

## **Code of Conduct Policy**

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As Apollo continues on its journey of Internationalisation, we aim to build on the positive reputation that we have established over the last 30 years. Our reputation affects many aspects of our business- how our customers feel about our products; whether investors want to buy our shares; how business partners perceive us; and whether employees find Apollo a satisfying place to work. For this reason it is important that we maintain and enhance our reputation through strong integrity and ethical conduct.

This Code of Conduct (“the Code”) is designed as a guide to support you to undertake your work in line with the Apollo Values, Internal Policies and the Laws/ Regulations that exist in the countries where we do business. To obtain a high level of ethics and integrity does not purely mean compliance with policies and laws, it also means leading by example in the way we do business and in the way that we behave towards colleagues, candidates, clients, business partners and investors.

Not following the Code may result in breaches of law and regulations and a loss of reputation. For individuals it could also mean disciplinary action or dismissal. It is therefore essential that you familiarise yourself with the Code and make following it a daily habit.

If you have any queries or concerns about what the code means or how you should behave in any particular situation, it is important that you seek guidance from HR or the Compliance Officer. Similarly if you believe the Code has been broken by anyone in the company, we encourage you to raise it through the reporting process in the knowledge that we will not tolerate retaliation of any kind from anyone.

I am relying on each of you to play your part in ensuring that Apollo Tyres continues to be a brand we can all be proud of.

A handwritten signature in black ink that reads "Neeraj Kanwar". The signature is written in a cursive style and is followed by a long, horizontal, slightly wavy line that extends to the right.

Neeraj Kanwar

**Vice Chairman and Managing Director**

## Policy Terms

### Owner of the Code of Conduct Policy (known as “Policy” or “The Code”)

Chief Human Resources Officer

### Exceptions

Any exceptions to the norms laid down in this Code may be at the discretion of the Chairman/ Managing Director or any appropriate authority delegated by them.

### Definitions

The definitions used throughout the Code of Conduct are included in the final section.

### Amendments

- A. The Code of Conduct may be amended from time to time by the Board based on the recommendation of the Business Responsibility Committee.
- B. The Policy Owner is also authorized to make amendment in this policy in case of any amendment(s), clarification(s), circular(s) etc. issued by the statutory authorities, necessitating the amendment in the policy.
- C. It the responsibility of the Policy Owner to ensure effective communication of the Code of Conduct.

### Applicability

The Code applies to all employees (i.e. employees with permanent or fixed term contracts, including senior executive (managerial) contracts and also temporary agency workers, “Employees” or “colleagues”) working for Apollo Tyres Ltd (“ATL” or “Company” or “Apollo Tyres”) including associates, subsidiaries or joint ventures, no matter where you are located in the world.

This Policy shall be effective from **1<sup>st</sup> September 2017**.

Working at Apollo Tyres puts you in a position of trust and responsibility to uphold our values when dealing with colleagues, customers, suppliers, shareholders, the environment and our local communities. The Managing Directors and Senior Management are also required to adhere to the [Code of Conduct for Directors and Senior Management](#). For a copy please see the company website: [code-of-conduct-for-directors-and-senior-management\\_1](#)

### Affirmation of the Policy

This Policy is an internal policy of the Company and is distributed in support and accordance with local applicable laws and practices.

The Company shall report on the status of its adoption of this policy as internally and statutorily required. The Company shall encourage its business associates and partners to abide by this policy.

### Violation of the Policy

Violations of this policy by Company employees can lead to disciplinary action up to and including termination. Disciplinary actions may include immediate termination of employment at the Company’s sole discretion. Where the Company has suffered a loss, it may pursue legal actions against the individuals or entities responsible.

## Introduction to the Code of Conduct – Our Values

**The Apollo Way** - It's about our instincts. It's about the way we think. It's the way we interact with the world. It's our common culture. It's a system of values that, like our sixth sense, defines who we are and how we work.

At Apollo Tyres, we are committed to our core values of Customer First, Business Ethics, Care for Society, Empowerment, Communicate Openly and One Family. They are key to the way we work and interact with our customers, suppliers and colleagues across the business. Our Code of Conduct (the "Code") sets out key Company policies that outline the standards and behaviours that help to shape and strengthen our culture. All colleagues are expected to uphold these high standards wherever in the world we conduct business, ensuring that our values are maintained.

### How do I comply with the Code?

This Code, although comprehensive, is not exhaustive in defining every situation you may face as an employee, so employees should use common sense when referring to the Code. Our values, behaviours and ways of working are core to Apollo Tyres and each of us are responsible for upholding the values to which the Company is committed.

As an employee of Apollo Tyres, you are required to read, understand and adhere to the Code and the policies it refers to. We all have a responsibility to protect the Company's reputation in everything we do and say. We want you to understand why this is important and what is expected of all employees. If you require more information, speak to your line manager.

You should read the Code carefully and refer to it if facing an ethical and compliance related issue. It is essential to create a supportive environment in which you feel able to raise concerns internally without fear of disciplinary action. If you have any concerns or something you come across doesn't feel right, speak up.

### What are managers expected to do?

Managers have additional responsibilities under the Code to:

- Act as role models in following the Code of Conduct in its true spirit
- Ensure the Code is understood by those they manage;
- Provide advice and guidance on interpreting the Code, if required;
- Uphold and promote the requirements of the Code; and
- Complete the annual declaration of their compliance with the Code.

### The role of the HR Business Partner in helping us manage our business ethics

HR Business Partners have a special responsibility in supporting employees understand The Code, exploring workplace concerns and how they may be resolved. More information on this is included in the ["Reporting of Breaches of the Code of Conduct"](#) policy.

### How to raise a concern or ask a question?

Apollo Tyres aims to conduct business with the highest standards of ethics, honesty and integrity, and recognises that you have an important role to play in maintaining this aim. Any employee or worker providing services to Apollo Tyres concerned about any form of malpractice, improper action or wrongdoing by the Company, its employees or other stakeholders is strongly encouraged to report the matter. We believe it is essential to create an environment in which individuals feel able to raise any matters of genuine concern internally without fear of disciplinary action being taken against them, and for the individuals to feel that these matters will be taken seriously and investigated appropriately, and as far as practicable be kept confidential.

Apollo Tyres believes that any employee with knowledge of wrongdoing should not remain silent. We take all matters of malpractice, improper action or wrongdoing very seriously and you are strongly encouraged to raise incidents or behaviours that are not in accordance with the Code, or the policies to which it refers. For more information and to view the policy in full, please refer to the [“Reporting of Breaches of the Code of Conduct”](#) which is on the Company Intranet (Connect).

## Customer First

Apollo Tyres values the loyalty and confidence of its customers above all else. Our value of Customer First; we believe that our customers and those whom they serve are central to everything we do.

### Quality and Safety

In order to meet or exceed our customers' expectation, we:

- Take personal accountability for the success of our business by reporting (or addressing, if you have quality and safety responsibilities) any quality and safety issue or concern immediately.
- Never bypass quality controls or take shortcuts that compromise the quality or safety of our tyres.
- Use a fact-based approach to continually improve systems and processes, which create excellence in product and service quality, minimizes environmental impact, safeguards employee health and safety, and strives to exceed requirements and expectations of our customers, business partners and statutory authorities.

### Customer Safety

The health and safety of customers is of utmost importance to us. Apollo Tyres strives to provide the highest quality products to its customers. It is equally concerned about their safety and adheres to international standards of product safety.

- We shall exercise due care and caution while providing goods and services.
- The Company is constantly looking for customized solutions and innovations to give its customers the best and safest product experience.
- Immediately report any threats to customer safety to management so that appropriate and prompt action can be taken.

### Customer Care

Apollo Tyres recognizes the responsibility to care for its customers. The Company is committed to provide the high and consistent levels of service to its customers. It subscribes to the philosophy that the customer is the reason we exist, and treats all its customers with the utmost respect and courtesy.

- The Company raises the customer's awareness of their rights through education, product labelling and appropriate and helpful marketing communication.
- The Company seeks to completely eliminate the scope of complaints of its products and services.
- The Company will promote and champion initiatives and projects which seek to augment customer engagement, create awareness and customer retention by ensuring that customers are happy, safe and knowledgeable about the products.

We will always try to:

- Make sure our labelling, advertising and other forms of communication are clear and accurate and we will always work to respect cultural and ethical beliefs.
- We welcome customer feedback and try wherever possible to act on it to continually improve the services we offer.
- We make sure any complaints are managed fairly and professionally within appropriate timescales.
- Information that we hold about our customers will be handled properly and responsibly. It is our responsibility to protect our customer's personal data.

Our company policy regarding [Customer Care](#) is on our company website: [policy-on-customer-care](#)

### **Our approach towards customers**

The foremost objective of Apollo Tyres' initiatives is to have a positive impact on the everyday lives of its customers.

- We are conscious about building awareness amongst customers in order to inculcate responsible behaviour.
- We believe that its our customers whom we serve are central to everything we do. Our activities and products should take into account as well as promote the overall well-being of customers and that of society.
- The Company also provides adequate grievance handling mechanisms to address customer concerns and feedback.

### **Delivery of information to our Customers**

We disclose all relevant information truthfully and factually, through labelling and other means, including the risks to the individual, to society and to the planet from the use of the products, so that the customers can make an informed choice, and exercise their freedom to consume in a responsible manner. We also strive to educate customers and disseminate information on its products, to promote safe and responsible usage.

- Apollo Tyres promotes and advertises its products in ways which are consistent with its policies, and which do not mislead or confuse the consumers.
- When dealing with customers, Apollo Tyres is responsive. It represents fairly and correctly the available information and do not exaggerate the quality, features and availability of a product or service.
- We understand the issue from the customer's perspective and try to provide solutions and never provide false assurances or information at any time.

## Business Ethics & Empowerment

It is about the way each Apolloites interacts with the world and with oneself. With all stakeholders, internal and external, we conduct all business with integrity and honesty and follow all laws of the land. For the self, we take ownership for our actions and responsibility for our results.

### Purchasing Practices

Apollo Tyres considers its vendors as long-term business partners and is committed to conducting its business affairs in a fair and ethical manner that promotes open and fair competition in the best interests of Apollo Tyres and its business partners.

We shall strive to continuously enhance customer satisfaction by providing cost effective and quality materials on a timely basis, while working together with our supply chain partners on environmental, economic and social aspects to enable sustainable business practices.

Apollo Tyres believes that supply chain is a key contributor in the development and implementation of its Corporate Social Responsibility Programme, and expects its Business Partners to show concern for social and environmental responsibility as they conduct their business.

Apollo's endeavour is to work jointly with Partners to promote and encourage compliance with our [Sustainable Supply Chain Policy & Partner Code of Conduct](#) that is available on the company intranet (Connect).

### Doing Business Globally

As a global company doing business around the world, Apollo Tyres is committed to complying with applicable laws that govern international trade.

As Apollo does business in many countries around the world, we are subject to numerous international trade laws. These laws can affect our ability to sell tyres and conduct business with certain countries and individuals. The laws are complicated and may change, and penalties for violations can be severe, including fines, revocation of permits or even imprisonment. We have to take particular care in relation to import and export controls, trade sanctions and boycotts.

If you are involved in the sale, marketing, distribution or transportation of products, or the transfer of technology across international borders, you must:

- Be familiar with and comply with all applicable laws and company policies regarding international trade restrictions (See Fair Competition section, Page 12/13 for more information).
- Notify the relevant department for your region/business area if you receive any trade-related issues or requests from customers, suppliers or others to participate in a boycott against individuals, companies or countries.

### Anti- Bribery & Corruption

This type of conduct is absolutely prohibited whether committed by employees or anyone else acting on the Company's behalf. This area of the Code of Conduct policy prohibits direct or indirect payments, gifts or inducements of any kind to and received from any person, including officials, customers and suppliers, for example:

- A government official at national, state or local level including government companies and public sector enterprises.

- Employees, relatives or friends to gain a benefit that may include approvals, licences, and permits.
- You should not get involved in any business transactions that could result in you obtaining a personal benefit.

The areas of business where corruption, including bribery, can most often occur include Gifts & Donations, the Procurement Process and Facilitation Payments. We operate a zero tolerance approach to the making or receiving of bribes or corrupt payments, in any form.

- We do not give or accept payments or gifts in order to conduct business anywhere in the world.
- We agree the terms of supplier payments at the start of business and pay in accordance with our contractual obligations.
- You should not use your position as an Apollo Tyres employee to get discounts from contractors/suppliers unless they are corporate agreed discounts notified and made available to all employees, or do personal business, unless expressly authorised by management.

### **1. Gifts & Donations**

Apollo Tyres and its employees shall neither receive nor offer or make, directly or indirectly, any illegal payments, remuneration, gifts, donations or comparable benefits that are intended to, or perceived to obtain business or uncompetitive favours for the conduct of its business. However, Apollo Tyres, where laws permit, allows authorised employees to accept and offer nominal gifts, which are customarily given and are of commemorative nature for special events. Under these circumstances, gifts and donations are acceptable if they are reasonable, proportionate and made in good faith and in compliance with our Company policies.

### **2. Procurement Process**

Supplier selection should never be based on receipt of a gift, hospitality or payment. When supplier selection is a formal, structured invitation for the supply of products or services (often called a 'tender'), it is most important we maintain documentation supporting our internal controls. In the public sector, such a tender process may be required and determined in detail by law to ensure that such competition for the use of public money is open, fair and free from corruption.

A tender process includes an invitation for other parties to make a proposal, on the understanding that any competition for the relevant contract must be conducted in response to the tender, no parties having the unfair advantage of separate, prior, closed door negotiations for the contract where a bidding process is open to all qualified bidders and where the sealed bids are in the open for scrutiny and are chosen on the basis of price and quality.

### **3. Facilitation Payments**

Sums paid to government officials to facilitate or expedite nondiscretionary government actions of a routine nature are considered as facilitation payments. Facilitation payments are not allowed. If employees are unsure whether certain payments represent facilitation payments, they are required to contact their Line Manager, HRBP or Compliance Officer.

### **Books, Records and Internal Control Requirements**

Expenses must never be hidden or purposefully misclassified. Many serious bribery and corruption scenarios are found to involve inaccurate recordkeeping. To prevent this, there must be accurate accounting records for all financial transactions, including cash and bank accounts. We must ensure that we maintain accurate books, records and financial reporting. All business units must maintain

an effective system of internal control and monitoring of our transactions. It is our responsibility to be knowledgeable of control procedures and ensure compliance.

### **Fraud**

Fraud is deemed gross misconduct. Disciplinary procedures will be rigorously applied to any instances of fraud and are likely to result in dismissal.

We define Fraud as the deliberate action by any person, or deliberately allowing an action to be taken, to create, falsify, destroy, deface, or conceal any account, balance, record or document, or impersonate, deceive, or misuse their position with the intention of:

- Obtaining money, assets, services, information or any other benefit which would otherwise be denied;
- Distorting personal or business performance;
- Causing a loss to the Company or another party (e.g supplier, third party contractor, customer or employee);
- Prejudicing the Company's rights, competitive position or business reputation, or those of another party (as above); and/or
- Attempting or assisting in any of the above

You must follow Company procedures when dealing with the Company's property, goods and cash. When dealing with financial transactions you must also follow the relevant Company policies. When travelling and claiming expenses you must follow the Business Travel and Expenses Policy for your region/business area.

### **Money Laundering**

Money laundering generally occurs when funds from illegitimate sources are brought into legitimate financial channels to hide them or make them appear legitimate.

Apollo Tyres complies with all laws that prohibit money laundering or financing for illegal or illegitimate purposes.

You should always ensure that you are conducting business with reputable customers, for legitimate business purposes, with legitimate funds. Check for "red flags" such as requests from a potential customer or supplier for cash payments or other unusual payment terms. If you suspect money-laundering activities, report it.

If you suspect your customer or supplier is engaged in an illegal activity, report it to the HR Business Partner for your region/business area or see the [Reporting of Breaches to the Code of Conduct policy on the intranet](#) (Connect) for additional guidance.

### **Government Agencies**

The Company's business is in a highly regulated sector and employees engaged in working with government agencies like regulators, taxation officials, local authorities and such are required to build relationship of trust based on transparency and fairness at all levels.

When dealing with government, employees must:

- Ensure that the highest standards of business conduct are followed.
- Contact or engage with the relevant government agency only if authorized to do so on behalf of the company.
- If in doubt, escalate the matter to your seniors; do not attempt to resolve on their own.

- When seeking resolution or clarification of various legal issues, ensure all engagements must be in line with normal business conduct and based on merit.
- Be careful to provide accurate and complete data when information or documents relating to the company are sought.
- Co-operate fully and courteously with officials who are authorized to conduct an investigation or inquiry or seek information or data.
- Retain and preserve all relevant information and data for reporting, compliance or investigation.

Apollo employees must not: -

- Attempt to exert undue influence to obtain a favourable decision.
- Knowingly destroy, alter and conceal any records or data in physical/ electronic form.
- Obstruct directly or otherwise access to information or records that are sought.
- Provide false or misleading information or create false data or records.

### **Corporate Governance**

All employees of Apollo Tyres should sincerely follow the philosophy of good corporate governance by possessing strong business fundamentals and delivering high performance through relentless focus on transparency, accountability, compliance with applicable laws and regulations, professionalization and corporate social responsibility for enhancing shareholders' value and contributing to society at large.

### **Conflicts of Interest**

You should not put yourself in a position where you are involved in an activity for personal gain, to you or your family, which conflicts with the Company's interests. Conflicts of interest can take many forms including, but not limited to:

- Engaging in any activity that competes with Apollo Tyres;
- Taking personal advantage of an opportunity that belongs to Apollo Tyres;
- Engaging in a business relationship on behalf of Apollo Tyres where you or a family member has an interest in the other party, including a directorship or shareholding, unless previously advised to, and agreed by management.
- Acquiring an interest in property or companies;
- Board memberships;
- Significant ownership interests of other companies that do or seek to do business with Apollo Tyres

All potential conflicts of interest need to be reported promptly in advance to the relevant line manager and approval obtained.

### **Employment of Relatives**

In order to avoid an actual or perceived conflict of interest, it is not appropriate to:

- Supervise someone with whom you have a close personal, romantic or familial relationship;
- Place colleagues who have a romantic or family connection in a reporting relationship;
- Be involved in selecting or hiring someone with whom you have a close personal, romantic or familial relationship; or
- Participate in the selection or relationship management of a business partner if the firm employs someone with whom you have a close personal, romantic or familial relationship.

All potential conflicts of interest relating to working with relatives need to be reported promptly in advance to the relevant line manager and approval obtained.

## Fair Competition

The Company subscribes to upholding the highest standards of fair and ethical business practices and market driven competition. It ensures that it does not restrict the freedom of choice and free competition in any manner while designing, promoting and selling its products.

We seek to outperform our competitors fairly and honestly, achieving competitive advantage through superior performance and never through unethical or illegal business practices.

We compete for business aggressively but always honestly. We believe in free and open competition that is vigorous and principled. We recognize that laws regulate competition and trade practices vary around the world. However, certain activities, such as price fixing, agreeing with a competitor to allocate customers or territories, and bid rigging, are always prohibited.

We comply with all applicable laws; rules and regulations that govern the way companies compete. These laws are designed to foster free and fair competition. Even the appearance of improper agreements with competitors can harm our reputation and risk legal action. Antitrust/competition laws are complex and vary from country to country. Proven violations carry significant fines and even imprisonment and company discipline up to and including termination of employment.

In relation to our competitors, we:

- Never discuss or reach agreements about any aspect of the following:
  - Pricing
  - Markets
  - Production
  - Inventory
  - Capacity
  - Territories
  - Contracts
  - Customers
  - Costs

Apollo Tyres protects its own secrets and respects the intellectual property rights of others. Employees must not obtain confidential information of other parties by improper means or disclose it without authorization.

- Immediately contact our Legal Department if a competitor attempts to discuss any topic listed above.
- Conduct all relations with competitors, including social activities, as if the government will scrutinize them.
- Do not misrepresent product and price attributes or make false claims about competitors' offerings.

If you are in Apollo Vredestein, please refer to your Competition Law guide on your local intranet. For APMEA and corporate roles, please refer to the [Competition Compliance Manual](#) on the intranet (Connect).

### **Inside Information and Market Abuse**

We never use or improperly disclose material, non-public information about Apollo Tyres or another company for the purpose of buying or selling securities; nor do we ever attempt to manipulate the price of publicly traded securities.

We support fair, open securities markets and strive to preserve Apollo Tyres Company's reputation as a company that can be trusted to deal honestly, everywhere we do business. Insider trading and financial market abuse not only distort financial markets, they are illegal. Enforcement is rigorous, and penalties are severe. Many of us have access to information about Apollo Tyres that may not be known to the public. This is known as "inside information". For more information please refer to the ["Insider Trading Code"](#) on the intranet (Connect).

The Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information is required us to ensure timely and adequate disclosure of unpublished price sensitive information ("UPSI") which would impact the price of the Apollo Tyres share. If you have access to any unpublished data that may impact our share price, you should refer to the [Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information](#) available on the Company website: [code-of-practices-and-procedures-for-fair-disclosure-of-upsi 1](#)

### **Innovation and Intellectual Property\***

As a term of your employment with Apollo Tyres, the Company owns any inventions, discoveries, improvements, brands and designs you make during the course of your employment and all related intellectual property rights. The Company will be entitled to the exclusive use of these rights, as far as the law permits and you will have no right to use them for your own purposes unless otherwise agreed in writing. The Company will also own copyright and similar rights in work created during your employment and you agree to waive any moral rights you may have. It is also a term of your employment that you do everything necessary, during or after your employment, to enable the Company - at its request and expense - to obtain patents, design, copyright, trade mark and similar protection in any part of the world.

\*These conditions may vary in your region especially the Netherlands, Germany or Hungary, where you should refer to your HR Business Partner and your local conditions/contract.

### **Personal Data**

The Company recognises the importance of respecting your privacy and the need for appropriate safeguards in relation to the collection, storage and processing of personal data. We expect that all information held about employees will be dealt with properly and responsibly.

Apollo Tyres is committed to handling personal information in line with data protection laws. Wherever you work in the business, as an Apollo Tyres employee you have an important part to play in enabling us to meet this commitment. As an employee it is your responsibility to ensure that all personal information is handled in compliance with data protection laws. This applies to all information, held on computer or in hard copy files, from which a person could be identifiable. Beware of people trying to obtain information to which they are not entitled. Do not access personal data about people without appropriate authorisation, only use it for legitimate legal or business purposes and only hold the information as long as is necessary to carry out the business or legal task.

### **Creating and maintaining accurate records and accounts**

Apollo Tyres is committed to complying, both in letter and spirit, with its reporting and disclosure requirements under applicable laws, regulations or as required by its internal policies. We maintain complete and accurate records so that we can make responsible business decisions and provide truthful and timely information to the investing public and various governments. Our [policy](#) to ensure we preserve and archive our documents is available on the company website: [policy-on-preservation-and-archival-of-documents](#)

Business and financial records are essential to our business operations. We rely on the integrity and accuracy of those records, both for internal decision-making and for the benefit of investors, government agencies, regulators and others to whom we report. Accurate and transparent record keeping and appropriate storage and archive procedures protect our reputation, promotes organizational efficiency and helps us to meet our legal and regulatory obligations.

All of us, not only those working in finance and accounting roles, have a responsibility to ensure the integrity, accuracy and effectiveness of our record keeping and must do so in the following ways:

- Record all assets, liabilities, revenues, expenses and business transactions completely, accurately, in the proper period and in a timely manner.
- Ensure that records and accounts conform to generally accepted accounting principles and our internal controls system.
- Never set up or maintain for any purpose any cash funds, other assets or liabilities that are secret or unrecorded.
- Do not participate in “trade loading” or “channel stuffing.”
- Use thoughtful, appropriate and accurate wording when creating records, avoiding exaggeration, colourful language, guesswork, conclusions outside of your functional expertise and derogatory characterizations about people and their motives.
- Never conceal or destroy documents or records that are subject to investigation or may be used in an official proceeding.
- Maintain and destroy company records in compliance with our records management policy and record retention protocol.
- Ensure at all times the confidentiality of any information and/ or business records received in confidence by an employee, and not disclose or disseminate such confidential information unless duly authorised.

For more information, please refer to the “Policy on preservation and archival of documents” available on the Website of the Company

### **Use of Information Technology (“IT”)**

We use company equipment and information communication systems responsibly and we all must be prudent and responsible in our use of the company’s information and communications equipment and systems. By using the security controls and measures established by Apollo Tyres, we protect company information and data from accidental or unauthorised disclosure, misuse, improper alteration or destruction. Storage of company information on personal removable media is not permitted. Personal use of company telephones, computers, faxes, photocopiers and network bandwidth is acceptable if it is incidental, infrequent and permitted under local guidance. This privilege must not be abused. The same principle applies to use of our personal wireless devices during working hours because this potentially reduces bandwidth as well as productivity. Personal use of company equipment is not acceptable if it:

- Significantly reduces the value of Apollo Tyres assets;
- Incurs significant additional costs to the company;
- Places company information at risk;

- Interferes with our productivity; or
- Places Apollo Tyres at risk of liability.

We understand that, in accordance with local laws and Apollo Tyres policy, the company reserves the right to inspect its facilities and property, including but not limited to computers, telephone records, email, Internet usage, business documents, offices and other workspaces. We strictly prohibit the use of Apollo Tyres systems (including email, instant messaging, the Internet or Intranet) for activities that are unlawful, unethical or otherwise contrary to this Code or Company policy - [Policy on acceptable usage \(IT\)](#), which is available on the company intranet ([Connect](#)). Usage will always be inappropriate if it involves:

- Pornographic, obscene, offensive, harassing or discriminatory content
- Chain letters, pyramid schemes or commercial ventures
- Gambling, auctions or games
- Large personal files containing graphic or audio material
- Unauthorised mass distributions
- Violation of others' intellectual property rights.

## One Family

We are committed to ensure all employees are treated with dignity and respect, all of their efforts are appreciated and their potential is brought out to the fullest. Our [Human Resource Policy](#) is on the company website: [human-resource-policy](#)

### Valuing Diversity

We value the diversity of the people with whom we work and the unique contributions they make. We have a long-standing commitment to equal opportunity and intolerance of discrimination and harassment. We wish to provide facilities for the wellbeing of our employees including those with special needs. The basis for recruitment, hiring, placement, training, compensation and advancement in the Company is qualifications, performance, skills and experience.

### Equal Opportunities

We are committed to being an active equal opportunities employer, from recruitment and selection, through training and development, appraisal and promotion, right up to retirement. We treat everyone equally regardless of age, gender, gender reassignment, colour, ethnic or national origin, disability, hours of work, nationality, religion or belief, marital or civil partner status, disfigurement, political opinions or sexual orientation.

We treat all colleagues with dignity and respect and expect colleagues to treat each other and our customers in the same way. We all have a responsibility not to support unfair behaviour by ignoring what is happening around us. It is Company policy to promote an environment free from discrimination, harassment, and victimisation where everyone will receive equal treatment. All decisions relating to employment practices will be objective, free from bias, and based solely on work criteria and individual merit. In every set of circumstances we aim to find the 'best fit' between personal requirements and business needs.

For colleagues who would like to raise a concern, please follow either your local complaints procedure or for more serious concerns, refer to the [Reporting of Breaches of the Code of Conduct](#) policy. Your HR Business Partner will be able to provide you details and it is available on the company intranet site (Connect).

### Human Rights

Apollo is committed to respecting human rights. We are working towards better identification, prevention, and mitigation of adverse human rights impacts resulting from or caused by our business activities.

We believe in the concept of "One Family" and the same is enshrined in our Values. We promote the awareness and realization of human rights across our value chain. We celebrate our oneness through building trusting relations, respect for diversity and passion towards common goals. For an example:

- Apolloites must know their colleagues as they would know a friend.
- Apolloites must encourage each other to lead a healthy lifestyle and balance work and personal life.
- Apolloites must value and take pride in fellow colleagues irrespective of their hierarchy, race, religion and gender.
- Apolloites must connect with each other as one team with one dream.

The Company's [Human Rights Policy](#) is available on the company website: [human-rights-policy](#)

### **Workplace Security**

The Company is committed to maintaining a workplace that is free from violence, harassment, intimidation and other unsafe or disruptive conditions due to internal and external threats. Security safeguards for employees are provided as needed and will be maintained with respect for employee privacy, safety and dignity.

A separate [“Policy to prevent and deal with sexual harassment”](#) has been formulated and is available on the intranet (Connect). The employees are required to adhere with the same in a strict manner.

### **Child and Forced Labour**

We seek to conduct our business in a manner that respects the human rights and dignity of people. We wish to play a role in the elimination of human rights abuses such as child labour, human trafficking and forced labour. The Company does not hire child labour, forced labour or any form of involuntary labour, paid or unpaid. It prohibits the hiring of individuals that are under 18 years of age.

### **Freedom of Association and Collective Bargaining**

The Company respects our employees’ right to freedom of association and participation without fear of reprisal, intimidation or harassment. Where employees are represented by a legally recognized union, we are committed to establishing a constructive dialogue with their freely chosen representatives. The Company is committed to bargaining in good faith with such representatives. The Company respects the right of freedom of association, participation, collective bargaining and ensures all individuals impacted by the business have access to a grievance policy.

### **Encouraging Work life Balance for employees**

At Apollo Tyres, the requirement of maintaining work life balance of its employees is recognised and promoted. The Company ensures the timely payment of fair living wages to meet basic needs and economic security of the employees.

### **Training and Development**

Training and Development is of paramount importance at Apollo because it allows Apolloites to expand their knowledge base, acquire new skills, sharpen existing ones, perform better, increase productivity and become better leaders. Continuous efforts are being taken to improve the employee capabilities by offering functional training programmes that are focused on our business imperatives.

The Company ensures continuous skill and competence upgrading of all employees by providing access to necessary learning opportunities, on an equal and non discriminatory basis. It promotes employees’ morale and career development through enlightened human resource interventions.

## Care for Society

We will not compromise the health and safety of our employees. We provide a healthy workplace that is safe, hygienic and humane which upholds the dignity of employees. It also complies with applicable safety and health laws, regulations and internal requirements.

We are dedicated to maintaining a productive workplace by minimizing the risk of accidents, injury and exposure to health risks. It is committed to engaging with employees to continually improve health and safety in workplaces, including the identification of hazards and remediation of health and safety issues. The employees of the Company are trained accordingly.

### Health & Safety

Together we are committed to highest safety standards to make sure we return safe and healthy to our families. The Company has a responsibility under legislation to protect the health, safety and welfare of all colleagues, customers and contractors on our premises. Each employee has the responsibility to act and conform to the local safety regulations of each company location. We must all ensure that life-saving rules and safety standards and procedures are complied with to establish a safe work place for yourself and others, e.g. contractors, colleagues, visitors and suppliers.

As a company we strive to continuously improve our safety performance by measuring, evaluating and reporting safety related key performance lagging and leading indicators.

Managers have a responsibility to make sure employees are aware of Health & Safety regulations and the need to report all accidents and dangerous occurrences to the appropriate person or department.

### Corporate Social Responsibility (CSR)

Apollo Tyres as an organization is committed to incorporating policies, systems and approaches to achieve its positive impact growth objectives. Apollo Tyres shall also promote sustainable consumption of natural resources, and not encourage practices that lead to excessive conspicuous consumption.

Deeply inherent in our vision statement are the principles of sustainability. The CSR approach stems from our vision statement focusing on “continuously enhancing stakeholder value”, which includes the larger society and environment in which the Company operates. The CSR philosophy of the company rests on the principle of sustainability and self-reliance. It also embeds a dimension of philanthropy. At the core of Apollo’s responsibility belief is stakeholder engagement. Consequently all the projects the company has link to its stakeholders, the issues they face and the issues organization has identified to support on philanthropy front. For more information, please refer to the [Corporate Social Responsibility Policy](#) available on the Company website: [csr-policy](#)

### Protecting the Environment

The Company is environmentally conscious and supports initiatives and measures that contribute towards environmental conservation and the well-being of its surrounding eco-system.

For more information, please refer to the [Environment Policy](#) available on the website of the Company: [environment-policy](#)

## **Product Stewardship**

At Apollo Tyres, we design our goods and services taking a life cycle approach from design, use to final disposal. We strive to deliver products of the highest level of quality with the lowest possible negative impact on human health and environment.

In order to achieve this, we:

1. Comply with all applicable laws and regulations
2. Assure safety and optimal resource use over the life-cycle of the product, and in the furtherance of this objective disseminate and promote awareness of the responsibilities to everyone connected with it throughout the life cycle of the product.
3. Provide relevant information about our products to customers, distributors, suppliers and other stakeholders to promote safe usage (and post life cycle disposal) of products.
4. Consider health, safety and environmental impacts in the innovation, design, development, manufacture and use of products.
5. Monitor and continuously improve the environmental, health and safety performance of our products and processes with employment of new technology, and in doing so, factor in social, ethical, and environmental considerations.
6. Promote sustainable sourcing and consumption, including recycling of resources and waste. The Company promotes recycling and environmental friendly disposal by consumers at the end of the life cycle of its products.
7. Recognise and respect traditional knowledge other forms of intellectual property rights, and take steps to procure goods and services from local and small producers.

Our company policy with respect to [Product Stewardship](#) is on the company website: [product-stewardship-policy](#)

## Communicate Openly

As one of its core, Apollo Tyres is committed to open and transparent communication, stakeholder engagement, and accessibility of relevant information with regard to decisions that impact stakeholders.

### Stakeholder Engagement

Apollo recognizes that stakeholder engagement is an essential part of business operation. It is an important mechanism to understand the stakeholder's concerns, involve them in managing risks and resolving issues at an early stage, thus ensuring long term sustainability of our business. In order to achieve this Apollo Tyres shall:

- Systematically identify its stakeholders and understand their concerns
- Define purpose and scope of engagement and design appropriate engagement methods and plans
- Assign adequate resources and responsibilities for effective stakeholder engagement
- Imbibe principles of inclusiveness and transparency in all its engagement
- Carry out stakeholder engagement and allow stakeholders to provide feedback and engage positively in its business operations
- Acknowledge and assume responsibility about the impact of ATL's policies, decisions, products, services and associated operations on the stakeholders
- Resolve stakeholder grievances in a fair, equitable and timely manner
- Proactively engage with and respond to those that are disadvantaged, vulnerable and marginalized and give special attention and develop special initiatives in relation to stakeholders in areas that are underdeveloped.

Our [policy](#) on stakeholder engagement is on our company website: [stakeholder-engagement-policy](#)

### Internal communications

As a company, Apollo Tyres is committed to provide clear, honest and accurate communication directly to employees.

As employees of Apollo Tyres, you must never knowingly provide false information to the Company or about the Company to anyone else. You must never use the Company's name or resources for personal gain or insider knowledge to profit from buying or selling Company shares. The work and ideas that are created whilst working for the Company are owned by Apollo Tyres.

If you are involved with internal or external communications activity, please refer to the Apollo Corporate Communication Policy that is available on the company intranet (Connect).

### Social Networking Sites

Employees are reminded that social media and networks such as Facebook, Twitter; Instagram etc. are social utilities that connect people with friends and others who work, study and live around them. As such, anything they say or do on such sites regarding the company falls within the public domain. Employees are also reminded that although any type of social media are perceived to be private domains any comments, statements, pictures etc. may be shared and are therefore no longer private. If the employee is a known employee of the Organisation, the employee may be seen to be speaking on behalf of the employer. In the event where an employee makes any kind of derogatory, discriminatory, racist, sexist or defamatory statements about or to another person/s on social media and the name of the Organisation can be associated with the employee, that employee may be subject to disciplinary action that could result in dismissal.

### **Media and Investor Relations**

In order for Apollo Tyres' communications to live up to the Company's policies and goals, it is essential that the spokespersons are those individuals that possess the best expertise and understanding of the Company's business. For this reason, only the authorized spokespersons are allowed to speak with the media. Any other media spokesperson can be appointed for specific events or initiatives, with the permission of the Vice Chairman & MD. Nevertheless, any media queries and concerns should be routed via the Corporate Communications / region's PR team. For more information, please see the [Corporate Communication Policy](#) that is available on the company intranet (Connect).

If you have access to any information that may impact share price of Apollo Tyres Ltd, you should refer to the [Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information](#) which is available on the company website: [code-of-practices-and-procedures-for-fair-disclosure-of-upsi\\_1](#)

### **Lobbying, Advocacy, Regulatory and Political Engagement**

We believe that it is necessary to represent to and engage with authorities on matters concerning the various sectors in which the Company operates. The engagement with the relevant authorities is guided by the values of commitment, integrity, transparency and the need to balance interests of diverse stakeholders.

Apollo Tyres participates in the democratic political process in a consistent and transparent manner. We lobby for effective legislation and regulation directly and through key trade associations. Where our views differ significantly from our trade associations on issues that are important to us we will make these known. We do not give donations to political parties or incur EU political expenditure.

*Colleagues requesting paid time off to participate in public duties, for example to carry out duties for a local authority or participate in local or national politics, must first speak to their line manager.*

Employees must ensure that any engagement by them in political activities, or association/affiliation with any political organisation, should be in their personal capacity, and not in any way capable of being construed as in the capacity of a representative of Apollo Tyres.

Whilst engaging with the public and the regulators during the course of our operations, employees must:

- Act within the bounds of the authority conferred upon them and in accordance with the policies of the Company
- Comply with all the applicable legal and regulatory requirements of the country they are acting in
- Follow the fundamental standards set out below, during the course of their interaction with the public/regulators
- Ensure that the advocacy position is consistent with our values and philosophy
- Work with industry organizations that are engaged in policy advocacy;
- That policy advocacy is conducted ethically.

For further guidance, please refer to the [Public and Regulatory Policy](#) available on our company website: [public-and-regulatory-policy](#)

## Definitions

- **“Board”** means the board of directors of the Company.
- **“Company”** or **“Apollo Tyres”** means Apollo Tyres Limited, its subsidiaries and associates.
- **“Compliance Officer”** means the Company Secretary of Apollo Tyres Ltd, or any other person so designated from time to time.
- **“Director”** means a member of the Board;
- **“Employee”** means every employee of the Company, whether based in India or overseas, and shall include the Directors in the employment of the Company. May at times be referred to as an Apolloite.
- **“Generally Available Information”** means information that is accessible to the public on a non-discriminatory basis;
- **“Immediate Relative”** means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities;
- **“Trading”** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any of our products or services, and **“trade”** shall be construed accordingly.

### Anti-Bribery and Corruption definitions:

- **Bribe/ bribery** means the giving, offering, promising, requesting, agreeing to receive or, receipt or acceptance either directly or indirectly of any improper or undue gratification or advantage. It may be financial and includes any payment, gift, loan, fee, reward, or anything of value, to or from any person in order to illegally or improperly influence a decision in favour of the giver.

#### Examples of bribes include:

- Money or cash equivalent
  - Unreasonable or extravagant gifts, entertainment or hospitality
  - Kickbacks
  - Unwarranted allowances or expenses;
  - Uncompensated use of company services or facilities;
  - Anything else of value; or
  - An advantage (whether financial or not).
- **Corrupt/ corruption** means the misuse or abuse of office or power for personal gain.
  - **Kickbacks:** The return of a sum already paid or due as a reward for awarding of furthering business.
  - **“Improper payments or gifts”** means anything of more than a minimal value given to any person, firm or organization, whether associated with a customer, supplier, competitor, government or otherwise, to obtain improper preferential treatment