

SHALBY LIMITED

•Passion•Compassion•Innovation•

BUSINESS RESPONSIBILITY & SUSTAINABILITY POLICY

REGISTERED OFFICE

Shalby Limited

Opposite Karnawati Club
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Near Prahlad Nagar Garden
Ahmedabad – 380 015
Gujarat, India

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1. Introduction

The Company in conscience about its social, environmental and economic responsibilities has already adopted various practices and formulated various policies, codes of conduct to discharge its corporate social responsibility and to deal with all its stakeholders in ethical, transparent and fair manner as a responsible corporate citizen.

The Policy is based on nine principles enunciated in the *National Guidelines on Responsible Business Conduct* (NGRBC) by the Ministry of Corporate Affairs (MCA). The primary objective of the Policy is to align and ensure adherence of all business activities in line with the core NGRBC requirements of each principle.

2. Definition

- a) **Business Responsibility and Sustainability Report Core** is a sub-set of the BRSR, consisting of a set of Key Performance Indicators (KPIs) / metrics under 9 ESG attributes. Keeping in view the relevance to the Indian / Emerging market context, few new KPIs have been identified for assurance such as job creation in small towns, open-ness of business, gross wages paid to women etc. Further, for better global comparability intensity ratios based on revenue adjusted for Purchasing Power Parity (PPP) have been included.
- b) **Value Chain** shall encompass the top upstream and downstream partners of a listed entity, cumulatively comprising 75% of its purchases / sales (by value) respectively.

3. Scope

The Company is committed to:

- enhance stakeholder's value through value-driven engagement.
- economic and social well-being of the society, particularly the less fortunate and under-privileged members of the society.
- minimize the direct and indirect impact of its operations on the environment.

For sustainable development, the management of the Company will endeavor to strike proper balance between economic, social and environmental performance in dealings with various stakeholders of the Group, namely, patients, doctors, employees, investors and the society. The policy and its elements are applicable to all Departments and Verticals in the Company. The Company will also make its best efforts to impress upon other entities in the value chain and its subsidiaries to participate in the Business Responsibility initiatives depending upon their means and resources.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT FRAMEWORK

The Company has adopted the following nine principles of *National Guidelines for responsible Business Conduct* forming part of BRSR framework as per the SEBI guidelines:

Principle 1

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

Principle 2

Businesses should provide goods and services in a manner that is sustainable and safe and Accountability

Principle 3

Businesses should respect and promote the wellbeing of all employees, including those in their value chain

Principle 4

Businesses should respect the interests of and be responsive to all its stakeholders

Principle 5

Businesses should respect and promote human rights

Principle 6

Business should respect and make efforts to protect and restore the environment

Principle 7

Business, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Principle 8

Businesses should promote inclusive growth and equitable development

Principle 9

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

MAPPING OF EXISTING POLICIES/CONDUCT OF THE COMPANY WITH NGRBC PRINCIPLES

The following table illustrates company's existing policies that already addresses requirements of BRSR (NGRBC guided) principles. Any future changes in BRSR policy will also have complimentary changes in respective detailed policies, as amended from time to time.

BRSR Principle	Companies Policies/conduct	Remarks
Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is ethical, transparent, and accountable	Code of Conduct for Directors & Senior Management Vigil Mechanism	

	Whistle Blower policy Prevention of Insider Trading policy	
Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe	Responsible supplier conduct	The conduct with all the suppliers and vendors are done responsibly and in sustainable manner.
Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains	Human Resource (HR) policies	The HR policies are being made available to all the employees via internal application - “people strong”
Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders	Policy on determining materiality of events Policy on Leak of UPSI Vigil Mechanism Whistle Blower policy	All stakeholders’ interest are taken into consideration in all business operations.
Principle 5: Businesses should respect and promote human rights	Vigil Mechanism Whistle Blower policy; and Human Resource (HR) policies	
Principle 6: Businesses should respect and make efforts to protect and restore the environment	BMW license obtained Responsible and sustainable business conduct	The Company as per the guidelines of government has obtained BMW license, and the waste is disposed according to the govt. guidelines.
Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent	Corporate Social Responsibility Policy	
Principle 8: Businesses should promote inclusive growth and equitable development	Human Resource Policies	The Human Resource Dept. ensures the inclusivity.
Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner	Responsible business conduct	

Principle 1: Businesses should conduct and govern themselves with Integrity, and in a manner that is Ethical Transparent and Accountable.

Company's Philosophy

It is the general policy of the Company to conduct its business activities and transactions with the highest level of integrity and ethical standards and in accordance with all applicable laws including proper and ethical procedures in dealing with actual or apparent conflicts of interest between personal and professional relationships.

Policy

- i. The Company has developed a Code of Conduct for its Directors and senior management personnel. It follows good governance structures, procedures and practices that ensure ethical practices, transparency and accountability in conduct of affairs and dealing with stakeholders at all levels across the supply chain.
- ii. The Company shall constantly endeavor to inculcate this ethical behavior at all levels in the organization so that it becomes an essential part of the work culture among all its employees.
- iii. The Company shall communicate transparently and assure access to information about its decisions that impact relevant stakeholders. All business decisions and transactions shall be fair, transparent and amenable to disclosure and be visible to relevant stakeholders. The Company shall ensure maximum appropriate disclosures without jeopardizing the Company's strategic and competitive interests.
- iv. The Company shall not engage in practices that are abusive, corrupt, or anti- competition.
- v. The Company shall truthfully discharge its responsibility on financial and other mandatory disclosures.
- vi. The Company shall avoid complicity with the actions of any third party that violates any of the principles contained in these Guidelines.
- vii. The Company shall ensure that genuine concerns of misconduct/ unlawful conduct are reported in a responsible and confidential manner through its 'Whistle Blower Policy/ Vigil Mechanism.

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.

Company's Philosophy

The Company is committed to conduct its business in an environmentally responsible manner.

This policy is rooted in the Company's core values of quality, reliability and trust guided by the best

practices and is driven by our aspiration for excellence in the overall performance of our business.

The environmental custodianship and Corporate Citizenship are an integral part of the Company's goal to achieve ecological development along with people development. The Company recognizes the responsibility to assess and minimize the ecological impact of our business activities and protecting the ecosystem.

Policy

- i. The Company shall provide and maintain a clean, healthy and safe working environment for employees, doctors, partners and the community.
- ii. The Company shall strive to consistently enhance its value proposition to the patients and adhere to its promised standards of service delivery.
- iii. The Company shall regularly review and improve upon the process of new technology development, deployment and commercialization, incorporating the applicable social, ethical, and environmental considerations.
- iv. The Company shall recognize and respect the rights of people who may be owners of traditional knowledge, and other forms of intellectual property, wherever relevant.
- v. The Company shall strive to use scarce natural resources efficiently in its facilities.
- vi. The Company shall lay emphasis on sourcing consumables in a manner so as to continuously improve the balance between social, economic and environmental impacts.
- vii. The Company shall ensure that its services comply with all applicable standards.
- viii. The Company shall strive to reduce and minimize the ecological footprint of the Company's operations and focus on dimensions of energy and water efficiency, sustainable waste management and preserving and enhancing biodiversity at all its works.
- ix. The Company believes that environmental regulations have a critical role to play as Catalysts for sustainable development and strives to comply in both letter and spirit with all environment and related laws, regulations, codes of practice and directives, as relevant and applicable to us.
- x. The Company shall encourage its business partners and third parties with whom it conducts business to abide by this policy.

Principle 3: Businesses should promote the well-being of all employees and associated doctors

Company's Philosophy

The Company focuses on ensuring the well-being of all its employees and its doctors, their safety and health. It considers employee well-being as an imperative ingredient to achieve a profitable and sustainable growth.

Policy

- i. The Company shall provide and maintain 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.

- ii. The Company shall not use child labour, forced labour or any form of involuntary labour, paid or unpaid.
- iii. The Company shall take cognizance of the work-life balance of its employees and associated doctors.
- iv. The Company shall provide facilities for the wellbeing of its employees and its associated doctors including those with special needs. They should ensure timely payment of fair living wages to meet basic needs and economic security of the employees and associated doctors.
- v. The Company shall provide a workplace environment that is safe, hygienic humane and which upholds the dignity of the employees and its associated doctors. Business should communicate this provision to their employees, its associated doctors and strive to train them on a regular basis.
- vi. The Company shall strive to create a safety culture in the organization by:
 - Integrating safety and health matters in all our activities.
 - Promoting safety and health awareness amongst employees, associated doctors, suppliers and contractors.
 - Continuous improvements in safety performance through precautions and training of employees/associated doctors.
 - Ensuring compliance with all applicable legislative requirements.
 - Empowering employees to ensure safety in their respective workplaces.
- vii. The Company shall ensure continuous skill and competence upgrading of all employees by providing access to necessary learning opportunities, on an equal and non- discriminatory basis. It shall focus on learning and development, to enhance the knowledge & skill and preparing its people to face challenges
- viii. The Company shall promote employee morale and career development through enlightened human resource interventions.
- ix. The Company shall create stringent policies, systems and practices to ensure that the employees especially female employees do not suffer harassment and create the environment where they feel safe and secure in discharging their responsibilities.
- x. The Company shall provide its employees and workers access to appropriate grievance redressal mechanisms.
- xi. The Company shall take initiatives to maintain its talent pool to match organizational growth, creating a performance culture and encouraging learning element across the organization
- xii. The Company shall instill a sense of duty in every employee at the Company's premises, towards their personal safety, as well as that of their co-workers;
- xiii. The Company shall ensure timely payment of fair living wages to meet basic needs and

economic security of the employees.

Principle 4: Businesses should respect the interest of, and be responsive to all its stakeholders.

Company's Philosophy

The Company's stakeholders include employees, doctors' suppliers, customers, business associates, investors, regulatory agencies and local communities around its sites of operations. Our Investors comprise of shareholders (including Institutional Investors). The Company values the support of its stakeholders and respects the interests and concerns they have towards it. The Company and its employees shall provide value based services to all the stakeholders.

The Company strives to continuously engage with its various stakeholders to understand their concerns and assess their requirements and respond to their needs in an effective manner.

Policy

- i. The Company shall systematically identify their stakeholders, understand their concerns, define purpose and scope of its engagement, and commit to engaging with them.
- ii. The Company shall acknowledge, assume responsibility and be transparent about the impact of its policies, decisions, services and associated operations on the stakeholders.
- iii. The Company shall strive to give special attention to stakeholders in areas that are underdeveloped.
- iv. The Company shall resolve differences with stakeholders in a just, fair and equitable manner.
- v. The Company, through its CSR arm and its partnering organizations shall focus on identifying and catering to the needs of common people and especially of marginalized group.
- vi. The Company shall strive to undertake initiatives to engage with and ensure sustainable development of the marginalized groups in the local communities around its area of operation.
- vii. The employees including associated doctors of the Company shall be motivated to offer assistance, encouragement and service to the patients and customers in fair, equitable and consistent manner.

Principle 5: Businesses should respect and promote human rights

Company's Philosophy

The Company is committed to respect and protect the human rights of all individuals and strive to achieve them with honesty, just management and fairness. The Company understands that human rights are inherent, universal, indivisible and inter-dependent in nature. The Company upholds the fundamental human rights in line with the legitimate role of business. Its approach includes

adherence to corporate business policies and compliance with applicable laws, human rights content of the Constitution of India, National laws and policies.

Policy

- i. The Company shall strive to integrate respect for human rights in management systems, in particular through assessing and managing human rights impacts of operations, and ensuring all individuals impacted by the business have access to grievance mechanisms.
- ii. The Company shall strive to recognize and respect the human rights of all relevant stakeholders and groups within and beyond the workplace, including that of communities, consumers and vulnerable and marginalized groups.
- iii. The Company shall seek to identify adverse human rights impacts and take appropriate steps to avoid, minimize and/or mitigate them.
- iv. The Company shall, within its sphere of influence, strive to promote awareness and realization of human rights across its value chain.
- v. The Company shall strive to encourage its business partners and third parties with whom it conducts business to abide by this policy.
- vi. The Company shall ensure compliance and adherence to all the applicable human rights laws and national laws and strive to percolate these values at all levels in the organization.

Principle 6: Businesses should respect, protect and make efforts to restore the environment
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Company's Philosophy

The Company is committed to conduct its business in an environmentally responsible manner. This commitment is consistent with the corporate objectives of the company and is essential to sustainable development. The Company strives to assess potential environmental risks posing the organisation and strategize actions to mitigate the same.

Policy

- i. The Company shall utilize natural and manmade resources in an optimal and responsible manner and ensure the sustainability of resources by reducing, reusing, recycling and managing waste, wherever applicable.
- ii. The Company shall take measures to check and prevent pollution.
- iii. The Company shall ensure that benefits arising out of access and commercialization of biological and other natural resources and associated traditional knowledge are shared equitably.
- iv. The Company shall continuously seek to improve its environmental performance by adopting cleaner production methods, promoting use of energy efficient environment friendly technologies and use of renewable energy.
- v. The Company shall encourage environmental responsibility and awareness among staff and stakeholders through developing good practice, training, education and communication;
- vi. The Company shall proactively persuade and support its value chain to adopt this principle.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Company's Philosophy

The Company believes in participation with stakeholders, consultations with Governments, including interactions between industry/ business associations and relevant ministries to support short, medium and long term planning exercises where inputs are invited from each sector.

The Company has always strived to create a positive impact in the business eco-system and communities by practicing pro-active advocacy not for securing certain benefits for industry, but for advocating certain best practices for the benefit of society at large.

Policy

- i. The Company, while pursuing policy advocacy, shall ensure that their advocacy positions are consistent with the principles and core elements contained in this policy enhancing business responsibility and transparency.
- ii. To the extent possible, the Company shall utilize the trade and industry chambers and associations and other such collective platforms to undertake such policy advocacy.

Principle 8: Businesses should promote inclusive growth and equitable development

Company's Philosophy

The Company focuses on responsible business practices that emphasize on social and economic issues to achieve inclusive growth. It believes in equitable development, taking into account the interests of the business community and locals, fairness in the treatment of employees, and sustainability in protecting and enhancing resources (human and others) in responding to an array of social and environmental needs. The Company is committed to establishing competitive and sustainable value chains linked to the businesses which create sustainable livelihoods, especially among the poor in rural India.

Policy

- i. The Company shall assess the impact of its operations on social and economic development, and respond through appropriate action to minimize the negative impact. The Company shall innovate and invest in technologies and processes that promote the well-being of society.
- ii. The Company shall make efforts to complement and support the development priorities at local and national levels, and strive to assure appropriate resettlement and rehabilitation of communities who have been displaced owing to their business operations.
- iii. The Company shall, in regions that are underdeveloped, be especially sensitive to local concerns.

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

Company's Philosophy

The Company is committed to continuously exceed patient/customer expectations. We believe that Patients/Customers have been our strong pillar of support and over the years of our existence have become our true brand ambassadors. Our Patient/Customer centric approach is the key to our success and growth. The Company strives hard to provide better services and greatest value to its patient and customers.

The Company carries out patient feedback to fine tune its services/ offerings. This foundation is supported by our continuous efforts to provide quality services.

Policy

- i. The Company, while serving the needs of their patients and customers, shall take into account the overall well-being of the patients/customers and that of society.
- ii. The Company shall ensure that it does not restrict the freedom of choice and free competition in any manner while designing, promoting and selling their services.
- iii. The Company shall promote and advertise its services in ways that do not mislead or confuse the consumers or violate any of the principles in these Guidelines.
- iv. The Company shall provide adequate training to employees/associate doctors continuously to meet the challenges of a dynamic business environment and will also provide adequate grievance handling mechanisms to address customers concerns and feedback.
- v. The Company shall maintain privacy of Patients/consumers' confidential data in the normal course of its business.

3. Implementation and Monitoring

- The Business Responsibility & Sustainability Policy of the Company shall be circulated across all Departments and verticals and also displayed on the Company's intranet.
- The Corporate Social Responsibility Committee (CSR Committee) shall monitor implementation of this policy through various activities / initiatives undertaken for this purpose and assess BR performance annually.
- The Group COO/CEO, through Functional Heads of the Departments of the Company shall be responsible for ensuring that the policy is implemented throughout the Company.
- The Group COO/CEO shall update the CSR committee on the implementation of the policy and feedback and suggestions received in connection therewith.
- Compliance with the Policy shall be monitored and evaluated by the respective Functional Heads of the Departments of the Company on a regular basis.

- Any grievances/ complaints with respect to violation of the policy shall be reported to the Chief Financial officer (CFO), Compliance Officer or the Head of Human Resource Department (CHRO), who would in turn place the same before the CSR Committee.
- From FY 2023 – 2024, the top 1000 listed entities shall make disclosures as per the updated BRSR format, as part of their Annual Reports.
- Listed entities shall mandatorily undertake reasonable assurance of the BRSR Core, as per the glide path specified in the following table:

Financial Year	Applicability of BRSR Core to top listed entities (by market capitalization)
2023-24	Top 150 listed entities
2024-25	Top 250 listed entities
2025-26	Top 500 listed entities
2026-27	Top 1000 listed entities

- Disclosures for value chain shall be made as per BRSR Core, as part of its Annual Report to the extent it is attributable to their business with that value chain partner.
- ESG disclosures for the value chain shall be applicable to the top 250 listed entities (by market capitalization), on a comply-or-explain basis from FY 2024-25.
- The limited assurance of the above shall be applicable on a comply-or-explain basis from FY 2025 - 26.

4. Review

The CSR Committee shall from time to time review implementation of this policy and consider amendments therein in the light of changes in applicable laws, rules and regulations.

Footnote

1. The Board of Directors of Shalby Limited at its meeting held on February 3, 2020 has adopted this Policy for the first time.
2. The Board of Directors of Shalby Limited at its meeting held on May 18, 2023 has adopted this revised Policy.
3. The Board of Directors of Shalby Limited at its meeting held on July 20, 2023 has adopted this revised Policy.