Code of Conduct for Vendors and Service Providers

ITC requires that vendors and service providers and their facilities comply with all applicable laws, respect human rights, environmental conservation, the quality of products and services as well as meet the standards of this Code. Visit http://www.itcportal.com/sustainability/index.aspx for more information on ITC's commitment to sustainability. ITC also expects that vendors and service providers will hold their business associates to the same standards contained in this Code.

I. Labour Practices:

ITC recognises and respects that its vendors and service providers are independent entities and the exclusive employers of their employees. ITC expects that the vendors and service providers will comply with all the current labour legislations at all times and will respect the following:

A. Child Labour:

Vendors and service providers shall only employ workers that are above the legal minimum age as per the applicable laws. If the vendors and service providers employs workers under 18 but over the legal age, they must be able to demonstrate that such employment does not expose them to undue physical risks that can harm their physical, mental or emotional development.

B. Anti-Discrimination and Fair Treatment:

Vendors and service providers shall promote and maintain a workplace free from discrimination 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 or affiliation with a political group/party, religious organisation, union membership or any majority/minority group.

Vendors and service providers shall adopt a strict no-tolerance policy with respect to any form of physical, sexual, psychological or verbal harassment or abuse.

C. Forced Labour

Workers of vendors and service providers shall be free to leave work or terminate their employment upon reasonable notice. Vendors and service providers should not use forced or bonded labour in any form.

D. Safe and Healthy Working Conditions:

Vendors and service providers are expected to comply with all applicable laws and to make every possible endeavour to make the workplace, machinery, equipment and processes free from any risk to the personal safety of any person working in such workplace or with access to such equipment and process. Vendors and service providers should ensure, at a minimum, reasonable access to potable water and sanitary facilities, adequate lighting and ventilation and fire safety. Vendors and service providers shall manage all health and safety risks in order to prevent employment injuries as well as to provide an accident-free environment.

For all work carried out in the Company's premises, vendors and service providers shall maintain safe and hygienic working conditions in accordance with the ITC's

'HANDBOOK ON HEALTH AND SAFETY AT WORK' which has been issued to them.

II. Environment:

Vendors and service providers shall comply with the existing laws concerning the protection of the environment and, wherever possible, adopt environmentally friendly technologies and implement sound life-cycle practices.

III. Business Integrity

ITC expects the highest standards of ethical conduct in all of its endeavours. Vendors and service providers should always be ethical in all aspects of their businesses, including their relationships, practices, sourcing and operations. ITC expects that vendors and service providers will comply with the applicable laws in this regard.

ITC expects that vendors and service providers will not offer any benefit, either in cash or in kind, to any officer or employee or any relative/associate of any officer or employee of ITC or of any of its associate companies, in order to facilitate its business with ITC.

I/We hereby acknowledge that I/we have received this code and that I/we have read and understood the same.

Name of the Entity: _____

Name of the Authorised Signatory of the Entity:_____

Signature:

Date: _____