



OBEROI
REALTY

Policy Framework on Business Responsibility

May 2017

Overview

Mumbai, the ever-evolving and reverberating city, is in a constant quest for spaces that can not only accommodate but also build efficiencies for its everyday flight of ambition and purpose-led growth. In the Eighties, the city witnessed a dramatic and paradigm shift in its equilibrium from the southern island towards the suburbs. New enterprises, office spaces and the highly-educated, upwardly mobile, 'red-blooded' rich demanded world-class living spaces in the emerging areas of Mumbai. It is in this backdrop that Oberoi Realty took its roots, over three decades ago with a view to redefine living - delivering the cutting-edge with best global parameters to match or surpass.

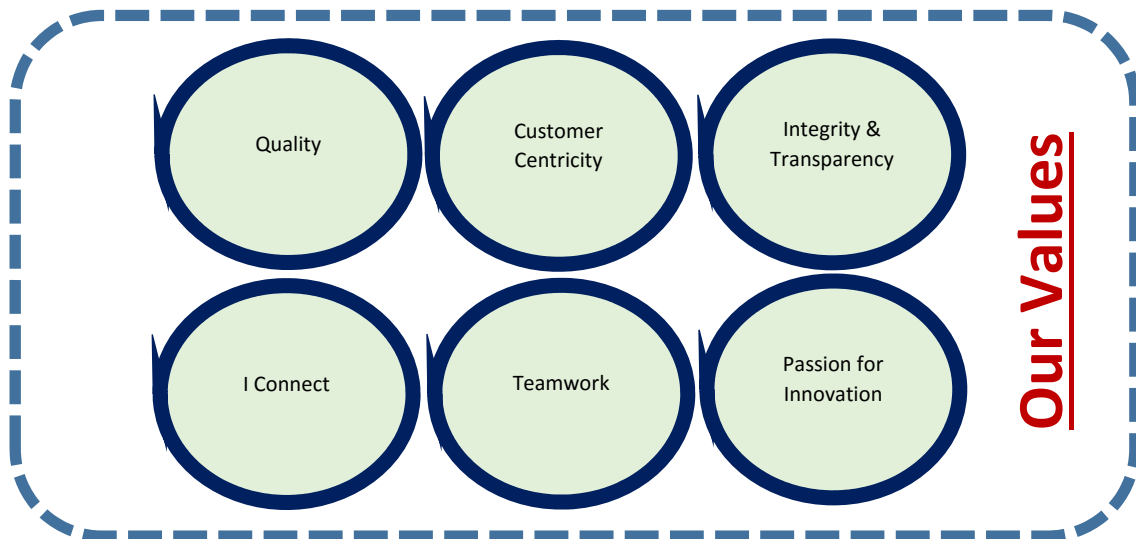
Over the past three decades we have built growth and high-stature through consistent high-design and quality parameters that have truly made a significant difference to ease, comfort and efficiency to lives that interact with or inhabit these spaces.

Innovation in our offerings combined with an emphasis on contemporary architecture, strong project execution and quality construction have helped us transform into a brand to reckon with.

By partnering with the best in the world and India, we continuously keep ourselves abreast with changing global and national trends. In order to achieve the scalability required to undertake large developments, we outsource work to leading international and domestic players in the areas of architecture, design, engineering and construction.

Our Vision: To create spaces that enhance the quality of life

The vision of our company is an actionable, purpose-led ideal that has a real and significant bearing on our deliveries and our conduct. We are committed to ensuring that our offerings are revolutionary, ahead of the times, benchmarked against best global trends & practices and built around our discerning customers' needs. We ensure that the ecosystem we operate in, the society around and all people who experience, engage or align with any aspect of the spaces we create, truly feel the differentiation and positive impact on quality of life.



Introduction

The business environment has acknowledged the importance of sustainability time and again. Organizations across the globe recognize the need to engage with stakeholders to continually improve the quality of their business performance. On these lines, Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR**”) requires the top 500 listed companies to submit as a part of their Annual report, a Business Responsibility Report describing the initiatives taken by them from an environmental, social and governance perspective, in the format given under the LODR. This becomes a channel for *Oberoji Realty Limited* to communicate its commitment towards sustainability.

The *Business Responsibility Report* (“**BRR**”) emphasize on disclosures related to *9-principles* developed by The Ministry of Corporate Affairs as *National Voluntary Guidelines*. For business leaders and managers entrusted with the task of deploying the principles of Responsible Business, it is worthwhile to understand that business boundaries today extend well beyond the traditional production facility and all the way across the value chain. Businesses are therefore encouraged to ensure that not only do they follow the Guidelines for areas directly within their immediate control or within their sphere of influence, but that they encourage and support their vendors, partners and other collaborators across their value chains to follow the Guidelines as well.

The very genesis of the business practices that encompass its socio-economic and environmental performance is its vision. The significant criteria to benchmark the vision of the organization is the assessment of the policy framework of the company. The BRR includes a checklist that guides the organization to create policies or redefine the incumbent policies to improve business responsibility. The purpose of this *handbook* is to create a document of quick reference to our policies for the users of BRR to establish our commitment to the nine principles.

BRR-Policy Framework

The objective of the business responsibility report is twofold, firstly to help businesses to use their entrepreneurship to effectively contribute to the economic and social betterment of communities and secondly to make their operations sustainable in a manner that enables them to meet their current needs without compromising the needs of the future generation. One of the critical aspects of Responsible Business practices is that businesses should not only be responsible but they should also be seen as socially, economically and environmentally responsible. While the Guidelines covering all the nine principles identify the areas where responsible practices need to be adopted, the Reporting Framework provides a standard disclosure template which can be used by businesses to report on their performance in these areas.

The purpose of incorporating this framework in these Guidelines is to help businesses to reach out to their stakeholders with necessary information and data demonstrating the adoption of these Guidelines. Through such reporting, they will also be able to encourage their stakeholders to have a more meaningful engagement with the business rather than the often-prevalent one-sided expectational engagement. During the process of reporting, it is expected that businesses will also develop a better understanding of the process of transformation that makes their operations more responsible. These Business Responsibility (BR) reports will also help in identifying some of the best practices that can serve as guidance models.

Does the Company have in-house structure to implement the policy/ policies	✓	✓	✓	✓	✓	✓	✓	✓	✓
Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to policy/policies?	✓	✓	✓	✓	✓	✓	✓	✓	✓
Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	✓	✓	✓	✓	✓	✓	✓	✓	✓

* *The policies are developed and aligned with following standards prescribed by /under;*

- *Securities and Exchange Board of India*
- *Ministry of Corporate Affairs National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business*
- *Applicable legal requirements*
- *The Company's internal requirements, detailed consultations and research on the practices adopted by organizations*

** *The policies are approved by the board and signed by the heads of the respective department responsible for the implementation of the policies.*

*** *The policies are available on our internet portal which can be viewed at <http://www.oberoirealty.com/>*

\$ available on intranet.

Remarks:

As a part of data privacy, internal policies are not available on public domain. However, our stakeholders may get in touch with the investor relations team to access these documents.

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

Description:

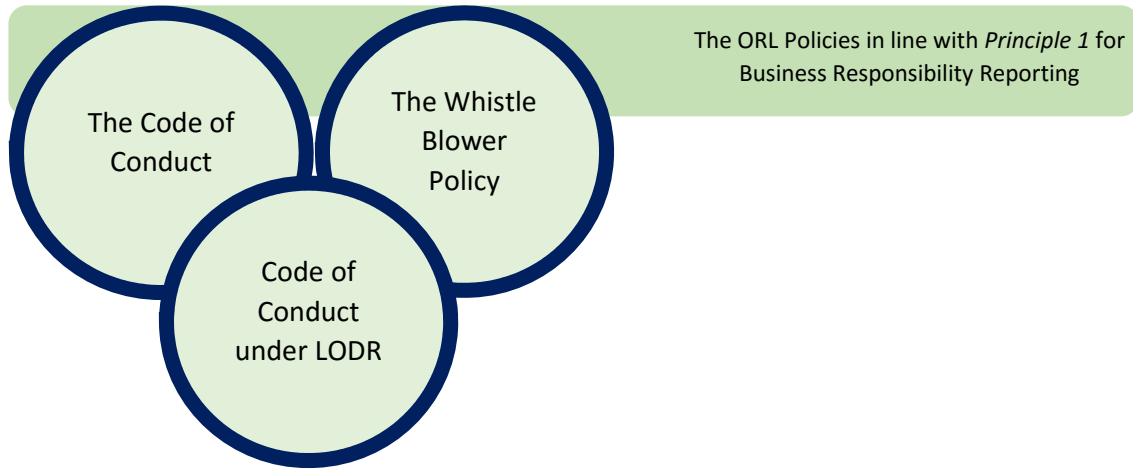
The principle recognizes that ethical conduct in all its functions and processes is the cornerstone of responsible business. Ethical conduct ensures fair and transparent decision making and cultivates the culture of communication with relevant stakeholders about the operating risks, thus, address and redress the issues raised. The principle recognizes that the behaviour, decision making styles and actions of the leadership of the business, thereby, establishes a culture of integrity and ethics throughout the enterprise.

Relevant Policy and Mechanism:

Oberoi Realty Limited (“ORL”) fosters the culture of transparency and ethical conduct and enforces the same with robust execution mechanisms. The Code of Conduct embodies the spirit of transparent and ethical governance, whereas, the Whistle Blower policy sets obligation on all the employees to report breach of Code of Conduct. Some of the key highlights of the policies are as follows:

- Company restricts its engagement in any activity/ employment that interferes with the performance or responsibility to the Company or is otherwise in conflict with or prejudicial to the Company.
- Company strives to comply with all applicable laws, rules and regulations.
- No Director/ Senior Management personnel shall provide any information related to Company’s business, performance, its customers, suppliers, etc., which is not in the public domain either formally or informally, to a person or a party, the press or any other publicity media, unless specially authorized.
- To maintain equity and fair justice while dealing on behalf of the Company. The Directors/ Senior Management personnel shall be committed to provide a work environment free from unlawful discrimination, harassment and intimidations of any nature.
- The Director/ Senior Management person should himself ensure compliance with this code, any instance of violation or possible violation of this code by the concerned Director/ Senior Management person or by any other Director/ Senior Management person shall be immediately reported to the Board through the compliance officer.
- The Directors/ Senior Management personnel shall discharge their duties in good faith and integrity in business judgment and in the best interests of the Company and its stakeholders.
- All employees are required report any acts of unfair treatment, discrimination, harassment, victimization or any other unfair employment practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, or the like to the Chairman of the Audit Committee, who shall investigate into the same and recommend suitable action to the management.
- The Code of conduct is compliant with Regulation 17(5) of the LODR and The Whistle Blower Policy is an outcome of Section 177(9) of The Companies Act, 2013 and Regulation 22 and Regulation 4(d) (IV) of the LODR.
- The compliance of the Policy is reviewed and signed by the Director/ Senior Management Personnel annually, committing to the responsibility of overseeing the proper execution of the policy.

The Code of Conduct policy is formulated for and applicable to all employees and directors of the ORL, employees of other agencies deployed for ORL/ its subsidiary's/ joint venture's activities, whether working from any of ORL's / subsidiary's/ joint venture's offices or any other location. The Whistle blower policy extends to all employees, all directors of the company, employees of other agencies deployed for the Company's/ its subsidiary's/ joint venture's activities, whether working from any of the Company's/ subsidiary's/ joint venture's offices or any other location.



Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

Description:

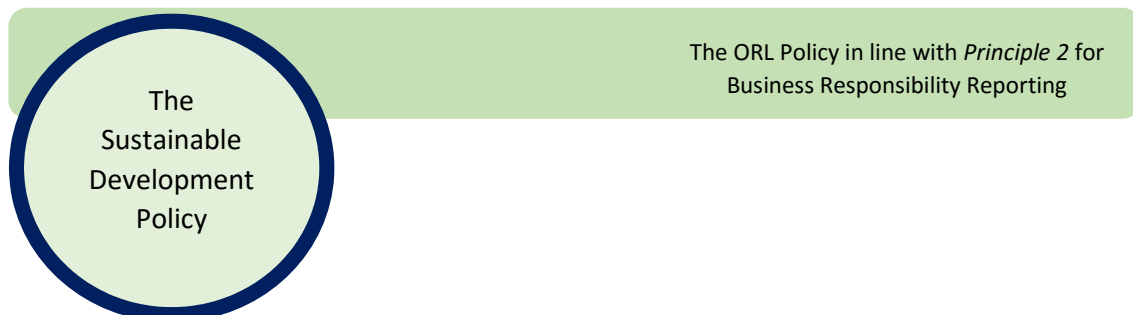
The principle emphasizes that in order to function effectively and profitably, businesses should work to improve the quality of life of people. The principle recognizes that all stages of the product life cycle, right from design to final disposal of the goods and services after use, have an impact on society and the environment. Responsible businesses, therefore, should engineer value in their goods and services by keeping in mind these impacts. The principle, while appreciating that businesses are increasingly aware of the need to be internally efficient and responsible, exhorts them to extend their processes to cover the entire value chain – from sourcing of raw materials or process inputs to distribution and disposal.

Relevant Policy and Mechanism:

ORL's commitment towards their customers can be seen in the quality of products offered by the company. In our business, we employ scheme of things that empowers our vision to provide best in class products for our customers. To ensure this philosophy translates in our actions, we have the sustainable development policy. Some of the key highlights of the policy are as follows:

- ORL is committed to provide best services to its customers while reducing environmental & social impact across our business locations.
- To make use of environmentally friendly materials and upgraded process & technology available in market for our business and customers.
- To implement the LEED procedures at all our projects that are owned, operated and leased by ORL.
- To continuously innovate and explore alternate materials wherever possible in our operations that reduces the environmental footprint and enhance safety of our customers.
- ORL works on prevention of soil, water, air and noise pollution from construction activities by continuously monitoring different parameters and taking required measures.
- Through our projects and techniques, we strive to minimize waste, energy consumption and water usage.
- Encourage local suppliers for the raw materials based on the project requirements.

The policy is applicable to all employees of ORL in the management and non-management cadre at all the locations. The policy also extends to all relevant business partners. It will be the responsibility of every individual for successful implementation of the policy in the daily activities at the workplace across all the locations.



Principle 3: Businesses should promote the wellbeing of all employees

Description:

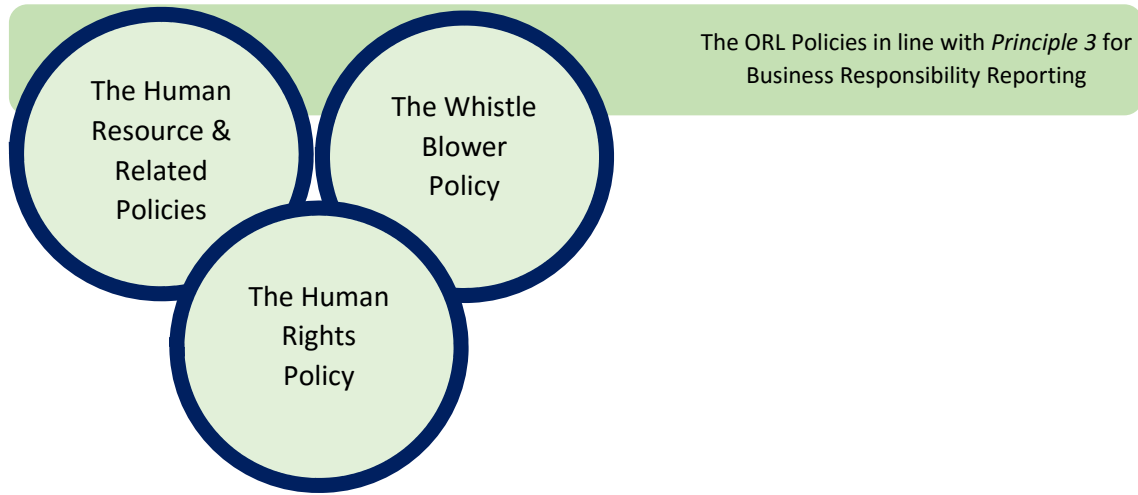
The principle encompasses all policies and practices relating to the dignity and wellbeing of employees engaged within a business or in its value chain. The principle extends to all categories of employees engaged in activities contributing to the business, within or outside of its boundaries and covers work performed by individuals, including sub-contracted.

Relevant Policy and Mechanism:

ORL acknowledge their employees as a valuable stakeholder who contribute significantly towards the growth of business, thus meeting our business ambitions. We believe in creating an environment of comfort and welfare for our employees based on health, safety and wellness. Our business strongly considers the Human Resource and related policies, Prevention of Sexual Harassment of Women at Workplace, The Whistle Blower Policy and The Sustainable Development Policy to meet this objective. Some of the key highlights of these policies are as follows:

- To provide protection against sexual harassment to women employed at ORL and identified subsidiaries, joint ventures and affiliates and for prevention and redressal of complaints of sexual harassment against women employees.
- To inform and assure about the protection available to an employee making any disclosure under the Whistle Blower Policy.
- ORL continuously monitors health of its employees, contract workers and labour by organizing regular health checkups.
- ORL works on skill up-gradation of its employees, contract workers and labour by providing access to necessary learning opportunities, on an equal and non discriminatory basis.
- Employees are motivated through various human resource interventions throughout the span of their career. At our premises and construction sites, we follow a safety first approach for all the management staff, field workers, contract labour and visitors.
- Wellbeing of employees is always ensured and ORL strives to provide the best of amenities to maintain good health, hygiene, safety and productivity at workplace and our construction sites.
- To provide the employees with time to rejuvenate themselves from the stress of work; balance their work & personal lives and recover from illness.
- To provide for leave to women in employment with the organization for period before and after child-birth. The policy has been formulated in accordance of provisions as prescribed in The Maternity Act, 1961.
- Recruitment of an individual is totally based on ability and capability of the person without any discrimination on the bases of race, gender, creed, religion, color, disability or national origin.
- To allow employees to apply for unpaid leave / leave without pay in cases where the employee does not have sufficient leave balance.
- To closely evaluate the progress and skills of the newly hired employee; determine appropriate assignments and monitor other behavioral aspects of the employee.
- To provide employees with facilities leading to better working environment.

The Sexual Harassment policy, The Whistle Blower Policy and The Prevention of Sexual Harassment of Women at Workplace is applicable to ORL Group. Whereas, The Human Resources Policies are subjected to the duration and nature of employment with the company.



Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

Description:

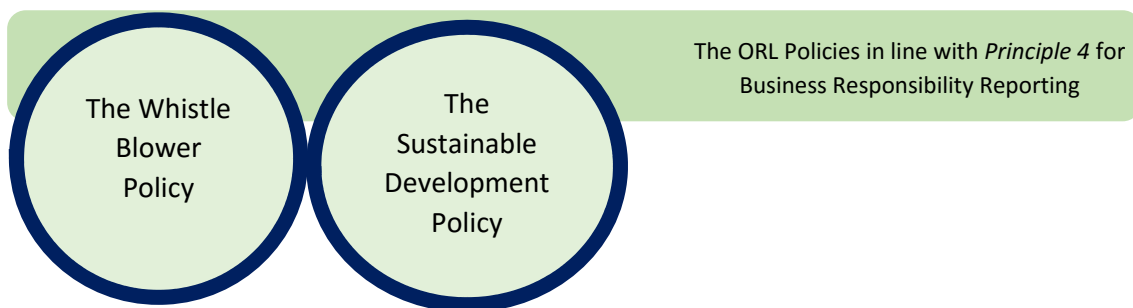
The principle recognizes that businesses have a responsibility to think and act beyond the interests of its shareholders to include all its stakeholders. The Principle, while appreciating that all stakeholders are not equally influential or aware, encourages businesses to proactively engage with and respond to those that are disadvantaged, vulnerable and marginalized. Businesses should systematically identify their stakeholders, understand their concerns, define purpose and scope of engagement, and commit to engaging with them. Businesses should acknowledge, assume responsibility and be transparent about the impact of their policies, decisions, product & services and associated operations on the stakeholders.

Relevant Policy and Mechanism:

At ORL, we map our stakeholders and identify their needs to foresee risk and opportunities. Our team extensively engages with various stakeholders and have mechanisms in place to ensure feedback and grievances are addressed by the organization. Some of the key highlights of these policies are as follows:

- ORL regularly communicates with all the key stakeholders of the Company and ensure to understand their concerns and feedback on the areas of operation concerning them.
- To determine the procedure of reporting/ disclosing instances of unethical behavior, fraud or violation of the Code or employment policy etc.
- ORL employs fair and non-discriminatory tendering processes so that all capable and technically compliant vendors get an equal opportunity to work with us.
- In addition to this, ORL provides adequate logistic support to the small vendors, during commercial negotiation wherever possible.
- Feedback form is provided to every customer for their suggestions and if found appropriate, ORL implements the suggestion.
- ORL has well-established customer feedback mechanism which enables to have regular interactions with new customers and members.

The Whistle Blower policy and The Sustainable Development Policy is applicable to all employees of ORL group in the management and non-management cadre at all the locations.



Principle 5: Businesses should respect and promote human rights

Description:

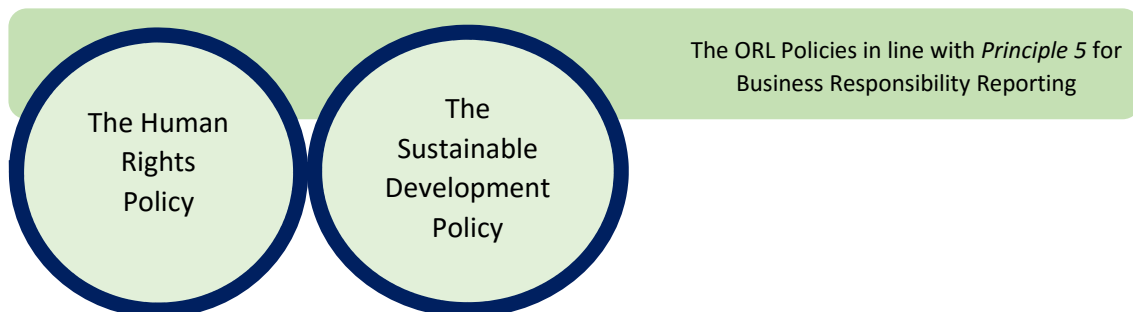
The principle recognizes that human rights are the codification and agreement of what it means to treat others with dignity and respect. Over the decades, these have evolved under the headings of civil, political, economic, cultural and social rights. This holistic and widely agreed nature of human rights offers a practical and legitimate framework for business leaders seeking to manage risks, seize business opportunities and compete in a responsible fashion. The principle imbibes its spirit from the Constitution of India, which through its provisions of Fundamental Rights and Directive Principles of State Policy, enshrines the achievement of human rights for all its citizens. In addition, the principle is in consonance with the Universal Declaration of Human Rights, in the formation of which, India played an active role.

Relevant Policy and Mechanism:

ORL recognizes and appreciates that human rights are inherent, universal, indivisible and interdependent in nature. We strive to perform business in a manner that ensures human rights are protected and plays a pivotal role in eradication of child labor and forced labor. We have a policy that provides guidance to abide all the local legislations and laws of the land. Some of the key highlights of these policies are as follows:

- We respect human rights and ORL ensures equal employment opportunity, benefits, freedom of expression, robust grievance mechanisms.
- ORL is strictly against any child labour, forced labour and or human trafficking. ORL can cancel the contract with third party vendors, contractors or sub – contractors if found noncompliant.
- ORL’s HR policy is not only committed to its workspace but also respects the human rights of community around.
- Training on “Human rights awareness” is provided to all employees including management level, field staff and workmen.
- Recruitment of an individual is totally based on ability and capability of the person without any discrimination on the bases of race, gender, creed, religion, color, disability or national origin.
- ORL is committed to develop a culture where employees are encouraged to raise issues observed by them relating to unethical/ unfair/ unacceptable behavior or practices and to report instances of any fraud/ misconduct/ violation of Code or employment policies without any fear of reprisal or victimization for whistle-blowing in good faith, without necessarily informing their supervisors.

The Human Rights policy and The Sustainable Development Policy is applicable to all employees of ORL group in the management and non-management cadre at all the locations.



Principle 6: Business should respect, protect, and make efforts to restore the environment

Description:

The principle recognizes that environmental responsibility is a prerequisite for sustainable economic growth and for the wellbeing 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 such as global warming, biodiversity conservation and climate change in a comprehensive and systematic manner. The principle encourages businesses to understand and be accountable for direct and indirect environmental impacts of their operations, products and services and to strive to make them more environment friendly.

Relevant Policy and Mechanism:

As an organization and also as a member of the community, it is our responsibility to ensure that any and all business practices carried out are done in a way that causes minimal impact to the environment. Our Sustainable Development Policy lays down guidelines that govern our performance with respect to environmental parameters. Some of the key highlights of these policies are as follows:

- Through our projects and techniques we strive to minimize waste, energy consumption and water usage
- ORL works on prevention of soil, water, air and noise pollution from construction activities by continuously monitoring different parameters and taking required measures.
- ORL lays emphasis on protecting biodiversity and takes additional steps to avoid cutting of trees during the design and construction phase. ORL relocates the trees, wherever possible, even at an extra cost.
- ORL is an environmentally responsible and customer-centric company that strives to deliver high quality products & services to its customers, while upholding the highest standards of health and safety.
- To build green building compliant with the international standards such as LEED.
- To focus our efforts on material minimization and to optimize on the natural resources available to us.
- Through continuous innovations, we strive to use alternate materials wherever possible in our operations which would reduce the environmental footprint and at the same time without compromising on the safety of our customers.
- To reduce our impact on the environment and society through continuous innovation.
- ORL is committed to provide best services to its customers while reducing environmental & social impacts across our business locations.

The policy is applicable to all employees of ORL in the management and non-management cadre at all the locations. The policy also extends to all relevant business partners. It will be responsibility of every individual for the successful implementation of the policy in the daily activities at the workplace across all the locations.



Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

Description:

The principle recognizes that businesses operate within the specified legislative and policy frameworks prescribed by the Government, which guide their growth and also provide for certain desirable restrictions and boundaries. The principle acknowledges that in a democratic set-up, such legal frameworks are developed in a collaborative manner with participation of all the stakeholders, including businesses.

Relevant Policy and Mechanism:

ORL being part of the economic ecosystem, engages with various government and non-government bodies on matters of policy formation which have impact on the sector/ larger public interest. Some of the key highlights of these policies are as follows:

- ORL, wherever required engages with the Government through relevant industrial bodies/associations and strive to provide support to shaping public policy related to our business.
- To engage with public policymakers, governmental and regulatory agencies, industry trade associations and political and advocacy organizations in support of our legitimate business interests
- Ensuring that our policy advocacy and liaison reflect our commitment to integrity, transparency and high ethical standards, and are conducted in strict compliance with all applicable central, state and local laws, regulations, and rules and good corporate governance practices.

The Sustainable Development Policy is applicable to all employees of ORL group in the management and non-management cadre at all the locations.



Principle 8: Businesses should support inclusive growth and equitable development

Description:

The principle recognizes the challenges of social and economic development faced by India and builds upon the development agenda that has been articulated in the government policies and priorities. 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, especially to that of the disadvantaged, vulnerable and marginalised sections of society. The principle also emphasizes the need for collaboration amongst businesses, government agencies and civil society in furthering this development agenda. The principle reiterates that business prosperity and inclusive growth and equitable development is interdependent.

Relevant Policy and Mechanism:

Business organizations are a part of society and derive its inputs from the society and its outputs are eventually to the society for consumption. In recognition that the business organizations are an integral part of society, CSR is a step towards the objective of contributing towards the betterment of society at large as part of responsible unit of the society. The CSR Policy of ORL lays the foundation of our commitment towards development of society. The key CSR areas and highlights of this policy are as follows:

- Slum development and housing for economically weaker sections.
- To promote education, including by way of conservation, renovation of school building and classrooms.
- Efforts towards eradicating hunger, poverty and malnutrition, fulfilment of nutritional requirements of needy, promoting health care and sanitation, including by way of creating aids and facilities for differently abled persons
- Efforts towards environmental sustainability, including by way of undertaking clean and renewable energy projects, conservation of natural resources, protection of flora and fauna, maintenance of ecological balance, including by way of adoption of green belts, gardens etc.
- Contribution towards the Prime Minister's Relief Fund or such other funds as may be recognized under Schedule VII of Companies Act, 2013.
- Establishing of governing, implementation and monitoring structure within the organization for Corporate Social Responsibility activities.
- The fund allocation towards the CSR activities is approved by the Board. The company strives to spend at least 2% of the average net profits of the company made during immediately three preceding financial years.

The Corporate Social Responsibility Policy is applicable to the ORL. Subsidiary companies which have CSR mandated to them have formulated CSR policies on lines similar to that of ORL's.



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

Description:

This principle is based on the fact that the basic aim of a business entity is to provide goods and services to its customers in a manner that creates value for both. The principle acknowledges that no business entity can exist or survive in the absence of its customers. 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 goods that are safe, competitively priced, easy to use and safe to dispose off, for the benefit of their customers. The principle also recognizes that businesses have an obligation to mitigating the long term adverse impacts that excessive consumption may have on the overall well-being of individuals, society and our planet.

Relevant Policy and Mechanism:

We recognize the extent of impact we can have on our customers and we wish to engage with them in a responsible manner. We are concerned with the safe management of our products throughout its lifecycle and are committed to minimize risks. We exercise responsible branding and advertising of our products so as to protect interest of our customer. Under the policy of Sustainable development, we ensure the processes and mechanisms to address the needs and grievances of our customers. Some of the key highlights of these policies are as follows:

- At ORL, customers are provided with safety guidelines and we educate them on the safety features of their property at the time of possession.
- ORL values its customers and hence we always try to exceed their expectation through implementation of various innovations, process & technological improvements without compromising over quality and environment.
- All our buildings are developed with features which make it earthquake and fire resistant.
- Various customer centric initiatives are undertaken at ORL to ensure customer delight such as Customer Experience Centers (CEC), Elite Clubs etc. this has helped us forge deeper bond with our valued customers
- ORL has well-established customer feedback mechanism which enables to have regular interactions with new customers and members.
- Feedback form is provided to every customer for their suggestions and if found appropriate, are implemented.
- Customers are provided with brochures which includes every detail and disclosure regarding the project. These brochures are prepared and thoroughly checked by the legal department at ORL to ensure that the correct and the most accurate information is released to our customers.
- We regularly communicate with all the key stakeholders of the Company and ensure to understand their concerns and feedback on the areas of operations concerning them.

The policy is applicable to all employees of ORL in the management and non-management cadre at all the locations. The policy also extends to all relevant business partners. It will be responsibility of every individual for the successful implementation of the policy in the daily activities at the workplace across all the locations.



The ORL Policy in line with *Principle 9* for Business Responsibility Reporting

Oberoi Realty Group strives to provide products that create value for its customers, environment and society at large. We are committed to protect environment and believe that our actions speak will speak louder than words. We promote the idea of fair and transparent governance that provides the very basis for efficient and effective execution of our system