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## Code of Business Conduct and Ethics

(COBE)

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May 2023

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# Document Details

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<b>Approved By:</b>	Senior Manager, Compliance

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Version 2.4	January 2018	Incorporation of updated data protection regulations
Version 2.5	March 2019	Incorporation of new right under Employees' rights – Right to withdraw consent
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Version 3.0	March 2021	Incorporated vision and mission of the company. Revised the COBE thoroughly to incorporate the Evalueserve's compliance commitments
Version 3.1	April 2022	Annual Review
Version 3.2	March 2023	Annual Review
Version 3.3	May 2023	Updating of General Employee Responsibility



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# 1 Message from Management

Dear colleagues,

Evalueserve, ever since its inception in 2000, has been upholding the highest standards of governance and creating value for all stakeholders. Governance entails accountability of the management, and a proactive approach toward meeting governmental, regulatory, and statutory directives.

We maintain high ethical standards in order to sustain our brand value, based not only on service quality but also ethical, moral, and legal standards. Evalueserve and its Board of Directors is committed to honoring its commitment to all stakeholders, including clients, employees, and shareholders. We work to ensure transparency by adopting fairness, honesty, and integrity, thereby accelerating our company's overall growth and long-term value for stakeholders. We are also an equal opportunity organization that offers a level playing field for all employees and stakeholders.

Evalueserve has adopted the Code of Business Conduct and Ethics (COBE / Code) to ensure that each Evalueserve employee fully understands what the company expects from them, with respect to personal integrity and ethical behavior. While every employee has to comply with COBE, managers have the additional obligation of serving as role models by displaying exemplary conduct. They are also responsible for guiding their team members. Evalueserve launched the Diversity and Inclusion initiative in January 2019, with a focus on promoting diversity at the workplace.

We strive for excellence in capital and operational efficiency to expand our global footprints and become a leader in the industry.

Nand Gangwani  
COO



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## 2 Introduction

Evalueserve's Code of Business Conduct and Ethics is adopted based on the core values of the organization considering the ambition of the group.

Evalueserve has adopted and incorporated as its ambition to be the leading and most innovative provider of research, analytics, and data management services. We are powered by mind+machine™—a unique combination of human expertise and best-in-class technologies.

### **MISSION (OUR ROUTE TO SUCCESS):**

Helping clients to compete more efficiently, by applying our mind+machine™ approach to their business problems. We do this by:

1. Automating key processes to help get to the answer faster
2. Ensuring information is always as up-to-date and accurate as possible – minimizing human error
3. Changing the way our client's access, use, and share insights for the better

### **VALUE:**

Evalueserve believes that living by strong values is the key to good business. Our values are:

1. Always rigorous
2. Always refreshing
3. Always responsive



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## 3 Scope

Code of Business Conduct and Ethics (COBE / Code) provides ethical guidelines for conducting business on behalf of Evalueserve, including its subsidiaries and affiliates.

COBE applies to all employees (Employees), agents, franchises, brokers, sub-contractors, consultants, and representatives (Representatives) working across all Evalueserve locations.

Evalueserve sets standards for integrity in everything we do. We demand this of ourselves, just as others – such as our shareholders and customers – expect this from us. We require all our Employees and Representatives globally to perform their duties diligently and in compliance with this Code along with other policies that are in place at Evalueserve.

The main purpose of COBE is to:

1. Encourage and promote the work culture of honesty, integrity, and mutual respect
2. Establish a mechanism to resolve various ethical issues within the organization

### Standards

With this Code, Evalueserve sets standards of Business Conduct and Ethics that should be followed by all our Employees and Representatives across the globe. At Evalueserve,

- We prohibit harassment, bullying, and discrimination.
- We are committed to uphold and protect human rights.
- We do not engage in corrupt practices.
- We uphold and maintain our commitment to integrity at the workplace.
- We ensure employee satisfaction and productivity.
- We protect the environment, strengthen communities, and propel responsible growth.
- We maintain a safe working environment.
- We protect and manage the personal information of our employees.
- We treat others with respect and dignity, encourage diversity and diverse opinions, promote equal opportunity for all, and help create an inclusive and ethical culture.
- We ensure compliance with principles, regulatory laws, and their requirements, including but not limited to employment, discrimination, health, and safety. We also ensure to abide by the regulatory requirements as set out by various data protection laws from time to time.

We reduce the risk of data transfer within the group and to third parties, and proactively maintain vigilant operational and technical security processes.



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## 4 COBE: General Principles

COBE sets forth legal and ethical standards and provides an overview of Evalueserve's guiding principles. The code is not intended to be all inclusive and does not cover every conceivable situation an Employee or a Representative may encounter. For that, we are highly reliant on the judgment and discretion of individual Employees or Representatives; it is for them to decide what is right, including a decision to obtain guidance from others on the appropriate course of conduct.

COBE is a dynamic document that will evolve over time as we continue to apply best practices and principles to the complex and diversified issues / situations related to business conduct and ethics. However, as we change, refine, and adapt our best practices, the organization's commitment to integrity and honesty will always remain consistent.

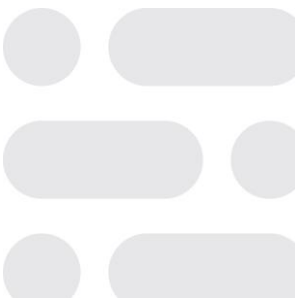
### 4.1 General Employee Responsibility

All Employees at Evalueserve are expected to do the following:

- Understand the importance of Evalueserve policy(ies) and / or guideline(s) in relation to their job and follow them diligently and consistently.
- Be conversant with the information contained in the Code and about their compliance obligations at Evalueserve and ensure that they fulfil such compliance obligations within the stipulated timelines.
- Complete all their compliance requirements within the agreed timelines and keep themselves abreast with the current standards and expectations; use good judgment and demonstrate a high degree of personal integrity and honesty at all times, even in situations that are not specifically addressed by COBE or by an Evalueserve policy.
- Be aware that any violation of Evalueserve policy(ies) and / or guideline(s) will result in disciplinary action against such employee (including but without limiting to immediate termination of employment).

### 4.2 What Managers Need to Know

In most cases, an Evalueserve manager will be the first point of contact for the Employee who believes that an Evalueserve policy has been violated. Thus, managers play a vital role in ensuring compliance with COBE, Evalueserve policies and guidelines, and applicable laws and regulations. The managers must:

- Be familiar with Evalueserve's policies and guidelines, so that they can train the team members on policies related to their jobs, create awareness on the practices prevalent at Evalueserve, and attend to Employees' expectations with respect to such policies.
  - Be perceptive to potential problems or compliance issues that could arise in their area of responsibility.
  - Cooperate and facilitate audits and investigations and never modify or destroy any evidence if any investigation is anticipated.
  - Be proactive in responding to potential issues revolving around their work areas and ensure timely reporting of such concerns, so that prompt and corrective actions can be taken at the right time, where the situation so warrants.
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## 4.3 Raising Concerns and Reporting Code Violations

If an Employee / Representative intends to seek any further information / clarification about any Evalueserve policy(ies), they may connect with:

1. Their manager
2. Human Resource (HR) department
3. Compliance team

Employees must promptly report concerns about violation of any laws, regulations, or the COBE to their manager, HR department, or Compliance team.

In case you need to report any concern / non-compliance / incident and want to keep your identity anonymous, you may contact the Whistleblower Committee (*refer to **Evalueserve Whistleblower Policy** for more information*).



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## 5 Evalueserve's Commitment

### 5.1 Equal Employment Opportunity

Evalueserve is committed to providing equal employment opportunities to all new applicants and Employees. Individuals, at Evalueserve, will be hired and promoted on the basis of their qualification, performance, and abilities. Evalueserve's employment practices will comply, in all respects, with applicable laws and regulations. The fundamentals of Evalueserve's employment policy are as follows:

- Equal employment opportunity will be provided to all persons, regardless of their race, color, sex, religion, sexual orientation, national origin, disability, veteran status, or any other category protected by the law.
- All conditions of employment, including but not limited to recruitment, promotion, compensation, benefits, transfers, layoffs, return from layoff, company-sponsored training, education, and social and recreational programs, will be dispensed with, if so required, without regard to race, color, sex, religion, age, sexual orientation, national origin, disability, veteran status, or any other category protected by the law.

The HR department and managers will ensure that all employee selection activities are carried out in line with the prescribed employee selection guidelines covered by the applicable laws.

### 5.2 Freedom from Workplace Harassment

Workplace harassment, whether verbal, written, or physical, will not be tolerated at Evalueserve. Evalueserve is determined to provide a workplace free from all types of discrimination and / or harassment.

Workplace harassment is defined as offensive and / or unwelcome behavior and / or conduct toward an individual based on diverse human characteristics and / or cultural background (such as age, race, gender, color national origin, disability, caste, creed religion, sexual orientation, or any other diverse human characteristic) that substantially interferes with an individual's employment or creates an intimidating, hostile, or offensive work environment for that individual. Workplace harassment does not refer to performance-based discussions or other appropriate business-related conversations.

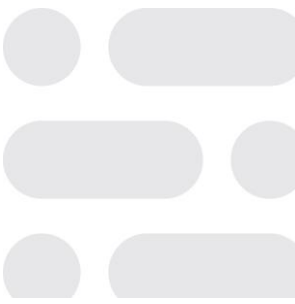
Some examples of workplace harassment are "continued or repeated verbal abuse; comments and jokes about ethnic background, race, religion, physical characteristics, and racial or ethnic stereotypes; and graphic or degrading comments about an employee's appearance".

Sexual harassment is a specific form of workplace harassment. Evalueserve will take strict disciplinary action against those who harass Employees or Representatives (*refer to **Evalueserve Prevention of Sexual Harassment at Workplace Policy** for more information*).

### 5.3 Provision of Workplace Freedom

We, at Evalueserve, are dedicated to ensuring that there is no modern slavery or child labor or forced & bonded labor in any part of our business or supply chain and, also to ensuring that our business is conducted in an ethical and honest manner. Evalueserve restricts the use of child labor, servitude, human trafficking, and forced & bonded labor within its supply chain according to the local laws and regulations.

In accordance with our corporate ethical practices, we condemn the use of forced labor, child labor, servitude, human trafficking, forced & bonded labor and modern slavery, or any other



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form of involuntary labor and strictly say “no to such practice” as prescribed and governed by the local laws and regulations. Evalueserve has zero tolerance of factors that independently or in combination may increase the risk of such practices in the employment cycle; for example, physical abuse and humiliating discipline.

We strive to deploy appropriate measures for tackling modern slavery in the workplace. Everyone involved in Evalueserve's supply chain, agrees not to engage (directly or indirectly) and promptly report the instances or suspected instances of modern slavery in the Evalueserve's operations or supply chain, or in the supply chain of the people who engages to provide services in connection with the Evalueserve platform services. We have adopted procedures such as the Whistleblowing mechanism to enable and encourage employees to raise incidents for unfair treatment / misconduct or wrongdoing at the workplace. Evalueserve has a Whistleblower policy, which is posted on the iKnow portal under the Compliance tab and is accessible to all employees.

## 5.4 Employee Ethics

Employees and Representatives at Evalueserve are expected to abide by the ethical practices while rendering services or while undertaking any task for and on behalf of Evalueserve. Employee ethics refer to a set of moral values and principles that are expected out of the Employees to be followed in a business environment while working in that business environment. These set of norms, values, and ethical and unethical practices are the principles that guide an Employee on how they should work within the organization. We, at Evalueserve, believe that employee ethics plays a crucial role in harmonizing stakeholder relationship. Therefore, it is expected of the Employees at Evalueserve to observe employee ethics in whatever task they undertake. Employees and Representatives should have a clear understanding of what is a correct practice as well as what should be done to adopt the correct practice and what should be avoided.

## 5.5 Employee Privacy

Evalueserve respects the privacy and integrity of its Employees' personal information. Evalueserve and its authorized entities / individuals collect and maintain personal information such as employment, medical, educational, family, travel, financial data, and other personal history about Employees. Evalueserve will maintain the confidentiality of such information about its former and existing Employees; access to such information will be restricted to people who need to know that information. Employees who have access to personal information have the added responsibility of ensuring the confidentiality of all such information. The disclosure of such information is only to be made in accordance with Evalueserve policies, and where there is a genuine business or legal requirement to do so. Personal information of Employees is secured with high degree of controls, including technical and organizational security measures.

However, the above privacy protection does not apply to the Employees' own personal information stored by self on Evalueserve equipment or in office files. Evalueserve also has the right to monitor Employees' use of their equipment and systems – telephones, emails, internet, computers, fax machines, etc. This applies to all Evalueserve-owned equipment at the workplace and at other locations. Evalueserve understands its responsibility to apprise and acquaint all individuals working for Evalueserve anywhere in the world and at all levels and grades, including but not limited to officers, directors, employees, consultants, or any other persons associated with Evalueserve or any of its subsidiaries or their employees, with the latest data protection legislations. Proper awareness sessions and training programs on data privacy / protection are conducted from time to time to keep the Employees abreast of relevant legislative updates on the processing of personal information.

## 5.6 Information Security

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Evalueserve has implemented stringent controls within the organization to ensure the protection of its employees' and clients' information in accordance with ISO 27001: 2013 standards.

Evalueserve has deployed controls to ensure that data and information is accessible only to those who are authorized to have access to it and that such data and information is protected throughout its lifecycle. All the Evalueserve employees including the management have an obligation to maintain the confidentiality of the information that they have access to, even when they leave the organization. Employees must never, directly or indirectly, disclose or use for the benefit of any person or for any business organization any of the confidential information pertaining to Evalueserve. Breach of the confidentiality obligations toward the clients may result in legal liability of both Evalueserve and the employees.

## 5.7 Data Privacy

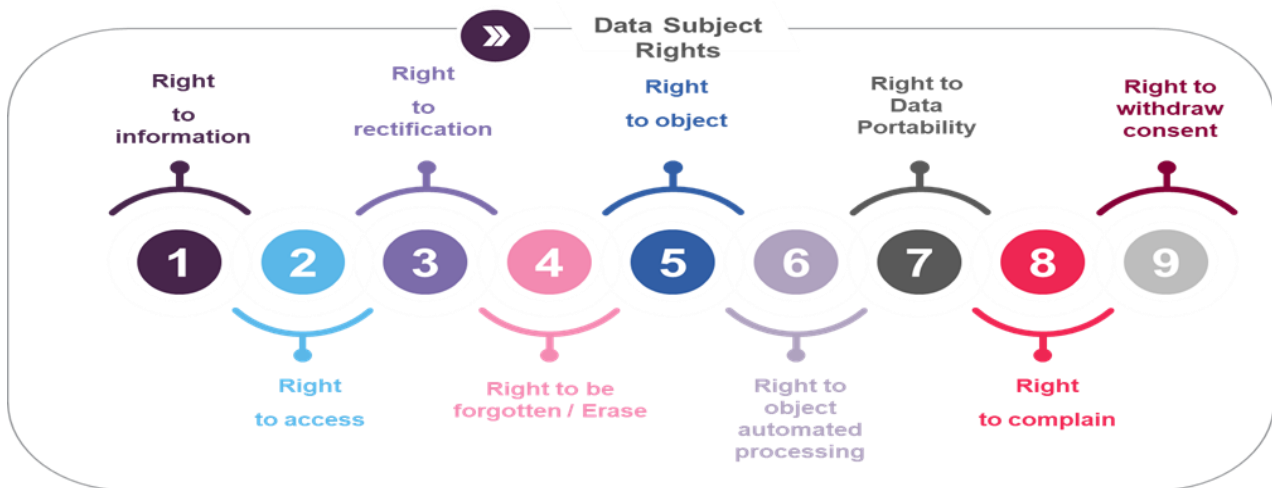
Evalueserve is committed to complying with the data protection laws and regulations prevailing across the globe. Everyone working in and / or working for Evalueserve is committed to abide by the applicable data protection laws and regulations.

Evalueserve ensures that the proper procedures for the processing and management of personal information are in place and that employees in the organization have specific knowledge about the statutory requirements and obligations to adhere to.



## 5.8 Data Subject Rights

With regard to applicable data protection laws, data subjects at Evalueserve are entitled to the below-mentioned rights at Evalueserve:



**Right to Be Informed:** Data subjects whose personal information is obtained, processed, stored, and shared are entitled to know that Evalueserve holds their personal information, as well as the purpose for which such information will be processed.

**Right to Access, Rectify, and Erase:** Data subjects, besides having the right to access their personal information held by Evalueserve, also have the right to ask Evalueserve to "delete, correct," and rectify such data.

**Right to Object:** Data subjects have the right to object to or restrict the processing or sharing of their personal information with cross-border Evalueserve entities or a third party having contractual relationships with Evalueserve for any purpose not defined or consented to by such individuals.

**Right to Object to Automated Processing:** Data subjects have the right not to be subject to a decision based solely on automated processing, including profiling, which produces legal effects concerning or significantly affecting them.

**Right to Portability:** Data subjects shall have the right to receive the personal data concerning them, which they have provided to a controller, in a structured, commonly used, and machine-readable format, and have the right to transmit those data to another controller without hindrance from the controller to which the personal data have been provided, where:

- a) the processing is based on consent pursuant to point
- b) the processing is carried out by automated means.

**Right to Lodge Complaint and Obtain Redressal:** Violation of data protection laws should be reported to the Company's Data Protection Officer via email at [dp@evalueserve.com](mailto:dp@evalueserve.com) or through the incident reporting mechanism available on corporate website. The data subjects have the right to lodge a complaint in case of any breach of data protection laws and to claim for compensation if they suffer as a result of the breach.

**Right to Withdraw Consent:** Data subjects have the right to withdraw the consent they had provided to Evalueserve at any time. However, the withdrawal of such consent should not affect the lawfulness of processing the data based on consent before its withdrawal.

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## 5.9 Compliance with Laws

Evalueserve ensures that it complies with relevant legislations and conducts business within the framework of applicable laws and regulations. Violation of laws, regulations, rules, and orders may subject the violator to individual criminal or civil liability, as well as to disciplinary action by Evalueserve.

## 5.10 Compliance with Embargoes

Evalueserve's policy does not allow participation in boycotts, embargoes, or other restrictive trade practices prohibited or penalized under applicable local laws of the countries in which business is conducted, unless sanctioned by the government. Thus, Evalueserve strongly advocates that its Employees and Representatives are aware of all such laws and consult the Compliance Team in case of doubts.



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## 6 Gift & Entertainment Policy

It is against Evalueserve's policy to give or receive anything of value to gain an unreasonable competitive advantage, hence any gift or entertainment shall not be taken/received with the intention of influencing or rewarding business decisions.

- No Employee and Representative shall solicit or accept gifts, favors, loans, or preferential treatment from any person or entity that does business or seeks to do business with Evalueserve.
- Employees and Representatives are prohibited from offering bribes, kickbacks, illegal political contributions, or other improper payments to any client, government official, or third party that may fall outside the parameters of applicable laws and evoke any adverse action against Evalueserve and create the impression of seeking an improper advantage.
- No Employee and Representative shall, in violation of any applicable law, make or offer to make, directly or indirectly, through any other person or firm, any payment of anything of value (money, gift, contribution, etc.), significant gifts, or provide any extravagant entertainment to a client or supplier without approval.

Evalueserve employs only reputable, qualified individuals and firms who agree to be bound by and act in accordance with the provisions of this policy, to act as employees, consultants, partners, agents, or sales representatives (*refer to **Evalueserve Gift & Entertainment Policy** for more information*).



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## 7 Insider Trading and Stock Tipping-off

Employees and Representatives, who have access to inside information (also known **as material non-public / unpublished price sensitive information**), are not permitted to use or share such information for any purpose other than to conduct Evalueserve's business. All non-public information about Evalueserve, or companies / clients with whom Evalueserve does business, is considered confidential information. To misuse material non-public information in connection with buying or selling securities, including tipping others who might make an investment decision on the basis of this information, is illegal and is strictly prohibited by Evalueserve.

In order to avoid violating laws related to insider trading and tipping, each Employee or Representative who has inside information about Evalueserve, or about another company that he/she has obtained by virtue of his or her position with Evalueserve, is expected to abide by the following guidelines:

- Never buy, sell, or suggest to someone else (including family members) that they should buy or sell stock or other securities of any company while you are aware of material non-public information about that company. Material non-public information constitutes information that is unavailable to the public and that an ordinary investor would consider as important while making an investment decision.
- Never pass on or disclose material non-public information unless necessary for the conduct of Evalueserve business—and never pass on or disclose such information if you are not authorized to do so and suspect that the information will be used for improper trading.
- Do not evade these guidelines by acting through anyone else or by giving material non-public information to others for their use, even if you will not financially benefit from it directly.

All queries in this regard should be referred to the Compliance team (refer to **Evalueserve's policy for "Prevention of Insider Trading Policy"** for more information).



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## 8 Media Communication Guidelines

Evalueserve is committed to providing accurate information to the public in a timely, orderly and consistent manner. Evalueserve will comply with applicable laws and regulations regarding required mandatory legal disclosures. The Executive Team members are the designated spokespersons for Evalueserve and they may, from time to time, designate other persons (via a written approval) to speak on behalf of Evalueserve with respect to a specific issue, or to respond to specific inquiries from the investment community or the media.

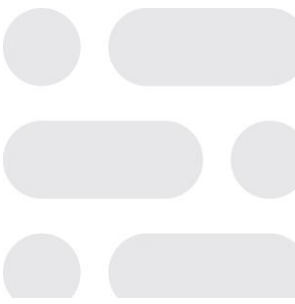
Specifically, Evalueserve prohibits the disclosure of non-public corporate material information<sup>1</sup> to media, securities market, investors, and potential investors, unless the communication is made:

- To a person who owes a duty of trust or confidence to Evalueserve
- To a person who has signed a confidentiality agreement
- To a rating agency, for the sole purpose of developing a credit rating that will be publicly available
- Information is “material” if there is a substantial likelihood that a person / entity would consider it important in making an investment decision.

Any Employee or Representative who receives an inquiry from an investor or the media must immediately inform the Marketing team about the situation and follow their guidance at [marketing@evalueserve.com](mailto:marketing@evalueserve.com).

All Employees and Representatives are required to adhere to the guidelines and protocol communicated to them from time to time (*refer to **Evalueserve Media Policy** for more information*).

<sup>1</sup> “Non-public” information is any information that has not been disseminated in a manner reasonably designed to make it generally available to public.



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## 9 Business Relationships

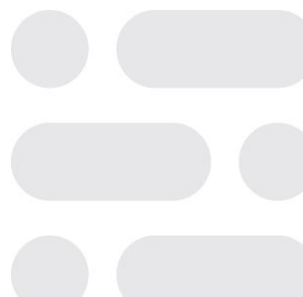
This COBE also applies to all business partners and their employees, including clients, contractors, agents, suppliers, vendors, and others working on their behalf worldwide (Business Partners). In order to foster long-lasting relationships with Business Partners, it is necessary that we conduct our business fairly, honestly, and with integrity.

**Relationship with Clients** - Information given to clients should be accurate and complete, leaving no room for any misrepresentation of information, and clients must not be discriminated against because they opted to use the services or products of other suppliers.

**Relationship with Suppliers** - Objectivity should be used while dealing with suppliers / potential suppliers and Employees and Representatives should never accept or solicit personal benefits, which may compromise their decision-making ability.

**Relationship with Competitors** - Employees and Representatives should deal with competitors in accordance with best practices and should not: (i) misappropriate and / or misuse competitors' confidential information, (ii) make false statements about competitors' business, or (iii) enter into agreements with competitors that may constitute illegal price-fixing.

Evalueserve expects its Business Partners to meet the standards set out in this Code. Evalueserve asks our Business Partners for cooperation in helping to assess, audit, and address any issues inconsistent with this Code.



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# 10 Employees' Conduct

## 10.1 Alcohol, Substance Abuse, and Other Prohibitions

Evalueserve is determined to provide a workplace free from any type of alcohol and substance abuse. Evalueserve has a strict policy on substance abuse, which includes alcohol abuse and use of illegal drugs and controlled substances. Employees and Representatives are not permitted to report to work or conduct Evalueserve business on the Company premises or operate Company vehicles while under the influence of alcohol, drugs, and / or controlled substances. This also applies to any other work site or any other premises / location from where Employees are operating and/ or Representatives are assigned during work hours or are representing Evalueserve in a professional capacity.

The consumption, purchase, sale, manufacture, trafficking, possession, and / or distribution of illegal substances are against Evalueserve's policy. Serving alcoholic beverages to clients, guests, or Employees on Evalueserve premises is strictly prohibited. The only exception to the above consumption of alcoholic beverages is at Evalueserve events, where such consumption has been specifically permitted. Even during such events, intoxication or excessive use or abuse of alcohol is prohibited; Evalueserve expects Employees to exercise propriety and ethical conduct at such events.

To create a safe working environment, Evalueserve has a zero-tolerance policy against workplace violence. Workplace violence includes any coercive and unethical activities that create an environment of fear and has the potential to create a risk to health, safety, and the wellbeing of Employees. Furthermore, Evalueserve strictly prohibits the possession of firearms or other weapons on Company premises.

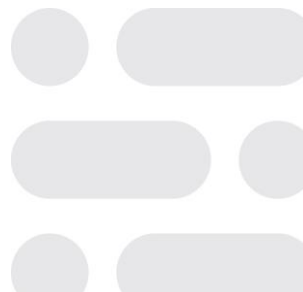
## 10.2 Protection of Evalueserve Assets

All Employees and Representatives should protect Evalueserve assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on our profitability. All Evalueserve assets are to be used for legitimate business purposes only. Any suspected incident of fraud, misuse, or theft should be immediately reported for investigation. Evalueserve assets should not be used for personal benefit.

**Physical assets:** Evalueserve assets include physical assets, such as facilities, systems, equipment, materials, and corporate charge cards. All Employees must adhere to the following guidelines to judiciously use Evalueserve assets and protect them from loss, theft, or misuse:

- Use Evalueserve assets appropriately and protect them when not in use
- Do not give or lend these assets to anyone without approval
- Display Evalueserve identification badge while on Evalueserve premises
- Use electronic access control cards that provide access to Evalueserve facilities and systems
- Do not admit / allow access to unauthorized individuals into Evalueserve facilities
- Be aware of and understand Evalueserve's security policies and procedures. Employees should also be alert and aware of situations or incidents that could lead to the loss, misuse, or theft of Company assets
- Notify the Administration Department immediately if any asset is lost, misused, or stolen
- Notify the Whistleblower Committee if one suspects any fraudulent activity

**Computers and other information systems:** Evalueserve maintains a wide spectrum of technology (including electronic communications technology) for legitimate business activities to be conducted by authorized individuals in support for its business needs. Evalueserve expects Employees to use all Company information assets, including computers, laptops, printers, fax



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machines, scanners, telephones, voicemail, and software, responsibly. Evalueserve's connection to the internet and its intranet systems are solely for business purposes. Employees who misuse information systems may lose access privileges and, depending on the severity of the situation, may also be subject to strict disciplinary actions, including dismissal. The policy prohibits the following activities related to the use of Company information assets:

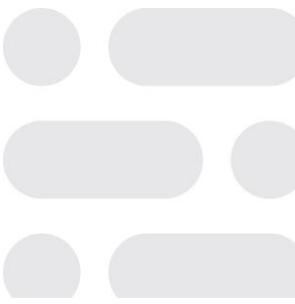
- Using the assets for any illegal activity, including pornography, pyramid schemes, gambling, and / or software piracy
- Commercial or political use, such as running a personal business, and / or promoting a political candidate
- Circulating chain email, emails of a lewd nature, virus hoaxes and / or actual viruses, or downloading unauthorized software or materials
- Harassing and / or threatening communication, including defamatory, libelous, or slanderous comments
- Intentional concealment or misrepresentation of one's identity
- Any form of pornography and / or offensive material, in tangible or intangible form
- Use of systems in any other way that interferes with any Employee's productivity and / or that of others
- "Hacking" or attempting to "hack" or obtain unauthorized access to any Evalueserve computer or computer network
- Copying, lending, reselling, or transferring software; installing personal software, or software that is lewd or obnoxious in nature
- Damaging, circumventing, and / or harming the security controls designed to protect Evalueserve information systems or equipment.

Other general guidelines that an Employee must abide by are as follows:

- Do not store sensitive client or personal information on Evalueserve computers
- Promptly report any suspected violation and / or virus attack by raising an incident with the Information Security team
- Use licensed / legally authorized software – Software used at Evalueserve may be owned by other companies and protected by copyright laws and / or license restrictions. Before acquiring or using any such software, Employees are required to contact the IT department and / or legal department to ensure that all third-party intellectual property (IP) rights related to such software are fully complied with (*refer to **Evalueserve End User Computing Policy** for more information*).

**Proprietary information:** Proprietary Information is any information owned by and related to Evalueserve, such as information on Evalueserve's databases; businesses; clients / customers; personnel details; medical and salary records; copyright protected materials; technical or scientific information relating to current and future products, services, or research; business or marketing plans or projections; earnings, credit, and other financial data; and executive and organizational change, software, and other confidential information relating to the Company. All Evalueserve proprietary information is confidential in nature, unless specifically classified otherwise. This information may also be subject to copyright, patent, and other IP laws.

Evalueserve's proprietary information is the result of the ideas and hard work of many Employees and of substantial investment by the Company on planning, research, and development. This information, particularly Evalueserve's confidential information, gives Evalueserve a competitive advantage in the marketplace. Evalueserve is prone to be adversely affected by unauthorized disclosures of its proprietary or confidential information to unauthorized recipients, or by the unauthorized use of such confidential information by any person who is strictly prohibited or restricted from having



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access to such information. Evalueserve's proprietary information should be protected from unauthorized access at all times.

### 10.3 Authority to Make Business Commitments

The authority to make business and / or financial commitments on behalf of Evalueserve has been clearly defined by way of clear delegation of authority. All Employees and Representatives are expected to work in accordance with such delegation of authority. Employees and Representatives should not make any oral or written commitments, arrangements, or promises of business that create a new agreement or modify an existing agreement with a third party without proper approval. Such commitments should be made by those having defined authority, and while acting within the limits of the said authority. Any and all forms of misrepresentation, fraud, dishonesty, and deception are to be avoided by Employees and Representatives.

### 10.4 Conflict of Interest

Employees must avoid relationships that create a perceived or actual conflict between their obligation to Evalueserve and self-interest. An Employee's financial, business, or other non-work-related activities must be lawful and free of conflict with the Employee's responsibilities toward Evalueserve. Employees and Representatives must not, as a part of engaging in any outside activities, misuse Evalueserve resources, discredit its name and reputation, or affect its business in any way. Employees and Representatives should not participate in any business or personal relationships, activities, or dealings that might adversely affect Evalueserve.

Although it is not possible to provide a comprehensive list of every possible situation that may lead to a conflict of interest, given below are a few illustrations of possible conflicts of interest:

- You (or your family member) have a significant financial interest in a company (clients / suppliers) that has dealings with Evalueserve, and you are in a position to influence those dealings if you have access to non-public information about that company
- You (or your family member) have a significant financial interest in a company that competes with Evalueserve
- A family member is a director, officer, employee, or consultant in a company (clients / suppliers) that has business dealings with Evalueserve or competes with Evalueserve
- Your participation as a director, officer, employee, consultant, or promoter in an outside business prevents you from devoting full time to your job at Evalueserve
- Accepting gifts from suppliers, clients, or competitors
- Potential conflict resulting from a family member or close friend working for or owning a supplier of Evalueserve
- Any outside activity or relationship that could reasonably be interpreted as conflicting with the interests of Evalueserve
- Providing assistance to an organization that markets products and services in competition with Evalueserve's current or potential products or service offerings



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# 11 Financial Controls, Records, and Auditing

Evalueserve is required by law to maintain and preserve all corporate and business records accurate and honest and report any financial irregularity. The integrity of our records and public disclosure depends upon the validity, accuracy, and completeness of the information supporting the entries in our books of account. Financial statements and reports are prepared in accordance with the Generally Accepted Accounting Principles, accounting standards, applicable laws, rules, and regulations for accounting and financial reporting of transactions, estimates, and forecasts. Making false or misleading entries is strictly prohibited. Employees, who collect, provide, or analyze information for, or otherwise contribute in any way to preparing or verifying the financial reports, should strive to ensure that our financial disclosure is accurate and transparent.

All Employees and Representatives are required to:

- Follow the prescribed accounting and reporting procedures
- Be accurate in preparing and compiling financial records and ensure that the records are secured and maintained as per statutory requirements
- Obtain all necessary approvals before releasing any financial information outside Evalueserve
- Ensure that all financial records and reports, whether in hard copy or electronic / computer-based format, are securely maintained and preserved for a tenure as prescribed under applicable laws
- Grant Evalueserve's internal and external auditors and other authorized individuals' access to all appropriate Evalueserve records and provide them with accurate and complete information, as they may from time to time require
- Promptly report any concerns about possible violations of this policy to the Whistleblower Committee (*refer to **Evalueserve Whistleblower Policy** for more information*)
- Report violations / any suspected breach of applicable data protection laws to the DPO via email ([dp@evalueserve.com](mailto:dp@evalueserve.com)) or through the incident reporting mechanism available on iKnow

**Auditing:** Evalueserve is committed to providing accurate information to external and internal auditors in a timely, orderly, and consistent manner. Employees are prohibited from directly or indirectly taking any action to manipulate, mislead, or fraudulently influence external and internal auditors. Prohibited actions include:

- Issuing or reissuing a report on the Company's financial statements that is not warranted in the circumstances (due to material violations of generally accepted accounting principles, generally accepted auditing standards, or other professional or regulatory standards)
- Non-performance of audit, review, or other procedures required by generally accepted auditing standards or other professional standards
- Withdrawal of an issued report
- Non-communication of matters to the Audit Committee
- Committee



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## 12 Commitment to Society

### 12.1 Environment, Health, and Safety

Evalueserve strives to comply with all relevant environmental, health, and safety laws and regulations, and to provide each Employee and Representative with a safe and healthy work environment. Each Employee is responsible for maintaining a safe and healthy workplace for fellow Employees and Representatives by following environmental, safety, and health rules and practices, as well as reporting accidents, injuries, and unsafe equipment, practices, or conditions.

All Employees and Representatives are expected to:

- Commit to efficient utilization of natural resources, minimize waste through recycling and adhere to relevant environmental regulations.
- Commit to minimize the impact on environment and actively promoting sustainable practices in collaboration with our stakeholders.
- Refrain from any acts that violate any environmental, health, and safety laws and regulations.
- Maintain a clean and healthy workspace that does not present any hazard to anyone.
- Report circumstances that might lead to health and safety risks for Employees or the general public, for timely corrective action.

### 12.2 Corporate Social Responsibility (CSR)

Evalueserve is committed to CSR and working for the welfare and benefit of the communities in which it operates. As a part of its CSR initiative, Evalueserve is associated with non-profit organization(s) that provides education to underprivileged children and funds the education of these underprivileged children.



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## 13 Reporting Violation of Code

Every Employee and Representative at Evalueserve is obligated to adhere to this Code and all existing policies and procedures of Evalueserve, and is expected to report in good faith, any suspected violation / fraud / breach in accordance with the reporting procedures as stated in the Whistleblower Policy. Employees and Representatives must adhere to the Code in letter and spirit. It is reiterated that this Code is not intended to be totally comprehensive, and Evalueserve relies on its Employees and Representatives to exercise discretion and engage in ethical conduct consistent with this Code.

Violations of / non-compliance with this Code may subject the violator to individual criminal or civil liability (including penalties and fines), as well as to strict disciplinary actions by Evalueserve (including dismissal). Disciplinary action may also be initiated for entertaining or participating in a violation, knowingly failing to report a violation or suspected violation, refusing to cooperate with the investigation of a suspected violation, and retaliating against an individual who reported a suspected violation in good faith.

Any complaint / concern / incident / violation / non-compliance should be reported to the Evalueserve Whistleblower Committee (*refer to **Evalueserve Whistleblower Policy** for more information*).



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## 14 Acknowledgment of Receipt of Code of Business Conduct

I, Mr./Ms. \_\_\_\_\_ S/o/D/o/W/o \_\_\_\_\_ R/o \_\_\_\_\_ bearing employee code \_\_\_\_\_ have read and understood the Evalueserve Code of Business Conduct and Ethics.

I agree and understand that

- This Code provides the general guiding principles and policies that are in place at Evalueserve. That at all times, as an Employee or Representative of Evalueserve, I need to abide and comply by this Code.
- That compliance with this Code is each individual's personal responsibility.
- If I have questions concerning the meaning or application of this Code, any policies, or regulatory requirements, I can consult my manager, the Human Resources Department, Compliance Department, or the Executive Team.
- If I need to report any concern or incident or raise an issue, I can follow the procedure laid down in Evalueserve's Whistleblower Policy.

Signed: \_\_\_\_\_

Employee Name: \_\_\_\_\_

Employee Code: \_\_\_\_\_

Date: \_\_\_\_\_



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# Evalueserve Disclaimer

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