Code of Conduct and Ethics Policy

Simform Software Private Limited and its affiliates ("Simform" or the "Company")

SIMFORM

1 Preamble

Simform is committed to ensuring that its business is conducted, in all respects and at all times, according to rigorous ethical, professional and legal standards that prevail from time to time in the industry in which the Company conducts its business.

The Company is also committed to creating a workplace, at all of its locations, that is free from harassment and discrimination, where co-workers are respected and provided with an appropriate environment that encourages good performance and conduct.

To achieve this goal, all Employees (including trainees, consultants, contractors and all stakeholders) are expected to:

- Adhere to this Policy in their professional as well as personal conduct.
- Treat co-workers with respect, courtesy, honesty and fairness.
- Respect different values, beliefs, cultures and religions.
- Value the contribution of the people they work with, work co-operatively, and not bully, intimidate, harass or discriminate against other co-workers.

2 | Purpose

This Code of Conduct and Ethics Policy (the "Policy") has been formulated to foster and maintain trust and confidence in the professionalism and integrity of the Company's Employees, by ensuring that all Employees adhere to appropriate standards of conduct that maintain and enhance the reputation of the Company.

This Policy provides guidance to all Employees on how they should conduct themselves when undertaking business on behalf of the Company. The situations described below are not exhaustive, but are intended to cover those that Employees are most likely to encounter.

If an Employee encounters a situation not covered by this Policy, or is in any doubt, they should seek guidance from their Reporting Manager or Reviewing Manager and/or the Human Resources Department, and act accordingly.

A breach of this Policy may result in disciplinary action against the Employee concerned, including dismissal or termination of employment, or any other legal action available to the Company.

3 | Coverage

This Policy applies to all Employees of the Company. "Employee" means any individual in full-time or part-time employment with the Company, whether on a permanent, probationary, trainee, retainer, temporary or contractual appointment.

The Company expects its managers to lead by example, perform their duties in accordance with this Policy, and ensure that this Policy is communicated to everyone reporting to them.
Where a business location or region has policies, practices, laws or regulations that require more than this Policy, Employees must follow this Policy as a minimum and also comply with those local requirements.
Business units and locations are responsible for ensuring that their location-specific policies and practices are consistent with this Policy.

The Company's reputation and credibility are based on its total commitment to ethical business practices and on the ethical conduct of its Employees.
To safeguard that reputation, Employees must conduct themselves in accordance with the highest ethical standards and be seen to act ethically at all times.
Compliance with all Company policies and applicable laws and regulations is the minimum standard expected of every Employee.

4 | Standards of Conduct

Professionalism

The personal and professional behaviour of Employees shall conform to the standards expected of persons in their positions, which includes:

- A commitment to and adherence to professional standards in their work and in their interactions with other Employees of the Company.
- A commitment to maintaining the highest standards of integrity and honesty in their work.
- Adherence to the ethical and legal standards to be maintained in business.
- A responsibility to support the Company in its efforts to create an open and mutually supportive environment.
- A responsibility to share information and give willing assistance in furthering the goals and objectives of the Company.
- A responsibility to ensure that there is no misrepresentation of facts. Where a misunderstanding may have arisen through unclear communication, it should be corrected promptly.

Conflict of Interest

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

Employees must not use the Company's property, information or position, or opportunities arising from them, for personal gain, to compete with the Company, or to harm its image. Employees should not engage in any business activity that could be detrimental to any of the Company's business activities.
Where an Employee's personal interests conflict with those of the Company, the Employee must seek advice from their reporting or reviewing manager, or from senior management. For the avoidance of doubt, ordinary financial portfolio investments are not considered activities that conflict with the Company's business.

Confidentiality of Information

In the course of their employment, Employees may be entrusted with confidential information relating to the Company, its affiliates, its customers and its suppliers. On joining, Employees are required to read, acknowledge and sign a separate agreement that sets out their confidentiality obligations and the treatment of the Company's confidential information and intellectual property.

Integrity of Financial Information

Shareholders, management and other interested parties must have complete and accurate financial information to make informed decisions. Employees who take part in accounting processes that affect external financial statements and internal management reports must ensure that all transactions are recorded in the Company's accounts accurately and promptly, and must immediately report any known inaccuracies. Intentional misrepresentations that conceal or obscure the true nature of a business transaction are a clear breach of this Policy.

Protection and Use of Company Property

All Employees are responsible for protecting the Company's assets and taking reasonable steps to prevent their theft, misuse or damage. This includes physical, movable, immovable and tangible property, corporate information, and intellectual property such as inventions, copyrights, patents, trademarks and technology. Employees must use equipment, tools, materials, supplies and working time only for the Company's legitimate business interests.

Company property must not be borrowed, loaned or disposed of except in accordance with Company policies, and must be used and maintained efficiently and with due care.

Acceptance of Gifts and Other Benefits

Employees should not give or accept gifts, entertainment or any other personal benefit or privilege that would, or would appear to, influence any business decision. Accepting money, gifts, entertainment, loans or any other benefit or preferential treatment from any existing or potential customer, supplier or business associate of the Company is strictly prohibited, except occasional gifts of modest value and modest entertainment as part of customary business practice.

As a general principle, gifts of minor value (for example, pens or desk diaries) are acceptable; gifts of greater value should be declined. Other offers of gifts or entertainment that reflect customary and transparent business practice in a particular market may be accepted, but in case of doubt the Employee must refer the matter to their reporting manager, who will decide on the action to be taken.

It is unacceptable to directly or indirectly offer, pay, solicit or accept any kind of inducement or bribe. Any such attempt must be reported immediately to the Reporting Manager or the Human Resources Department. Company funds and resources must not be used, directly or indirectly, for any such purpose.

Time and Attention

All Employees shall devote their time and best efforts to promoting the Company's business, and may not engage or be interested, directly or indirectly, in any other activities while on duty that interfere with the performance of their duties.

Harassment

The Company is committed to providing a work environment that is free of inappropriate behaviour of all kinds and of 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 protecting others from any such harassment. Where an Employee is harassed in the course of business by a third party or outsider, the Company will take all necessary and reasonable steps to support the Employee and prevent recurrence.

Alcohol and Substance Abuse

The use or possession of alcohol, illegal drugs and other controlled substances in the workplace, and being under their influence during working hours, is strictly prohibited. Possession of prescription medication for medical treatment is permitted.

At Company sponsored events where management approves the serving of alcohol, all applicable liquor laws must be followed, including those prohibiting service to anyone under the legal age.
Excessive drinking, intoxication and misbehaviour at such events are prohibited and will be
dealt with severely.

Fraud

Fraud, meaning the act or intent to cheat, trick, steal, deceive or lie, is 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 Employee concerned.
Examples of fraud include:

- Submitting false expense reports.
- Forging or altering cheques.
- Misappropriating assets or misusing Company property.
- Unauthorised handling or reporting of transactions.
- Inflating sales figures by shipping inventory known to be defective or non-conforming.
- Making any entry in Company records or financial statements that is not accurate and in accordance with proper accounting standards

Supplier Relationships

We strive to build long-term relationships with our suppliers and use only legitimate, business related criteria when choosing them.
The Company will enter into representation or supplier agreements only with companies believed to have a demonstrated record of, and commitment to, integrity.

We never take unfair advantage of our suppliers through abuse of confidential information, misrepresentation of material facts or any other unfair dealing.
We allow suppliers to compete fairly on the quality of their products and services. Employees will not be influenced by gifts or favours of any kind from suppliers or potential suppliers.
An occasional meal or entertainment in the normal course of business may be permissible, provided that:

- A representative of the supplier is in attendance.
- The hospitality is not excessive or unusual in nature.

Employees must treat supplier confidential information with the same care as Company confidential information.
We will not reproduce software provided to us by a supplier, or incorporate it into our own software, unless expressly permitted to do so by license.

Customer Relationships

The Company complies with all quality standards that govern its work, including applicable laws and regulations and internal control procedures designed to promote the safety and quality of its products and services. The Company follows all contract specifications and honours client specifications at all times.
We compete on the quality of our products, services and people, never through deceitful, fraudulent or other improper means. Employees must not misrepresent the quality, features or availability of our products or services, and must not disparage or make untrue statements about competitors or their products and services.

The Company prohibits improper payments to government officials or customers. Engaging in bribery, or even appearing to do so, can expose Employees and the Company to criminal liability.

Compliance with Laws and Agreements

All Employees shall conduct business in compliance with all applicable laws and regulations of the relevant district, state or country.

Health, Safety and Environment

All Employees shall comply with the Company's health and safety norms as communicated from time to time. As part of this commitment, Employees must:

- Actively promote green initiatives by using fuel, electricity, energy, paper, water and other natural resources efficiently to reduce the Company's carbon footprint.
- Promote a safe and secure workplace by maintaining hygiene and following safety and security norms.
- Bring any workplace safety or health hazard to the attention of management.

5 Misconduct and Non-Conformance

Non-observance of this Policy will be treated as misconduct that may warrant disciplinary action, including dismissal in appropriate cases. Decisions are made by management, including the relevant Business Unit Head and HR Manager, and are binding on Employees.

6 Accountability

It is a condition of appointment and employment that all Employees understand and adhere to this Code of Conduct at all times and abide by the standards, requirements and procedures set out in it. Employees must:

- Conduct themselves in accordance with this Policy.
- Observe both the spirit and the letter of the law in their dealings on the Company's behalf.
- Recognise the Company's responsibility to its shareholders, customers, employees, business partners and society, and set priorities accordingly when acting on the Company's behalf.
- Act as responsible members of society, giving due regard to health, safety, environmental concerns and human rights in the operation of the Company's business.
- Report any suspected breach of the law or of this Policy to the Human Resources Department or the Director of HR. The Company will protect those who report violations in good faith.

7 | Contact

Employees may refer questions about this Policy and its procedures to the Human Resources Department. Customers, partners, suppliers and members of the public may raise questions or concerns about this Policy, or report suspected misconduct, by emailing legal@simform.com.

8 | Amendments

The Company may change, amend, add to, delete or modify this Policy, in whole or in part, at any time. Employees will not necessarily be notified individually of such changes and are advised to review this Policy regularly. The current version is published on simform.com.