



# GIRIRAJ CIVIL DEVELOPERS LIMITED

## Code of Conduct for Employees

14 September 2025

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## 1. Preamble

**Giriraj Civil Developers Limited (“GCDL”)** is committed to building world-class infrastructure with integrity, transparency, and accountability. Our philosophy is rooted in ethical conduct, respect for individuals, compliance with applicable laws of India, and a dedication to sustainable growth. This Code of Conduct (“**Code**”) sets forth the principles and standards expected of all employees to uphold the reputation and trust reposed in GCDL by its stakeholders.

## 2. Applicability

This Code applies to:

- All employees of GCDL, including permanent, probationary, contractual, and deputed staff.
- Senior management, project managers, site engineers, and administrative staff.
- Any person representing GCDL in dealings with clients, contractors, vendors, regulators, or the public.

## 3. Code of Conduct

### (a) Honesty, Integrity, Accountability, and Ethics

- ✓ Employees shall act with fairness, honesty, and integrity in all dealings.
- ✓ Fraud, misrepresentation, or unethical practices are strictly prohibited.
- ✓ Decisions must be transparent, accountable, and in the best interest of the Company.

### (b) Respect for Individuals

- ✓ Treat colleagues, clients, contractors, and stakeholders with dignity, irrespective of caste, creed, gender, religion, or background.
- ✓ Harassment, discrimination, or offensive behaviour will not be tolerated.
- ✓ Adherence to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is mandatory.

### (c) Customer and Stakeholder Value

- ✓ Deliver projects with quality, timeliness, and cost-effectiveness.
- ✓ Respect confidentiality of client data and comply with data protection norms.
- ✓ Ensure transparency in communication with stakeholders.

### (d) Fair Competition and Anti-Trust

- ✓ Avoid anti-competitive practices, collusion, or abuse of market position.
- ✓ Competitive intelligence must be gathered only through legal means.
- ✓ Comply with the Competition Act, 2002.

### (e) Confidentiality and Information Security

- ✓ Employees must safeguard confidential and proprietary information.
- ✓ Unauthorized disclosure of trade secrets, project data, or financial information is strictly prohibited.
- ✓ Must adhere to the Company’s IT and Cybersecurity Policies.

### (f) Conflict of Interest

- ✓ Employees must disclose any personal, financial, or business interest that may conflict with GCDL’s interests.
- ✓ Avoid engaging in outside employment, contracts, or relationships that compromise impartiality.

**(g) Use of Company Assets**

- ✓ Company resources, including equipment, computers, laptops, internet, IT systems, and intellectual property must be used responsibly and only for official purposes.
- ✓ Misuse or misappropriation of assets is a disciplinary offence.

**(h) Anti-Bribery and Anti-Corruption**

- ✓ Offering or accepting bribes, kickbacks, or facilitation payments is strictly prohibited.
- ✓ Comply with the Prevention of Corruption Act, 1988 and related laws.
- ✓ Gifts and hospitality must be modest, customary, and reported as per policy.

**(i) Health, Safety, and Environment (HSE)**

- ✓ Safety is paramount. Employees must comply with all safety protocols, wear protective gear while working site and report unsafe conditions.
- ✓ Adhere to the Factories Act, 1948, Building and Other Construction Workers Act, 1996, and other applicable EHS regulations.
- ✓ No infants, and children below 18 years shall be permitted to enter the site.
- ✓ Promote sustainability and minimize environmental impact in all operations.

**(j) Respect for Human Rights**

- ✓ GCDL prohibits child labour, forced labour, and any form of exploitation.
- ✓ Comply with the Child Labour (Prohibition and Regulation) Act, 1986 and labour welfare laws.
- ✓ Uphold human dignity and fair treatment across all sites and offices.

**(k) Social Media and Public Representation**

- ✓ Employees must not post defamatory, confidential, or misleading information about GCDL on social media.
- ✓ Only authorized persons shall interact with media or regulators on behalf of the Company.

**(l) Political and Community Engagement**

- ✓ Employees may participate in personal political activities but should not use Company resources for such purposes.
- ✓ Contributions to political parties or candidates in the Company's brand name are strictly prohibited, unless permitted by law and approved by the Board.

**4. Whistleblowing**

- Employees are encouraged to report unethical practices, fraud, or violations of this Code without fear of retaliation.
- Reports may be made confidentially to the Whistleblower Committee or designated officer.
- Protection of whistleblowers is guaranteed under the Companies Act, 2013 and GCDL's Whistleblower Policy.

**5. Training & Acknowledgement**

- All employees must read, understand, and acknowledge this Code upon joining.
- Annual refresher training will be conducted to reinforce compliance.

## **6. Implementation & Monitoring**

- Department Heads, HR & Admin Team are responsible for ensuring adherence to this Code.
- Violations will be investigated and may result in disciplinary action, including termination.
- Serious breaches may be reported to statutory authorities.

## **7. Review and Amendment of the Code**

- This Code will be reviewed periodically to ensure alignment with evolving laws, industry practices, and Company values.
- All amendments shall be approved by the Board of Directors.

## **8. Non-Compliance**

- Non-compliance with this Code constitutes misconduct and may attract disciplinary measures under Company Policy and applicable Indian laws.

## Reporting and Escalation Matrix for Code of Conduct Breaches

### 1. Purpose

This matrix ensures that all breaches of the Code of Conduct are reported, investigated, and resolved in a **transparent, fair, and timely manner**, with clear accountability at each level.

### 2. Escalation Levels

Level	Type of Breach / Concern	Reporting Channel	Responsible Authority	Escalation Timeline
<b>Level 1: Immediate Reporting</b>	<ul style="list-style-type: none"> <li>Minor misconduct (lateness, misuse of resources, non-compliances with office rules, etc)</li> <li>First-time behavioural issues</li> </ul>	Direct Supervisor / Line Manager	Line Manager / Site In-Charge	<b>Within 2 Working days</b>
<b>Level 2: Departmental Escalation</b>	<ul style="list-style-type: none"> <li>Repeated misconduct</li> <li>Breach of confidentiality</li> <li>Workplace harassment (initial complaint)</li> <li>Safety violations</li> </ul>	HR Department (via Email / Written Complaint)	HR Manager	<b>Within 5 Working days</b>
<b>Level 3: Functional Escalation</b>	<ul style="list-style-type: none"> <li>Financial irregularities</li> <li>Conflict of interest</li> <li>Vendor/contractor-related misconduct</li> <li>Serious safety / environmental breaches</li> </ul>	HR + Functional Head (F&A, Procurement, Projects)	Functional Head + HR Head	<b>Within 7 Working days</b>
<b>Level 4: Legal &amp; Compliance Escalation</b>	<ul style="list-style-type: none"> <li>Bribery, corruption, fraud</li> <li>Violation of statutory laws (Labour, EHS, Competition, etc)</li> <li>Sexual harassment (as per POSH Act, 2013)</li> </ul>	Legal & Compliance Dept./Internal Complaints Committee (ICC)	Legal Head and Compliance/ICC Chairperson	<b>Within 10 Working days</b>
<b>Level 5: Whistleblower Committee</b>	<ul style="list-style-type: none"> <li>Serious ethical violations</li> <li>Retaliation against whistleblowers</li> <li>Any matter involving senior management</li> </ul>	Confidential Email / Written Complaint / Drop Box / Dedicated Mobile / Land Line	Whistleblower Committee (Independent Directors + Compliance Officer)	<b>Within 15 Working days</b>
<b>Level 6: Board / Audit Committee</b>	<ul style="list-style-type: none"> <li>Breaches involving Board Members, Senior Management, and Project Directors or systemic failures</li> <li>Matters with reputational, financial, or legal exposure to the Company</li> </ul>	Direct escalation by Whistleblower Committee / Legal Head	Audit Committee of the Board	Immediate reporting; resolution within 30 days

### 3. Reporting Channels

- Email:** [confidential@gcdl.co] (to be set up for HR/Whistleblower reporting)
- Whistleblower Hotline:** Dedicated phone line or mobile number with confidentiality assurance
- Drop Box:** Secure physical drop box at project sites and head office
- Direct Access:** Employees may directly approach HR, Legal, or the Whistleblower Committee

### 4. Protection & Confidentiality

- All reports will be treated with **strict confidentiality**.
- No retaliation** will be tolerated against employees who report in good faith.

- Anonymous reporting is permitted under the Whistleblower Policy.

## 5. **Investigation & Resolution**

- Each complaint will be acknowledged within **48 hours**.
- Investigations will be conducted by the designated authority at each level.
- Findings and corrective actions will be documented and reported to the next escalation level if unresolved.

## 6. **Oversight**

- **Quarterly Review:** Whistleblower Committee to submit a consolidated report to the Audit Committee.
- **Annual Disclosure:** Summary of Code of Conduct breaches and actions taken to be included in the Board's annual governance report.

## **Key Employee Reminders**

- **Confidentiality:** All reports are handled discreetly.
- **No Retaliation:** You are protected under GCDL's Whistleblower Policy.
- **Channels Available:**
  - ✓ [confidential@gcdl.co](mailto:confidential@gcdl.co)
  - ✓ Whistleblower Hotline (to be notified internally)
  - ✓ Secure Drop Box at sites/offices

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