

DHUNSERI VENTURES LIMITED

BUSINESS RESPONSIBILITY POLICY

(BR Policy)

Effective Date: 03.07.2020

Approval Date: 03.07.2020

Approved By: Board of Directors

1. Introduction

Dhunseri Ventures Limited (hereafter referred to as 'The Company') is a public limited company incorporated in 1916 and the equity shares of the Company are listed on National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") and as such the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') are applicable and binding on it.

2. Core Values

We at Dhunseri Group have been able to achieve success in our endeavors using the three vital factors; foresight, proper strategies and preparedness to tackle any situation. Team work and esprit de corps are the strong pillars of the organization along with its work culture.

We always aim to move forward and cross all the hurdles on our way owing to prudent business decision taken by the management team. Success is not a one man show; it can only be achieved by the hard work put in by each and every Employee across the length of the organizational chain and this is what happens at Dhunseri.

As we prepare for the future, we have the key success factors and huge confidence in us to withstand the whims of change and face the challenges which may arise in the process. We wish to expand gradually and increase our market presence. We expect to see an increase in the value for all our stakeholders.

The Company is fully committed to the introduction of the BR Policy. It intends that business responsibility initiatives should become embedded, wherever appropriate, into its policies and practices, to the benefit of its Employees, the environment and the stakeholders.

3. Guiding Principles

i. Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

The Company maintains highest standards of ethics in its business activity. The Board of Directors and Executives strive and endeavor to set examples of utmost ethical behavior. The Directors and Executives of the Company aims at inculcating ethical behavior at all levels across the Company making it an essential part of the work culture so that every Employee of the Company conducts itself and leads on behalf of the Company with professionalism, honesty and integrity, and confirm to high moral and ethical grounds.

The Directors and Executives of the Company are strictly adhering to the Code of Conduct of the Company. Any violation of the Code is viewed strictly and leads to disciplinary action. All business decisions and transactions are fair, transparent, amenable to disclosure and be visible to the concerned stakeholder. The Company ensures maximum appropriate disclosure to its various stakeholders without impacting its strategic intent.

The Company strives to ensure that the disclosures required to be made in business documents, statutory filings, declarations, advertisements are correct and complete in all sense. Disclosures are governed by the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and such other applicable policy as may be framed by the Company, from time to time. The Company informs all relevant stakeholders of the operating risks and redress the issues raised.

The Company follows zero tolerance for bribery and corruption in its business dealings. Every Director, Executive and Employee of the Company takes care to ensure that there does not arise a conflict of interest between them and the Company. The Company also has in place a vigil mechanism to provide a formal mechanism to the Directors and Employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. The policy provides for adequate safeguards against victimization of Employees who avail the mechanism and also provides for direct access to the Chairman of the Audit Committee.

The Board shall review the policy periodically so that it remains appropriate in the light of material changes in regulatory requirement with respect to the Company's size, complexity, geographic reach, business strategy, market and best governance practices.

The Company shall truthfully discharge its responsibility on making financial and other mandatory disclosures timely.

ii. Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle

Considering the nature of Company's business, it does not have any goods and raw materials utilization that could raise social concerns, economic risks and/or hazardous opportunities. So this principle has limited applicability.

There are regular reviews in regard to any new technology development, incorporating social, ethical, and environmental considerations. The rights of people who may be

owners of traditional knowledge, and other forms of intellectual property are recognized and respected.

The Company shall at all times, strive to upgrade the work culture and take such initiatives that work towards the conservation of the surrounding environment.

iii. Businesses should promote the wellbeing of all Employees

The Company understands the worth of a healthy and sound human resource. The Company ensures an environment which generates sense of belongingness, loyalty and commitment amongst the Employees. The Company ensures that there is a systematic chain or hierarchy which allows better flow of information, ideas, suggestions and understanding amongst the Employees and the senior management and there is in place a proper channel through which the grievances of the Employees are taken up and addressed by the senior management.

The Company does not employ child labour, adolescent labour, forced labour or any form of involuntary labour, paid or unpaid. The Company has a policy on Nomination & Remuneration of Directors, KMP and other Employees, which deals extensively with the employment and remuneration practices (including awards, recognitions, appraisals, etc.). The Company respects the right to freedom of association, participation, collective bargaining and provides access to appropriate grievance redressal mechanism. The Company provides equal opportunities at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or sexual orientation.

The Company shall concentrate on continuous skill and competence upgrading of its Employees by providing access to necessary learning opportunities, on an equal and non-discriminatory basis besides promoting Employee morale and career development through human resource interventions.

iv. Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

The Company values the support of its stakeholders and endeavors to maintain a cordial relationship and safeguard the interests of all the stakeholders. The Company regularly and systematically identifies its internal stakeholders like Employees and external stakeholders like shareholders, investors, government bodies including regulators, banks and financial institutions. The management of the Company remains accessible to all stakeholders in order to understand their concerns and respond accordingly. The Company endeavors to maintain healthy stakeholders' engagement, allows stakeholders' participation and promotes collective decision making process as far as practically possible.

The Corporate Social Responsibility (CSR) initiatives of the Company gives priority towards their upliftment. The Company through its Implementing agency Dhanuka Dhunseri Foundation (DDF) which was established in 1972 has focused on four major philanthropic areas i.e. promoted education by building schools and colleges and provided assistance for their maintenance, empowered girl child through education and other initiatives, improved healthcare by distributing free medicines, setting up dispensaries and providing assistance to charitable hospitals and focused on community

development through donations. The Company endeavors to contribute also in the development of sporting facilities for garnering young talent by creating a state-of-the art “Table Tennis Academy” with the objective to produce champions and facilitate personality development.

Apart from statutory disclosures and subject to business confidentiality, the Company ensures to disclose all the relevant information with respect to the Company, to the relevant stakeholders so as to enable them to take reasoned decisions. The Company believes that it is the responsibility of the Company to remain transparent about the impact of its policies and decisions on its stakeholders. The Company ensures while formulating any policy, that the interests of the stakeholders are not compromised.

The website of the Company displays all such policies and other relevant information from time to time to keep the stakeholders aware about position of the Company.

v. Businesses should respect and promote human rights

The Company appreciates and believes that human rights are inherent, universal, indivisible and inter-dependent in nature. The Company understands and continuously strives to promote human rights as mentioned in the Constitution of India in the provisions of Fundamental Rights and Directive Principles of State Policy. The Company ensures to inculcate and integrate values of human rights in the management systems and throughout the organization.

The Company has formulated vigil mechanism/ whistle blower policy to safeguard the interest of all stakeholders, Directors and Employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company as it respects the human rights of all stakeholders associated with it and public at large within and ensures that all stakeholders impacted by the business of the Company have access to the top management / grievance redressal mechanism / vigil mechanism (wherever applicable).

vi. Business should respect, protect and make efforts to restore the environment

The Company understands its responsibility towards the environment and it is continuously taking all necessary initiatives towards optimum utilization of its resources and it takes utmost care in ensuring sustainable and environment friendly practices which are embedded in our day to day services.

The Company is continuously making appeal to its shareholders to participate in the ‘Green initiative’ to reduce use of paper by converting their holding of physical shares into electronic shareholding by dematerialization, receiving soft copies of annual reports using internet facilities, receiving dividend by direct credit to their bank accounts instead of physical dividend warrants etc. As a part of Green Initiative for paperless office, the Company uses electronic methods of communication within and outside its office and avoids use of paper as far as possible and contribute to green environment. The Company also takes measures for paper conservation i.e, both side printing, re-use of papers, for reduction of usage of energy and prevention of pollution to the maximum extent possible, by adopting cleaner technologies i.e, installation of LED bulbs, etc.

For payment of dividend etc. as far as possible, the Company use methods of electronic remittances such as NEFT, NACH, RTGS, which also ensures faster credit of money to the bank accounts of the investors, avoids use of paper for dividend warrants, cheques. Our objective is to achieve highest level of paperless office by adopting practices, methods and modern techniques in our internal and external communication with all stakeholders.

vii. Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

As a corporate citizen, the Company understands its responsibility to operate within the democratic setup and constitutional framework. The Company recognizes that it operates within the specified legislative and policy frameworks prescribed by the Government, which guide its growth and also provide for certain desirable restrictions and boundaries.

In order to address various policy and regulatory issues, the Company believes in adopting a consultative approach with various Regulatory Agencies and aims to provide constructive feedback and suggestions whenever required.

viii. Businesses should support inclusive growth and equitable development

The Company considers the society as an integral part of its business and believes that it cannot work in vacuum and therefore, as it grows, the society should also progress.

The Company has always been known for its tradition of philanthropy and community service long before it was even mandated under the Companies Act, 2013. The Company continues with its philosophy to reach out to the community by supporting service oriented philanthropic institutions in the field of education, healthcare as the core focus areas.

The Company is guided by its Corporate Social Responsibility Policy for inclusive growth and equitable development.

ix. Businesses should engage with and provide value to their customers and consumers in a responsible manner

So considering the nature of business this principle has limited applicability. Still care is taken so that all requisite information is truthfully and factually disclosed by the Company.

4. Authority and Responsibility

The Chairman of the Company is the key person for the Business Responsibility initiatives stated in this policy and the Board has entrusted Executive Director (Finance), Chief Financial Officer (CFO) and Company Secretary of the Company with the responsibility to oversee and implement this policy.

5. Grievance Redressal

The Board of Directors shall be reported in case of complaints regarding violation of any policy and appropriate actions shall be taken against the offender after due enquiry and opportunity given to the defendant.

The Compliance Officer is available to answer any question about the policies, or to discuss any concerns one may have about potential violations of policy.

6. Scope of Application & Disclosure

This policy applies to the Directors and Employees of the Company and shall be appropriately disclosed in the Annual Report.

7. Amendment

This policy may be reviewed and amended from time to time by the Board in line with the changes in the regulatory requirements as well as changes in Company policies and all material changes may be placed before the Board for approval.