

1. PURPOSE

Aligning with the “DPL Business Code of Conduct”, we are committed to ensuring that we create an environment that promotes good governance and ethical business practices while adhering to as feasible with all local, national and international policies and standards related to promoting good governance, accountability and transparency ensuring ethical practices.

As DPL Group, putting our “DPL Pulse: ESG Roadmap 2030” into action, we wish to promote ethical business practices within our business operation and ensure our value chain is aligned to our values and principles.

2. DEFINITIONS

The concept of Good Governance and Business Ethics refers to upholding values and practices deemed righteous and supports running an ethical business. This can be supported by implementing appropriate business policies and procedures that could prevent a breach of such values and practices while helping an organization to safeguard itself from any such situation that could potentially cause a risk to the business or its people. When all employees and the business entity make ethical decisions, the organization establishes a reputation for ethical behavior.

Any organization upholding good governance is participatory, consensus-oriented, strategic, accountable, transparent, responsive, effective and efficient, equitable and inclusive and follows the rule of law. To engage in ethical trade, an organization must promote honesty, fairness, leadership, integrity, compassion, respect, responsibility, loyalty and consciousness towards the environment and society.

3. SCOPE

DPL Group, which consists of Dipped Products PLC and its subsidiaries will herein after referring to the Hand Protection sector. As a responsible organization, we are committed to fostering an organizational culture which upholds principles and best practices of good governance, accountability and transparency and seeks to prevent any form of unethical business practices.

Understanding the heightened level of unethical business practices existing in the private sector locally and globally, being a responsible business organization – DPL Group wishes to address and prevent such issues. The policy is formulated aligning with the United Nations Sustainable Development Goals, Global Reporting Initiative Standards and the Guiding Principles for Businesses by United Nations Global Compact (UNGC).

The Good Governance and Business Ethics Policy wishes to firstly create a climate where employees feel confident that the organization is embedding a culture that practices good governance and ethics. We commit to promote good governance and ethics within the organization and in the entire value chain for everyone directly or indirectly engaging with DPL Group to abide by the policy with continuous awareness and learning.

4. APPLICABILITY

The Good Governance and Business Ethics Policy is applicable to DPL Group which in this policy refers to Dipped Products PLC and its subsidiaries and its board of directors and employees residing and operating in Sri Lanka and in overseas locations.

The implementation of the Policy will require all stakeholders the DPL Group directly or indirectly is involved with such as Investors, Shareholders, Customers, Suppliers (Businesses and/or Smallholders), Contractors, Dealers, Vendors, Distributors, Advisers, Consultants and all third-party service providers (Partners) to be informed and aligned to adhere.

The Finance team is responsible for ensuring that the DPL Good Governance and Business Ethics Policy is accessible in comprehensible language and understood to its employees and all third-parties/external stakeholders.

5. COMMITMENTS

- 1) Ensuring compliance with ethical business practices and good governance to achieve highest level of transparency and accountability including but not limited to below;
- **Laws, Regulations and Other Legal Requirements**
 - ✓ Comply with all applicable laws and regulations in all jurisdictions where they conduct business. Where requirements under applicable laws or regulations differ or conflict with this Policy, comply with the highest standard consistent with them.
 - ✓ Ensure to obtain all necessary regulatory approvals to conduct its business in the relevant jurisdictions. This includes any certifications, licenses, permits, approvals, permissions granted by local regulators and federal authorities.
 - **Anti-Corruption**
 - ✓ Upholding laws relating to bribery and anti -corruption in all the countries in which the DPL Group Companies operate with zero tolerance for fraud, bribery and corruption.
 - ✓ Corruption is defined as the abuse of entrusted power for private gain and DPL Group doesn't endorse such behavior from any employee. All employees must align with the DPL Business Code of Conduct in accordance with the highest ethical standards. DPL is committed to conducting business with the Zero Tolerance Policy against all forms of fraud, bribery and corruption and expects its stakeholders to do the same.

- ✓ In addition, DPL is also a participant of the UN Global Compact thereby pledging its commitment to Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

- **Conflict of Interest**

- ✓ An employee is prohibited from engaging in purchasing scheme where an employee/s who is/are able to influence the selection of a vendor, select a vendor/supplier or vendors/suppliers in which there is personal interest creating a disadvantage to the Company or in the case of where an employee/s is in a position to provide access to a vendor, deliberately takes measures to block access to a suitable vendor/supplier creating a disadvantage to the Company.
- ✓ An Employee is prohibited from engaging in any type of Sales Schemes where an employee/s is/can influence the price, offers a price or type of goods or services to a customer in which there is personal interest creating a disadvantage to the Company or in the case of an employee/s is in a position to influence a customer, deliberately takes measures to block access to a suitable customer creating a disadvantage to the Company.
- ✓ If any form of conflict of interest is noted, a report must be made to DPL's Group Chief Financial Officer or Managing Director in writing if any director or employee of DPL and/or relatives of director or employee of DPL are employees, partners, directors, or shareholders (other than publicly traded securities) of another third-party organization that DPL directly or indirectly engages in business with.
- ✓ Relatives of a DPL director or employee comprise of the director's or employee's spouse, parents, children, brothers or sisters, or spouse of child, brother and sister. It is DPL's policy that a director or employee declare any interests that they or their relatives, directly or indirectly, have in a bid or a Supplier.

- **Anti - Bribery**

- ✓ An employee/s is/are prohibited from offering, promising or giving a financial or other advantage to another person within or outside the organization, and intends the advantage of inducing a person to perform improperly a relevant function or activity, and/or rewarding a person for the improper performance of such a function or activity.
- ✓ An employee/s is/are prohibited from offering, promising or giving a financial or other advantage to another person within or outside the organization, and knows or believes that the acceptance of the advantage would itself constitute the improper performance of a relevant function or activity.
- ✓ An employee/or a group of employees is/are prohibited from accepting a bribe (financial or non-financial ex: Sexual bribe) by any other employee, their families or nominees, external stakeholder or engage in any other form of unethical or unacceptable practices.

- ✓ An employee/s is/are prohibited from receiving an invoice kickback/benefit in the form of money, gift, credit, or any other value and the invoice value of the goods or services is inflated to include the financial value of the kickback.
 - ✓ DPL Group and employees shall not engage in any form of bid rigging where multiple competing bidders collude to determine the outcome of the bid resulting in a disadvantage to the company
 - ✓ During a bid or evaluation process, no third party is allowed to entertain nor seek to influence DPL employees involved in the bid or evaluation, or their families, through gifts, payments, favours, services or other benefits that will or could influence any business decision or that creates the appearance of influencing any business decision.
- **Illegal Gratuities**
 - ✓ An employee/s is/are prohibited from receiving a payment, gift or any reward of value, after deciding or performing an act, received directly or indirectly from the beneficiary of the transaction. The gratuity may not necessarily have been paid/given with the intention of influencing the decision but may have been paid to reward the decision.
 - ✓ External Stakeholder/Third-party is/are prohibited to directly or indirectly offer, promise, give, solicit or accept or agree to accept or attempt to obtain anything that might be regarded as a facilitation payment in any form. Should there be a concern, the respective party must report to DPL if any DPL employees or business associates requests any such incentive.
 - ✓ DPL has a strict guidelines on accepting gifts or invitations, whereby all its stakeholders as well as their family members, who are acting for, and on behalf of DPL, directly or indirectly, are prohibited from giving or accepting gifts to avoid conflict of interest (actual or perceived) as a gift can be seen as a bribe that may negatively impact DPL's reputation or be in violation of the DPL's Good Governance & Business Ethics Policy as well as national laws and regulations.
 - ✓ Gifts in the form of cash or cash equivalent are prohibited. Any gifts offered, given or received (in exceptional circumstances) shall comply with the law, DPL's Good Governance & Business Ethics Policy, and other relevant policies and procedures.
 - ✓ If any gifts are offered, given and received to/from an external stakeholder/third-party, DPL employees are required to declare and/or get prior approval from the respective General Management Committee Member and if required the Managing Director.
 - ✓ Gifts should not be offered or given to DPL employees or their relatives and families, if it could reasonably give the appearance of influencing the business relationship with DPL or any business decision arising out of the business relationship. For the avoidance of doubt, gift is defined to include all forms of entertainment, travel and hospitalities, donations and sponsorships.

- **Economic Extortion**

- ✓ An employee/s or the business entity is/are prohibited from wrongfully extracting assets or rights from another person (with consent) or entity by threatening the other/s with force or fear. Threats may include damage of property, exposing confidential information, levelling accusations among others.
- ✓ An employee/s that seems to dominate a vendor to obtain goods and services at unusually favorable rates shall be considered for further investigations if required for a breach of this policy and must justify the reasonings with evidence.
- ✓ Should there be a case of threatening and forcing, following the Whistleblower procedure a report must be made for due action.

- **Anti-Competitive Practices**

- ✓ Comply with competition legislation and regulations where applicable and not engage in anti-competitive conduct such as but not limited to collusive behaviour, tying or linking arrangements, misuse of market power and refusal to supply good/service.
- ✓ Adhere to all anti-trust laws and regulations to ensure a free and open marketplace. An employee/s must not propose, or enter into, any agreements with a competitor to fix or stabilize pricing, allocate customers, territories, products or markets, rig bids or collude on bid quotes, or boycott a competitor or customers.

- **Associations with Public or Government Officials and Politically Exposed Persons (PEP)**

- ✓ Build transparent and fair relationships with Public or Government Officials (including regulators) and PEP. PEP is defined as a person entrusted with a local or foreign country's public or governmental function. DPL shall comply with all applicable laws and regulations in all dealings or interactions with Public or Government Officials (including regulators) and PEP.
- ✓ DPL shall conduct due diligence of a third-party who performs tasks and works for DPL to be in line with the required approvals from DPL. Any misrepresentation, illegal or unethical conduct shall be regarded as a breach of this policy.

- **Anti-Money Laundering**

- ✓ DPL strictly prohibits money laundering and terrorism funding in any form or manner.
- ✓ DPL as part of our larger efforts to respect and safeguard human rights, shall not contribute to conflict and promote responsible supply of raw materials avoiding Conflict-Affected and High- Risk Areas, we encourage our vendors/suppliers to ensure due diligence of their procurement process/suppliers.
- ✓ DPL views breaches or non-compliance with laws or regulations, DPL policies or contractual terms, including those pertaining to money laundering and terrorism funding, seriously, and may lead to sanctions and actions taken against the relevant party within or outside the organization.

- ✓ DPL encourages all parties to promptly notify DPL in the event of any anticipated, suspected or actual breach or non-compliance with laws or regulations, DPL policies or contractual terms in relation to money laundering or terrorism financing.
- **Cyber Security and Data Protection**
 - ✓ All DPL's corporate, customer, business partner and employee personal information, may it be in physical or digital form, are strictly private and confidential. Confidentiality is critical to protecting the integrity of our information assets, competitive advantage and regulatory compliance.
 - ✓ Where relevant, DPL expects all employees to:
 - process the data in accordance with DPL's Information Security instructions, and contractual obligations according to the local data protection laws and regulations;
 - implement appropriate governance, physical, technical and organizational measures to ensure a level of security in line with the risk that the processing represents;
 - conduct third-party engagements with integrity and maintain within the cost and time boundaries and be vigilant on risks and work within the limits of authority of the engagement without exposing DPL to undue risks; and
 - ensure any assets and systems granted access to any third-party are protected from abuse and malware and to ensure and maintain confidentiality, integrity and availability and ensure provided access to DPL systems is maintained at the lowest privilege level for authorized users only and promptly removed when no longer applicable.
 - promptly notify the IT Department of all weaknesses in cybersecurity discovered.
 - shall not by action or inaction allow the systems and applications in DPL to be made vulnerable or exposed to threat.
 - comply with all applicable policies and standards while working on site at DPL premises. DPL views breaches or non-compliance with laws or regulations, DPL's policies or contractual terms, including those pertaining to data privacy and data security, seriously, and may lead to sanctions and actions taken.
 - shall promptly notify IT Department, in the event of any anticipated, suspected or actual breach or non-compliance with laws or regulations, DPL policies or contractual terms in relation to data privacy or data security and cyber threat to, security breach of, or loss or corruption of, DPL's data and information.
- **Transparency of Business Practices**
 - ✓ DPL encourages highest level of transparency and access to information and is expecting the businesses it works with also follows such good governance principles in general daily business operations if there is a need be or in special circumstances as below;

- ✓ In the event of unforeseen circumstances or shortages that may impact the timely delivery of goods or services, DPL Group shall take necessary actions to notify changes to any trading partners.
 - ✓ In all such instances of disruptions or alternative sourcing, vendors/suppliers are expected to uphold all quality, ethical, environmental, and social responsibility standards outlined in the DPL Sustainable Procurement Policy and the DPL Group's Supplier Code of Conduct.
 - ✓ DPL shall conduct third-party due diligence to ensure that it generally engages in businesses that uphold the highest level of good governance and business ethics.
- 2) DPL Group engages vigorously in activities to create environmentally sustainable business practices;

- **Environmental Compliance**

- ✓ DPL Group complies with all applicable environmental laws, regulations and standards. Such standards include chemical and waste management and disposal, recycling, industrial wastewater treatment and discharge, air emissions controls, environmental permits and environmental reporting.
- ✓ DPL Group ensures measures are taken to conserve air, water, land and biodiversity.
- ✓ DPL Group strictly avoid consuming, using and buying material that could contribute to deforestation and forest degradation, address all deforestation driven by agricultural expansion to produce the commodities and ensure the expanded supply chain is complying with legal infrastructure such land rights, labour rights and tax regulations.
- ✓ DPL Group aligns with its Sustainable Procurement Policy and abides by the international regulations in ensuring the raw materials are sourced responsibly and that their supply chains do not help to fund armed conflict or other illegal practices.
- ✓ DPL Group ensure high standard in chemical management to protect human health and the environment against harmful substances, assess the safety of chemical substances in use, and promote non-harmful methods for the assessment and storing of the hazards of substances.
- ✓ DPL Group take actions to prevent emissions of atmospheric pollutants and other environmental nuisances (e.g. noise, odor, vibration, road congestion and light)
- ✓ DPL Group will report on their Scope 1, Scope 2 and Scope 3 energy usage, emissions and savings.
- ✓ DPL Group continuously researches, innovates and develops ways of engaging in environmentally sustainable production including renewable and eco-friendly raw material and reducing carbon footprint in logistics.
- ✓ DPL group implements management systems to meet these requirements and provide accurate information related to environmental screenings.

- **Climate Change and Risk Mitigation**

- ✓ DPL Group complies with international and national policies, laws and regulations to address climate change and measures to prevent climate crisis through sustainable consumption and production.
 - ✓ Deforestation is a critical aspect for DPL and must be avoided at all costs. DPL will ensure to conduct strict due diligence in this regard for suppliers and it will impact the potential or existing business relationship.
 - ✓ DPL shall conduct studies required for qualitative and quantitative impacts of the Sustainability/Climate related Risks and Opportunities, and Board of Directors and General Management Committee will consistently review the Risks and Opportunities to be adequate informed and be prepared for any anticipated risks or negative impacts given it will impact the overall value chain.
 - ✓ DPL Group shall take risk mitigation efforts to address situations including weather changes, natural disasters and epidemics which may cause loss, damage or delays to the entire value chain.
 - ✓ DPL Group actively work to minimize their environmental impact and carbon footprint. This includes implementing sustainable production practices, reducing waste, and promoting energy efficiency.
 - ✓ DPL Group increasingly invests to innovate and develop environmentally friendly products and services.
- 3) DPL Group encourages in every sort of business activity, to promote social sustainability with strict adherence to promote the following practices;

- **Protection of Human Rights**

- ✓ DPL expects its employees to abide by the Universal Declaration of Human Rights adopted by the United Nations General Assembly and national laws and regulations in the country of its operations to safeguard and promote the human rights of all its employees and related external stakeholders.
- ✓ DPL's due diligence will check the actions taken by third parties to both identify and act upon actual and potential human rights risks for workers in its operations, supply chains and the services it uses.
- ✓ DPL Group abide by the national labour laws and regulations, while adhering to labour rights and principles established by the International Labour Organization (ILO) in the Declaration on Fundamental Principles and Rights at work.

- **Prevent Forced or Involuntary Labour**

- ✓ DPL Group does not use force for compulsory or involuntary labour of any type (e.g., forced, bonded, indentured or involuntary prison labour).
- ✓ DPL Group must ensure that the employment is voluntary of all employees and workers.

- **Prevent Child Labour**

- ✓ DPL Group has adopted its Child Labour Prevention/Remediation Policy and strictly prohibits the use of child labour abiding by the International Convention on Child Rights and national laws and regulations of the supplier operations. The term "child" refers to any person under the age of 14 (or such other age where the law of the country dictates), or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is lowest.
- ✓ The use of legitimate internship or apprenticeship programs, which comply with all international and national laws and regulations, is supported.

- **Prevent Human Trafficking and Modern-Day Slavery**

- ✓ Ensure that no individual is tricked, coerced, forced or exploited for personal or commercial gain in the workplace by the organization or the employees. This includes but is not limited to human trafficking, forced labour and debt bondage.
- ✓ Ensure that no unlawful act of transporting or coercing people in order to benefit from their work or service is done, typically in the form of forced labour and there are no victims of modern-day slavery facing violence or threats, forced into inescapable debt, or have their passport taken away and facing threats of deportation.
- ✓ Prevent race or caste or descent-based slavery (a very old form of slavery and considered a tradition existing to have generations of people born into slavery), where people are treated as property, and their "slave" status has been passed down.
- ✓ DPL's robust due diligence process strives to prevent slavery or trafficking that exist in every stage of the supply chain, from harvesting or extracting raw materials to manufacturing and shipping. Therefore, suppliers are also required to follow and adhere to international and national policies, laws and regulations to address and prevent any form of modern-day slavery and human trafficking.

- **Maintain Standard Wages, Benefits and Working Hours**

- ✓ Compensation paid to workers shall comply with all applicable national wage laws and regulations, including those relating to minimum wages, voluntary overtime hours and legally mandated benefits. The basis on which each worker is being paid is to be provided with documentation for each such worker in a timely manner.
- ✓ While the remuneration or compensation is computed as per national laws and policies, industry standards and as per the company standard scale for each employment level considering individual qualification/experience and performance based remuneration - the Board and General management Committee continues to review the standard of living and costs status, unforeseen events such economic crises, inflation, pandemics and any other situation deem applicable to improve remuneration of all employees.

- ✓ Comply with industry norms and applicable local laws and regulations on working hour requirements as stipulated in the applicable country's governing labour laws and regulations. Ensure that all overtime work is voluntary and compensated at the prevailing overtime rates.
- **Ensure Occupational Health and Safety**
 - ✓ Provide employees with a safe and healthy workplace in compliance with all applicable laws and regulations.
 - ✓ Implement effective training programmes that educate employees/workers on the fundamentals of health and safety. Covering areas such as: human safety, emergency preparedness, chemical, physical and biological agent exposure, ergonomics, and incident reporting and investigation.
 - ✓ Provide information about other non-occupational health benefits and insurance coverage to their employees in line with national policies, labour laws and standards of the country of operation.
 - ✓ In addition to the physical safety of employees, DPL provides access to mental health services such as awareness on work-life balance, counselling, stress management sessions and awareness on suicide prevention, and flexible work arrangements on case-by-case basis as per employees' requests approved by Managing Director.
- **Promote Diversity, Equity, Inclusion & Non-Discrimination**
 - ✓ Treat all employees with respect and shall not use corporal punishment, threats of violence or other forms of physical coercion or harassment.
 - ✓ Non-discrimination in hiring and employment practices. Forms of discrimination may include race, religion, age, nationality, social or ethnic origin, sexual orientation, gender, gender identity or expression, marital status, pregnancy, political affiliation, or disability.
 - ✓ Diversity within the workplace, equitable access to opportunities and meaningful inclusion at all levels must be recognized and supported.
- **Prevent Sexual Harassment and Gender Based Violence**
 - ✓ Ensure the workplace is free from sexual harassment and gender-based violence with special attention paid to grievance raised by female employees.
 - ✓ Adopt and follow best practices in preventing sexual harassment and gender-based violence in the workplace through training and awareness provided to all employees and monitoring the safety in the workplace for all employees.
- **Ensure Freedom of Association and Collective Bargaining**
 - ✓ Recognize employees' rights to join or refuse to join labour unions or associations and to bargain collectively as permitted by law.

- ✓ Establish favourable employment conditions and to maintain open communication and direct engagement between workers and management as a means to resolve workplace and compensation issues and promoting positive employee relations that make employees view third-party representation as unnecessary.

6. INTERNAL PROCEDURES & DUE DILIGENCE OF THIRD PARTY/EXTERNAL STAKEHOLDERS

- **Procedure to Report an Incident/Case**

- ✓ An employee/s shall make a report in line with the DPL Group Whistleblower policy and procedure and the relevant action will be taken as indicated in the DPL Group Whistleblower Policy.
- ✓ DPL Group will ensure that the person making the report isn't subjected to any unfair treatment or penalization because of the report made and irrespective of the outcome/result.

- **Internal Audit & Risk Assessment Processes**

- ✓ DPL Group shall have an agenda item on the internal audit committee meetings to discuss any reports made related to the above areas under the Whistleblower Procedure or Grievance Handling Mechanism
- ✓ DPL Group ESG Committee shall report quarterly to the Board with an Ethics Report of any breaches of the Good Governance and Business Ethics Policy
- ✓ DPL Group Risk Assessment shall have any risks related to the above areas assessed quarterly.

- **Sustainable Procurement Policy & Supplier Code of Conduct**

- ✓ DPL Group has adopted a Sustainable Procurement Policy to govern the processes and procedures in place related to the above topics to ensure that the vendors/suppliers DPL works with are aligned to the same principles and ethics.
- ✓ The Supplier Code of Conduct is provided and signed by each supplier to ensure that all vendors/suppliers are abiding by the business ethics we wish to promote.

- **Supplier Evaluation & Audit Process**

- ✓ DPL Group has both business and individuals considered as suppliers to source raw material, so the supplier evaluations and audits will be done to both business organizations and individual raw material providers (small holders/farmers). To match the requirements based on the capacities of both parties the below documents will be used;
 - Businesses - DPL Supplier Evaluation Questionnaire is provided to businesses and Supplier Audit Checklist used for in-person audits.
 - Individuals/Small-holder Farmers - DPL Farmer Evaluation Form used with individual farmer community

- ✓ DPL Group will ensure supplier evaluations are conducted promptly to check each supplier's status and progress made in meeting the requirements. The Supplier Evaluation Questionnaire will be used.
 - ✓ DPL Group will conduct supplier audits in line with the Supplier Meetings arranged by local and international suppliers. The Supplier Audit Checklist will be used.
 - ✓ DPL Group will be recording the information and details as provided by the Supplier on the basis that the provided data are accurate to the best of the suppliers understanding therefore DPL Group isn't responsible for any errors in the information gathered.
 - ✓ DPL Group will provide comprehensive feedback on areas of improvement to the Supplier post the supplier evaluation and audit processes.
 - ✓ DPL Group will provide capacity building to suppliers that require improvements and alignment to international standards and frameworks.
- **Third-Party Due Diligence**
 - ✓ Any third-party other than registered vendors/supplier will receive the "DPL Third Party Due Diligence Template" to fill which will provide information related to the above areas that will enable DPL to decide to process with any engagement with that third party or refrain from engaging in business until positive changes have been made.
 - ✓ DPL Group will provide comprehensive feedback on areas of improvement to the third parties post the supplier evaluation and audit processes.
 - ✓ DPL Group will provide capacity building to third parties that require improvements and alignment to international standards and frameworks.

7. RESPONSIBILITY & COMMUNICATION

The Responsibility of formulating and reviewing the policy and developing action plan to implement the policy lies with the Director-Finance and Group Chief Financial Officer along with continued monitoring of progress of actions and providing regular updates to General Management Committee of achievements and gaps in meeting the set targets and actions.

The required communication and training related to the Good Governance & Business Ethics Policy will be delivered by Finance Department with clear guidelines and procedures on reporting mechanisms available for any violation of policy or cases or grievances to be communicated in line with the DPL Whistleblower and Grievance Handling Policy.

The Finance Department holds the responsibility to communicate the Good Governance & Business Ethics Policy to all its stakeholders including but not limited to Investors, Shareholders, Customers, Suppliers as feasible and applicable.

The relevant stakeholders required to provide information and data related to due diligence processes and reporting mechanisms in place in relation to the above-listed commitment areas and failure to do so will be recorded as non-compliance with this policy.

8. GOVERNANCE & COMPLIANCE

All employees are required to read the policy and with full understanding, comply to the policy by adhering and upholding the values and principles of Good Governance & Business Ethics Policy and refraining from any form of action or speech that might lead to or suggest a breach of this Policy.

In the case of where any employee of DPL violates, breaches or behaves in conflict with this Policy, such individual or group of individuals may face disciplinary action which may result in termination in line with the DPL Disciplinary Policy.

In the case of any stakeholder that is directly involved in business with DPL, under a legal binding document and/or contract it is required to adhere to this Policy. A breach of the Good Governance & Business Ethics Policy may result in actions being invoked against the relevant stakeholder, in addition to any contractual or legal remedies if applicable. The actions applied will depend on the nature and seriousness of the breach and on the degree of commitment shown. The range of actions available to be imposed on the stakeholders includes but is not restricted to the following:

- Formal warnings -that the continued non-compliance will lead to more severe actions;
- Disclosure of nature of breach to all DPL subsidiaries and associate companies; or
- Immediate termination of contract, without recourse.

The DPL Group's Managing Director and General Management Committee is accountable in ensuring the adherence to the policy, allocating resources, prioritizing actions and reviewing the progress and recommend improvements to accelerate progress as required. All other stakeholders indirectly engaging with DPL Group are encouraged to adhere to and uphold the values and principles as referred and required.

9. EFFECTIVE DATE OF IMPLEMENTATION

This policy shall be effective and operative from 1st October 2024.