

ASCEND TELECOM INFRASTRUCTURE PRIVATE LIMITED

(“ATIPL/ Company”)



CODE OF CONDUCT POLICY

| <i>Prepared By</i> | <i>Reviewed By</i> | <i>Approved by</i> | <i>Version</i> |
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| <i>Pushpavalli K</i> | <i>Dr. Harry CD</i> | <i>Board</i> | <i>V.3</i> |

THE CODE OF CONDUCT

Given hereunder is the Code of Conduct to be adhered to by the employees, which shall form part of the service conditions of employment in addition to others noted in any other documents or practiced hitherto.

1 OBJECTIVE:

All employees share responsibilities for the efficient, orderly, safe operation of their department and for maintaining the Company's reputation for quality and service.

In order to accomplish this "Code of Conduct" is formalized and issued to all employees on appointment. This outlines the policies and rules which experience has shown to be more effective in maintaining harmonious relationship

2 COMPANY POLICY, VALUES AND BELIEFS

This section lays down the guiding policies and values of the management of our Company. These have been broadly categorized under the following heads:

- Ethical Business Practices
- Appreciating the Value of Employees

3 ETHICAL BUSINESS PRACTICES

Company believes that high ethical standards should be maintained in its business dealings. In particular, it believes that:

- Every employee will act according to the highest standards of business conduct.
- All efforts shall be directed towards achieving and maintaining a position of quality leadership in all its products and services.
- Fair competition and long-term relationship with the customers and suppliers shall be practiced.
- Emphasis shall be given in developing corporate strengths to surpass competitors proactively.

4 VALUE OF EMPLOYEES:

This Company recognizes the due importance of employees at all levels in contributing to overall good performance. It is willing to do its best to improve and maintain the motivational level, provide user-friendly work environment and practice the personnel policies to build an efficient and committed team of employees. In particular, it believes that:

- Innovation and creativity shall be encouraged, which comes through continuous improvement in all its activities and aspects.
- Informality shall be encouraged to improve effectiveness in communication.
- Due care shall be taken towards the health and well-being of the employees.
- The Company is committed to providing equal opportunities for all employees and applicants. It prohibits any form of discrimination in hiring, promotions, compensation, and treatment of employees based on gender, disability, ethnicity, or any other characteristic protected by applicable laws. The Company is dedicated to creating an inclusive and diverse workplace.

5 CODE OF CONDUCT FOR EMPLOYEES

Enumerated hereunder is the Code of Conduct to be adhered to by the employees, which shall form part of the service conditions of employment in addition to others noted in any other documents or practiced hitherto.

Company Rules and Policies

To comply in letter and spirit with the rules and regulations of the Company which are in force or that may be laid down from time to time and be a role model in following them. Employees are expected to maintain punctuality and regularity while attending the office and discharge of duties.

Duty to act in good faith

To act in 'bonafide manner' in the interest of the Company, keeping in mind the credibility and integrity of the operation.

Duty to acquire Skill and Perform with Care

The employees have to exercise reasonable skill and care by using the potential, which they have by virtue of their qualifications & experience and shall perform in a professional manner. In order to meet the competing business environment, they are expected to acquire and maintain professional competence by upgrading their skill and knowledge regularly in their respective areas. Executives shall be the role models in setting standards for appropriate levels of competence and for striving to achieve the high standards.

Health Care & Physical Fitness

Employees shall maintain their physical fitness and good health for performing the assigned duties effectively.

Respect the Whole-time employment Concept

Employment with this Company is the 'whole time employment' during the stipulated working hours, after working hours, during holidays and when the employees are on leave. Employees shall not hold part time positions or directorships outside the company.

Honesty, Integrity and Fair Play

To display a high degree of honesty and integrity in their business dealings and avoid any personal gains. Business strategies adopted by them shall be fair and aimed at highlighting the Company's status. To show consistency in their approach and avoid bias in their dealings.

Customer Orientation

To meet customer's demands within the framework of the Company policies. Where it is felt that the policies are to be reviewed in the larger interest of the Company, it can be highlighted to their superiors.

Confidentiality

Employees shall at all times both during their association with the Company and afterwards, keep all matters relating to the affairs of the Company in confidence which will help to maintain the Company's image.

The following amongst the other related matters require confidential approach:

- i. JV Plans and Agreements
- ii. Business Plans
- iii. Working results (prior to formal release)
- iv. Specifications, Drawings and Layouts
- v. Practices / Policies relating to Marketing, Purchasing, Manufacturing
- vi. Design & Drawing / Process, Finance, HR

To ensure Safe Custody

To maintain proper control and custody over the Company's property entrusted to them and to ensure that these are not used by unauthorized persons. The property to be maintained amongst others includes assets, drawings, documents, agreements etc.

Co-ordination and Teamwork

To ensure effective communication with all functions in achieving the business plans and to maintain close co-ordination and co-operation with all functions and take necessary steps to work as a team aimed at benefiting larger interests of the Company.

Given this background, employees are required to work as a team and exhibit cooperative and collaborative approach irrespective of the functions / levels and practice healthy mode of communication and exercise tolerance in dealing with the team members.

Conflict of interest

To assess such situations and which may cause conflict of interest and make full disclosure of the same to their superiors. The following situations, which are illustrative and not exhaustive, may create conflict of interest.

Dealing with relatives / friends or show undue interest with particular reference to:

- I. Offering employment
- II. Contracting for services
- III. Purchasing assets or materials
- IV. Appointing sub-contractors / distributors / agents
- V. Relaxing of terms and conditions subsequent to contract
- VI. Accepting gifts /other forms of benefits

Compliance with Law

To ensure compliance with the letter and spirit of different legislations pertaining to their area of operation. Any favourable interpretation of statute, which is not as per its letter and spirit has to be disclosed to the Management before acting upon it.

Not to associate with competitors

The employees shall not associate with the competitors in any manner whatsoever. Employee shall not seek employment with direct competitors on leaving the services of the Company at least for a minimum period of 2 years.

To maintain the Trade Secrecy

The employees shall not discuss trade secrets such as pricing policy, contract terms, costs/prices, inventories, product plans, market surveys/studies, production plans, capacities/capabilities/expansion plans, manpower related details or any other confidential information with competitors/outside not authorized to have such information. Same is applicable in case of customers also who are not entitled to such information.

any information pertaining to the business / operations details of the company will have to be protected by the employees without disclosure in any kind or form to any third party. This includes quotes by any vendor who applies / bids for any business transaction.

Transparency

There could be occasions when employees may commit mistakes by misunderstanding of a particular problem/situation. The employees are to own the same and inform to higher authorities so as to ensure that the consequences are minimized as quickly as possible.\

Consumption of Alcohol and Drugs

The employees shall not consume alcohol and take drugs while coming to the work and during the working hours. Employees shall comply with the regulations and follow the general laws of the country. Employees shall maintain decorum and high standards of conduct in public places.

Refrain from Misrepresentation

To refrain from the use of false, misleading or deceptive marketing or advertising practices which may result in the degradation of the professional and ethical image, or companies' image or injure the professional image of the colleagues.

Employees shall not submit false or fraudulent documents for getting monetary benefits or otherwise.

Disclosure of Financial Interest

Employees shall have to declare their financial or other interests in any capacity in any company/firm or with individuals who have dealings with this Company. In the event of themselves acquiring or becoming interested in future in such a company or partnership/firm or with individuals they should immediately disclose the same to this Company. Employees shall desist from commercial lending / borrowing from colleagues and from any kind of lending / borrowing from customers, suppliers etc., Employees shall not hire / utilize the services facilities of any of the vendors / suppliers of the company for their personal use. Employees shall not use any of the facilities of the vendors.

Copy Rights / Patent

Employees should understand that all inventions, improvements and discoveries including the software made by them alone or with any other employees will become the property of the company. The employees shall ensure that patent protections are obtained for such inventions, improvements & discoveries made either in India or elsewhere and assign the same to the company. Employees also shall ensure that there is no violation of copyrights, patents, trade secrets and the terms of license agreements are prohibited.

Foreign Tours / Advanced Training Programs

In the course of furtherance of business, there may arise requirements to send the Employee on Advanced Training Programs, either in India or Abroad. After completion of such training,

the employee shall be required the Company for a minimum period of one year from the date of his/her resuming the duty, after such Training. In the event of the employee leaving the Company before the one-year period, the employee shall be required to reimburse such costs of training as determined by the management.

Notice Period

Employees are required to give the required notice period as per their level in the event of their desire to resign from the services as per the terms of employment. However, in certain special circumstances, the management at their discretion may permit the employee to waive off / adjust the notice period in lieu of the accumulated privilege leave up to a maximum of 30 days. In the event of employee not having sufficient number of leave to his / her credit, an amount equivalent to his / her balance notice period shall be adjusted in the full and final settlement of the employee dues.

Employees shall adhere to the notice period as to ensure proper relieving from employment.

Electronic Mail

- With the increased usage of electronic mail across the company, it has become necessary to formulate certain guidelines for clear understanding and its use. All employees are expected to adhere the guidelines and work towards the standard of electronic mail system for better communication, faster response and improve the business process. It is the responsibility of the user to have a backup of their e-mail messages. All the mail transaction should happen only through the software's provided by the Systems Department.
- The company maintains an electronic mail system (e-mail) for the purpose of business communication – externally and for the purpose of operational ease internally. The messages/documents/company information composed / Sent / Received on the e-mail system are the properties of the company. The e-mail system shall not be used to send or receive copyrighted materials, trade secrets, proprietary financial information, or similar materials without prior authorization.
- Employees unless specifically authorized shall not retrieve or read or modify any e-mail messages that do not belong to them. Similarly, employees unless specifically authorized shall not send emails in other's name.
- Emails shall not be used to harass or criticize others or in a manner not conducive to proper working relationship among the employees. Employees are also expected to maintain high standards / dignity while sending their messages to their customers or colleagues or any other persons. Employees should not misuse the companies' computers/data and also the e-mail / browsing facilities provided to them for their own purpose.

- The company shall have rights to access and to audit all messages created, received or sent through the e-mail systems. All computer & e-mail passwords must be provided to the department heads.

Pay and Allowances

- Employees will maintain strict confidentiality on pay and allowances. Management will take a very serious view on individuals discussing and comparing pay and allowances. Strict measures including termination of services will be resorted to.
- Consequence of Violation of Code of Conduct
- Violation of Code of Conduct, as enumerated above shall be treated as misconduct and shall be liable for appropriate action.

6 GRIEVANCE MECHANISM:

In addition to the principles mentioned in the Code, the Company is committed to providing a safe and supportive environment for all employees. To ensure that all employees have a platform to report concerns related to unfair treatment, harassment, or violations of the Code of Conduct, a formal grievance mechanism is in place.

- Employees are encouraged to report any concerns, grievances, or complaints related to workplace issues, including discrimination, harassment, or violations of this Code, to designated personnel or through the confidential grievance reporting system.
- The Company assures that all grievances will be taken seriously and investigated promptly. Retaliation against employees who report grievances in good faith is strictly prohibited.
- A dedicated grievance committee will review and resolve issues in a fair and unbiased manner, ensuring confidentiality throughout the process.