



INCLUSION AND DIVERSITY POLICY

SAMVARDHANA MOTHERSON INTERNATIONAL LIMITED
(formerly Mother'son Sumi Systems Limited)

Adopted by the Board of Directors on August 10, 2021

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INCLUSION AND DIVERSITY POLICY

1. PURPOSE OF THE POLICY

- 1.1 Motherson Group is committed to providing a safe, flexible and respectful environment for its staff and clients free from all forms of discrimination, intimidation, exploitation and harassment. Group sets a standard of ‘zero tolerance’ for any kind of discrimination at work. Each person representing the Group is responsible for ensuring that all actions or behaviour that are, or could be, viewed as discriminatory are avoided. Group requires all employees of its companies and the persons representing the Group to treat each other with respect and dignity and expects everyone to promote a sense of personal responsibility.
- 1.2 The Motherson Group Inclusion and Diversity Policy (“**Policy**”) outlines the Group’s approach and commitment to Inclusion and Diversity, which is aligned with the Group’s strategy and beliefs. The Policy sets out the Group’s objective to drive better business outcomes and an improved people experience through shared accountability for Inclusion and Diversity.

2. SCOPE AND OBJECTIVE OF THE POLICY

- 2.1 This Policy applies to all Group employees, including but not limited to managers, supervisors, full-time, part-time or casual, temporary or permanent staff; job candidates; student placements, apprentices, contractors, sub-contractors, volunteers or any other person representing a Group company in any manner (“**Motherson Person**”) and pertains to their recruitment and selection, terms and conditions of employment including pay, promotion, work assignment, training, transfer and every other aspect of employment. All individuals covered by this policy are expected to adhere to the standards of behavior contained in this Policy at all times.
- 2.2 Any Motherson Person, who is found to have breached this policy will be disciplined accordingly, which may lead to, and include termination of employment or engagement.
- 2.3 To increase innovation by employing and retaining a diverse workforce with a range of different backgrounds and perspectives, the Group will be able to leverage a broad range of ideas and insights in decision making and business strategies.
- 2.4 To improve service to residents by reflecting the demographic diversity of the communities in which the Group operates, understand our residents better, contribute to improved service and resident satisfaction. A diverse workplace will enhance communication with residents based on a more comprehensive awareness of the needs of the community.

- 2.5 To enhance working environment by integrating workplace Diversity principles into all aspects of human resource management, such as planning, recruitment and selection, performance discussions, training and development, health and safety and workplace relations, the Group will foster a productive and fulfilling workplace that is dynamic, safe and healthy, encourages excellence and will support a whole-of-life balance for all Motherson Person. Potential benefits of this include retention of corporate knowledge and expertise as well as savings in recruitment and training costs.
- 2.6 To promoting the right to diversity, equality, respect, inclusion and substantive equality in the workplace, consistent with the principles of justice, integrity, equity and the pursuit of excellence. The Group believes in treating all people with respect and dignity. It strives to create and foster a supportive and understanding environment in which all individuals realise their maximum potential within the organisation, regardless of their differences.

3. DEFINITIONS

In addition to the other capitalized terms used hereunder, the following capitalized terms shall have the meanings set forth below:

- 3.1 **“Diversity”** shall mean a collection of individuals’ attributes, the visible and invisible differences that exist between people, including but not limited to disability, sex, sexual orientation, gender identity, marital status and intersex status, age, race, ethnicity, religion, culture, physical impairment and relationship with external / third parties and parental status. Diversity also encompasses the ways people differ in terms of their educational, financial or social background(s) or lifestyle.
- 3.2 **“Gender”** shall refer to an aspect of people’s socially determined identity that relates to masculinity and femininity or otherwise – it is not binary. Gender roles vary significantly between cultures and can change over time (including over the course of an individual’s lifetime). Social and structural expectations to gender strongly influence people’s social role, power, rights and access to resources;
- 3.3 **“Inclusion”** refers to ensuring that all Motherson Persons have equality of opportunities in the organization without any barriers or obstacles as a result of their gender, age, race, ethnic or cultural background, religious belief, family / marital status, sex or sexual orientation or physical ability;
- 3.4 **“Motherson Group”** or **“Group”** means Samvardhana Motherson International Limited, its subsidiaries (whether legally or beneficially owned), affiliates, joint ventures, associates and related persons and body corporates as well as properties that are managed by the Group

and such other companies and body corporates that are identified as part of the Group.

- 3.5 **“Motherson Person”** shall have the meaning ascribed to it under Clause 2.1 of the Policy;
- 3.6 **“Sexual and gender-based violence (SGBV)”** refers to categories that include, but are not limited to, sexual violence, sexual harassment, forced prostitution, sexual exploitation and abuse, and denial of resources, opportunities and services.

4. GROUP’S APPROACH AND PRACTICES

- 4.1 All Motherson Persons shall be respectful to their colleagues and all other persons and maintain the highest standards of conduct and encourage a healthy and conducive working environment that is free from any and all sorts of discrimination.
- 4.2 In furtherance of these objectives, the Group will:
 - (a) continue to build a diverse workforce that is representative of the pool of potential candidates with appropriate qualifications with Diverse backgrounds, while retaining individual merit and achievement as the prime criterion for all staffing decisions;
 - (b) ensure that all employment related decisions are based on principles of individual merit and achievement (that is, on such matters as job performance criteria such as skills, knowledge, and abilities relevant to specific positions) and not on factors unrelated to a person’s ability to do the job;
 - (c) promote and maintain a work environment that values and utilizes the contributions of Motherson Person with Diverse backgrounds, experience and perspectives through improved awareness of the benefits of workplace diversity, human resources policies, systems and processes and successful management of diversity;
 - (d) ensure that there is no intended or unintended discrimination towards or against any Motherson Person or particular diversity dimension in relation to the remuneration they receive for their work. The Group shall, from time to time review the remuneration and incentive framework for systemic biases;
 - (e) build and maintain a safe work environment by taking action against inappropriate workplace behaviour including discrimination, harassment, bullying, victimization and vilification;

- (f) seek to increase the range of applicants for all staff positions to reflect the Diversity of the pool of potential candidates with appropriate qualifications;
- (g) Group may engage professional consultants to assist in the hiring process by presenting diverse candidates to the Group for consideration;
- (h) ensure that applicants and Motherson Person of all backgrounds are encouraged to apply for, and have fair opportunity to be considered for all available roles;
- (i) comply with equal opportunity and anti-discrimination legislations applicable in the jurisdictions where the Group is engaged in business;
- (j) ensure that the Group's policies, procedures and practices do not have an adverse impact, direct or indirect, on the employment and advancement of any Motherson Person;
- (k) seek to make reasonable adjustments for differences related to persons belonging to Diverse groups thereby enabling them to compete equally with others;
- (l) ensure clean, hygienic and accessible social and sanitation amenities for all employees, including differently abled employees;
- (m) set measurable objectives relating to Gender at all senior management and leadership levels;
- (n) continuously analyze and monitor organizational Gender diversity objectives, including the Gender composition of human resources at all levels (governance, management, staff and volunteers). This data will be analyzed in light of potential barriers to equal opportunities and/or compensation, diversity inclusion and Gender inequality related to power and decision making within the Group;
- (o) integrate measures to prevent and respond to Sexual and Gender-based Violence (including sexual exploitation and abuse) in all programmes and operations;
- (p) seek opportunities to share knowledge about Gender diversity and Intersectionality with each other and collaborate to develop better ways to promote equality, embrace diversity, understand Intersectionality and strengthen participation and access to equal opportunities for those discriminated, neglected or marginalized;

- (q) address the specific needs and protection risks of sexual and Gender minorities;
- (r) ensure a survivor-centered approach to prevent, mitigate and safely respond to discriminatory and identity-based violence;
- (s) ensure compliance with all maternity benefits available to a Motherson Person in the jurisdiction in which the relevant Group company operates;
- (t) The Group shall ensure that all Motherson Person undertake training in relation to legislative and other responsibilities relating to anti-discrimination, workplace harassment and bullying and equal employment opportunity.
- (u) The Group may seek advice where applicable from relevant experts and representative bodies such as disability support agencies or Indigenous organisations to improve its recruitment and workplace practices

5. RESPONSIBILITIES

- 5.1 Motherson Persons shall be responsible for contributing to and maintaining an inclusive and diverse workplace culture. Each Motherson Person must demonstrate Inclusion through the Group's beliefs, respect the diversity of others, and identify and address exclusion.
- 5.2 Persons in managerial or supervisory capacity shall be responsible for:
 - (a) ensuring that biases are not impacting the decisions made when recruiting, evaluating performance and remuneration, providing development opportunities, identifying talent, succession planning and promoting;
 - (b) implementing strategies and initiatives to address any gender pay gap (to the extent that one exists);
 - (c) integrating discussions about diversity into performance, remuneration, development, talent and succession discussions;
 - (d) actively using diversity reporting with business units and across the Group;
 - (e) cascading clear and measurable targets for their teams and hold them accountable;
 - (f) promoting and championing flexible working; and
 - (g) actively engaging and communicating with team members on parental leave.

6. COMPLAINTS COMMITTEE

- 6.1 To prevent instances of discrimination and to receive and effectively deal with complaints pertaining to the same, a complaints committee having as much diversity in the members as possible (“**Complaints Committee**”) shall be constituted as may be considered appropriate by the board of directors of each company of the Group, keeping in mind the requirements of the local laws applicable to such entity. Tenure of the members of the Complaints Committee shall be 2 (two) years and names of the Committee Members shall be announced by the Chief Operating Officer (**COO**) of the respective Group company after consulting Head of Regional Chairman office of the jurisdiction where company operates.
- 6.2 The Complaints Committee shall *inter alia* be responsible for: (i) receiving complaints of under the Policy; (ii) initiating and conducting inquiry as per the established procedure; (iii) submitting findings and recommendations of inquiries; (iv) coordinating with the management of relevant Motherson Group legal entity in implementing appropriate action; (v) maintaining strict confidentiality throughout the process as per established guidelines; and (vi) submitting quarterly reports to the board of directors of respective Group companies marking a copy to the Group General Counsel’s Office.
- 6.3 Any information regarding any instance of discrimination at workplace, whether such person is directly subjected to such an instance or becomes aware of any other aggrieved person at the workplace, must immediately be reported to a member of the Complaints Committee upon having knowledge of such event(s)/action(s).
- 6.4 In the event the management or any employee of the Group receives a complaint from a third party, including candidates who apply for employment with the Group, the same should be brought to the notice of the Complaints Committee for their immediate action. Such complaint shall be treated at par with complaints from employees under this Policy.

7. INQUIRY PROCESS

- 7.1 Upon the receipt of a complaint from an aggrieved person or on behalf of the aggrieved person in writing, the Complaints Committee must commence to take action immediately. It must be ensured that all complaints shall be treated as confidential to the extent consistent with the need to conduct a fair, complete and responsive investigation. This Policy strictly prohibits retaliation or victimization of an aggrieved person who seeks redressal.

7.2 Upon receipt of a complaint by the Complaints Committee, it shall provide a copy of the complaints to the alleged offender within 7 (seven) days of receipt of complaint. If required, the Complaints Committee may ask the aggrieved person to furnish additional information about the alleged discrimination. The alleged offender shall be required to file a reply within 10 (ten) working days of receipt of the aforesaid communication from the Complaints Committee, along with the relevant supporting documents and names and addresses of witnesses (if any). The Complaints Committee shall thereafter (whether or not the alleged offender furnishes a reply as aforesaid) decide the place and time for hearing the complaint, and shall intimate the same to the aggrieved person and the alleged offender. Any complaint made anonymously, or by a third party should be investigated into, to the maximum extent possible. The aggrieved person shall be given an option for informal redressal, that is by way of mediation and mutual discussion and a formal redressal wherein the Complaints Committee shall look into all the allegation, witnesses and evidences produced before it. The Complaints Committee shall make a report of its finding for all complaints received and minutes of each enquiry conducted and file the same with the board of directors of the company on a quarterly basis with a copy to the Head of Regional Chairman office of the jurisdiction where company operates and the Group General Counsel's Office.

8. ACTIONS TO BE TAKEN

- 8.1 If any Motherson Person indulges in any act that is non-compliant, in any manner whatsoever, with this Policy, then such person shall be subject to appropriate disciplinary action as the Complaint Committee may deem appropriate. Disciplinary actions are proportional, so they may vary from a verbal warning to dismissal or referral for criminal prosecution, depending upon the applicable laws of the country in which that particular Group company is incorporated. Disciplinary actions are customarily private.
- 8.2 Upon completion of the investigation, if the allegation against the alleged offender has not been proved, the Complaints Committee may recommend that no action needs to be taken in the matter. A determination may also be made regarding any lost/un-availed benefits, conditions or terms pertaining to the employment of the aggrieved person and alleged offender.
- 8.3 The Complaints Committee upon finding a person guilty may recommend, subject to applicable laws, any of the following actions: (i) tender written apology to the aggrieved person; (ii) issue warning, withhold promotions / increments of the alleged offender; (iii) deduct from salary / wages of the alleged offender or issue directions for payment / compensation, such sum as it may consider appropriate to be paid to the aggrieved person or to their legal heirs, as it may determine; and/or (iv)

terminate the employment of the alleged offender. Such action shall be taken within thirty (30) days of the final report. Further, in case if the matter requires to be reported to local authorities under applicable laws, the Complaint Committee will also ensure timely reporting to such appropriate legal authorities.

- 8.4 If the Complaints Committee comes to a conclusion that the allegation was made with malicious intent, or the aggrieved person (or any other person making the complaint on behalf of the aggrieved person) had produced false, forged or misleading documents to prove the case, the Complaints Committee may recommend appropriate action to be taken against the aggrieved person (and such other persons who have made the complaint on his/her behalf), including termination of service. However, mere lack of ability to prove allegations shall not qualify under this Clause.
- 8.5 If any Motherson Person thinks that he/she or someone else has been retaliated against or victimized for raising an issue under this Policy, such person is requested to contact the Head of Regional Chairman's Office (RCO) of the respective region where that particular company is located. The RCO shall also inform the Group General Counsel's Office immediately on receipt of any such issue by an aggrieved person.

9. PRINCIPLES TO BE FOLLOWED

- 9.1 Complaints relating to discrimination under the Policy shall be handled and investigations shall be conducted under the principles of natural justice, basis of fundamental fairness and equity, in an impartial and confidential manner. Complaints Committee while investigating the matter shall be sensitive, empathetic during the entire proceedings and ensure a healthy environment is being maintained throughout the proceedings. Details of investigation, inquiry proceedings, action taken, and relevant documents shall not be published or publicly made available (press, media or otherwise) in any manner whatsoever by the parties involved, or any person who is privy to such information. Any such person found guilty of disclosing such information shall be subject to disciplinary action as the Complaints Committee may prescribe.

10. POLICY ADOPTION

- 10.1 This Policy must be distributed to all its employees, staff and any other person representing the Group in any manner whatsoever, as its utmost priority, so that all persons associated with the Group are well acquainted with the principles enshrined in this Policy. Upon the receipt of this Policy (whether in online or physical form) an acknowledgement would be required to be duly signed by all such persons stating that he/she has read and reviewed the Policy and understands the requirements imposed and will ensure unqualified compliance with the same. The

Human Resource Departments of all Group companies shall discuss the Policy with all existing and new employees / representatives and ensure that they understand every aspect of this Policy. In order to increase awareness, this Policy shall be published in employee handbooks, and posted on conspicuous places of all establishments of the Group. The Policy shall be re-communicated to all employees / other persons representing Motherson at least once in a year, whether by e-mails, newsletters, or any other means and an acknowledgement thereafter must be received that the same has been read, reviewed and understood.

11. MISCELLANEOUS PROVISIONS

- 11.1 This Policy is the group-wide central policy, outlining the requirements that every single person working for and with the Group must comply with, regardless of location. The rules and principles set forth in this Policy are general in nature and the compliance with the Policy shall be ensured to be read with the local laws applicable to the relevant Group company. In case of any conflict between the requirements of this Policy and the requirements under the local laws, the stricter of the requirements shall prevail. It will be the responsibility of Regional Chairman's office to ensure that the policy at each company level complies with laws of the country in which the Group company is incorporated.
- 11.2 The human resources department of each company of the Group shall be responsible for ensuring implementation of the Policy and the recommendations of the Complaints Committee.
- 11.3 The human resources department of each company of the Group shall review this Policy on an annual basis.
- 11.4 The Policy shall be read along with all the other policies of the Group and the applicable law of the place of operation of the Group.
- 11.5 Any changes to be done in the policy by any Group company will require prior review of the Group General Counsel's Office and adoption by the Board of the relevant Group company.

For any clarification / doubt concerning this policy please contact Group General Counsel's Office by sending mail at gco_policyquery@motherson.com. Any such email should contain "Motherson Group Inclusion and Diversity Policy" in the subject line.