

CODE OF CONDUCT FOR SUPPLIERS AND SERVICE PROVIDERS

ITC Hotels Limited's ('ITCHL's) Code of Conduct for Suppliers and Service Providers ('the Code') reflects the Company's commitment to Business Integrity, Environmental and Resource Efficiency, Quality Management, Responsible Labour Practices, Human rights, Grievance Redressal, Breach Reporting, and Comprehensive Assessments across the supply chain. The Code is also aligned with the principles set out in the United Nations Guiding Principles on Business and Human Rights. All suppliers and service providers of ITCHL are expected to comply with the requirements outlined in this Code.

This Code requires that Suppliers and Service Providers and their facilities comply with applicable laws, environmental regulations, respect human rights including minimum wages, occupational health and safety, as required by applicable laws and meet the requirements of this Code. Visit www.itchotels.com/in/en/corporate/sustainability for more information on ITCHL's commitment to sustainability. ITCHL provides products and services of superior quality and value by sourcing them from international and Indian manufacturers and suppliers. ITCHL also expects that Suppliers and Service Providers will hold their business associates to the same standards as contained in this Code.

I. Labour Practices

ITCHL recognizes and respects that its Suppliers and Service Providers are independent entities and the exclusive employers of their respective employees. ITCHL expects that the Suppliers and Service Providers will comply with all the prevailing labour legislations at all times, including the following:

A. Child Labour

Suppliers and Service Providers shall not engage child labour.

B. Anti-Discrimination, Fair Treatment and Anti-Harassment

Suppliers and Service Providers shall promote and maintain a workplace free from discrimination and prevent harassment, and treat their employees with fairness, dignity and respect. They shall not discriminate against their employees based on their caste, religion, disability, gender, sexual orientation, race, colour, ancestry, marital status, political or religious affiliation, trade union membership, etc. They shall provide appropriate safeguards to prevent and remediate such incidents, if any.

C. Forced Labour

Suppliers and Service Providers should not use forced or bonded labour in any form.

D. Safe and Healthy Working Conditions

Suppliers and Service Providers are expected to comply with applicable laws and endeavour to make the workplace, machinery, equipment and processes free from risk (including fire safety) to ensure personal safety of any person working in such workplace or with access to such equipment and process. Suppliers and Service Providers shall ensure, at the minimum, adequate access to potable water and sanitary facilities, lighting and ventilation. Suppliers and Service Providers shall manage all health and safety risks in order to prevent occupational injuries and illnesses.

For all work carried out in the Company's premises, Suppliers and Service Providers shall maintain safe and hygienic working conditions in accordance with the ITCHL's 'HANDBOOK ON HEALTH AND SAFETY AT WORK' which has been issued to them.

II. Environment and Resource Efficiency

Suppliers and Service Providers shall comply with applicable laws and endeavour to adopt resource efficient practices along with environment-friendly technologies, and shall endeavour to align to Company's Policy on Resource Efficiency concerning the protection of the environment. Suppliers and Service Providers shall monitor and manage environmental aspects including GHG emissions, water, waste and biodiversity, wherever relevant and possible.

III. Quality Management

Suppliers shall have processes and management systems for providing products and services of superior quality, aligned with recognised national and international standards, and ITCHL's requirements, as applicable.

IV. Human Rights and Grievance Redressal

ITCHL requires its business partners to establish a human rights compliant business environment at their workplace. ITCHL expects its Suppliers and Service Providers to establish processes for mapping / monitoring progress on human rights performance.

Suppliers and Service Providers shall have well-defined systems for capturing and addressing grievances raised by internal and external stakeholders.

V. Business Integrity

Suppliers and Service Providers should always be ethical in all aspects of their business, including their relationships, practices, sourcing & operations, and comply with the applicable laws in this regard.

Suppliers and Service Providers shall comply with the following:

A. Conflict of Interest

Suppliers and Service Providers shall avoid any actual or potential conflicts of interest in their business dealings with ITCHL that could create a perception of unfairness or lead to uncompetitive favours, and shall disclose to ITCHL any such situation of conflict of interest, including involvement or interest of any employee of ITCHL or his / her immediate family members in their business.

B. Anti-Bribery and Anti-Corruption

ITCHL expects that its Suppliers and Service Providers, in their dealings with ITCHL, do not indulge in any form of bribery or corruption that is intended to induce or reward improper conduct or influence any decision. ITCHL expects that its Suppliers and Service Providers shall endeavour to have a policy pertaining to anti-corruption and anti-bribery. ITCHL expects and seeks confirmation in its commercial and contractual terms that Suppliers and Service Providers will not offer or promise or provide any benefit, either in cash or in kind, to any employee or any relative / associate of any employee of ITCHL or of any of its associate companies, in order to facilitate their existing or future business with ITCHL.

C. Hospitality and Gifts

ITCHL prohibits offering of hospitality or gifts to influence business decisions. Hospitality or gifts exchanged, if any, during the course of business, as social and customary gestures, should be nominal in nature.

D. Anti-Competition and Anti-Trust

Suppliers and Service Providers shall comply with all applicable anti-trust and anti-competition laws, as relevant.

VI. Reporting of Breaches

Suppliers and Service Providers shall bring to the notice of the manager concerned at ITCHL, any actual or suspected breach of this Code.

Suppliers and Service Providers are encouraged to report any known or suspected improper behaviour of ITCHL employees.

The Company's Whistle Blower Policy provides a secure mechanism for such reporting, ensuring that all concerns are addressed fairly, confidentially, and without fear of retaliation. For full details, please refer to <https://www.itchotels.com/Whistleblower-Policy.pdf>

VII. Assessments

ITCHL has a robust process of evaluating its Suppliers and Service Providers before engaging with them, proactively making them aware of its expectations / requirements, and seeking commitment for compliance through contractual agreements. Additional Confirmation from Supplier / Service Providers to be undertaken on ethical bidding & fair trade practices with respect to their sister concerns (if any) registered / not registered with ITCHL or any of its group company(ies) in a prescribed format.

ITCHL reserves the right to verify compliance with this Code at any time through appropriate audit and assessment mechanisms, including self-certification. Suppliers and Service Providers shall undertake corrective actions identified during assessments, if any. In case of persistent non-compliance with the Code of Conduct and lack of commitment towards undertaking corrective actions, ITCHL reserves the right to disengage with such Suppliers and Service Providers.

ITCHL shall reinforce awareness of this Code amongst the Suppliers and Service Providers and shall support them in this endeavor.