounting Policies and Procedures. The manual is a single reference source on compliance with International Financial Reporting Standards reporting for all areas of the business and enables all Catalyst businesses to report under a single, clearly defined set of policies.

Remember the following basic rules:

- All records must be accurate and complete and should allow an accurate view of the business at any point in time.
- Supporting documentation should be collected at the time of the transaction.
- Accounting records and documentation should be retained in accordance with local legal and fiscal requirements, but in any case, for not less than six years.
- Annual financial statements and documents relating to acquisitions and other significant transactions should be kept permanently; and
- Fully co-operate with any internal or external audits, making sure that you provide the auditors with accurate information and allow them unrestricted access to documents and colleagues (subject always to legal constraints).

### DO NOT:

- Falsify any record – financial or non-financial.
- Dispose or otherwise transfer any company assets without proper documentation and authorization that is not in line with the Limits of Authority.
- Make any false or misleading accounting entries or expense claims; or
- Destroy information to conceal bad practices.

If you are concerned that correct financial processes are not being followed or that any kind of false or misleading entries are being made, you should promptly report your concerns to your Line Manager. If you are uncomfortable raising the matter with your Line Manager, consider speaking to your local HR, or Speak OUT.

## DATA PRIVACY:

During the course of conducting its business, the Company holds personal data about employees, our clients, suppliers, and other third parties. This information is in the form of paper files as well as electronically. It is very important that we ensure that the confidential nature of any such personal data is kept secure at all times.

In some countries, compliance with data privacy regulations is required by law and any violation could result in financial and criminal penalties for both the Company and the employee. Any personal data that is held must only be used for business purposes and we must ensure that it is:

- Obtained lawfully.
- Processed only for the purposes for which it was obtained.
- Accurate and relevant to the purpose.
- Not held for longer than is necessary.



- Stored securely; and

In addition to the above points, each of us has a responsibility to ensure that individuals who provide personal data to us are made aware of who will have access to that data, and for what purpose.

## **CONFIDENTIALITY:**

No Employee should disclose any confidential information relating to the Company or its business without specific authority to do so.

Where confidential information is to be disclosed, it should be executed only under the terms of a written Agreement or undertaking entered into.

If you are required to disclose confidential information under the terms of an order of any competent governmental, regulatory or supervising body, you should first notify your local legal team and seek their approval before making the disclosure.

Employees should not use the Company's confidential information for their own personal advantage or for a friend or relative.

You should also make sure that you are familiar with your local IT policy and follow its guidelines in terms of security and the use of CATALYST's IT systems. Please remember that the Company may monitor and record your use of the IT equipment if required and without prior notice.

## **PHYSICAL ASSETS:**

We all have a responsibility to ensure that the Company's property that we use or come into contact with as part of our work is not damaged, misused, or wasted. If any employee notices any asset of the Company is being abused, it is his / her responsibility to report the abuse.

Please also make sure that the property is well maintained at all times so that it can be operated safely and properly.

## **DEALING WITH GOVERNMENT AND REGULATORY BODIES:**

During the course of discharging our daily routine, there could be occasions where the Employee may come into contact with government officials or representatives from public regulatory bodies. During these instances, if any information is required to be provided in connection with an inquiry or investigation, the Employee should make sure that the information is truthful and accurate, and that the Company's legitimate interests are always protected.

In such cases, always make it a point to contact your local Finance team before responding to any request for information from an unexpected agency. Please make sure that any information or files relevant to the investigation are preserved and not destroyed. This includes any electronic systems for record disposal that are temporarily suspended to ensure that relevant records are kept.

The Company's employees are expected to cooperate fully with the investigation. One must not obstruct the collection of information by properly authorized officials or retaliate against anyone who cooperates with the investigation.





If government officials attend your office or unit and request information, please make sure you follow these basic rules:

- contact your local Finance team immediately.
- ask to see identification and take a copy of it;
- clarify with the individuals which organization they are representing, what is the nature of their investigation; and
- make sure that the representatives are not left unattended.

You should contact your local Finance team if you have any doubts and make sure that you are familiar with the required local procedure in the event of dealings with local government and public regulatory bodies.

## **EXTERNAL COMMUNICATIONS:**

During the course of our work, it is possible that we engage with many stakeholders including fellow employees, business partners, clients, customers, investors, the media, communities, and governments. It is crucial that our communications are managed professionally.

No employee must ever talk directly to reporters or investment analysts about CATALYST business, either formally or informally. Only nominated people are authorized to speak to external audiences, such as the market, analysts, investors, and the press. The authorized persons are:

- Our Chairman & Managing Director.
- Board of Directors.
- Other people expressly authorized by one of the people listed above.

All other Employees are prohibited from giving significant information to anyone outside of the Company without prior written approval from an authorized person. If you are approached by any external party to give information about our business, you should re-direct the inquiry to an authorized person in the first instance.

## **HEALTH, SAFETY & ENVIRONMENT:**

At Comprehensive Support Services, our employees will make us not just a good company to work for and do business with, but a great company with a reputation for high standards and quality.

Our employees are our most valuable asset. They are key to the success of the business. Therefore, it is everyone's responsibility to ensure that they work together in a way that nurtures, motivates, and inspires all our colleagues without exception, to provide outstanding service for one another and our clients.

Consequently, it is our moral obligation to safeguard each other, our customers, and the environment by operating an injury-free, healthy workplace serving food that is always safe to eat and providing all our other services that minimize our environmental impacts.

Health and safety will remain our number one operational priority. Regular monthly reviews and meetings should all include a Health and safety update. The Health and Safety policies should be reviewed by the management on an annual basis to ensure that they are suitably modified to meet the needs of the business and any changes in legislation.



Comprehensive Support Services “CATALYST” is committed to providing a safe and secure working environment to all employees and to promoting best practices across the Company. We will develop a policy and set up minimum operating standards which are steadily rolled out across the business.

**In particular, we will:**

- Seek to prevent injury to any employee, customer, or contractor.
- Conduct a full risk assessment as soon as practicable when taking on any new contract.
- Consider the safety implications of our procurement decisions; and
- Ensure that every employee is properly trained to safely perform their work.

We also should expect similar high standards from our suppliers and contractors.

We work hard to continually improve our health and safety performance and have started to measure our performance against a set of standards to assure our customers and others who work with us that we are operating in the safest environment possible. This information will be communicated to the clients at regular intervals. We believe in a totally transparent policy and will engage with the resources of the clients to optimize our HSE operating standards.

As a result of the above, the Company expects all employees to:

- Display a duty of care for themselves and others in providing a safe working environment.
- Report any unsafe acts or conditions to their Manager promptly;
- Engage actively to contribute ideas to make the workplace safer and more productive.
- Not come to work under the influence of non-prescribed drugs or alcohol.
- Always wear the correct personal protective gear.
- Always make sure you know what to do if an emergency occurs at your place of work; and
- Follow safe work procedures at all times.

**Environment:**

CATALYST respects the environment and believes in instilling an attitude and approach within the Company where taking care of the environment becomes part of all our activities. In short, it is important that all Employees display environmental responsibility in all areas within their control, regardless of their position.

As one of the leading food service companies, CATALYST recognizes that it has an impact on the local environments wherever it operates presently and, in the future, as well.

CATALYST will work to comply with all relevant environmental legislation and will develop its own common set of behaviors that helps to drive improvement across our business, particularly in the areas of supply chain and environmental performance.

In the majority of our locations where we are not directly responsible for the procurement of utilities, equipment, fuel, etc., we work closely with our clients to consider how best to improve the environmental performance of our operations.

Basic rules you must follow:

- All employees must comply with Company rules and procedures in relation to environmental matters.
- Ensure that you are equipped with the right information, training, and tools necessary to implement responsible environmental practices.
- Make sure you prevent or minimize any release of pollutants into the environment as a result of your work activities.



- Make sure you properly dispose of all waste materials and have due regard to good waste management practices.
- You should be aware of the best environmental option for the disposal of particular waste materials in your workplace. Any employee found to have disposed of waste material in an appropriate or illegal manner may be subject to disciplinary action.
- All employees should consider energy efficiency in all aspects of their work and take steps to save energy wherever practicable.
- All employees should use recycled materials in their work activities wherever available and should recycle any appropriate items in line with local or national recycling schemes that may be available; and
- All employees should ensure that they do not carry out activities that wastewater.

**EMPLOYEE DECLARATION**

I, \_\_\_\_\_ do hereby confirm that I have read understood and accepted the terms and conditions, policy matters and Code of Business & Ethics Policy contained above and that I wish to continue my employment with **Catalyst Service Solutions Partners Pvt. Ltd.** as a part of CATALYST Group.

\_\_\_\_\_  
**Employee Name**  
**Code**

\_\_\_\_\_  
**Employee Signature**

**Employee**

**Place:** \_\_\_\_\_

**Date:** \_\_\_\_\_

***The Management, may its discretion, review this policy periodically and make modifications as necessary from time to time.***

