



NOCIL LIMITED

NOCIL Limited

Conflict of Interest Policy

For NOCIL LIMITED

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S. R. Deo
Managing Director

Approved by Core Committee on Sustainability on 9.12.2022

CONFLICT OF INTEREST POLICY- NOCIL LTD (NOCIL / THE COMPANY)Rationale & Objective of the Policy

Conflicts of interest can have a significant negative impact on the reputation and effectiveness of NOCIL its business and its people. Conflict arises when an employee allows his actual, perceived, or potential personal, financial, or non-financial interests to affect his objectivity when performing his role and discharging his responsibilities at NOCIL. This Policy sets out what employees must do to prevent and to manage these situations and what activities are totally prohibited to avoid Conflict.

Applicability of the Policy

This Policy applies to all employees (whether on regular rolls or on contractual basis) of NOCIL employed at both the Plants at Navi Mumbai & Dahej, Head office at Mumbai and its Regional offices/ Godowns.

When does Conflict of interest arise?

Conflict arises when personal advantages are put in front of the Company's interest, benefits, or advantages. Hence it essential that Employees must disclose all conflicts of interest or potential conflicts of interest, including those in which they have been inadvertently placed due to either company or personal relationships. This includes family members, customers, suppliers, company associates or competitors of the Company. A conflict of interest may arise, and disclosure is required, when an employee:





NOCIL LIMITED

conflicts of interest, including those in which they have been inadvertently placed due to either company or personal relationships. This includes family members, customers, suppliers, company associates or competitors of the Company. A conflict of interest may arise, and disclosure is required, when an employee:

- Hires, manages, or has an influence on the workload, performance assessment, granting of approvals and / or reward of someone with whom they have a close personal relationship.
- Accepts or performs a Public Official role or has a family member or a close personal contact who is a Public Official with the ability to take decisions that could impact NOCIL business.
- Already has or acquires a close personal interest in the business of competitors or other third parties relevant to NOCIL. This includes cases where the employee, their family members, or a close personal contact: - work for or provide any services to competitors or to any other third parties relevant to NOCIL 's business.
- Already has or acquires substantial interests in a competitor, State controlled or influenced entity, or any other third party relevant to NOCIL business (5% of the net worth of any of these entities).
- Allows non-financial interests such as personal values, beliefs, welfare, and political views to take precedence over NOCIL's lawful and ethical expectations, affecting their performance or objectivity at work



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Mandatory actions on part of employees:

Every employee of NOCIL is duty bound to comply as under:

- (i) To ensure that NOCIL is best placed to benefit from potential business opportunities.
- (ii) To give priority to the Company's benefit rather than personal advantages, relationships, or benefits.
- (iii) To use best judgment to avoid situations where a potential conflict of interest might occur during any of the business transactions done on behalf of the Company, supplier, or the customer.
- (iv) To follow the process to immediately disclose an actual, perceived, or potential conflict of interest to their immediate Manager who will determine the best way to manage the situation in consultation with senior managerial personnel.
- (v) To obtain written approval from the Company Secretary before becoming a director of any company (Pvt ltd or public ltd) or any entity or before becoming a partner of any firm (LLP or otherwise).



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- (vi) To ensure that external commitments do not detract him from his commitment and contribution to the Company.
- (vii) To not accept employment (on regular rolls or on contractual basis) with any competitor of NOCIL in violation of the terms of his employment with NOCIL, during continuance in service or after his resignation/termination/superannuation from NOCIL.
- (viii) To not take up any business relationship – directly or indirectly, whether as agent or as a partner or in any other capacity whatsoever, with any competitor of NOCIL in violation of terms of his employment with NOCIL, during continuance in service or after his resignation/termination/superannuation from NOCIL.

Strictly Prohibited actions on part of employees:

Employees must not:

- Accept appointments, debate, vote, or participate in any decision-making process or activity when a conflict of interest exists or might arise.



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- Take, or divert to others, any business opportunities that arise in the course of discharging their roles and responsibilities at NOCIL.
- Misuse their position in NOCIL to advance personal interests.
- Hire, contract or engage any advance personal interests.
- Employ or recommend the employing/ hiring any individual on regular rolls or on contractual basis or as consultants or engaging into any contractual relationship without ensuring they are free of conflict of interest with the Company.

Disciplinary Action for violation of the Policy

Any violation of this Policy intentionally or negligently will entail disciplinary action by the Company

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