

EMPLOYEE CODE OF CONDUCT POLICY

1. Preamble

Sahita Human Capital Solutions Pvt Ltd (the “**Company**”/ “**Sahita**”) is committed to ensure that its business is conducted, in all respects and all the times, according to ethical, professional and legal standards committed to create a workplace and develop these ethos that, all the times, is free from harassment and discrimination, where co-workers are respected, and provide an appropriate environment so as to encourage good performance and professional conduct.

This code of conduct is designed to provide standards of professional conduct expected of all its employees. It represents, for the Company, a benchmark of expectations about staff conduct and defines the boundaries within which a rewarding and mutually supportive environment can be created.

To achieve this goal all employees are expected to:

- (i) adhere to this Policy in their professional as well as personal conduct.
- (ii) treat co-workers and students with respect, courtesy, honesty and fairness.
- (iii) respect different values, beliefs, cultures and religions.
- (iv) value the contribution of the people they work with, and work co-operatively.
- (v) not bully, intimidate, harass or discriminate against other co-workers.

The Company's reputation and credibility are based upon its total commitment to ethical practices and also on ethical conduct of its reputation and credibility are based upon its total commitment to employees reputation and credibility. To safeguard the Company must conduct themselves in accordance with the highest ethical standards and also be perceived to be acting ethically at all times. Compliance with all policies of the regulations is the minimum standard which should be adhered to by all the employees all the time.

2. Purpose

This "Employee Code of Conduct" (the “**Policy**”) has been formulated in order to foster and maintain and confidence in the professionalism and the integrity of the employees of the Company by ensuring that all employees adhere to appropriate standards of conduct as set out in this maintains and enhances the reputation of the Company.

The circumstances of conducts as set out below in this Policy, although not exhaustive, are intended to cover those situations, which are most likely perceived to be encountered by employees.

A breach of the Policy may result in disciplinary action against the employee concerned including, potential dismissal or termination of employment or any other legal action as may be available with the Company or all of the above together, as detailed below.

3. Adherence to Policies

Company expects that employees familiarize themselves with Company's policies that are relevant to their responsibilities. The personal and professional behaviour of all employees shall confirm to the standards expected of persons in their positions, which includes:

- (i) A commitment to and adherence to professional standards in their work and in their interactions with other employees and other people present on the premises;
- (ii) A commitment to maintaining the highest standards of ethics, integrity and honesty in their work;

- (iii) A responsibility to support the Company in its efforts to create an open and mutually supportive environment;
- (iv) A responsibility to share information and give willing assistance in furthering the goals and objectives of the Company;
- (v) A responsibility to ensure that there is no misrepresentation of facts. Wherever a misunderstanding is thought to have taken place through unclear communications, this should be corrected promptly
- (vi) Familiarize themselves with and adhere to the relevant provisions of the Sexual Harassment Policy;
- (vii) Perform their duties as assigned to them with utmost integrity and dedication;
- (viii) Co-operate and assist in carrying out functions relating to educational responsibilities of the Company;
- (ix) Adhere to the terms of their employment conditions and its renewals at all times;
- (x) Be aware of all relevant laws, regulations, policies and procedures that are applicable in the performance of their duties; ignorance of the law is never an excuse for wrong behaviour;
- (xi) Notify instances of non-compliance to seniors or the [●]; [*Note: Insert name of the compliance officer*]
- (xii) Act in a dignified and ethical manner with high integrity even under pressure;
- (xiii) Dress appropriately and behave politely with all persons, regardless of seniority or reporting relationship
- (xiv) Work efficiently and effectively with defined targets and goals that is conducive to optimal productivity and team work; and
- (xv) Provide objective feedback that is direct and encouraging for improving performance and conduct

4. Inappropriate Behaviours

The employees shall not use classroom or online environment to use scurrilous, profane, or obscene language; make remarks or engage in conduct that is racist, sexist, or in other ways discriminatory, as defined by the Sexual Harassment Policy, nor permit any student in any class to do so; engage in behaviour or make remarks that could reasonably be interpreted as threatening, nor allow any student in any class to engage in such behaviour; or encourage, by inaction or innuendo, the development of a classroom environment that is fractious, disrespectful of others, or inconsistent with the student discipline; or promote their personal, religious, political, social, or business agendas; spread negative, malicious, or unkind remarks or rumours. Such an act would be viewed as serious form of misconduct and would be sternly dealt with including taking disciplinary action including termination, if required.

The following actions are expressly prohibited:

- (i) Abusive behaviour, gestures or action that intimidates junior colleagues, other staff, management;
- (ii) Drug abuse including the possession, use and being under the influence of drugs while performing their duties in the Company;
- (iii) Consuming alcohol or being under the influence of liquor in the Company's premises or excessive consumption of liquor, or possession of dangerous weapon, whether in the Company or outside on outbound programs, office travel etc.;
- (iv) Remaining a silent spectator when the Code is breached; it is your duty to report it ;
- (v) Making wilful and wrong representation to Company while conducting their assigned duties;
- (vi) Refraining, dereliction or inciting others to disrupt their assigned duties without any valid reason or approval, with a view to cause harassment and wrongful loss to Company;

- (vii) Causing wrongful and unapproved changes or amendment to official information/notices etc.;
- (viii) Asking or encouraging others to breach the Code; and
- (ix) Punishing or revealing the identity of the complainant.

5. Maintaining a Safe and Healthy Work Environment

The Company is committed to providing safe and healthy work environments for its employees. It does not tolerate any violent conduct and is committed to a workplace free of violence and unauthorized weapons. In addition, it complies with all applicable workplace, health and safety laws. The Company is also committed to an environment free of drugs and alcohol. The unlawful use, possession, sale and distribution of controlled substances or alcohol by any Company employee on its premises is prohibited.

- (i) Intimidation of any form or harassment has no place in its work environment
- (ii) We value and encourage diversity and strive to be an employer of choice.
- (iii) We value choice, trust, integrity and team work in work place relationship and are committed to treating people with dignity and respect.
- (iv) Confidential information which is generally not available to the public may not be shared outside the Company by any employee. We respect confidential information of others.
- (v) We must declare potential conflicts of interest, if any.

6. Protection and Use of Company's Property

All employees of the Company are responsible for protecting and taking reasonable steps to prevent the theft or misuse of, or damage to its assets, including all kinds of physical assets, movable, immovable and tangible property, educational information and intellectual property such as inventions, copyrights, patents, trademarks and technology and intellectual property used in carrying out their responsibilities. All employees must use all equipment, tools, materials, supplies, and employee time only for Company's legitimate business interests. Company's property must not be borrowed, loaned, or disposed of, except in accordance with appropriate Company's policies. All employees must use and maintain its property and resources efficiently and with due care and diligence.

Under no circumstances can such assets be used negligently or for wrongful purposes. On cessation of employment for any reason, all Company's assets must be returned promptly and in good condition except for normal wear and tear. Passwords may not be shared nor confidential data sent to any outside party without valid authorization. The Company reserves the right to monitor, track and peruse all data and mails on all its assets. Please read the detailed IT policy, as amended from time, regarding data protection, privacy and other matters.

7. Conflict of Interests

Each employee is expected to avoid situations in which his or her financial or other personal interests or dealings are, or may be, in conflict with the interests of the Company. Accordingly, the Company expects its employees to act in its interest at all times. Employees are advised not to engage in any other business, commercial or investment activity that may conflict with their ability to perform their duties to the Company. Employees must also not engage in any other activity (cultural, political, recreational or social) which could reasonably conflict with the Company's interests and interfere with the performance of their duties.

Employees must not use any Company's property, information or position, or opportunities arising from these for personal gains or to compete with or to tarnish the image of the Company.

Employees should not engage in any such activity, which could be detrimental to, or in competition with, the Company's activities. All Employees must avoid situations in which their personal interest could conflict with the interest of the Company. If, under any circumstance, Employees' personal interests conflict with those of the Company's, in all such cases the Employee must seek advice from his or her reporting/ reviewing officer.

8. Confidentiality of Information

For Company, its confidential information is a valuable asset and every employee of the Company must protect it. Confidential information includes all non-public information (regardless of its source) that might be of use to the Company's competitors or harmful to the Company if disclosed. Employees must take care that all confidential information is used for Company business purposes only. Information of a confidential, private and sensitive nature must be used responsibly and controlled and protected to prevent its prohibited, arbitrary or careless disclosure.

Unless the Company has provided its specific consent, which should preferably be in writing, or there is a legal or professional right or duty to disclose, all employees are prohibited from disclosing confidential Company information. Confidential or proprietary information about clients, our organization, or other parties, which has been gained through employment or affiliation with Company, may not be used for personal advantage or for the benefit of third parties.

9. Media and Communications

This section explains the Company's policy regarding communication of Company's information to any external party including the media, investors, financial community, business educational partners and others.

All external communication regarding any information relating to the Company may be done only by authorized spokespersons. No other person is allowed to speak with or disseminate information or provide views about the Company with external parties.

All requests for information about the Company's and its workings or interviews in the media should be directed to the Founder, who will take these up directly with concerned agencies. All press releases will also be issued by the Promotion In-charge after due consultation with the Founder.

The social media, chat rooms or blogs should not be used at any time to discuss matters relating to Company or policy; this is strictly prohibited. The employees are advised not to post on a social networking site or give to the media (whether on or off record) any casual comments that may be mistaken or imply endorsement of the same by the Company. Matters that are sensitive in nature like comments about religion, caste, gender, professional community or political affiliations are to be voided.

If any of the senior employee have been invited to speak at a public forum, please obtain the approval of the Founder in advance.

It is also necessary to add in any presentation or on a personal blog, a disclaimer that the views expressed are personal and do not represent the Company's viewpoint.

10. Misconduct/ Policy Breaches Reporting (Whistle Blowing) Policy

All employees of Company are committed to report any conduct that infringes this Code. The Company is committed for fairly protecting and safeguarding all its employees in case of any

misconduct/ policy violation is reported by them and if any retaliation situation created by either Company's employees or suppliers against its declared Code of Conduct.

All employees should be vigilant in identifying & reporting conduct that infringes this code. If in doubt about something that is against Company's policy, employee must ask the question or raise the concern. Retaliation of any kind against anyone who raises a complaint or integrity issue in good faith is against Company's policy & will not be tolerated. Concerns or requests for guidance on ethical issues can be raised with the Founder of the Company with all relevant evidence and documents.

For the case of any misconduct/ policy breach situation highlighted or reported by any employee, same shall be scrutinized by the Founder with collating all evidence and shall take appropriate disciplinary action against the concern based on proven evidence.

Company doesn't tolerate anybody found in breach of Policy. The Founder has rights to take appropriate action on accused to salvation of the situation.

11. Gifts and Entertainment

Any employee of the Company shall not receive or offer, directly or indirectly, any gifts, donations, remuneration, hospitality, illegal payments and comparable benefits which are intended (or perceived to be intended) to obtain business (or uncompetitive) favors or decisions for the conduct of business. Nominal gifts of commemorative nature, for special events may be accepted and reported to the Founder.

When we make a gift to a vendor, a government official or any third party, we should keep the following in mind:

- (i) It is not done to obtain or retain business or gain an improper advantage in business;
- (ii) It constitutes a bona fide promotion or goodwill expenditure;
- (iii) It is not in the form of cash or equivalent; and
- (iv) The gift is of nominal value (on an individual and aggregate basis).

12. Fraud

Fraud - or the act or intent to cheat, trick, steal, deceive, or lie - is both dishonest and, in most cases, criminal. Intentional acts of fraud are subject to strict disciplinary action, including dismissal and possible civil and/or criminal action against the concerned employee.

Some examples of Fraud include:

- (i) Submitting false expense reports;
- (ii) Forging or altering cheques;
- (iii) Misappropriating assets or misusing Company's property;
- (iv) Unauthorized handling or reporting of transactions;
- (v) Falsification, defacement or destruction of records of the Company;
- (vi) Use of camera phones to take unauthorized picture, videos, audio clips of document without consent of Company or person involved; and
- (vii) Making any entry on Company's records or financial statements that is not accurate and in accordance with proper accounting standards.

13. Consequences of Non-Compliance

Any violations of this Code, Company's policies and applicable laws are viewed seriously. Where appropriate, the Company takes prompt corrective action, up to and including

termination of employment. Company strives for consistency and fairness in discipline for Code violations. Discipline may include a verbal or written warning; suspension with or without pay; loss or reduction of bonus; or, for the most serious offenses or repeated misconduct, termination of employment.

Any disciplinary action depends on the nature, severity, and frequency of the violation. It may vary depending upon local law. Please understand that those who violate the laws or regulations mentioned in the Code could expose themselves and the Company to substantial civil damages and criminal penalties.

Some possible consequences of non-compliance with the Code are outlined below and corrective action will be taken to protect interest and reputation of the Company. Any non-compliance affects not only employee, but Company goodwill and reputation.

Corrective action may be taken if an employee/staff:

- (i) Violates the Code, Company's policies and procedures, or applicable laws.
- (ii) Direct others to violate the Code, Company's policies and procedures, or applicable laws.
- (iii) Are aware of a violation or potential violation, and fail to report it.
- (iv) Fail to effectively monitor the actions of people you manage.
- (v) Do not cooperate in Company's audit or investigation.
- (vi) Fail to participate in required training.
- (vii) Retaliate against someone for reporting a concern in good faith or for participating in an investigation of such a report.
- (viii) Disclose information learned during an internal investigation.

It should be remembered that these possible consequences are not exhaustive.

14. Harassment

The Company is committed to provide a work environment that is free of in appropriate behaviour of all the kinds harassment on account of age, physical disability, marital status, race, religion, caste, sex, sexual orientation or gender identity. Employees are responsible for supporting the Company in its endeavour to protect others from any form of such harassments. In the course of business conduct of any employee, wherever harassment occurs to any such employee as a result of an act or omission by any third party or outsider, the Company shall take all steps necessary and reasonable to assist such affected employee in terms of support and preventive action.

This is separately detailed in the "Policy on Prevention & Prosecution of Acts of Sexual Harassment at Workplace".

15. Compliance with Laws and Agreements

All employees shall conduct themselves and their activities in compliance with this Code of Conduct and at all times abide by the standards, requirements and procedures laid down herein including all applicable laws and regulations of the particular District, State or Country.

The employees must:

- (i) commit to individual conduct in accordance with this Policy.
- (ii) observe both, the spirit and the letter of the law in their dealings on Company's behalf.
- (iii) Recognize Company's responsibility to its management, students, employees, those with whom Company does business, and to society. Assess priorities in the context of discharging these responsibilities appropriately on Company's behalf.

- (iv) conduct themselves as responsible members of society, giving due regard to health, safety, and environmental concerns, and human rights, in the operation of Company's business.
- (v) report any suspected breach of the law or this Policy to the Founder via email at prasanna@sahita.co.in will protect those who report violations in good faith.

16. Exceptions

Any exceptions to the norms laid down in this Policy may be at the discretion of the Founder or any appropriate authority delegated by them.

17. Amendments

The Company reserves the rights to change/ amend / add /delete/ modify this Policy in whole or in part, at any time without assigning any reason whatsoever. The employees acknowledge that they will not be personally advised of any such change/ amendment / addition /deletion/ modification. The employees are advised to check for any such change/ amendment / addition /deletion/ modification regularly. The employees hereby unconditionally agree to all such changes / amendments / additions / deletions / modifications.