

Shri Ram Comsoft Pvt Ltd

Code of Conduct

Background

The Corporate Code of Conduct has been prepared to help you understand Shri Ram Comsoft Private Limited's (hereby referred to as 'The Company' or 'Shri Ram Comsoft') standards of ethical business practice. The principals set out in this Code describe how Shri Ram Comsoft staff should behave: personal responsibility and integrity is at the core of our principles and culture.

In every business decision the company makes, we must follow the ethics and compliance principles set forth in this Code. It is also our responsibility to report anything we observe or know about, that might violate these principles. Violation of this Code is a serious matter. It is important that you read this Code carefully and ask question about anything you do not understand. Each of us must understand and accept our personal responsibility in preserving and enhancing our reputation for integrity. We know we all will take pride in doing the right thing always.

Applicability

This Code applies to all Directors and employees of the Company, its subsidiaries and its affiliates, and employees of service providers or vendors, employees of business partners, consultants, retainers, trainees or any individual engaged providing services within the Company's premises. (Hereinafter referred to as "Personnel") Everyone, to whom this code is applicable, should sign the declaration form, whether physically or digitally, indicating that they have received, read and understood, and agreed to comply with the Code.

Guiding Principles

Underlying the way we conduct ourselves from day to day are our Guiding Principles:

Performance- 'strive to excel'	Simplicity – 'keep it simple'	Leadership – 'show the way'	Commercial focus- treat it as your own'
• Have passion and belief • Work as a team • Take accountability • Celebrate success	• Focus on priorities • Be non-bureaucratic • Communicate clearly • Make it easy	• Provide direction • Think strategically • Be innovative • Inspire and enrich	• Be open and honest • Show respect for the individual • Value differences • Be a good corporate citizen

AT THE WORKPLACE

Business Guidelines

We are expected to conduct our daily activities for the company in compliance with all company policies, legal obligations and contractual obligations. This includes complying with the company policies, procedures, rules, regulations and its contracts with its business associates.

Ethical behavior

Shri Ram Comsoft will conduct its business fairly, impartiality, in an ethical and proper manner, in accordance with the company's value and code of conduct, and in full compliance with all laws and regulations. In the course of conducting company business, integrity must underlie all company relationship including those with customers, vendors and among employees. The highest standards of ethical business conduct and compliance are required of all personnel in performance of their responsibilities. Any personnel must not engaged in conduct or activity that may raise questions as to the company's honesty, impartiality or reputation or otherwise cause embarrassment to the company.

We are ethically bound to follow the following :-

- Not share company or business information, data and plans outside intentionally or unintentionally, which may provide undue advantage to outsiders and/or cause any kind of loss to the company.
- To avoid loose talk internally or in any public domain including social networking/media about the company of fellow employees that may tarnish the company's image in any way.
- Not attempt to secure employment for acquaintances or family by concealing facts.
- Not be part of any venture outside our company's operations.
- Not be party to spreading rumors internally as well as outside.
- Not submit forged bills for financial claims related food, travel or any other reimbursements.
- Not to indulge in any practice of proxy attendance for self or others while punching in or out.

- viii. Not to submit falls regularization claims for timing and attendance.
- ix. Not take advantage of flexi timings by not logging/working the desired working hrs.
- x. Not to alter work metrics or productivity figures goes against the fundamental principles of workplace integrity.

Personal behavior and harassment free work place

It expected that all Personnel, at all times, will ensure that personal behavior in the workplace and in the presence of business associates is impeccable.

- Use or attend work under the influence of illegal drugs or alcohol, or use oral tobacco products within the premises, or carry alcohol in the premises.
- Possess/consume alcohol or any other illegal substances during the course of work in the office premises.
- Offer to another or deal in illegal drugs in the workplace.
- Smoke in all of the enclosed areas within the office work sites. Please refer to the no smoking policy on the company intranet.
- Not undertake any illegal activity like betting or gambling in the office premise.
- Misrepresent the company in any way via any forum or means.
- Use the internet to access or send offensive material.
- Use company work time for personal gain.
- Falsify reports/data.
- Place yourself or fellow employees at risk of injury.

Harassment covers a wide range of behaviours of an offense. It is commonly understood as behaviour intended to disturb or upset, and it is characteristically repetitive in the legal sense, it is intentional behaviour which is found threatening or disturbing. Sexual Harassment is governed by The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, which is a legislative act in India that seeks to protect women from sexual harassment at their place of work. Please refer to the Shri Ram Comsoft's Anti Sexual Harassment Policy on the company intranet.

You must never:

- Use disruptive threatening behavior either physically, verbally or psychologically
- Swear or use inappropriate language
- Indulge in mental or physical abuse, sexual harassment and coercion
- Be a silent spectator to any form of harassment, even if you are not the target. You must instead report the incident to the Compliance Officer or as per the Reporting Mechanism mentioned in this code.

Equality and non-discrimination

Shri Ram Comsoft and all its affiliate Companies shall provide equal opportunities to all its employees Personnel and all qualified applicants for employment without regard to their race, caste, religion, colour, ancestry, marital status, gender, sexual orientation, age, nationality, ethnic origin or disability.

Human Resource policies shall promote diversity and equality in the workplace, as well as compliance with all local labour laws, while encouraging the adoption of international best practices.

Employee policies and practices shall be administered in a manner consistent with applicable laws and other provisions of this Code, respect for the right to privacy and the right to be heard. and that in all matters equal opportunity is provided to those eligible and decisions are based on merit.

Bribery and Corruption

All relationships with customers, suppliers, competitors, employees and governmental bodies and officials are to be based on compliance with Company's Anti-Bribery and Corruption Policy. Each Personnel must read the contents of the anti bribery and corruption policy and understand the extent to which the policy affects their daily work. They must fully and constantly comply with the policy. Any questions should be directed to the compliance officer. No company official or personnel has the authority to require any action that would violate the anti bribery and corruption policy.

Gifts and Entertainments

Neither Shri Ram Comsoft's employees nor any intermediaries may accept any gifts from any other person in connection with their work for the company unless there of a nominal value and it is clear that nothing is expected of the employee and intermediary in return.

Shri Ram Comsoft employees and intermediaries may offer gifts to other business associates of a nominal value, if it is clear that nothing is expected in return. In case, gifts offered or received by the employees or intermediaries acting on Company's behalf, are more than the nominal value, it must be pre-approval by the Compliance Officer and only if the gift is not intended to improperly influence any act, conduct, or decision. The rules and regulations on gifts and entertainment mentioned in the Anti Bribery and Corruption Policy shall be used for the guidance of the employees.

Dealing with Government Agencies

Any Personnel engaged in working with government agencies like regulators, taxation officials, local authorities and such are required to build relationship of trust based on transparency and fairness at all levels.

You must:

Ensure that the highest standards of business conduct are followed

Escalate the matter to your seniors if you are in doubt and do not attempt to resolve on your own issues, ensure all engagements must be in line with normal

- When seeking resolution on various legal business conduct

- Be careful to provide accurate and complete data when information or documents relating to the company are sought. Co-operate fully and courteously with officials who are authorized to seek information or data or conduct an investigation or inquiry. Retain and preserve all relevant data and information for reporting, compliance and investigation purposes.

Do not:

- Attempt to use undue influence in order to obtain any favorable performance of official duties or decisions.
- Obstruct directly or otherwise access to information or records that sought.
- Provide false or misleading information or create false data or records.

Conflict of Interest

A conflict of interest arises when you in a position or situation which could;

- Benefit you, or someone with whom you are associated, and that benefit is at the expense of Shri Ram Comsoft or results in lost opportunity for Shri Ram Comsoft.
- Interfere with your objectivity in performing your company duties and responsibilities.
- The company requires its personnel to be fair, honest and objective in all its actions and decisions and avoid any matter that may lead to a conflict between the interest of the company and its personnel.
- Misuse his/her position in the company for the personal gain.
- Engage directly or through a relative and entity that has a business relationship with the company or offers services/products to the company.
- Hold financial and strategic interest in any entity that has business relations with the company.
- Award any type of business, like recruitment, posting, promotion or increase in salary or other remuneration to a relative.

Policy on employment/ hiring of employee's relative

The policy does not promote and hire relatives in the company. Members of personnel immediate family (defined as parents, children, spouse, siblings, grandparents and those same relationships endangered by in-laws, adoptions and step-families) and members of a personnel's household will not be considered for employment. However such cases can be considered on case to case basis at times of with certain conditions.

Conflicts, if any and all potential conflicts of interest need to be reported to the compliance officer for guidance and actions as appropriate.

Child and forced labour

- The company does not promote hiring of any personnel less than 18 years.
- Company as policy does not promote use of forced, bonded and compulsory labor.

COMMUNICATION GUIDELINES

As per our communication guidelines, don't send emails at allemployees@srcomsoft.com and do not register your and allemployees@srcomsoft.com ids in any of the websites. The same applies to all SRComSoft group ids. Also please do not send/share any personal emails to any group email id also,

- Please do not use official group IDs to create handles, pages on social media.
- Please do not send unwanted information through emails to individuals or group ids.
- Use group IDs for the specific purposes only. Any unrelated or unwanted information sharing will call for disciplinary action.
- Ensure that the mails going outside the company are only sent to the intended persons with desired information or data.

Internal Emails

Think of the basic rules of conversation you learned growing up and watch your Tone/ Language while sending emails:

At all times, observe basic courtesy (form of address, tone, language, formatting etc.)

- Do not use rude or offensive language.

- Avoid Irony and Sarcasm.
- Have conversation or discussion without finger pointing i.e. without blaming each other.
- Be responsible in what you say i.e. do not make loose statements.
- Choose the right medium for communication and avoid unnecessary long mail trails.
- Use emails where ever necessary.
- Please ensure email is sent only to the right recipient, avoid unnecessary tagging groups or individuals.
- It is important to read each email before sending to ensure that it will not offend you if you were the recipient of the same email.

Social Media

- Avoid any loose talk internally or in any public domain including social networking websites, apps or any other medium (e.g. LinkedIn, Facebook, Twitter, etc.) about the company or any other personnel that may tarnish the company's image in any way.
- Not share company or business information, data and plans outside intentionally or unintentionally.

External Email & Communication Etiquette

- We need to be professional and consistent in all our communication with our external partners - merchants, clients, vendors and others. Please adhere to following rules regarding emails;
- Your emails should have a salutation [Hi or Dear <name>] and proper sign off
- The content needs to be clear, to the point and self explanatory
- Please do not send just a word or line without stating the context. Often the trailing mail has the context, but it is only fair to state it in your mail and ask to refer to the details below
- Before hitting "Reply All," please check if all in the mail need to read the response
- Check the subject line of your email for relevance
- Please use the email footer in your first email, so the recipients have your contact details
- Do not add external merchants, clients to internal mails. Make sure you have removed their names before sending mails.

Phone Calls

- Please be respectful, listen carefully and do not react
- Avoid jumping to conclusions, making premature judgments. agreements, comparisons, or criticisms
- Understand the point of view of other people before agreeing or disagreeing with it
- Please make sure that your objectivity is not clouded by personal feelings. .
- Absolute adherence to the above guidelines is expected. Unprofessional behavior will invite strict action.

Internet Usage — Do not

- Excessive use of public email services and public IMs such as Yahoo, Google Chat, Facebook, Twitter, LinkedIn, Quora, MSN etc., during the office hours.
- Heavy downloads - software, songs and videos (Movie etc.).
- An objectionable web site visits [adult content].
- Playing music/video in office.

Uncontrolled and indiscriminate internet usage is not only a breach of our code of conduct but also a threat to the security of our data. As mature professionals, we are expected to use our freedom iinternet usage and resources appropriately to avoid limited or no access to the internet.

PROTECTING THE COMPANY ASSETS

Company Property

Our policy is that no company property may be removed from the company's premises or designated storage places without the permission of a nominated Manager. For example all books, records and computer software are company property and cannot be removed from the company premises. The company property includes manuals, lists and other information used by employees in their daily work.

You must respect the company's ownership of all company funds, equipment, supplies, books, records and property. All Company assets should be used for a legitimate business purpose. The misuse or removal from Company facilities of Company assets is prohibited, unless specifically authorized by an appropriate representative of the Company. Theft, carelessness and waste of Company assets have a direct impact on the Company's financial condition and results of operations. This includes use of official infrastructure and facilities for personal work.

If a person is found guilty, necessary disciplinary action will be taken which may include recovery in terms of monetary value or may

lead up to termination or both depending on the severity. This includes both tangible & intangible assets including data, process, application, hardware, software etc).

Confidentiality

As per the Non-Disclosure Agreement which covers Invention Assignment, confidentiality, non complete and non solicitation clauses. No personnel shall disclose or use any confidential information gained in the course of employment/ association with the company for personal gain or the advantage of any other person. No information either formally or informally shall be provided to the press, other publicity media or any other external agency except within approved policies. Each personnel shall also respect and observe the confidentiality of information pertaining to patents, intellectual property rights, trademarks and inventions; and strictly observe a practice of non disclosure.

Password policy

Please note that it is your responsibility to ensure any unauthorized use of passwords as this can lead to serious issues as it is registered as a breach of policy.

Please take note of the following guidelines.

1. Please set a password that is not predictable or easy to guess. To complicate it , please use alphanumeric with uppercase and lowercase.
2. Please change your password on monthly basis to avoid being hacked.
3. Please ensure you do not use any unauthorized computer/laptop which has suspected malware where hacking or password tracking tools are preinstalled.
4. Please ensure to logout and clear all credential from the memory of system (desktop/mobile/laptop) to avoid any traces where hacker can misuse your password.
5. In case there is a business requirement of sharing password, an authorization from HOD is mandatory.

We are not allowed to divulge or share confidential information with anyone, not even with our own colleagues or any other outsiders directly or indirectly. This information includes details such as System Passwords, Panel Access, email passwords, Documents, Data, Servers locations, Business information, any Usernames and Passwords or any other privileged access/information etc.

To reiterate, if in case system/login credentials including password is compromised, it is the responsibility of the individual Personnel and will be treated as a breach of policy. Please be aware that a violation of this could cause security threat and will invite strict action leading to Termination or Police or Legal proceedings.

Intellectual Property Rights

Intellectual Property includes, but not limited to, trademarks, patents, copyrights, designs, content, domain names, know how, technology, brands and all confidential and sensitive information of the company including operations, budgets and business plans etc.

A company's intellectual property is valuable to it and the company will take all steps to safeguard and protect it from theft and misuse. It also respects the intellectual property of third parties and business associates and will not knowingly infringe the same.

Each Personnel Must:

- Protect Intellectual Property from misuse, leakage or theft by due care and diligence.
- Maintain confidentiality of all confidential and sensitive information that is not in public domain and may impact the company's reputation.
- Take care of documents that contain such information and extend this care to information on computers by not leaving such assets in an open access area.
- Never copy/use or distribute documents or software that is protected by copyright or license without proper authorization.
- Not use any company related confidential information even after cessation of your service with the company.
- Not claim any innovation or content created by individual or team during employment or association or collaboration with Shri Ram Comsoft as it remains property of Shri Ram Comsoft

Any software, innovations, coding or any other type of intellectual property made by you during your engagement with the company will be Company's property and you shall have whatsoever no right on using, alienating, sharing or transferring it to any person outside the Company.

LAWS AND REGULATIONS

Financial reporting and records

The company shall prepare and maintain its accounts fairly and accurately and in accordance with the accounting and financial reporting standards which represent the generally accepted guidelines, principles, standards, laws and regulations of the country in which the company conducts its business affairs.

Internal accounting and audit procedure shall reflect, fairly and accurately, all of the company's business transactions and depositions of assets, and shall have internal controls to provide assurance to the company's board and shareholders that the transactions are accurate and legitimate. All required information shall be accessible to company auditors and other authorized parties and government agencies. There shall be no willful omissions of any company transactions from the books and records, no advance-income recognition and no hidden bank account and funds.

Any willful, material misrepresentation of and/or misinformation on the financial accounts and reports shall be regarded as a violation of the code, a part from inviting appropriate civil or criminal action under the relevant laws. No personnel shall make, authorized, abet or collude in an improper payment, unlawful commission or bribing.

Competition

Shri Ram Comsoft shall fully support the development and operation of competitive open markets and shall promotes the liberalization of trade and investment in each country and market in which it operates. Specially, no personnel shall engage in restrictive trade practices, abuse of market dominance or similar unfair trade activities.

The company or its personnel shall market the company's products and services on their own merits and shall not make unfair and misleading statements about competitor's products and services. Any collection of competitive information shall be made only in the normal course of business and shall be obtained only through legally permitted sources and means.

Do not :

- Directly deal with, contact or engage with competitors that may create a potential conflict with the provisions of competition law.
- Share or part with company specific information in an industry forum or enter into agreements with competitors on any matter unless you have consulted with the legal department in advance.
- Enter into agreements that may be construed as abuse of dominance or restrictive trade practices such as price fixation, exclusive tie in agreements, limiting the supply of goods and services, collusive bid rigging or predatory pricing.

Compliance with Laws

Personnel of the company, in their business conduct, shall comply with all applicable laws and regulations, in letter and spirit, in all the territories in which they operate. If the ethical and professional standards of applicable laws and regulation are below that of the code, then the standards of the code shall prevail.

Each Personnel of the company shall comply with applicable laws and regulations of all the relevant regulatory and other authorities. As good governance practice, they shall safeguard the confidentiality of all information received by them by virtue of their position.

As Personnel, you must

- Ensure that you understand the implications of the laws that are applicable to your area of work.
- Be compliant with the laws and applicable regulations.
- Notify the legal department of any threatened or actual breach.
- Inform the company policy on compliance to your business associates.

You have a duty to report to the Compliance Officer, any alleged instance or incident of breach and consult them when in doubt about a practice or arrangement being a permitted activity.

Criminal or legal cases

Each Personnel is required to disclose to HR team about any legal proceedings whether civil or criminal, either filed against you in the past or pending against you while you join the company, also during your employment with Shri Ram Comsoft, if any case comes against you in future, you are duly bound to report it within 24 hours. If you are detained for more than 24 hours it will be company's call to decide whether to continue your employment or not.

CORPORATE CITIZENSHIP

Health, Safety and Environment ,

Shri Ram Comsoft is committed to provide a healthy, safe, clean and ergonomic work place to all its employees. The company is also subject to compliance with all local laws to help and maintain secure and healthy work surroundings.

As a responsible corporate citizen, Shri Ram Comsoft will promote clean and green energy initiatives to ensure a sustainable environment and will endeavour to take necessary steps reduce energy consumption and waste.

You must:

- Follow and comply with company's policies and procedures for a safe and healthy work place
- Maintain a clean and organized work space with no obstacles or potential hazards
- Comply with any travel restrictions that may be notified like temporary unsafe places, ladies travelling late at night etc.
- Switch off lights and any other appliance at the workplace when not in use or while leaving office.
- Inform HR and your reporting manager about any chronic disease or prolonged illness.

Each personnel is required to report any unsafe and illegal activity, to the compliance officer, that may endanger the safety of others at the workplace.

Corporate social responsibility (CSR)

The company is constantly committed in contributing to the society and actively supports various social and environmental activities for the community it operates in. the company shall encourage volunteering by its employees and collaborations with community groups.

The company shall not treat these activities as optional, but should strive to incorporate them as an integral part of its business plan. The company will undertake its CSR activities, approved by the CSR committee on the basis of the budgets allocated on a yearly basis.

The company shall also make charitable contribution as integral part of its CSR activities. Such contribution shall be made after proper approvals, without demands from the recipient or expectation of business return. Also, no charitable contribution shall be made in cash or to the private account of any individual. Such contribution should be clarified reflected in company's books of accounts. The credentials of the recipients must be verified and it must be ensured that such contributions are permissible under applicable local laws.

BREACH

A breach of this code will be regarded seriously and may lead to disciplinary action being taken against the employee, including termination in serious cases.

REPORTING VIOLATION/ WHISTLEBLOWER MECHANISM

Each personnel shall promptly report to the management or the compliance officer (compliance@srcomsoft.com) when he/she becomes aware of any actual or possible violation of the code or an event of misconduct, act of misdemeanor or act not in the company's interest. Such reporting shall be made available to suppliers and partners too.

Also, any personnel can choose to make a protected disclosure as per company's whistle blowing mechanism defined in the anti bribery and corruption policy.

Personnel, making a disclosure, are assured that they will be fully protected against reprisals, punishments and other intimidations or any act of victimization for reporting genuine concerns. On the other hand, false, frivolous or malicious complaints will be treated with utmost severity and the consequences may include dismissal or termination of service/business relationship, as the case may be.

Declaration

I hereby confirm that I have read all of the above code of conduct; any instance of non-adherence to the Code of Conduct/any other observed unethical behavior on the part of those covered under this code should be brought to the attention of the immediate reporting authority, who shall In turn report the same to the Head of Corporate Human Resources

Employee Code: _____

Name: _____

Signature: _____

Date: _____

Piace: _____

