

**BUSINESS  
PRINCIPLES**

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## BPC BUSINESS PRINCIPLES

BPC's business principles set the foundation stone of our corporate value framework and ensure that we conduct our business in a responsible and ethical manner. Our objective is to engage responsibly and profitably in renewable energy and associated businesses to participate in managing the growing demand of green energy. In the pursuit of our objective, we seek to maintain a high standard of performance and corporate ethics in all our business operations.

### 1. SUSTAINABLE DEVELOPMENT

We are committed to contribute to sustainable development. Our business decision-making integrates economic, environmental, social considerations and appraisal of the risks on investments. We always endeavor to work with government authorities and stakeholders to foster sustainable development and to promote the effective use of natural resources.

### 2. RESPONSIBILITY TOWARDS SHAREHOLDERS

We are responsible to our shareholders. It is the duty of the management team to protect shareholders' interest and ensure long-term, sustainable returns that are competitive with those of other players in the industry.

### 3. BUSINESS INTEGRITY

We believe in integrity, honesty, and fairness in the conduct of business and expect the same from all with whom we do business.

#### Internal Controls

We always adhere to internal control system. Our internal control system ensures safeguard of assets of the company, accuracy of records and information improved performance, compliance with legal requirements, sound decision making and its implementation there of. We review our internal control system periodically for continual improvement.

**Accounting and Financial Reporting**

We follow the Nepal Accounting Standards for the books and accounts for financial reporting. We believe that fair and accurate records and books are essential for managing our business and to maintain the integrity of financial reporting. It is the responsibility of the management to disseminate fair and accurate financial reports and disclosures and duty of our accountants to maintain accurate records in compliance with the company's financial manual, applicable laws and accounting standards.

**Confidentiality**

We shall maintain the confidentiality of all confidential information entrusted or known to us except when disclosure is authorized or legally mandated. Confidential information shall include the undisclosed price sensitive information and the information of the company regarding the business decisions, plans, earnings, business forecasts, operations, procedures, methods, accounting, technical or financial data, bids, potential transactions, fellow employee's personal information or any other information categorized as confidential information.

**Disclosures**

In a timely fashion and with scrupulous attention to accuracy, we shall disclose to the public all disclosure requirements outlined by regulatory bodies and all other relevant and appropriate information concerning the company as deemed appropriate by the company.

**Insider Trading**

We shall not ourselves use nor allow any other person to use undisclosed price sensitive information of the company to influence the price of our shares in the capital market, thereby preventing insider trading.

**Use of Company Assets**

Employees must protect the company's assets and ensure their efficient use. Employees should take all appropriate measures to prevent any theft, carelessness, misuse, damage to or waste of company assets which have a direct on the company's profitability.

**4. RELATIONSHIP WITH CUSTOMERS, COMPETITORS AND VENDORS**

We focus on the quality of our service and the satisfaction of our consumers. We provide equal opportunity to all suppliers, vendors, contractors and service providers and eschew all pressure, influence and favors of any kind from them.

We seek mutually beneficial relationships with contractors, suppliers and joint venture partners and encourage the application of BPC business principles or their equivalent in such relationships. We believe in fair competition and treat competitors fairly and expect the same from them.

## 5. ETHICAL CONDUCT

We believe in maintaining the high standard of ethics in all our business dealings. Our policy is to comply with all applicable laws and to conduct business in a manner consistent with high ethical standards.

### Personal behavior

Employees are expected to observe high standards of business and personal ethics in the discharge of their assigned responsibilities and ensure reciprocation from counterparts. We expect of them, honesty, integrity and fair dealings with other employees, the public, business partners, investors, customers, suppliers, competitors and government authorities and other stakeholders.

No employee should take unfair advantage of anyone through manipulation, concealment, misuse of privileged information, misrepresentation of material facts, or any other form of unfair practice. All must avoid the use of the company's name and any undisclosed, price-sensitive information in either their own interest or that of any outsider.

Employees and directors refrain from discussing or making decisions on any matter in which we have or we adjudge that there is a conflict of interest.

### Involvement with Competitors

No employee or director or member of his or her immediate family shall serve as a director of or have a

substantial interest in or business relationship with a competitor if that position could create a divided loyalty. This provision shall not, however, apply to the company's subsidiary and associated institutions.

### Treatment of Gifts, Favors, and other Benefits

We discourage acceptance and giving of any extravagant gifts, substantial favors, cash and lavish entertainment that are likely to affect our business integrity or the performance of the company and its employees or to influence anybody to speak, argue or judge in our undeserved favor.

### Interest in Transactions

No employee and member of the Board of Directors shall engage in any transaction involving the company if he or she or a member of his or her immediate family has a substantial interest in that transaction or can benefit directly or indirectly from it (other than through the employee's normal compensation) unless the transaction and its interests and potential benefits have been disclosed to and approved by the company.

### Corporate Opportunity

No employee shall acquire, or derive personal gain or profit from, any business opportunity or investment which comes to his or her attention as a result of employment with BPC in which the company might reasonably be expected to participate, without first disclosing all relevant facts to the company and offering it the opportunity.

**Compliance with Laws and Regulations**

We are committed to and it is our policy to comply with all applicable laws and regulations. We seek to work closely and honestly with government, regulators and policymakers in pursuit of our commitment.

**6. FAIR EMPLOYMENT PRACTICE**

We are an equal opportunity employer and believe that the commercial success of a company depends on the commitment and dedication of employees.

We are committed to providing equal employment opportunity to all and shall not discriminate based on caste, color, creed, sex, nationality and the like and shall not act, judge or make decisions on such criteria. All employment decisions, subject to the company's business requirements, shall be based solely on an individual's qualifications, merit, and performance.

We respect the rights of our employees and provide them with competitive terms and conditions of employment and safe working conditions.

We promote professional development and best use of the talents of our fellow employees and strive to create a work environment where in which every employee has an equal opportunity to develop his or her skills and talents.

We encourage our employees to demonstrate leadership, accountability and cooperation and to contribute to the overall success of BPC. We further

encourage employees to play the role of whistle blower in the company.

**7. HEALTH, SAFETY AND ENVIRONMENT**

We have adopted a systematic approach to health, safety, security and environmental management in order to make sure our performance continually improves. To this end, we treat these issues as critical business activities, set targets for improvement, and measure and report on performance externally.

To fulfill our commitment to ensure the wellbeing of our employees, we provide technical, human, financial resources that enable employees to work safely and to protect the environment. All employees are expected to pay proper attention to safe working conditions and practices in the discharge of their duties. We believe that in addition to the obvious humanitarian concerns, 'safe operations' is good business from the viewpoint of both efficiency and economy. For surcease, we seek to minimize pollution, use resources effectively, and reduce the environmental impact of our operations.

**8. CORPORATE SOCIAL RESPONSIBILITY**

We manage the social impacts of our business activities carefully and work with others to enhance the benefits to local communities and to mitigate any negative impacts our activities may incur.

We aim to be good neighbors and endeavor to contribute to the best our ability directly or indirectly to improve the general wellbeing of the communities where we do business.