



CODE OF CONDUCT

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- i. Any information relating to following areas is generally termed as confidential:
 - a. Operations,
 - b. Award of contracts/assignments,
 - c. Participation in consortiums, underwriting arrangements etc.
 - d. Insider information on companies/stock market etc.
 - e. Financial matters.
- ii. Employees must not disclose, knowingly or carelessly, any information relating to these areas without prior approval from their respective head of department. In official discussions with existing and prospective clients, care should be taken to give information only on a need-to-know basis.
- iii. Employees must not give or accept bribes or engage in any form of corruption.
- iv. Employees must speak up if they suspect any actual, planned or potential behavior that may breach any laws, regulations or Company standards.
- v. On cessation of employment, employees must return all official files, documents, etc. of every description within their possession to their respective superiors.
- vi. Employees must ensure that all complaints are resolved quickly, fairly and recorded appropriately.
- vii. Employees must treat their colleagues with fairness and respect, help them to grow, enable individuals to make a difference and teams to win.
- viii. Employees are advised to secure proper approval before proceeding on leave. Similarly, notification should also be given in case an employee needs an extension in leave for reasons beyond his/her control.
- ix. Applications should be routed properly according to the procedures instituted by the company from time to time. No employee would present his or her case or application for any purpose directly to the Chief Executive.
- x. An employee must seek prior written consent of his or her superior designate before releasing any information, obtained during the course of his or her employment, to all outside agencies.
- xi. Employees are advised to exercise their own discretion in accepting gifts, invitations to lunches and dinners, other forms of entertainment etc. which could implicitly influence their decisions.
- xii. For purposes of security, all employees must have their Identity cards at all times within the company's premises.
- xiii. Official visitors should be escorted at all times by the relevant employee(s).

- xiv. Personal/social visits during working hours are discouraged. Visitors should normally be entertained outside the office/work area or in the designated reception area to ensure minimum disruption to others as well as confidentiality of information.
- xv. Employees should immediately advise their head of section/department and Head of HR regarding any change in relevant personal information.

Business Principles, Ethics and Discipline

The Company requires from its **entire** staff, the observance of the highest ethical standards in the conduct of its business activities. The Business Principles and Ethics Policy (BPEP) is intended to assist Company staff in meeting the standards of professional and personal integrity expected and required of them. Company staff will act with integrity at all times to protect and safeguard the reputation of the Company. Contravention of the BPEP will be regarded as misconduct.

- i. **CONFLICT OF INTEREST:** Each staff member has a prime responsibility to the Company and is expected to avoid any activity that could interfere with that responsibility. Staff should not engage in activities or transactions which may give rise to, or which may be seen to be giving rise to, conflict between their personal interests and the interests of the Company. Such conflicts could arise in a number of ways and in a number of situations. The following paragraphs outline some specifically forbidden situations. This list is, however, not exhaustive. In case of doubt, the advice of the Management should be sought.
 - a. Company purchases equipment, material and services for various aspects of its operations. Company staff members are forbidden from holding any financial interest, directly or indirectly, in any organization supplying goods or services to the Company;
 - b. Employees should not participate in any external activity that competes, directly or indirectly, with the Company;
 - c. Employees should not engage in any outside business or activity that might interfere with their duties and responsibilities to the Company;
 - d. No staff member should sell, lease or buy equipment, material or services to or from the Company except as may be necessary in the normal course of his/her duties as an employee;
 - e. Staff members are not permitted to conduct personal business activities on the Company's premises or to use Company facilities for such purpose;
 - f. If a staff member has direct, indirect interest or family connections, with an external organization that has business dealings with the Company, details of such connections and interests should be fully disclosed to the Management;
 - g. All employees should disclose to the Management details in respect of any relationship(s) with other staff members; and
 - h. Staff members shall not perform any act or get involved in any situation that could potentially conflict with the principles outlined above.

- ii. **OWNERSHIP OF DOCUMENTS:** Any document, computer programs, computer files, works, or other material prepared or created by an employee, alone or with others, in the course of employee's employment will be the Employer's property. The employee agrees that the copyright and all other intellectual property rights of whatever nature accrues in the course of their service shall become and remain the Employer's property. Upon termination of this Contract, the Employee shall forthwith surrender to the Employer, all original and copied documents, computer programs, computer files, works, samples or other items relating to any matter aforesaid.
 - a. Employees acknowledge the Employer's ownership of what they develop or create in the course of their employment with the Employer, including all inventions, drawings, reports, specifications, bills of quantities, calculations and other documents. He/she must not, without prior written consent, copy or disclose to a third party, or cause to be copied or disclosed to a third party, any intellectual property owned by the Employer.
 - b. Upon termination of employment and without any further demand, an employee must deliver to the Employer or its authorized representative:
 - 1st. All documents in their possession or control relating in any way to any confidential information, trade secrets of, or to the business or affairs of the Employer or any related body corporate; and
 - 2nd. Any property of the Employer or any related corporate body or anything to which the Employer or any related corporate body has an entitlement to possession.
 - c. Employees are not entitled to retain a copy of any document referred to the above.
- iii. **CONFIDENTIALITY:** Employees should consider all information provided to them by the Employer as confidential, except where it is expressly provided on the basis that it is to be made public. Employees are required to respect and maintain the confidentiality of information made available by the Employer and its clients during the course of their employment.
- iv. Employees must not, during or after their period of employment with the Employer divulge to any person or use any trade secret or any confidential information concerning:
 - a. The Employer's business or financial arrangements or any related corporate body of the Employer;
 - b. Any of the Employer's dealings, transactions or affairs or any related corporate body of the Employer;
 - c. Except in the proper course of their duties, as permitted by the Employer or as required by law.
 - d. Employees must use their best endeavors to prevent the publication, use or disclosure of any such trade secret or confidential information.
 - e. Upon the termination of employment with the Employer, employee will not represent himself/herself as being in any way connected with or interested in the Employer's business.

- v. Employee must keep the contents of their Employment Offer confidential.
- vi. **CONTRIBUTIONS:** No funds or assets of the Company should be contributed directly or indirectly, to any political party or organization or to any individual who either holds public office or is a candidate for public office.
- vii. **INDUCED PAYMENTS:** Staff members should not give or receive payments that are intended to influence a business decision or to compromise independent judgment; nor should any staff member receive money for having given Company business to an outside agency.
- viii. Payment of any nature to government officials to induce them to perform their duties is strictly prohibited.
- ix. **RESTRICTIVE COVENANT:** Employees will not during their Contract or for a period of 12 months from the date their employment ends:
 - a. Induce, entice or solicit or attempt to induce entice or solicit any employee of the Employer to leave such employment, or
 - b. Induce, entice or solicit or attempt to induce entice or solicit the business (in competition with Employer) of any company which is or at any times has been a client or customer of the Employer.
- x. **PROPER RECORDING OF FUNDS, ASSETS, RECEIPTS AND DISBURSEMENTS:** All funds, assets, receipts and disbursements should be properly recorded in the books of the Company. In particular, no funds or accounts should be established or maintained for purposes that are not fully and accurately reflected in the books and records of the Company.
- xi. Funds and assets received or disbursed should be fully and accurately reflected in the books and the records of the Company.
- xii. No false or fictitious entries should be made or misleading reports pertaining to the Company or its operations should be issued.
- xiii. **AGREEMENT WITH AGENTS, SALES REPRESENTATIVES OR CONSULTANTS:** Agreements with agents, sales representatives or consultants should state clearly the services to be performed for the Company, the amount to be paid, and all other relevant terms and conditions. Payments and transactions should be supported by documentary evidence.
- xiv. **RELATIONSHIP AND DEALINGS WITH GOVERNMENT OFFICIALS, MEDIA, SUPPLIERS, CONSULTANTS, AGENTS, INTERMEDIARIES AND OTHER PARTIES:** Company's relationships and dealings with Government officials, external agencies, parties, and individuals should, at all times, be such that Company's integrity and its reputation would not be damaged if details of the relationship or dealings were to become public knowledge.
- xv. It is the responsibility of each Company staff member to exercise good judgment so as to act in a manner that will reflect favorably on the Company and the individual. Employees should only make statements to the media, speeches in public forums, or publish articles in

newspapers etc. with prior authorization. In a personal capacity also, due care should be taken while discussing the Company's performance or plans with outsiders. Staff members having questions on how to comply with this requirement should consult with the Management.

- xvi. **HEALTH & SAFETY:** Every staff member should take reasonable care to ensure the health and safety of himself / herself and others who may be affected by his/her acts or omissions at work. Staff members should not tamper with or misuse any item provided by the Company to secure the safety, health and welfare of its staff and for the protection of the environment.
- xvii. **ENVIRONMENT :**To preserve and protect the environment, all COMPANY staff members should:
 - a. Design and operate the Company's facilities and processes so as to ensure the trust of adjoining communities;
 - b. Promote resource conservation and waste minimization;
 - c. Provide employees, customers, suppliers, public authorities and communities with appropriate information for informed decision-making;
- xviii. **ALCOHOL DRUGS & GAMBLING:** The use of alcohol in any form is prohibited on all Company locations/premises. Similarly, the use of drugs, except under medical advice, is prohibited on all Company locations / premises.
- xix. Any staff member arriving at a work place under the influence of alcohol or drugs will not be permitted to enter the premises and will be liable to disciplinary action.
- xx. All forms of gambling / betting on the Company's premises are forbidden.
- xxi. **RECEIVING GIFTS:** No staff member shall seek, accept or permit himself / herself or any member of his/her family to accept any gift or favor, the receipt of which will place him/her under any form of official obligation to the donor. As part of building relationship with customers, suppliers, etc. staff members may receive occasional gifts, provided that the gift is of nominal value (e.g. pens, notepads, calendars, diaries, key chains or such promotional material) and the gift is neither intended nor perceived by others to be intended to improperly influence business decisions.
- xxii. Occasionally, there may be times when refusing a substantial gift would be impractical or embarrassing. In those rare instances such gifts should be handed over to management for suitable disposal.
- xxiii. **WORKPLACE HARASSMENT:** Company employees will maintain an environment that is free from harassment and in which all employees are equally respected. Workplace harassment is defined as any action that creates an intimidating, hostile or offensive work environment. Such actions include, but are not limited to, sexual harassment, disparaging comments based on gender, religion, race or ethnicity.