MASTER GROUP

Master Components Limited

CODE OF CONDUCT & ETHICS

This Code applies to every person who works for or on behalf of Master Components Limited (MCL). It sits along with the ESG Policy Manual and the Board-level policies on our website, and points to them rather than repeating them.

Field	Detail
Document No.	MCL/COC/01
Issue No., Date	05/11/2026
Rev. No., Date	-
Prepared By	Corporate Affairs & Employee Engagement Lead
Reviewed By	Company Secretary & Compliance Officer
Approved By	Board of Directors
Review Cycle	Annual, or on change in law or business

1. Message from the Directors

Dear colleagues,

Every component that leaves our plant in Nashik carries our name into a customer's car, building or appliance. Our customers trust that each part is what our records say it is. Our people trust that they will come home safe and be treated fairly. Our shareholders trust that we run this listed company honestly.

This Code sets out how we keep that trust. It applies to all of us equally, from the Board to the shop floor, and to everyone who works with us. When the right choice is not obvious, or when there is pressure to cut a corner on quality, safety or integrity, use this Code. If you are still unsure, ask. If something looks wrong, speak up. You will never be penalised for raising a concern in good faith.

We ask each of you to read this Code for a better understanding of the conduct of this company.

Shrikant H. Joshi Chairman & Managing Director, Master Components Limited
Mudduraj C. Kulkarni Whole Time Director & CFO, Master Components Limited

2. About this Code

2.1 Purpose

This Code sets the minimum standard of behaviour expected at Master Components Limited (Herein after referred to as “MCL”). It covers how we treat each other, how we make and deliver our products, and how we deal with customers, suppliers, authorities and investors.

2.2 Who it applies to

This Code applies to everyone who works at or for MCL, including:

- All employees: permanent, probationary, fixed-term, trainees and apprentices
- Contract workers deployed at our premises through their contractors. They are given verbal training on this Code during induction, in a language they understand. Their contractor signs the acknowledgement at Annexure G on their behalf.
- Directors and Senior Management Personnel, in addition to the Code of Conduct for Board Members and Senior Management
- Consultants, agents and anyone acting on MCL’s behalf, to the extent relevant to their work
- Employees deputed to or from any of the Company’s units

Suppliers follow the equivalent Supplier Code of Conduct (MCL/ESG/POL/16).

2.3 How this Code fits with our other policies

This Code states the principle. The detailed rules live in the policies listed in Annexure A. Where a policy is more specific, follow the policy. Where the law sets a higher standard than this Code, follow the law.

Level	Document	Owner
Board policies	Vigil Mechanism, Harassment & Abuse, Code for Board Members & SMP, Insider Trading and related codes (website)	Company Secretary
ESG and HR policies	ESG Policy Manual MCL/ESG/PM/01	Corporate Affairs and Employee Engagement (CAEE)
This Code	Code of Conduct & Ethics MCL/COC/01	HR & CAEE
Procedures	IMS and HR process manuals	Process owners

2.4 Your responsibilities

- Read and understand this Code, and sign the acknowledgement at joining, after implementation of this Code and after every subsequent revision.(Annexure B for employees, Annexure G for contractors)
- Follow the law, this Code and the policies that apply to your role
- Complete the training assigned to you
- Ask when unsure, and report concerns through the channels in Section 4
- Cooperate fully and honestly with any investigation

2.5 Additional responsibilities of managers and supervisors

- Lead by example; never ask anyone to break this Code to meet a target or a dispatch
- Make sure your team, including contract workers, knows this Code in a language they understand
- Listen to concerns, escalate them correctly and protect the person who raised them
- Act on violations you see; ignoring them is itself a violation

3. Our Values and the Integrity Test

3.1 Our vision, mission and values

Vision: To be the most trusted partner in precision manufacturing, redefining industry standards through innovation, reliability, and cutting-edge solutions.

Mission: To create high-quality, Master-Made solutions that drive progress, empower industries, and set new benchmarks in manufacturing.

Our six pillars spell **MASTER**. This Code is how we live them every day.

Pillar	What it means	What it means for our conduct
M – Mindset for Growth	We empower, nurture, and grow together because our strength lies in our people.	Fair, respectful and safe treatment of every employee and contract worker (Section 5)
A – Accountability & Quality	Precision and excellence drive every product we create, ensuring the highest standards.	No shipping of suspect parts, no falsified records, honest reporting of mistakes (Section 6)

S – Safety & Sustainability	A commitment to a secure workplace and responsible manufacturing for a better future.	Anyone can stop unsafe work; waste, energy and environmental data handled honestly (Sections 5.7, 9.1)
T – Trust & Customers First	Their trust fuels our journey; we always strive to deliver beyond expectations.	Protecting customer IP and tooling, no bribery, no conflicts of interest (Sections 6.3, 7)
E – Evolution & Continuous Improvement	We evolve, innovate, and push boundaries every day.	Speaking up so problems are fixed, not hidden (Section 4)
R – Results & Profitability	Growth with purpose, reinvesting in innovation, excellence, and sustainability.	Results earned honestly: accurate books, fair competition, no insider trading (Sections 7.5–7.7)

Source: Master Group website, About Us.

3.2 The integrity test

Before you act, ask yourself:

1. Is it legal?
2. Is it consistent with this Code and our policies?
3. Would I be comfortable if it appeared on the notice board, in a customer audit or in the newspaper?
4. Would I be comfortable explaining it to my family?
5. Does it protect the safety of people and the quality of our product?

If the answer to any question is no or not sure, stop and ask your manager, HR or the Compliance Officer.

4. Speak Up

If you see or suspect something that breaks this Code, a policy or the law, report it. You can report in English, Marathi or Hindi, in writing or in person, and anonymously where the channel allows.

4.1 Where to go

Your concern	Where to report	Governing policy
Sexual harassment	Any member of the Internal Complaints Committee (Chairperson: Ms. Riddhi Bheda)	Harassment & Abuse Policy (website)
Other harassment, bullying, abuse, discrimination	Your HOD, HR, or any ICC member	Harassment & Abuse Policy; MCL/ESG/POL/12
Fraud, bribery, falsified records, insider trading, conflict of interest, any breach of this Code	Compliance Officer	Vigil Mechanism / Whistleblower Policy (website)
Unsafe condition, near-miss, injury	HR, Supervisor and the Safety Committee Chairperson, or any Safety Committee member immediately.	EHS & ESG Policy MCL/ESG/POL/01
Wages, working hours, leave, workplace facilities, other grievances	HR/ HOD/ grievance committee as the case maybe.	Grievance Redressal Policy MCL/ESG/POL/04

Contact details:

- Compliance email: compliance@master-components.com

- Helpline: +91 70669 92817 - HR (Akshay Kakade)
- Post: Compliance Officer, Master Components Limited, Plot No. D-10/A & D-10/B, MIDC Ambad, Nashik 422010, marked "Protected Disclosure"

*The ICC member list and contacts are displayed on notice boards and on our website.

4.2 What happens next

Every report is recorded, assessed and, where needed, investigated fairly and confidentially under the governing policy. You will be told when the matter is closed. The person reported on will get a fair chance to respond.

4.3 No retaliation

Retaliation means punishing or harming anyone for raising a concern in good faith or helping in an investigation. This includes dismissal, warnings, cuts in pay, overtime or promotion, unfair shift or job changes, threats, isolation, or pressure to withdraw a complaint. MCL does not tolerate retaliation; anyone who retaliates will face disciplinary action up to termination.

You do not need proof to report, only a genuine concern. Knowingly making a false report is itself a violation of this Code.

5. Our People

5.1 Workplace Conduct and Discipline

Discipline at MCL means a safe, orderly and productive workplace where everyone knows what is expected and is treated fairly when things go wrong.

Expected conduct

Everyone must:

- Report for work on time, follow the shift schedule and record attendance only for themselves
- Follow lawful and reasonable instructions from supervisors, and complete shift handovers properly
- Stay alert at the workstation. Sleeping on duty, or using mobile phones on the shop floor outside designated areas, is not permitted.
- Keep the workplace clean and orderly, and follow 5S and housekeeping standards
- Wear the company uniform and ID card while being on the company premises.

The following are prohibited:

- Fighting, threats, intimidation or abusive behaviour towards anyone
- Gambling, or carrying weapons or dangerous objects on the premises
- Proxy attendance, tampering with attendance or production records, or leaving the workstation without permission
- Damaging, misusing or removing company property

Fair process

When misconduct is alleged, MCL follows a fair process:

1. The person is told in writing what they are accused of (show-cause notice).
2. They get a reasonable opportunity to explain, and to be heard in an inquiry where the matter is serious.
3. The decision is based on facts and is proportional to the misconduct and the person's record.
4. The decision and reasons are recorded and communicated in writing.

No one may be fined, have wages withheld, or be punished physically or verbally outside this process. Contract workers are dealt with through their contractor, and never by direct punishment from MCL staff.

The detailed list of misconducts, and the steps for warnings, suspension and termination, are set out in Annexure D (General Working Rules) and Annexure E (Disciplinary & Termination Procedure).

5.2 Respect, dignity and freedom from harassment

We do not tolerate sexual harassment, verbal or physical abuse, threats, bullying or humiliation, in person, on the phone or online. This applies on our premises, on company transport, at customer sites, on business trips and at company events.

- Supervisors must never use abusive language or physical punishment to discipline workers.
- Sexual harassment complaints are handled only by the ICC under the Harassment & Abuse Policy.

5.3 Equal opportunity and non-discrimination

We hire, pay, train, promote and discipline based on skill, performance and job requirements only. We do not discriminate on the basis of gender, age, caste, religion, region, language, marital status, pregnancy, disability, sexual orientation, HIV status, union membership or political opinion. See MCL/ESG/POL/12.

5.4 No child labour, no forced labour

- MCL does not employ anyone below 18 years of age, directly or through a contractor.
- Age is verified from an official document before anyone starts work, including contract workers.
- Employment is voluntary. We do not hold original identity documents, wages or deposits to stop anyone from leaving.
- No worker pays a fee to get a job at MCL. Contractors must not charge recruitment fees either.

See MCL/ESG/POL/10.

5.5 Fair wages, hours and benefits

- Wages, overtime and statutory benefits (PF, ESI, bonus, gratuity, leave) are paid as per law and on time, for permanent and contract workers alike.
- Working hours and overtime stay within legal limits. Overtime is voluntary and paid at the legal rate.
- Women employees receive full maternity benefits and support as per MCL/ESG/POL/13.

See MCL/ESG/POL/11.

5.6 Freedom of association

Employees are free to join or not join a trade union or workers' committee, and to raise collective concerns without fear. See MCL/ESG/POL/09.

5.7 Health and safety

Our moulding, tool handling, material drying and grinding operations carry real risks. Everyone must:

- Follow safe work procedures, machine guarding and lock-out/tag-out rules; never bypass a safety interlock.
- Wear the PPE required for the area and task.
- Stop work and report immediately if a condition is unsafe. No one will be penalised for stopping unsafe work.
- Report every injury, near-miss and unsafe act, however minor.
- Take part in safety training, mock drills and consultation.

Contract workers and visitors receive the same safety induction and protection as employees. See MCL/ESG/POL/01 and our ISO 45001 system.

5.8 Alcohol, drugs and tobacco

No one may work, operate machinery or drive a company vehicle under the influence of alcohol or drugs. Possession, sale or use of alcohol or illegal drugs on premises is prohibited. Smoking, tobacco, gutkha and spitting are prohibited on the premises.

5.9 Exclusive employment

(a) During the period of employment with the Company, an employee shall devote their full working time and attention to the Company's business and shall not, directly or indirectly, engage in, be employed by, or render services (whether paid or unpaid, full-time, part-time, freelance or on a shift basis) to any other employer, business or person, without the prior written approval of the Directors and HR.

(b) In particular, no employee shall work in any other factory or establishment on any day on which they have worked at the Company, as also restricted under the Occupational Safety, Health and Working Conditions Code, 2020.

(c) Approval, where granted, shall be in writing, shall be limited to activity that does not compete with, supply to, or create a conflict of interest with the Company, and may be withdrawn at any time.

(d) This restriction applies only during employment and does not restrict the employee after separation, except for the confidentiality obligations under Section 8.2.

(e) Undisclosed or unapproved outside employment shall constitute misconduct under Annexure E.

6. Our Products and Customers

Our parts go into automotive, construction, electrical and healthcare applications. A falsified record or a hidden defect can put lives at risk and end customer relationships.

6.1 Quality integrity

- Never dispatch a part you know or suspect is non-conforming, whatever the delivery pressure.
- Never bypass an inspection stage, poka-yoke, gauge or quality gate.
- Never use an unapproved material, regrind ratio, mould, machine or process change without the approval required under our IATF 16949 system and customer requirements.
- Report any quality escape or suspected defect immediately, even if you caused it. Honest reporting of mistakes will not be punished; hiding them will.

6.2 Record integrity

Inspection reports, setup approvals, PPAP files, traceability labels, process parameter logs, calibration records, test certificates and EHS records must be true, complete and made at the time of the activity.

- Never backdate, pre-fill, copy or alter a record, or sign for work you did not do or check.
- Correct a genuine error only through the approved correction method, visible and signed.
- Never give a customer, certification body, auditor or authority false or misleading information.

6.3 Customer property and intellectual property

Customer-owned moulds, tools, fixtures, gauges, drawings, specifications and samples are entrusted to us.

- Use them only for that customer's parts.
- Never copy, share or reuse a customer's design, drawing or tool for another customer or for ourselves.
- Store, maintain and mark them as agreed, and report any damage or loss promptly.

See MCL/ESG/POL/06.

6.4 Material and product compliance

We meet all legal and customer requirements on restricted substances (such as REACH, RoHS and ELV), material declarations (such as MSDS) and labelling. Never declare a material or composition that has not been verified.

6.5 Fair dealing with customers

We compete on quality, price, delivery and service. We do not make false claims about our capability, capacity or certifications, and we honour our commitments or tell the customer early when we cannot.

7. Business Integrity

7.1 No bribery, no corruption

We never offer, promise, give, ask for or accept anything of value to win business or influence a decision, directly or through an agent, contractor or relative.

- This covers government officials (factory, labour, pollution control, GST, customs, MIDC, electricity inspectors, police, etc) and private parties (customer buyers, quality engineers, supplier staff, etc).
- **Facilitation payments** to speed up a routine approval, inspection or clearance are prohibited, however small.
- The only exception: if you face an immediate threat to your life, safety or liberty, protect yourself first, then report the payment to the Compliance Officer within 24 hours.

Bribing a public servant is a criminal offence for both the individual and the company under the Prevention of Corruption Act, 1988. See MCL/ESG/POL/05.

7.2 Gifts, hospitality and festive gifts

Situation	Rule
Cash, gift cards, vouchers, loans*	Never give or accept, at any time
Sweets of nominal value	Allowed; promptly inform the directors / HR if received from a supplier or customer and record it using Annexure C
Diwali and festive gifts from suppliers of nominal value	Allowed; promptly inform the directors / HR if received from a supplier or customer and record it using Annexure C
Meals and hospitality	Allowed if modest, occasional and with a business purpose
Anything to a government official	Not allowed, except official mementos approved by the Directors or Compliance Officer.

*Any vouchers / gift cards / sweets issued by the company as per HR shall be excluded.

7.3 Conflicts of interest

A conflict arises when your personal interest could affect, or appear to affect, your judgement for MCL. Disclose it in writing (Annexure C) before you act, and stay out of the decision.

Common examples at MCL:

- A relative or friend works for, owns or supplies a vendor, contractor, transporter, scrap buyer or customer
- Hiring or supervising a relative
- Any outside job or business (see 5.9)
- Recommending a contractor who pays you or your relative a commission

Dealings with group companies such as Master Moulds Private Limited and Master Nidavellir AeroMed Private Limited are related-party transactions. They follow the Policy on Related Party Transactions (website) and need the approvals it requires.

7.4 Scrap, waste and asset sales

We are certified Zero Waste to Landfill (DIN SPEC 91436). Scrap, regrind, rejected parts and waste are company assets.

- Sell or dispose only through approved and authorised buyers and recyclers, at the approved rate. (only through responsible person of Waste Management)
- Weigh, document and get gate-pass approval for every load.
- No side deals, private sales, kickbacks or under-weighing.

7.5 Fair competition

We do not agree with competitors on prices, quotations, customers, territories or capacity, and we do not share our pricing with them. We do not obtain competitor information through dishonest means, such as from a new joinee's former employer.

7.6 Accurate books and records

Every transaction is recorded accurately, on time and with proper supporting documents. No off-book funds, false invoices, inflated bills or split purchase orders to avoid approval limits. We cooperate fully with internal, statutory and certification auditors.

7.7 Insider trading

MCL is listed on the National Stock Exchange. If you know unpublished price-sensitive information, such as results, large orders, acquisitions, management changes, etc. do not trade in MCL shares or pass it on to anyone. Insiders/Designated Persons must follow the trading window and pre-clearance rules. See the Insider Trading Policy and related codes on our website.

7.8 Donations and political activity

Charitable contributions are made only under our CSR Policy. MCL makes no contributions to political parties or candidates except as permitted by law and approved by the Board. Your personal political activity must not use company time, name or resources.

8. Company Assets and Information

8.1 Company assets

Machines, moulds, tools, raw material, finished goods, vehicles, IT equipment, fuel and time are company assets. Use them for company work only and protect them from damage, waste and theft. Nothing leaves the premises without an authorised gate pass.

8.2 Confidential information (See MCL/ESG/POL/06)

Keep confidential any non-public information about MCL, our customers and our suppliers, such as drawings, process parameters, costing, pricing, quotations, orders, financials and business plans.

- Share it only with people who need it for their work, and only after an NDA where required.
- Do not take photos or videos inside the plant without permission.
- Your duty of confidentiality continues after you leave MCL. Return all documents, data and devices on exit.

8.3 Information security

- Use only authorised devices, software and accounts for company work.
- Never share passwords or let someone else use your login.
- Do not click suspicious links or attachments; report suspected phishing.
- Report any data loss, breach or suspicious activity to HR & Admin within 12 hours.

See MCL/ESG/POL/07.

8.4 Personal data and privacy

We collect and use personal data of employees, contract workers, candidates and visitors (such as Aadhaar, bank details, medical records and CCTV footage) only for lawful purposes, keep it secure and share it only as permitted under the Digital Personal Data Protection Act, 2023. Access personal data only if your role requires it.

8.5 Social media and external communication

- Only authorised persons speak to the media, investors, analysts or the stock exchange on behalf of MCL.
- Price-sensitive information is disclosed only through the Company Secretary, as required by SEBI regulations.
- On personal social media, do not post confidential information, plant photos, customer names or anything that could harm MCL's reputation, and make clear your views are your own.

9. Environment, Community and Suppliers

9.1 Environment

We operate an ISO 14001 certified environmental management system and are certified Zero Waste to Landfill. Everyone must:

- Segregate waste at source and never dump, burn or mix waste
- Handle oils, chemicals and hazardous waste only as per procedure, and report any spill immediately
- Switch off machines, compressors, lights and dryers when not needed, and report air and water leaks
- Never falsify environmental data, including energy, emissions, water and waste records used for GHG and ESG reporting

See MCL/ESG/POL/01.

9.2 Community

We respect our neighbours in MIDC Ambad and the communities we draw our workforce from. We support them through our CSR Policy, and respond to their concerns through the Grievance Redressal Policy.

9.3 Suppliers, contractors and partners

- Select suppliers and contractors fairly, on merit and through the approved purchase process. Where a customer specifies or approves the source (customer-directed or approved sources), we buy only from those suppliers, as required by the customer and our IATF 16949 system. We still hold them to this Code and the Supplier Code of Conduct.
- Every supplier and labour contractor must accept the Supplier Code of Conduct (MCL/ESG/POL/16). Every labour contractor also signs the acknowledgement at Annexure G before deploying workers, on behalf of their workers.
- Before deploying contract workers, verify their age, wages, PF and ESI compliance and safety training. All contract workers are given verbal training on this Code during their induction, in a language they understand, and the training is recorded by HR.
- Pay suppliers as per agreed terms; do not use our position to pressure them unfairly.
- Report any supplier or contractor behaviour that breaks this Code, such as child labour, unpaid wages or unsafe work.

10. Compliance with the Code

10.1 Training and acknowledgement

- Every new employee is trained on this Code during induction. Contract workers are given verbal training on this Code during their induction, in a language they understand.
- All employees complete refresher training and sign the acknowledgement (Annexure B) at joining & revision. Labour contractors renew the acknowledgement (Annexure G) start of contract or at renewal.
- Directors and Senior Management Personnel also give the affirmation required under their own Code.
- Training records (including attendance for contract workers' verbal training) and acknowledgements are kept by HR.

10.2 Violations

Violations are dealt with under the Disciplinary & Termination Procedure (Annexure E), in proportion to their seriousness. Action may include warning, suspension, recovery of losses, termination, and reporting to authorities where the law requires. For contractors and suppliers, it may include ending the contract.

These are also violations:

- Asking or pressuring someone else to break this Code
- Knowing about a violation and not reporting it
- Retaliating against someone who reported in good faith

- Not cooperating with, or misleading, an investigation

10.3 Waivers

No manager can waive any part of this Code. A waiver for an employee needs written approval of the Managing Director and/or the Compliance Officer; for a Director or Senior Management Personnel, it needs Board approval and disclosure where the law requires.

10.4 Monitoring and review

HR reviews the types of concerns raised and their outcomes, and reports them to the Directors every six months. This Code is reviewed every year, or earlier when the law or business changes, and published on our website and notice boards.

Rev. No.	Date	Description of changes	Revised by	Approved by
00	[date]	First issue	CAEE	Board of Directors

Annexure A - Policy Reference Map

Code section	Policy	Doc. No. / Location
2.2	Code of Conduct for Board Members & Senior Management	Website (Investor Relations)
2.4, 10.1	Acknowledgement of the Code (Staff)	Annexure B (MCL/COC/01/DI/01)
2.2, 9.3, 10.1	Acknowledgement of the Code (Contractors)	Annexure G (MCL/COC/01/DI/03)
4	Vigil Mechanism / Whistleblower Policy	Website (Investor Relations)
4	Grievance Redressal Policy	MCL/ESG/POL/04
4, 5.2	Harassment & Abuse Policy; Internal Complaints Committee	Website (Investor Relations)
5.1, 10.2	General Working Rules; Disciplinary & Termination Procedure	Annexures D and E
5.2, 5.3	Discrimination & Vulnerable Groups Policy	MCL/ESG/POL/12
5.4	Child, Young & Forced Labour Policy	MCL/ESG/POL/10
5.5	Compensation & Remuneration Policy	MCL/ESG/POL/11

5.5	Maternity Leave Policy	MCL/ESG/POL/13
5.6	Protection of Human Rights Policy	MCL/ESG/POL/09
5.7, 9.1	EHS and ESG Policy	MCL/ESG/POL/01
6.3, 8.2	Confidentiality & Intellectual Property Policy	MCL/ESG/POL/06
7	Business Ethics Policy	MCL/ESG/POL/02
7.1, 7.2	Anti-Corruption and Anti-Bribery Policy	MCL/ESG/POL/05
7.2, 7.3	Conflict of Interest & Gift Declaration	Annexure C (MCL/COC/01/DI/02)
7.3	Policy on Related Party Transactions	Website (Investor Relations)
7.7	Insider Trading Policy; Code for Monitoring Trading by DPs; Fair Disclosure Code	Website (Investor Relations)
7.8, 9.2	CSR Policy	Website (Investor Relations)
8.3, 8.4	Information Security and Protection Policy	MCL/ESG/POL/07

9.2	Stakeholder Engagement Procedure	MCL/ESG/POL/03
9.3	Responsible Sourcing Policy; Supplier Code of Conduct	MCL/ESG/POL/15, MCL/ESG/POL/16
10.2, E4	Warning Letter format	Annexure F (MCL/COC/01/DI/04)
10.2, E4	Warning Register	MCL/COC/01/DI/05 (HR, Google Sheets)

Annexure B - Acknowledgement of the Code (Staff)

Field	Details
Document No.	MCL/COC/01/DI/01
Issue No., Date	

I, _____ (Name), from _____ (Department), confirm that:

1. I have received the Master Components Limited Code of Conduct & Ethics (MCL/COC/01) in English / Marathi / Hindi.
2. It has been explained to me, and I have read and understood it.
3. I will follow it and the policies it refers to.
4. I know how to raise a concern, and that I will not face retaliation for doing so in good faith.
5. I am not aware of any violation of this Code that I have not already reported.

Signature: _____ Date: _____ Place: Nashik

To be kept in the personnel file by HR. Signed at joining and at the time of revision.

Annexure C - Conflict of Interest & Gift Declaration

Field	Details
Document No.	MCL/COC/01/DI/02
Issue No., Date	
Name, Employee No., Department	
Type	Conflict of interest / Gift or hospitality received / Gift or hospitality offered
Description (person or company involved, relationship, value in ₹, date)	
Action proposed (decline, hand over, step out of decision)	
Declared to (HOD)	
Decision of Compliance Officer / HR	

Signature of employee: _____ Date: _____

Signature of Compliance Officer / HR: _____ Date: _____

Annexure D - General Working Rules

D1. Working hours and shifts

- Shift timings, breaks and weekly off are displayed on the notice board and at the time office.
- Report at your workstation, in uniform and with PPE, before the shift starts.
- Do not leave your workstation or the premises during a shift without your supervisor's permission and a gate pass.
- Overtime is worked only when approved in advance by the HOD/ HR, is voluntary, and stays within legal limits.

D2. Attendance and punctuality

- Record attendance personally through the biometric at entry and exit. (staff)
  Record attendance in the attendance registers at entry and exit. (contract)
  Proxy attendance is a major misconduct.
- Late arrival beyond **2 hours is marked as late. 2** late marks in a month are treated as (half-day leave / loss of pay) based on the situation.
- If you cannot attend, inform your supervisor or HR at least 2 hours before the shift starts.
- Unauthorised absence for 8 or more consecutive days, without informing the Company, may be treated as abandonment of service under Annexure E.

D3. Leave

- Apply for leave only after informing your HOD and getting their permission. Leave forms are available with HR.
- Apply for planned leave at least 1 day in advance and get it approved before proceeding.
- Sick leave of more than 2 days needs a medical certificate.
- All leaves are credited for the calendar year (January to December) and lapse if not availed by 31 December. Please plan and avail your leave before the year ends.
- Leave entitlements are as per the Leave Policy and applicable law.

D4. Entry, exit and security

- Carry and display your company ID card at all times on the premises.
- Everyone, including employees, contract workers and visitors, may be checked by security at entry and exit and given a gate pass for the same.
- No material, tool, part, scrap or document leaves the premises without an authorised gate pass / Challan / Bill.
- Visitors must be registered at the gate, escorted, and given a safety briefing.

D5. Uniform, PPE and personal conduct

- Wear the prescribed uniform, safety shoes and PPE for your area.
- Loose clothing, jewellery and untied long hair are not allowed near running machines.
- Mobile phones may be used only in designated areas, never while operating machines or driving forklifts.
- Smoking, tobacco, gutkha and spitting are prohibited in the company.
- Eat meals only in the designated areas, never at workstations.

D6. Machines, tools and workplace

- Operate only the machines and equipment you are trained and authorised for.
- Do not change process parameters, mould settings or the regrind ratio without authorisation.
- Follow 5S + safety standards and keep aisles, emergency exits and access to fire equipment clear.
- Report breakdowns, damage and abnormalities to your supervisor immediately.

D7. Personal records

- Inform HR within 7 days of any change in address, phone number, marital status, nominee, bank account or emergency contact.
- Information given at joining, such as age, qualifications and experience, must be true. False information is a major misconduct.

Annexure E - Disciplinary & Termination Procedure

E1. Principles

Disciplinary action at MCL is fair, consistent and proportionate. It is based on facts, and no one is penalised without being heard. Its purpose is to correct behaviour first, and to punish only where needed.

E2. Minor misconduct

- Late arrival or early leaving without permission
- Absence without informing the supervisor
- Not wearing uniform, ID or PPE (first instance, no injury)
- Poor housekeeping or leaving the workstation without permission
- Mobile phone use in prohibited areas
- Careless work causing minor rejection or waste
- Smoking, tobacco or spitting on the premises; eating at the workstation
- Careless or minor damage to company property (writing on machines, breaking equipment)
- Sleeping while on duty. Depending on the circumstances, the nature of the work and the frequency of the misconduct, this may, in addition to the penalties under E4, result in deduction of wages for the period during which no work was performed, and/or such fine as may be imposed in accordance with the Code on Wages, 2019 and any other prevailing labor law, after giving the employee an opportunity to be heard.

E3. Major misconduct

- Theft, fraud or dishonesty involving company, customer or colleague property
- Falsifying or tampering with attendance, production, inspection, quality or EHS records
- Knowingly dispatching or concealing non-conforming parts
- Bypassing a safety device or interlock, or any wilful act endangering life
- Coming to work under the influence of alcohol or drugs
- Fighting, assault, threats, riotous or abusive behaviour
- Sexual harassment (after an ICC finding), or harassment, abuse or discrimination
- Wilful insubordination or disobedience of a lawful and reasonable order
- Taking or giving a bribe, or accepting gifts against this Code
- Disclosing confidential information or customer IP
- Wilful damage to company property, or deliberate slow-down of work

- Proxy attendance, or false information at joining
- Gambling, or carrying weapons on the premises
- Retaliation against a whistleblower or complainant
- Taking up outside employment or business without written approval (5.9)
- Sleeping while operating machinery or performing safety-critical work shall be treated as major misconduct.

Habitual misconduct: committing the same or any other minor misconduct 3 or more times within a period of 6 months, or remaining absent without leave for 8 or more consecutive days without informing the Company, is treated as habitual misconduct and dealt with as a major misconduct.

E4. Penalties

Depending on the seriousness of the misconduct and the employee's past record:

Misconduct	Possible penalties
Minor	Verbal counselling → written warning → final written warning
Major	Withholding of increment or promotion; suspension without wages for up to 4 days (at a time); demotion; discharge; dismissal if found guilty.

Any deduction from wages or fine shall be made only as permitted under the Code on Wages, 2019, for the acts and omissions notified by the Company, within the limits prescribed by law, and after the employee has been given an opportunity to show cause.

*Written warnings and final written warnings are issued in the format at Annexure F (MCL/COC/01/DI/04).

E5. Procedure

1. **Report:** the supervisor or HOD reports the incident in writing to HR, with facts and evidence.
2. **Preliminary review:** HR checks the facts. Minor first-time matters may be closed with counselling, which is recorded.
3. **Show-cause notice or charge-sheet:** issued in writing, in a language the employee understands, stating the charges clearly.
4. **Reply:** the employee gets 48 to 72 hours to reply in writing.

5. **Inquiry (major misconduct):** conducted by an impartial person from the senior management. The employee may be accompanied by a co-worker, may question witnesses and may present evidence. Proceedings are recorded.
6. **Suspension pending inquiry:** in serious cases, the employee may be suspended while the inquiry is pending, with payment of subsistence allowance as per law.
7. **Decision:** the competent authority (impartial person from the senior management) decides based on the inquiry report and the employee's record, and communicates the decision with reasons in writing.
8. **Appeal:**The appeal is to be decided by the Directors in 15 days and communicate the same to the employee (The appeal is decided within 15 days by a Director not involved in the original decision, and the outcome is communicated to the employee in writing.)

Sexual harassment complaints follow the ICC process under the Harassment & Abuse Policy. Matters raised through the Vigil Mechanism follow that policy. Disciplinary action under this Annexure follows their findings.

E6. Contract workers

MCL staff do not discipline contract workers directly. Misconduct is reported in writing to the contractor, who takes action under their own procedure. For serious misconduct, MCL may require the contractor to withdraw the worker from MCL premises.

E7. Separation

Type	Rule
Resignation	In writing, with notice as per the appointment letter: **1 month for staff & 3 months for leadership**. Notice may be waived or adjusted by mutual agreement.
Termination by the Company	Only for valid reasons, with notice or pay in lieu as per the appointment letter and law.
Discharge / dismissal	Only after the procedure in E5.

Abandonment	After 8 days of unauthorised absence, a letter is sent to the last known address asking the employee to report or explain within 7 days. If there is no response, service may be terminated.
Retrenchment, lay-off, closure	As per the Industrial Relations Code, 2020.
Retirement	At 58 years of age.

No termination may be on grounds of pregnancy, maternity leave, a complaint made in good faith, or union membership.

E8. Exit and full & final settlement

- The employee returns all company property, ID card, documents and data, and obtains no-dues clearance.
- Final wages are paid within **two working days** of the last working day, as required by the Code on Wages, 2019. Other dues (leave encashment, bonus) follow as per law.
  For termination of employment, the wages are to be paid within 24 hours of the last working day.
- Gratuity, where eligible, is paid within 30 days of becoming payable.
- PF transfer or withdrawal is facilitated by HR.
- A relieving letter and experience certificate are issued.
- The exit interview is recorded and reviewed by HR for trends.

E9. Records

All disciplinary records (notices, replies, inquiry proceedings, decisions) are kept confidentially in the personnel file for at least 8 years after separation.

Annexure F - Warning Letter

Document No.: MCL/COC/01/DI/04	Date of Issue:

Ref. No.: MCL/HR/WL/[year]/[serial no.]
To,
Name:
Employee No.:
Designation:
Department:

Subject: ☐ Written Warning ☐ Final Written Warning

Dear _____,

1. Misconduct

On [date], at about [time], at [location / machine / line], you were found to have:

[Brief, factual description of what happened: who reported it, what was observed, and any evidence such as attendance record, inspection record, CCTV or witness statement.]

This is a violation of:

- Code of Conduct & Ethics (MCL/COC/01), Section _____
- Annexure [D / E], Clause _____: [name of the rule or misconduct]

2. Previous record

☐ No previous disciplinary action in the last **6** months
☐ Previous action(s) on record:

Date	Action (counselling / written warning)	Ref. No.

3. Your explanation

☐ You were given an opportunity to explain, verbally on [date] / in writing on [date]. Your explanation was considered and found [not satisfactory / partly satisfactory] because [reason].
☐ You did not submit an explanation by the given date, [date].

4. Warning

You are hereby warned that this conduct is not acceptable and must not be repeated. You are expected to:

- Specific corrective action, e.g. report for duty on time / wear required PPE at all times / follow instructions stated in ___
- Any support provided, e.g. retraining on __ by [date]

For a Final Written Warning only: This is your final warning. Any further misconduct of a similar or more serious nature within **6 months** of this letter may result in stricter action under Annexure E, up to and including termination of service.

This warning will remain on your personnel file and will be considered for **6 months** from the date of this letter.

5. Right to appeal

If you disagree with this warning, you may appeal in writing to the Directors within **15 days** of receiving this letter, as per Clause E5 (8) of Annexure E.

This letter has been explained to you in [English / Marathi / Hindi].

For Master Components Limited
[Name]
[Designation – HOD / Head HR]

Employee acknowledgement

I have received this letter. It has been explained to me in a language I understand.

Signature: _____ Date: _____

Annexure G - Acknowledgement of the Code (Contractor)

Field	Details
Document No.	MCL/COC/01/DI/03
Issue No., Date	
Contractor firm name	
Contract period	
Address	
Labour licence / registration no.	
Authorised signatory (name & designation)	

Nature of work at MCL	

On behalf of our firm and all workers we deploy at Master Components Limited (MCL), we confirm that:

1. We have received the MCL Code of Conduct & Ethics (MCL/COC/01) and understood its requirements.
2. We will ensure that every worker we deploy attends MCL's induction, including the verbal training on the Code, and follows it while on MCL premises.
3. We will not deploy any person below 18 years of age, and will provide valid age proof for every worker before deployment.
4. We will pay our workers' wages, overtime, PF, ESI and other statutory dues in full and on time, and share proof of compliance with MCL when asked.
5. We will not charge any worker a fee for getting work at MCL, or hold their original documents, wages or deposits.
6. Our workers will follow MCL's safety rules, PPE requirements and General Working Rules.
7. We will take action on any misconduct by our workers reported by MCL, and will withdraw a worker from MCL premises when MCL asks (Annexure E, E6).
8. We know how to raise a concern with MCL, and we will report any violation of the Code that comes to our notice.
9. We are not aware of any violation of the Code by our firm or workers that we have not already reported.

This acknowledgement is valid for the contract period or the current financial year, whichever ends first, and will be renewed after that.

Signature: _____ Date: _____ Place: Nashik

Received by (MCL HR)

Signature: _____ Date: _____ Place: Nashik