

Business Responsibility and Sustainability Reporting Policy

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1. BACKGROUND

The Ministry of Corporate Affairs (MCA), Government of India, released a set of guidelines in 2011 called the National Voluntary Guidelines on the Social, Environmental and Economic Responsibilities of Business (NVGs). This was expected to provide guidance to businesses on what constitutes responsible business conduct. In order to align the NVGs with the Sustainable Development Goals (SDGs) and the 'Respect' pillar of the United Nations Guiding Principles (UNGP) the process of revision of NVGs was started in 2015. After revision and updation, the new principles are called the National Guidelines on Responsible Business Conduct (NGRBC) 2018

The primary rationale for the update is to capture key national and international developments in the sustainable development agenda and business responsibility field that have occurred since the release of the NVGs in 2011. Some of the key drivers of the NGRBC are given below

1. The UN Guiding Principles for Business and Human Rights (UNGPs)
2. UN Sustainable Development Goals (SDGs)
3. Paris Agreement on Climate Change (2015)
4. Core Conventions 138 and 182 on Child Labour by the International Labour Organization (ILO)
5. Annual Business Responsibility Reports (ABRRs)
6. Companies' Act 2013

Further Securities and Exchange Board of India (SEBI) vide Circular dated May 10, 2021 has made Business Responsibility & Sustainability Report (BRSR) mandatory for Top 1000 listed entities by market capitalization with effect from 2022-23. The report is voluntary for the year 2021-22. The BRSR is a notable departure from the existing Business Responsibility Report ("BRR") and a significant step towards bringing sustainability reporting at par with financial reporting. SEBI Circular further states that The BRSR is an initiative towards ensuring that investors have access to standardized disclosures on ESG parameters. Access to relevant and comparable information will enable investors to identify and assess sustainability-related risks and opportunities of companies and make better investment decisions.

2. OBJECTIVE

The objective of this policy is to

- ensure a unified and common approach to the dimensions of Business Responsibility across Tech Mahindra,
- act as a strategic driver that will help Tech Mahindra respond to the complexities and challenges that keep emerging and to align ourselves with the best of global business conduct principles.

3. SCOPE AND APPLICABILITY

This specifies the responsible business conduct of Tech Mahindra, its subsidiaries and joint ventures (herein after referred to as "Tech Mahindra"/" Company").

This policy is designed to ensure a unified and common approach across Tech Mahindra and shall be applicable to all employees of TechM.

The NGRBC are to be used across Tech Mahindra and provide a useful framework for guiding our overseas operations, in addition to aligning with applicable local national standards and norms governing responsible business conduct.

Furthermore, the NGRBC encourages us to ensure that not only do we follow these guidelines in business contexts directly within our control or influence, but that we also encourage and support our suppliers, vendors, distributors, partners and other collaborators to follow them.

4. POLICY STATEMENTS

Our Business Practices shall be governed by the guiding principles of NGRBC.

The National Guidelines on Responsible Business Conduct comprises nine thematic pillars of business responsibility that are known Principles. These principles are interdependent, interrelated and non-divisible and all business are urged to address them holistically.

Principle 1: Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent and accountable.

- This Principle recognizes that ethical behaviour in all operations, functions and processes, is the cornerstone of businesses guiding their governance of economic, social and environmental responsibilities.
- The Principle emphasizes that disclosures on business decisions and actions that impact stakeholders form the fundamental basis of operationalizing responsible business conduct and should be accessible to all relevant stakeholders.
- It recognizes that businesses are an integral part of society and that they will hold themselves accountable for the effective adoption, implementation and the making of disclosures on their performance with respect to the Core Elements of these Guidelines.
- The Principle further emphasizes that the governance structure of the business should ensure this in line with SDG 16 (Peace, Justice and Strong Institutions *Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels*)

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

- This Principle recognizes the proposition of SDG 12 (Responsible Consumption and Production- *Ensure Sustainable Consumption and Production patterns*), that sustainable production and consumption are interrelated, contribute to enhancing the quality of life and towards protecting and preserving earth's natural resources.
- The Principle further emphasizes that businesses should focus on safety and resource-efficiency in the design and manufacture of their products, and use their products in a manner that creates value while minimizing and mitigating its adverse impacts on the environment and society through all stages of its life cycle, from design to final disposal. Over time, businesses should embrace the idea of circularity in all its operations.
- In order to do so, the Principle encourages businesses to understand all material sustainability issues across their product life cycle and value chain.

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains.

- This Principle encompasses all policies and practices relating to the equity, dignity and well-being and provision of decent work (as indicated in SDG 8- Decent Work and Economic Growth - *Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all*), of all employees engaged within a business or in its value chain, without any discrimination and in a way that promotes diversity. The principle recognizes that the well-being of an employee also includes the wellbeing of her/his family.

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

- This Principle recognizes that businesses operate in an eco-system comprising a number of stakeholders, beyond shareholders and investors, and that their activities impact natural resources, habitats, communities and the environment.
- The Principle acknowledges that it is the responsibility of businesses to ensure that the interests of all stakeholders, especially those who may be vulnerable and marginalized, are protected.
- The Principle further recognizes that businesses have a responsibility to maximize the positive impacts and minimize and mitigate the adverse impacts of its products, operations, and practices on all their stakeholders.

Principle 5: Businesses should respect and promote human rights

- This Principle recognizes that human rights are rights inherent to all human beings, and that everyone, individually or collectively, is entitled to these rights, without discrimination. It further recognizes that human rights are inherent, inalienable, interrelated, interdependent and indivisible.
- The Principle is inspired, informed and guided by the Constitution of India and the International Bill of Rights and recognizes the primacy of the State's duty to protect and fulfil human rights.
- The Principle is further informed and guided by the UN Guiding Principles on Business and Human Rights in its articulation of the responsibility of businesses to respect human rights. It affirms that the responsibility of businesses to respect human rights requires that it avoids causing or contributing to adverse human rights impacts and that it addresses such impacts when they occur. The Principle urges businesses to be especially responsive to such persons, individually or collectively, who are most vulnerable to, or at risk of such adverse human rights impacts.

Principle 6: Businesses should respect and make efforts to protect and restore the environment.

- This Principle recognizes that environmental responsibility is a prerequisite for sustainable economic growth and for the well-being of society.
- The Principle emphasizes that environmental issues are interconnected at the local, regional and global levels, which makes it imperative for businesses to address issues like pollution, biodiversity conservation, sustainable use of natural resources and climate change (mitigation, adaptation and resilience) in a just, comprehensive and systematic manner. These are aligned with SDGs 11 (Sustainable Cities and

Communities- *Make cities and human settlements inclusive, safe, resilient and sustainable*), 13 (Climate Action-*Take urgent action to combat climate change and its impacts*), 14 (Life below Water- *Conserve and sustainably use the oceans, seas and marine resources for sustainable development*) and 15 (Life on Land- *Protect restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, and halt and reverse land degradation and halt biodiversity loss*).

- The Principle encourages businesses to assess environment impacts of its products and operations and take steps to minimize and mitigate its adverse impacts where these cannot be avoided.
- The Principle encourages businesses to adopt environmental practices and processes that minimize or eliminate the adverse impacts of its operations and across the value chain.
- The Principle encourages businesses to follow the Precautionary Principle in all its actions

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

- This Principle recognizes that businesses operate within specified national and international legislative and policy frameworks, which guide their growth and also provide for certain desirable restrictions and boundaries.
- The Principle recognizes the legitimacy of businesses to engage with governments for redressal of a grievance or for influencing public policy.
- The Principle emphasizes that public policy advocacy must expand public good.

Principle 8: Businesses should promote inclusive growth and equitable development.

- This Principle recognizes the challenges of social and economic development faced by India, and builds upon the national and local development agenda as articulated in government policies and priorities. This is particularly significant in zones affected by social disharmony and low human development.
- The Principle recognizes the value of the energy and enterprise of businesses and encourages them to innovate and contribute to the overall development of the country with a specific focus on disadvantaged, vulnerable and marginalized communities, as articulated in Section 135 of the Companies Act, 2013.
- The Principle also emphasizes the need for collaboration amongst businesses, government agencies and civil society in furthering this development agenda in line with SDG 17 (Partnerships to achieve the Goal- *Strengthen the means of implementation and revitalize the global partnership for sustainable development*).
- The Principle reiterates that business success, inclusive growth and equitable development are interdependent.

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

- This Principle is based on the fact that the basic aim of a business entity is to provide goods and services to its consumers that are safe to use, and in a manner that creates value for both.
- The Principle recognizes that customers have the freedom of choice in the selection and usage of goods and services, and that the enterprises will strive to make

available products that are safe, competitively priced, easy to use and safe to dispose of, for the benefit of their customers.

- The Principle also recognizes that businesses should play a key role, along with other relevant stakeholders, in mitigating the adverse impacts that excessive consumption of its products may have on the overall well-being of individuals, society and our planet, in line with SDG 12 (Responsible Consumption and Production- *Ensure Sustainable Consumption and Production patterns*).

5. REFERENCES

- Principles of the National Guidelines on Responsible Business Conduct, 2018 (NGRBC) here- https://www.mca.gov.in/Ministry/pdf/NationalGuideline_15032019.pdf
- The UN Guiding Principles for Business and Human Rights (UNGPs) https://www.ohchr.org/documents/publications/guidingprinciplesbusinesshr_en.pdf
- UN Sustainable Development Goals (SDGs) <https://sdgs.un.org/goals>
- Paris Agreement on Climate Change (2015) <https://unfccc.int/process-and-meetings/the-paris-agreement/the-paris-agreement>
- Core Conventions 138 and 182 on Child Labour by the International Labour Organization (ILO) <https://www.ilo.org/global/standards/subjects-covered-by-international-labour-standards/child-labour/lang--en/index.htm>
- Annual Business Responsibility Reports (ABRRs) http://www.mca.gov.in/Ministry/pdf/Draft_Disclosure_Framework_Committee_Report.pdf
- Companies' Act 2013 <https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf>

6. ACRONYMS

ACRONYM	EXPLANATION
NGRBC	National Guidelines on Responsible Business Conduct
UNGP	UN Guiding Principles for Business and Human Rights
SDGs	Sustainable Development Goals
ILO	International Labour Organization
BRR	Business Responsibility Report
BRSR	Business Responsibility and Sustainability Reporting