





A TATA TECHNOLOGIES Joint Venture

CEO's message

Dear Employees,

We are pleased to introduce our new Code of Conduct, reinforcing our commitment to responsible business practices locally and globally. This Code is the cornerstone of our corporate culture and essential to our daily work.

Our organization's reputation hinges on each employee's actions. Even one instance of inappropriate behaviour can harm our entire organization. Therefore, it is crucial that all employees ensure their conduct, both at work and in public, upholds our business and reputation.

The Code of Conduct provides guidance on essential principles of behaviour, helping employees navigate legal and ethical challenges. This code is mandatory for all employees and executive members to follow.

We are dedicated to growing our business while steadfastly upholding our values and adhering to all laws. There is no room for compromise. Unethical behaviour can cause significant damage. Therefore, integrity must be the cornerstone of our corporate culture, fostering the trust essential for our success. To continue leading advancements, we must consistently act with integrity.

The BTI Board fully supports the Code of Conduct and urges you to read, understand, and apply its principles in your daily work. It guides our actions and represents a promise to the outside world. Together, we can lead BTI into a sustainable future. Let this Code guide your interactions with colleagues, business partners, and society.

On behalf of the BTI Board of Management, I thank you for your support and commitment. We present the newly adopted Code of Conduct at BTI.

Best Regards,

Aditya Khera, CEO





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BMW TechWorks India

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Document Release Notice

The Code of Conduct outlined herein applies to all employees of BMW TechWorks India Private Limited (hereinafter referred to as "the Company").

This document is governed by the Company's document control procedures.

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1. LAWFUL AND RESPONSIBLE CONDUCT

Lawful and responsible conduct is integral to our company and forms the basis for its long-term success.

This Code of Conduct formulates our inherent commitment to respect applicable legislation, and the internal regulations issued to this end (compliance). BMW TechWorks India Code of Conduct is the ethical and values-based foundation for acting with integrity and in compliance and it serves as a binding guideline for all employees.

It is imperative for associates to be familiar with the legal obligations relevant to them, to observe these personally, and to strive for compliance in line with company values. This shapes the public image of the Company and builds trust in its products. This trust lays the foundation for the overall success of the company.

We share the responsibility for our collaboration, workplace, environment, sustainability, and society. We treat each other and everyone else with respect and fairness as equals. We are committed and courageous in upholding our values and principles, no matter the time or the pressures we face, whether economic or social.

We firmly believe that honesty is essential for all of us - Employees, Board Members, and Managers - to build trust in our Company, products, services, and innovations. Therefore, the decisions we make in every area of work and in all roles must align with our corporate values and comply with applicable national and international laws, regulations, and internal commitments. This principle also applies to the ongoing development of our Company and the selection, procurement, development, and use of innovative technologies like artificial intelligence.

Associates are supported by a compliance organization geared toward prevention and a regulatory framework to ensure the lawful conduct of the company at all levels. BMW TechWorks India has established appropriate structures, processes, and specific internal guidelines, to fulfil its responsibilities, especially for the regulatory areas covered by this Code of Conduct. Essential regulations form part of the Compliance Management System because non-compliance can result in serious consequences for the company, such as fines or claims for damage. There are also reputational risks, which can be particularly harmful for BMW TechWorks India and may be triggered by any appearance of non-compliance.

In this Code, "we or us" means our company, our Executive Directors, Officers, Associates and those who work with us, as the context may require.

This Code sets out the expectations of all those who work with us. We also expect those who deal with us to be aware that this Code underpins everything we do, and in order to work with us they need to act in a manner consistent with it.





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2. LEGAL FRAMEWORK – AN OVERVIEW

2.1 ETHICAL LEADERSHIP

We uphold our corporate values, principles, and rules, taking responsibility for both personal and organizational growth while leading by example. We carry out our duties and manage our powers and roles fairly and responsibly. This also extends to personal relationships at work, especially in situations where employment or hierarchical dependencies could be misused. Our decisions are always transparent, reflect sound judgment, and are driven by integrity, serving the best interests of the Company, its employees, business partners, and shareholders. Through our values-based leadership, we build trust and facilitate change within the Company.

We expect the leaders of our businesses to demonstrate their commitment to the ethical standards set out in this Code through their own behaviour and by establishing appropriate processes within their companies.

2.2 ANTI-CORRUPTION

BMW TechWorks India takes resolute action to combat corruption.

Corruption is a global problem that causes tremendous economic damage and regularly impacts particularly vulnerable groups the most. It hinders fair competition on the basis of performance, since it does not generally allow the best supplier to compete on an equitable basis. As a responsible company, BMW TechWorks India takes a firm position on fighting corruption — and expects the same from its business partners.

The basic principle is that benefits for business partners and media representatives are only permitted within appropriate limits. Extra care must be taken with regard to public officials and elected representatives: Officials, judges, politicians, or other representatives of public institutions, as well as members of parliament, may not receive any kind of gift, other benefits, or invitations that could appear to compromise their impartiality, and are therefore prohibited.

So-called facilitation payments are also prohibited. These are payments made to a public official to encourage them to perform or expedite a required official process.

Compliant behaviour requires every associate to separate private interests from those of the company.

Corruption frequently results from conflicts of interest, where professional activities are affected by private interests. BMW TechWorks India therefore urges all associates to avoid situations that may result in a conflict of interest. Any risk of conflicts of interest should be disclosed and documented in a transparent manner.

Every contract should be awarded to the best bidder – objective criteria must always form the basis for new business relationships.

Business relations must always be established or continued based on objective and transparent criteria. Commercial and personnel decisions and advice or recommendations from BMW TechWorks India associates must not be influenced by private interests and relationships, nor should they be motivated by tangible or intangible advantages. It is important to avoid any appearance of impropriety. The same applies in reverse: As a premium supplier, we convince our business partners with our products and services — not by offering undue advantage.





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BMW TechWorks India associates must not accept, demand, offer, or grant any personal advantage in conjunction with the activities they perform on behalf of the company.

Anti-corruption policies not only apply to direct financial gratuities, but also to other benefits, such as invitations and gifts, which could affect the professional objectivity of the person in question. For that reason, monetary and non-monetary benefits that go beyond customary and reasonable business practices must be refused. The same applies to benefits for associated persons, such as family members or others closely related to them.

To help its staff evaluate which benefits are customary and reasonable, BMW TechWorks India sets indicative value limits and defines further criteria and standards of assessment. Associates are also provided with clear guidelines on documentation and approval requirements. Benefits may only be granted or accepted within the framework of internal policies and applicable laws.

Transparent and reliable business relationships are a key factor for anti-corruption.

Accordingly, we expect our business partners to work equally hard to prevent corruption. BMW TechWorks India, therefore, implements a structured process of Compliance Due Diligence for selected business partners before entering a business relationship.

2.3 DATA PRIVACY PROTECTION

We strictly comply with data privacy protection regulations.

The use of innovative information technologies raises many questions concerning the right of individuals to determine how their personal information may be used. We consider this right to be of immense importance. BMW TechWorks India takes data privacy protection into account when handling the personal data of its customers, associates, and business partners.

Personal details are only recorded, processed, or used if this is permitted by law or if the data subject has given their permission. We are committed to the principles of sparing use of personal data and transparency in data processing. This approach ensures a consistent and appropriate level of data privacy protection throughout the Company.

2.4 HUMAN RIGHTS COMPLIANCE

BMW TechWorks India recognises its responsibility as a company to ensure respect for human rights.

This principle is integral to BMW TechWorks India's corporate culture and forms part of our shared values. It applies not only to our own business activities but also to our upstream and downstream global supply chains. We help ensure these fundamental rights are observed through clear responsibilities and a wide range of different measures.

BMW TechWorks India does not employ children at our workplaces and does not use forced labour in any form.

2.5 FREEDOM OF ASSOCIATION

BMW TechWorks India recognises that associates may be interested in joining associations or involving themselves in civic or public affairs in their personal capacities, provided such activities do not create an actual or potential conflict with the interests of the company. The associates must notify and seek prior approval for any such activity as per the 'Conflicts of Interest' clause of this Code and in accordance with applicable company policies and law.





2.6 CONFLICT OF INTEREST

We operate with integrity, which is why it's crucial to avoid potential conflicts of interest in our job responsibilities. We must, recognise, and disclose any possible conflicts we encounter or observe. A potential conflict of interest arises when an employee's personal or financial interests could impact their business decisions. This also extends to personal relationships at work, especially concerning existing employment relationships or hierarchical dynamics.

Our employees and executive directors shall always act in the interest of our company and ensure that any business or personal association, *including close personal relationships* which they may have, does not create a conflict of interest with their roles and duties in our company or the operations of our company. Further, our employees and executive directors shall not engage in any business, relationship or activity which might conflict with the interest of our company or our group companies.

Should any actual or potential conflicts of interest arise, the concerned person must immediately report such conflicts and seek approvals as required by applicable law and company policy. The competent authority shall revert to the employee within a reasonable time as defined in our company's policy so as to enable the concerned employee to take necessary action as advised to resolve or avoid the conflict in an expeditious manner.

In the case of all employees other than executive directors, the Chief Executive Officer / Managing Director shall be the competent authority, who in turn shall report such cases to the Board of Directors on a quarterly basis. In the case of the Chief Executive Officer / Managing Director and Executive Directors, the Board of Directors of our company shall be the competent authority.

Notwithstanding such or any other instance of conflict of interest that exists due to historical reasons, adequate and full disclosure by interested employees shall be made to our company's management. At the time of appointment in our company, our employees and executive directors shall make full disclosure to the competent authority of any interest leading to an actual or potential conflict that such persons or their immediate family (including parents, siblings, spouse, partner, children) or persons with whom they enjoy close personal relationships, may have in a family business or a company or firm that is a competitor, supplier, customer or distributor of, or has other business dealings with, our company.

If there is a failure to make the required disclosure and our management becomes aware of an instance of conflict of interest that ought to have been disclosed by an employee or executive director, our management shall take a serious view of the matter and consider suitable disciplinary action as per the terms of employment. In all such matters, we shall follow clear and fair disciplinary procedures, respecting the employee's right to be heard.

YOUR OUTSIDE ACTIVITIES, FINANCIAL INTERESTS, AND KNOWLEDGE OF BMW TECHWORKS INDIA BUSINESS MAY ALSO LEAD TO A CONFLICT OF INTEREST:

- A second job or side business (self-employment, freelancing, etc.) that is a direct or indirect competitor, supplier, customer, alliance partner, or charitable beneficiary of BMW TechWorks India.
- A role as a board member in any organisation that conducts business that may, or may not, compete with BMW TechWorks India's business interests.
- Use of information that is not publicly available for your own benefit or for a third party's benefit. This
 includes notably information relating to BMW TechWorks India's commercial strategy or figures, information
 relating to BMW TechWorks India's intellectual property, and clients' or suppliers' confidential information.
 In addition, be aware that using, disclosing, or advising another person to sell or acquire financial instruments
 issued by BMW TechWorks India based on inside information is unlawful under criminal laws and
 securities regulations





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BMW TechWorks India actively encourages team members at all levels to get involved in community activities and donate time, energy, and creativity. However, this might also lead to a conflict of interest if you serve or a person with whom you have a close relationship serves,

- On the board of directors of a charitable, educational, or other non-profit organisation that has some relationship to BMW TechWorks India (or which is affiliated to a for-profit company that has some relationship to BMW TechWorks India).
- On the board of a for-profit company that is one of BMW TechWorks India's suppliers, subcontractors, customers, business partners, or competitors.

2.7 MUTUAL APPRECIATION AND PRINCIPLE OF NON-DISCRIMINATION

The diversity and uniqueness of our associates drive the performance and innovative strength of BMW TechWorks India.

BMW TechWorks India has a committed and competent workforce. Every member of the workforce is respected as an individual. Accordingly, the way in which we work with one other is characterised by appreciation, mutual understanding, openness, and fairness.

Discrimination and harassment are not tolerated.

We offer equal opportunities for everyone and reject all forms of discrimination.

No one shall be disadvantaged, favoured, or harassed because of their ethnic origin, skin colour, nationality, gender, religion or beliefs, disability, age, veteran status, sexual orientation, or other characteristics that are protected by law. We live diversity, actively support inclusion, and create an environment that not only encourages the engagement of all employees but also fosters each employee's individuality in the interests of the Company.

All forms of workplace harassment, including sexual harassment, are strictly prohibited. Each individual has the right to be protected from harassment, no matter if the alleged harasser believes that his or her behavior is acceptable or whether the alleged victim would be capable of avoiding the harassment.

It is every manager's duty to set an example through their own behaviour and to ensure that the working environment for which they are responsible is free of discrimination and harassment.

2.8 OCCUPATIONAL HEALTH AND SAFETY

Occupational health and safety management are top priorities at BMW TechWorks India.

Occupational health and safety provisions must be strictly observed to prevent health hazards. Safety at work is a primary duty of each and every individual. Managers are important role models in this respect. We strive to provide a safe, healthy and clean working environment for our employees and all those who work with us. Therefore, we plan and operate our facilities in strict compliance with safety regulations. This reduces the risk of accidents and ensures that our production processes operate smoothly. Managers must be aware of their responsibility and corporate duties regarding workplace safety. They must ensure that the associates who work in a facility are carefully selected and properly instructed.





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2.9 ENVIRONMENTAL PROTECTION

BMW TechWorks India takes responsibility for the environment.

Long-term success can only be achieved through sustainable business practices. We seek to prevent the wasteful use of natural resources and are committed to improving the environment, particularly with regard to the emission of greenhouse gases, consumption of water and energy, and the management of waste and hazardous materials. We shall endeavour to offset the effect of climate change in our activities.

2.10 PROTECTION OF COMPANY ASSETS

Innovation and brands must be protected.

Innovation, as well as collective know-how, and experience are key to BMW TechWorks India success in developing and creating attractive products and services. To maintain our competitive edge, these innovations and capabilities must be safeguarded against imitation by others. Likewise, the BMW and TATA's trademarks, which are among the most valuable in the world, must also be protected.

Individual responsibility in handling the Company's assets.

All associates are obliged to respect the Company's tangible and intangible assets and utilise them exclusively for business purposes to achieve our goals. Exceptions may be allowed if internal policies and guidelines permit personal use.

Individual responsibility in handling confidential information.

When working with suppliers, development partners, or other business partners, it is essential that we protect confidential information, know-how, and business secrets.

Data and other information that becomes known to an associate while working for the company may only be used as authorised. Before disclosing any such information to persons inside or outside the company, it is the responsibility of each individual to ensure that the recipient is entitled to receive such data and information.

Depending on the significance of the information, additional safeguards may be required, such as confidentiality agreements or audits. Any observations or findings relating to possible negligent or intentional mishandling of confidential information must be reported.

Responsible handling of third-party intellectual property.

The confidential information and know-how of third parties must be respected and protected. We only use such knowledge if we have obtained it by lawful means or if it has been acquired from publicly accessible sources. Third-party intellectual property rights (patents, design rights) must be respected.

Real estate and company property must be respected and protected.

Every associate is responsible for the protection and correct usage of property and other tangible assets belonging to BMW TechWorks India. Real estate, equipment, and other items owned by the company (e.g. vehicles, tools, spare parts, office supplies, documents, computers, data media) may only be used for company purposes. They must be protected against unauthorised access, loss, theft, damage, or misuse. Associates are not permitted to remove any such item from the company's premises without permission. Any observations or findings relating to unauthorised access, possible theft, damage, or misuse of company property must be reported.





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Information technologies require special safety awareness.

Electronic data processing is an indispensable part of our operational work. Interference with these systems could, for example, bring production and sales processes to a standstill. All associates must adhere to the security regulations issued by the relevant IT department and play an active role in ensuring compliance. These regulations cover development, purchase, operations, and maintenance, as well as the usage of information technologies by the user. For example, email attachments, applications/apps, internet downloads, and files obtained from other sources must not be opened or installed until they have been checked.

2.11 ACCOUNTING AND FINANCIAL REPORTING

We adhere rigorously to statutory requirements for accurate accounting and financial reporting. Our primary focus is on transparency, accuracy and timely disclosures, as any discrepancies could have significant repercussions for both the Company and those accountable. We publish our financial statements punctually in accordance with applicable laws and industry standards.

2.12 TRANSPARENCY FOR STAKEHOLDERS

BMW TechWorks India enjoys the trust of the investors who finance its business activities. This confidence is based on BMW TechWorks India's transparent financial reporting and equal treatment of investors.

BMW TechWorks India provides clear and reliable information in its annual reports and makes relevant disclosures. We keep accurate records of our activities and shall adhere to disclosure standards in accordance with applicable law and industry standards.

Members of the Board of Management must ensure that financial reports are accurate. These reports are based on information generated by all divisions of the company. All named associates must, therefore, ensure that their contributions are accurate and complete.

2.13 FAIR TREATMENT OF CONTRACTING PARTNERS

The commercial success of BMW TechWorks India requires a fair balance of internal and external input.

BMW TechWorks India must be able to respond in a flexible manner to changes in the marketplace and customer expectations. The company works with contracting partners in different areas to secure the resources and expertise this requires, with service contracts as an established and effective tool for achieving this. Within this structure, the contracting partner performs a service for BMW TechWorks India autonomously on a performance-related basis.

2.14 DEALING WITH AUTHORITIES

Cooperation with authorities must be based on mutual trust and consideration, following the relevant procedural requirements.

BMW TechWorks India strives to work with government bodies and other public authorities on the basis of full cooperation and transparency. We consider it important to adhere to legally established procedures for investigations and other official activities. It is an integral and legitimate aspect of BMW TechWorks India's dealings with authorities that we exercise our procedural rights. In order to ensure this and, where appropriate, to assist in discussions with regulatory and investigating authorities, associates are required to confer with the advisory corporate functions responsible, according to the organisational structure.





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In view of national and international legislation, there is an increased risk of corruption when dealing with public officials. This is taken into account in our internal policies, which lay down the framework with regard to benefits. In particular, we do not make any facilitation or expediting payments, i.e., payments to public officials that facilitate or expedite regular or routine official acts.

2.15 MARKETING AND COMMUNICATION

We prioritise clear and consistent communication to maintain the trust of our customers, investors, and other stakeholders. Before implementing any communication or marketing strategies, these plans must be coordinated with the appropriate department. We naturally value thoughtful and respectful interactions with one another.

2.16 POLITICAL NON-ALIGNMENT

We shall act in accordance with the constitution and governance systems of the countries in which we operate. We do not seek to influence the outcome of public elections nor to undermine or alter any system of government. We do not support any specific political party or candidate for political office. Our conduct must preclude any activity that could be interpreted as mutual dependence/favour with any political body or person, and we do not offer or give any company funds property or other resources as donations to any specific political party, candidate or campaign.

Any financial contributions considered by our Board of Directors in order to strengthen democratic forces through a clean electoral process shall be extended only through the Progressive Electoral Trust in India, or by a similar transparent, duly-authorised, non-discriminatory and non-discretionary vehicle outside India.

2.17 DONATIONS AND SPONSORSHIP

The purpose of donations from BMW TechWorks India is to promote non-profit causes and to sustainably generate a positive public image and perception of the Company. Unlike marketing activities, sponsoring also aims at the support of specific cultural, social, or other publicly acknowledged purposes. Donations to political parties, party-affiliated organisations, politicians, or political initiatives, as well as individual persons, are not permissible. Donations and sponsorship measures are only granted in accordance with a transparent approval process. We grant donations exclusively to institutions which are recognised as charitable and / or tax-privileged.

2.18 TAXES AND CUSTOMS

As a global company, we are aware of our social responsibility to meet our obligations with regard to foreign trade, taxes and customs, and we explicitly endorse compliance with national and international legislation. BMW TechWorks India does not pursue any improper tax avoidance strategies. The pricing for intragroup activities is consistent with the arm's length principle. Cooperation with financial administration bodies takes place in an open and respectful manner.

2.19 EXPORT CONTROL

We recognise our social responsibility to meet export control and sanctions obligations and are fully committed to adhering to the relevant laws. Cross-border business activities and transactions may be subject to prohibitions, restrictions, approval requirements, or other oversight measures under export control regulations. These regulations may pertain to business partners, goods, countries, financial resources, or intended uses, and apply to technologies, software, goods, and products.





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Additionally, they cover temporary cross-border transfers and technical communications, such as those conducted via email or cloud services. Certain imports may also fall under export control regulations. We ensure compliance with the applicable export control laws and relevant internal policies.

2.20 IT SECURITY

BMW TechWorks India's IT systems are carefully designed to meet the high standards of IT security. The careful handling of Group, employee and business partner data through robust technical and organizational IT security measures strictly complies with legal requirements. The information security regulations provide guidelines for different employment groups and are relevant for all employees.

3. IMPLEMENTATION OF CODE OF CONDUCT

Compliance with applicable laws is the personal responsibility of each individual associate.

All BMW TechWorks India associates are required to adhere to this Code of Conduct and adopt its principles as the binding standard for the performance of their day-to-day work duties. The same applies to BMW TechWorks India's regulatory landscape, which is based on this, clarifying applicable laws and providing practical instructions for how to avoid violations of the law. This requires associates to actively inform themselves on a regular basis about existing requirements and participate in available compliance training. Individual regulations are available to all associates via the BMW TechWorks India intranet.

All managers must ensure that this Code is observed in their area of responsibility.

All managers are required to inform their staff of the content and significance of the Code of Conduct and to sharpen their awareness of the Code. Managers must do everything within their power to help staff to act lawfully. Any indications of violations of the law must be rigorously investigated in consultation with the departments responsible at the company. Managers must, at regular intervals and on their own initiative, verify compliance with the law and communicate regularly with staff on this issue. This is the only way to ensure that the principles set out in this Code will be followed on a day-to-day basis.

Managers promote a compliance culture based on trust, transparency, and appreciation.

BMW TechWorks India managers serve as role models for values, integrity, and compliance and, therefore, bear a particular responsibility for avoiding personal conflicts of interest. They signal to their team that they take compliance risks seriously and that relevant information is of tremendous value in protecting the company. When risks are identified, they initiate the required changes and proceed in a transparent and prudent manner.

BMW TechWorks India does not tolerate violations of the law by its associates.

We expect all associates to comply with the law, statutes, and internal regulations, even in the case of potentially conflicting instructions from a supervisor or manager.

Culpable violations of the law committed by associates may result in sanctions or even termination of employment. If such violations of the law cause damage, this may also result in the associate bearing personal liability and being subject to any penalties or fines imposed by the courts or authorities.





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4. REPORTING AND CONTACT PERSONS

Improper behavior of any kind will be actively addressed at BMW TechWorks India. Associates and non-employees as well as third parties may reach out to the various Compliance contacts.

Associates can discuss any questions relating to this Code or to Compliance, in general, with their Manager or Compliance Department.

Email: compliance@bmwtechworks.in

To clarify questions regarding BMW TechWorks India Code of Conduct, rules, and policies or for reporting perceived misconduct, employees can always contact a person in their immediate working environment, for example:

- Executives
- HR Department
- Legal & Compliance Officer

Compliance with, and proper implementation of, this Code of Conduct is monitored at regular intervals across the BMW TechWorks India.

We do not tolerate any form of retaliation against anyone reporting legitimate concerns. Anyone involved in targeting such a person will be subject to disciplinary action. If you suspect that you or someone you know has been subjected to retaliation for raising concerns or for reporting a case, we encourage you to promptly contact your line manager, the Human Resources department, the CEO or the office of Compliance Officer.