



Adroit Infotech
Solutions Simplified...

Employee Policy Compendium

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PREFACE

The Company Policy manual contains the basic policies and procedures for company operations. Policies and procedures are intended to ensure a strong, cohesive, smooth-running organization. It is the responsibility of every Adroit Infotech Ltd. employee to follow these guidelines for India operations.

This document, apart from being a valuable document for understanding the organization, will also serve as a useful reference point on certain policies and will help form the framework on issues directly impacting the employees of Adroit Infotech Ltd. operations.

We wish you a very successful and rewarding career with Adroit Infotech Ltd. and look forward to a long lasting association with you.

Any exceptions to this policy should be approved by Managing Director/Vice President and Financial Controller.

1.1. WORKING HOURS & ATTENDANCE

Working hours

Regular Office Employees	Regular office timings are From 9:00 AM to 6:30 PM with a hour lunch break.
Employee at Client Site	Employees at client site need to follow the timings/policies defined by client Organization.

- In case of urgent work or work that cannot be performed during usual working hours, employees may be required to work late and/or at weekends according to the requirements of the company.
- Employees are allowed to leave the office early or arrive late with the permission of their manager only for any personal time off.

Attendance

- Attendance is tracked by HR functionaries regularly.
- Employees should maintain Timesheet to have record on monthly basis.
- This Timesheet should be requested for approval from reporting authority and submitted to HR function by end of month.

Punctuality

The company places great emphasis on punctuality in attendance as well as keeping appointments with the clients/vendors and for internal meetings.

All employees must ensure that they work from the office as per the hours outlined above and/or approved by their concerned Reporting Manager / Head of the Department. In the event that an employee is forced to be absent / late due to illness, accident or any other personal reasons or

circumstances, he/she must immediately notify the reporting manager/ administrator the regularly scheduled starting time.

Unauthorized late attendance will be taken seriously and appropriate action will be taken against the erring employee.

Dress Code

- All employees are expected to be well groomed and presentable at all times.
- We do not expect formal attire at work every day. However, employees need to conform to the “Business Casual” mode of dress.
- On Friday casual dress is allowed unless there is no customer interaction.

1.2. LEAVE POLICY

Holidays

Regular Office Employees	<ul style="list-style-type: none"> ➤ Company holidays will be 12 days each calendar year starting from January and ending with December. ➤ The list of company holidays will be circulated before the close of the previous calendar year.
Employee at Client Site	Employees at client site need to follow the holiday calendar defined by client Organization.

Compensatory Leave

Senior Consultants and Managers	Compensatory Leaves are not applicable.
Employee at Client Site	<ul style="list-style-type: none"> ➤ The compensatory day off must be availed by the next 3 month, after which the employee has worked on a weekends/holiday else it will lapse. The choice of day off should be on the approval of the manager. ➤ Staff deployed at client site need to follow client organization calendar. Hence if client organization calendar includes Saturday in working week then this cannot be considered for compensatory off. ➤ Comp. offs cannot be accumulated in aid leave balance and cannot be encashed. ➤ Compensatory off cannot be claimed by employees when they work from home.

Leave with pay

- 18 days per calendar year are provided as leave with Pay.
- Leaves allotted to an employee for a calendar year would be credited to him/her on a monthly basis in 12 equated parts, thus 1.5 leaves will be accrued to existing balance on start of each month.
- If an employee wishes to take annual leave exceeding 5 days, he is required to have the leave approved by the department head at least 1 month in advance.
- If employees combine their leave with weekends and holidays, then weekends and holidays will also be counted as leave days.

Leave Balance

- Employees are required to take their paid leaves as company encourages the work life balance. Leave period is January to December. Leave balance will be reset on each January.
- At the end of every December, leave reconciliation will happen; in case of any negative leave balance, the corresponding shortfall would be deducted.

Maternity Leave

- A Woman employee who has completed 26 weeks (i.e. 180 days) service in the organization is entitled to be paid Maternity leave of 26 weeks (i.e. 180 Days).
- Maternity leave is available in event of child birth or miscarriage or infant adoption. Rules are applicable as per the Maternity Benefit Act 1961 and periodic amendments.
- Anyone wishing to extend maternity leave may do so by up to 18 days, availing leave from accrued paid leave.
- Any leave beyond this period will be without pay with no leave credits (LOP days only). Prior notification to the Head of Department/Manager of Maternity leave extension must be made at least [4 weeks prior to commencement of maternity leave extension].
- During maternity leave (180 days) an employee will be paid monthly gross salary which will also include any bonus or incentive paid out during that period if she is entitled to such payment.

Paternity Leave

- Male employees who have completed 26 weeks (i.e. 180 days) in the organization are entitled for paternity leave of 5 days.
- Paternity leave is applicable within three months of delivery.
- Paternity leave supports 2 deliveries during the service period.

Returning MOM Policy

Working Moms are showing up. As the recent Woman In the Workplace study highlights, only 2% of women plan to leave their current organization due to family responsibilities.

Though it may differ from woman to woman, the checklist for professional mothers returning to work generally looks something like this:

- Childcare with enough extra padding to cover early mornings, evenings and sometimes even weekends.
- Top of the line breast pump with all the bells and whistles, parts and storage accessories.
- A plan to return to work without missing a beat, taking on just as much, if not more than when they left.
- We will provide work from home as and they need discretion according to the approval from management.

Even after a new working mother checks off all of those boxes, she's often met with unforeseen challenges and roadblocks that impede a smooth transition back to her former professional self. A

Instead, companies somewhat indirectly (and at times directly) insist that mothers set up their life in a way that revolves around work. The problem isn't that working moms are unwilling to show up and work hard; it's that when they do jump through hoops and plan their every waking hour around work, employers and managers often pull back.

Unauthorized Absence

- If any Employee remains absent from work without proper authority or do not regularize his / her absence immediately on return to duty, then the said period of absence will be considered as Unauthorized Absence from duty.
- For Unauthorized Absence, the Employee may be penalized by loss of pay, equivalent to the number of days absent from duty.
- The employee going on unauthorized absence may also be liable for disciplinary action, inclusive and up to treating an employee as absconding, the scope of such disciplinary action to be determined solely within discretion of the Management.

1.3. BENEFITS PROGRAM

To provide Adroit employees with a benefits program that is aligned with our business strategies and culture, is internally equitable, and is externally competitive.

Adroit, constantly reviews its Compensation Policy and is guided by professional advisors in doing so. This is to ensure the Compensation program remains market competitive for all positions.

The Adroit Compensation Policy is based on the following parameters:

- Compliance with the local legislative and taxation environment
- Rewarding individual and team performance by regular reviews

Adroit employees are given the benefits of Tax Planning within the framework of the Income Tax Act and Rules. Each employee is allowed to make the best use of these tax planning benefits, at the same time producing all relevant documentation as proof for claiming the tax benefits. Tax declarations and proof of investment for claiming the tax benefits has to be furnished by the prescribed date as set out in the tax declaration forms or intimated by payroll service provider from time to time.

As part of the Induction process, Human Resources will assist the employee in understanding the overall compensation structure. Salary structure of the company may be altered/modified without prior notice, as per the government regulations applicable from time to time.

Eligibility for Bonus and Incentives

An employee shall be eligible for any bonus/incentive as per the respective function's corporate Policy and shall be based on the performance and at the discretion of the Management.

Benefits

All benefits provided are not included as part of the employee salary.

The benefits offered by Adroit are:-

- Insurance Coverage
- Gratuity as applicable as per the Payment of Gratuity Act 1972

Insurance coverage

- Staff Hospitalization (Mediclaime)
- Accident Insurance (GPA)

Every employee cover will be up to Rs.1, 00,000/- INR.

Employees are insured by the company against accident, disablement and accidental death under GPA up to 100000/- INR.

Gratuity as applicable as per the Payment of Gratuity Act 1972

Payroll

The Payroll cycle is monthly with salary credits by the first week of next month.

- Salary will be credited directly to the employee's nominated Bank account.
- Employees joining after 25th will be paid salary in the next month's payroll cycle.
- 20th of the month is also the cut-off date for claiming payroll reimbursements.

NOTE: Any changes to the deadlines in respective of declaration, reimbursements will be communicated to employees by payroll from time to time.

1.4. MOBILE PHONE & INTERNET CONNECTION POLICY

Only staff working in sales is applicable for Mobile bill reimbursement.

This should be claimed on monthly basis subjected to the approval of reporting authority and Maximum up to **1000/- INR** against the actual bill.

Use during working hours prohibited

- The use of personal communication devices, including cellular phones, may interrupt the company's business operations or disturb co-workers. Accordingly, employees may not initiate or receive personal calls on these devices during working hours except while on break.

- Portable Internet connecting devices will be provided from organization in case staffs needs to be connected from home outside of working hour; subject to approval of reporting authority.

2.1 EMPLOYEE REFERRAL POLICY AND INTERNAL MOBILITY

Internal mobility

Adroit encourages internal movement of employee to a new job role / vacant position (including Promotions or lateral transfers), if any employee aspires to move to. For this the incumbent employee has to apply for the new position keeping their current manager in Cc. The intent is to make the current manager aware of the interest of his/her team member.

Promotion	A promotion is a change to a classification having more complex, difficult, or demanding duties and responsibilities.
Lateral Transfer	A lateral transfer is the movement to a different classification at the same general level of responsibility or difficulty.
Job Posting	Job posting is an internal notification or communication program which makes employees aware of open positions and allows them to request consideration for those positions.

Internal Selection

When an approved opening provides a promotional or career growth opportunity, qualified employees within that immediate organization will be considered for the position. It is recommended that at least two levels of management, with the assistance of the appropriate human resources representative, review and select the most qualified candidate.

When it is determined that there are no qualified candidates within an immediate department for a position or when a manager determines that it is in the best interests of the company to consider additional candidates for the position, the job will be posted through.

Process Highlights

- The incumbent employee has to go through the regular hiring process as conducted for the external candidates applying for the position.
- The employee needs to apply for the position with HR by sending his/her updated CV.
- The hiring manager will conduct the interview and fill in the evaluation form. Internal candidates not selected for an open position will be advised of the reasons why they were not appointed to the position.

Eligibility for Bidding

An employee is eligible to bid for a position when:

- S/he has been in the current position for at least one year (anything less must have his/her immediate supervisor's approval);
- S/he is not on active final warning status; and
- S/he must inform his/her current manager prior to interviewing for the new position.

Timing of Transfers/Promotions

- When a decision has been made to promote or transfer an employee, the transfer will typically be effective after the following transition period; which be the notice period of the employee unless the current manager is willing to release on an early date.
- There are situations in which the training required for an employee in a new position or other business considerations may result in a longer transition time before the promotion or transfer can take place.
- Any situation which deviates from standard practice should involve Human Resources prior to it being finalized.

Meeting Requirements of the New Job

An employee who cannot attain the performance level to meet the minimum job requirements of the new position will have no "rights" to his/her former position, nor can s/he be assured of placement in another position.

2.2 TRAINING AND DEVELOPMENT

Internship

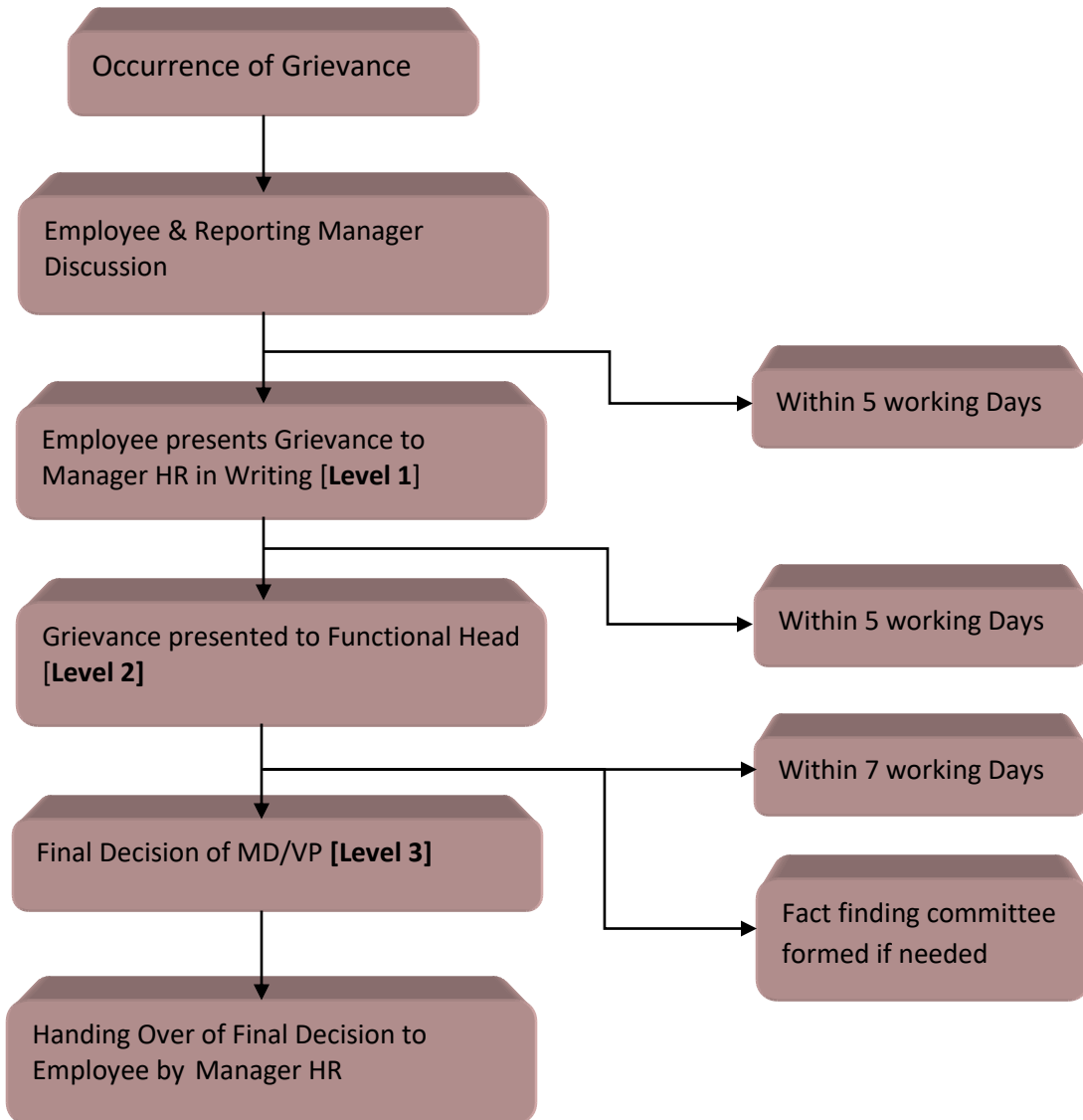
Company welcomes fresher's to join Adroit Training and Internship program.

- Adroit provides employee paid trainings in SAP.
- Selective Trainees may get opportunity to experience client site support exposure.
- Trainees may be on board on Adroit Employee completely based on available vacancies and outcome of selection process for the available posting.

2.3 GRIEVANCE REDRESSAL

Policy purpose is to ensure that any grievance of an employee is completely addressed at Adroit.

The following procedure is followed for grievance redressal at Adroit. A grievance redressal form (Refer Annexure) is attached to record developments at each level of grievance escalation.



2.4 SEPARATION POLICY (VOLUNTARY)

- Any team member leaving Adroit is a loss of knowledge and value for Adroit. Our attempt will always be to retain our talent and make all efforts to do so. In the event, a team member decides to leave Adroit; we should understand their reasons in depth and learn their perspective.
- A detailed exit process is carried out for all team members leaving Adroit. This is necessary from a security, financial, administration, and asset management and information management perspective. The exit process applies to all team members leaving Adroit whether they are permanent employees or on contract with Adroit.
- This policy applies to Employees who are resigning from the company, voluntarily.

Notice period & relieving

When a team member resigns, the Manager should attempt to understand his reasons and identify means to retain the team member. In case, there is no possibility of retaining the team member the exit process should be initiated.

During the notice period it is essential that the necessary project related information is transferred to another designated team member under supervision of the Head of Department or Manager as appropriate.

Exit Interview

On receipt of the resignation letter HR will conduct the exit interview.

The exit interview records are important because they capture the perception of the people who are leaving the organization. The exit interview discussion with the team member is documented and will be shared with the Functional Head and Reporting Manager. The exit interview analysis would throw light on how the work, the management and the manager are perceived by the team members. These could serve as inputs for improvement programs - both for Adroit and the Managers themselves.

The exit interview will also facilitate the process of return of all company assets such as PCs, laptops, mobile phones, security passes, company cards, etc

Full & final settlement

- The team member is to get the necessary sign offs, on the clearance form, from the concerned departments and hand over the necessary documents for his/her relieving to the F&A/payroll team on the last working day for his/her final settlement.
- HR will give all the required inputs needed to process the full and final settlement of the team member like pay in lieu of notice to the F&A/payroll team.
- The team member's final settlement will be processed once all documents are received and submitted to the F&A/payroll team. The F&A/payroll team will ensure that the team member's final settlements are carried out within 45 days after the exit subjective each case.

2.5 SEPARATION POLICY (INVOLUNTARY)

Each employee is considered key member in maintaining quality of our business operations. Maintaining integrity is a vital part of our business and the behaviour of each employee reflects the success of our organization. When prevailing circumstances justify such action in relation to an employee, the company's management reserves the right to subject that employee to corrective action up to and including termination of employment. A Corrective Action Policy has been developed which enables the company to deal effectively and consistently with employee related issues in a fair and just manner.

The policy is intended to be a guideline and is not all-inclusive as circumstances and incidents may vary. This guideline is not intended to limit the right of the company to discipline or terminate employees at any time at its sole discretion where the company's opinion is that such steps are justified.

Adroit reserves the right to change or modify the policy-set forth below at its discretion and without prior notice to employees. This policy is not intended to and does not constitute a contract of employment.

This policy applies to Employees who are being separated from the company, involuntarily.

Progressive Disciplinary Steps

Where the company finds the employee's performance, behaviour or conduct warrants such action, Adroit may, at the discretion and judgment of management in appropriate circumstances, pursue the following steps for disciplinary action. If an employee fails to respond to coaching and/or informal counselling, the following action would provide the framework for corrective measures.

Initial Verbal Warning

This is basically a problem solving session wherein the Immediate Supervisor / Reporting Manager conduct a "verbal discussion" related to the performance problem in a private conversation with the employee. The employee is reminded of the need to adhere to and be committed to the work rules and the organizational standards.

This is a first formal step in the disciplinary process and the respective supervisor should end the discussion on a positive note by reiterating the confidence in the employee and the ability to take corrective action within the prescribed timeframe.

The discussion should be documented for reference, with a copy to the Department & HR, even though it only constitutes a verbal warning, as this initial warning will chalk the path for a second verbal discussion before moving to the Second Warning Stage.

The onus of initiating the initial oral warning and the documentation thereafter lies solely with the Supervisor and the Department Head. The Department Head will also be required to keep the HR informed about the same and a note with proof will go into the Personal File of the employee.

First Written Warning

Within 3 weeks of the Initial Verbal Warning, if the problem persists the Immediate Supervisor along with the Department Head and HR will conduct a formal discussion with the employee and fully describe the incident and/or action that may have resulted in the next warning, i.e. this First Written Warning.

The Manager must set the expectation that the employee within the specified time frame must show significant improvement in his/her performance. Also reconfirm the employee's understanding of his/her responsibility to change.

The 1st Warning Letter will be applicable for a max period of 3 months and the employee must be informed that this is the second step of the Disciplinary Process.

An **Official Written-Memo** needs to be prepared by HR to meet the commitment for bringing the employee's performance to the required standard-level; the manager must draft a detail corrective action-plan for improvement of performance. Copies of all documents will be maintained in the personnel files of the employee.

A copy of the **Memo** along with the detail **Draft-Action-Plan** should be handed over to the employee who should also be informed that this will be a last step in the Positive Discipline process and any further infractions may result in severe action from the management.

Second Written Warning

In case the particular act continues to persist even after the 1st warning letter is issued then after a formal discussion with the respective Department Head, HR will issue a 2nd Warning letter to the effect.

The Second Written Warning should comprise of structured documentation highlighting the previous feedback provided to the employee and the improvements, if any. The Functional Head will

also be required to keep HR informed about the same and a note with proof will go into the Personal File of the employee.

Final Warning

Final Warning is given when there is occurrence of the act even post the 2nd warning letter. The Final warning could result in the termination/suspension of the employee according to the severity of the case.

Termination normally occurs only when the disciplinary action process has failed to bring about a positive change in the employees performance in an acceptable time frame or in case of gross misconduct. The Functional Head, in a joint review, will present the case to the MD and HR.

Prior to termination, the Manger must consult HR to help determine whether the previous documentation is sufficient to initiate this step. The termination letter however, can be only authorized by the HR Department.

A Termination Recommendation note must be completed at this stage and forwarded to the Senior Management. HR will then conduct a private one to one conversation with the employee to determine the facts from both angles.

HR will reserve the right to approve/disapprove the Termination based on the relevant facts and severity of the case. This will be done in consultation with the Senior Management and will be executed as per the standard process followed by a formal communication to the employee.

Team member's employment will be immediately terminated, whenever it is deemed necessary in the judgment of the management, including but not limited to the following:

- Engagement in Fraud or other dishonest practices
- Falsification of records.
- Violation of Company Policies / Records / Equipment's / Systems
- Behaving in a manner that is Threatening, Intimidating or Insubordination
- Removing or destroying company or customer records or property, releasing confidential or proprietary information without appropriate approval
- Being under the influence / use / sale / possession of any intoxicating substance or illegal drugs within the company or customer premises
- Possession of weapons of firearms or gambling on company or customer premises
- Engaging in other acts which would be contrary to the best interest of the Company
- Improper use of Company or customer equipment and systems
- Violations of Indian Central and State laws and regulations and Company policies.
- Breach of Customer and/or Company confidentiality
- Breach of Customer and/or Company personal information confidentiality
- Unsatisfactory work quality, quantity or timeliness ;
- Excessive tardiness or absenteeism;
- Uncooperative behaviour or Insubordination (as examples, rudeness, sarcasm, or any other behaviour that demonstrates failure or refusal to work with co-workers and others at Adroit in a collaborative manner);
- Failure to follow instructions or Adroit procedures;
- Failure to follow established safety regulations;
- Excessive attention to personal issues or personal business during the workday or while using Adroit equipment or property;
- Discrimination in hiring, pay, promotion, transfer, development or termination for reasons of race, colour, religion, age, gender, sexual orientation, gender identification, national origin, disability, veteran status, or any other reason prohibited by law or Adroit Company policy;

- Creation or contribution to a workplace environment that is hostile to others based on race, colour, religion, age, gender, sexual orientation, gender identification, national origin, disability, veteran status, or any other reason prohibited by law or Adroit Company policy;
- Deliberately delaying or restricting work output or encouraging other employees or contractors to delay or restrict work output;
- Performing or contributing to the performance of any act, or threatening to perform an act, which might endanger the health or safety of employees or other persons associated with Adroit business;
- Violation of Adroit safety rules or standard security practices;
- Possession of firearms or other weapons on Adroit premises(including parking areas) or while engaged in Adroit business:
- Sleeping on Adroit premises during scheduled work time or while engaged in other business, without prior permission from Adroit Management.
- Refusal to allow audit or inspection of offices, work areas, cabinets, desks, files, lockers, computers, computer software, equipment, tools, vehicles, or items provided to employees by Adroit, customers or government agencies for business use.
- In certain cases, the Disciplinary Process may start at the Warning Stage. The seriousness of the offense, history of the past disciplinary action and the totality of circumstances surrounding the affected employees overall performance may contribute to this decision.

Performance Improvement Plan (PIP)

When an employee is placed on any level of warning, a detailed performance improvement plan may be included as part of the warning document or as a separate document.

The performance improvement plan should identify;

- The expected conduct or performance improvement; and
- A time period for the correction and improvement.

At the end of the performance improvement period, the performance improvement plan may be closed or, if established goals are not met, termination may occur.

Continued Monitoring

An employee who corrects the performance or conduct problem identified in a warning is still subject to continued monitoring thereafter for that problem, as well as for similar conduct or performance issues. At Adroit's sole discretion, Adroit may proceed to take any employment action it believes is warranted including choosing to start the corrective action process anew with an initial of Final Warning.

Termination of Employment

At Adroit's sole discretion, an employee may be subject to termination if he/she fails to meet performance or behaviour standards or if similar performance or behaviour problems reoccur.

3.1 COMPUTER USE AND ELECTRONIC COMMUNICATION POLICY

Purpose

To ensure that employees understand the guidelines governing computer use: Internet access, email, other electronic communications, software licensing, security and personal use, in particular.

This policy cannot lay down rules to cover every possible situation. Instead, it is designed to express organization philosophy and set out the general principles that employees should apply when using computers.

This policy does not cover health and safety issues.

General

Adroit provides employees with PCs, printers and other computer equipment as necessary to perform their job. In general, equipment is selected on the basis of its suitability for purpose, not by its age or version number. Employees should not expect the latest hardware or software releases to be provided unless there is a business reason to do so.

Adroit encourages the use of email, voicemail, online services, the Internet and Intranet because they can make communication more efficient and effective. In addition, they can provide valuable sources of information about vendors, customers, technology, and new products and services. Everyone connected with the organization, however, should remember that electronic media and services provided by the company are company property and their purpose is to facilitate and support company business.

Communications

Electronic media (email, web browsers, etc.) must not be used for knowingly transmitting, retrieving, or storing any communication that is:

1	Discriminatory
2	Harassing or threatening
3	Derogatory to any individual or group
4	Obscene or pornographic
5	Defamatory
7	Engaged in any purpose that is illegal or contrary to organization policy or business interest

Further, all forms of chain mail are unacceptable. The transmission of user names, passwords or other information related to the security of the Company's computers is not permitted.

This policy does not cover 'best practice' for email use in detail, but employees should avoid sending unnecessary informational emails to large parts of the organization.

Software licenses

It is company policy that only licensed software that is legally owned by the Company may be used.

All use of unlicensed software is expressly forbidden.

Free or shareware programs should not normally be installed on Company computers due to the risk of virus infection and other side effects.

Physical security

Employees with portable (laptop) computers must take reasonable precautions. When out of the office, the computer should always be under direct control of the employee or out of sight in a secure location. When in the office, laptop computers must be locked up overnight and at weekends.

Personal use

Computers and associated equipment are provided by Adroit primarily for employees' business use. Limited, occasional, or incidental use for personal or non-business purposes is understandable and acceptable.

Email, web browsers and similar services are provided for business use. Limited, occasional, or incidental use (sending or receiving) of email by employees for personal, or non-business purposes is understandable and acceptable.

No personal use of Internet or Web services is permitted during normal working hours. Outside of these hours limited, occasional or incidental use by employees for personal, or non-business purposes is acceptable (i.e. as a guide, 'limited, occasional or incidental use' is taken to mean an average of one private email per day and never includes the transmission of large email attachments, such as video clips).

Games	<ul style="list-style-type: none"> ➤ Games may not be played during normal working hours. ➤ Employees cannot not install games.
Viruses	<ul style="list-style-type: none"> ➤ All computer viruses must be reported immediately to the IT support group. ➤ The IT support group is responsible for updating virus detection software from time to time and providing detailed guidelines in the event of a major problem. ➤ The IT support group will also investigate any infection and must receive the full co-operation of all staff in attempting to identify the source.

Policy violations

Employees who abuse the Computer Use and Electronic Communications Policy are subject to disciplinary action, up to and including termination of employment, and risk having privileges removed for themselves and other employees.

E-Mail Policy

Adroit computer system contains an email facility which is intended to promote effective communication within the organization on matters relating to its business. The email system should therefore be used for that purpose. Personal messages may be sent, but these should respect the primary purpose of the email system. This means the email system should not be used for spreading gossip, or for personal gain or in breach of any of the Company's standard employment policies on issues such as bullying or sexual harassment.

Confidential information should not be sent externally by email without express authority and unless the messages can be lawfully encrypted.

Messages sent over the email system can give rise to legal action against the Company. Claims of defamation, breaches of confidentiality or contract could arise from a misuse of the system. It is, therefore, vital for email messages to be treated like any other form of correspondence and where necessary hard copies are to be retained. You are also reminded that electronic messages and attachments are disclosable in any legal action commenced against the Company relevant to the issues set out in the email.

Adroit reserves the right to retrieve the contents of messages for the purpose of monitoring whether the use of the email system is legitimate, to find lost messages or to retrieve messages lost due to computer failure, to assist in the investigations of wrongful acts, or to comply with any legal obligation.

The Company will not routinely monitor messages.

Misuse of the email system in breach of this policy statement will be considered to be misconduct and will be dealt with within the framework of the Company's disciplinary procedure. Certain categories of misuse, e.g. offensive, obscene, racist, malicious emails or breach of copyright, will constitute gross misconduct.

Return of Adroit' Property

On termination of your employment, you must return to the Company all equipment, correspondence, records, specifications, software, models, notes, reports and other documentation and any copies thereof and any other property belonging to the Company or its associated companies (including but not limited to keys and passes) which are in your possession or under your control. You will, if so required by the Company, confirm in writing that you have complied with your obligations under this clause.

Unacceptable Uses

Illegal Activities	The company-provided Internet and Email services may not be used for any purpose that is illegal, against company policy or contrary to the company's best interests.
Private Business Use	It is prohibited for employees to use the company's Internet and Email services to conduct business undertakings not related to Adroit business (i.e. moonlighting).
Uses Which Degrade and Offend	It is contrary to corporate culture, unacceptable under corporate policy, and depending on the act in question, contrary to law for employees to transmit, download or knowingly access materials that are obscene or X-rated, contain derogatory or inflammatory remarks about an individual's race, sex, age, disability, religion, national or ethnic origin, physical attributes or sexual preference.
Establishing Network Connections	Unless the prior approval of Information Services has been obtained, employees must not establish Internet or other network connections that could allow external access to Adroit system and information.
Hiding or Misrepresenting Identity	No Email or other electronic communications may be sent to internal or external sources which hides the identity of the sender, or misrepresents the sender's identity.

Violations

Employees need to be aware that this policy is a binding term of employment. Any employee who fails to abide by the terms contained herein and abuses the privilege of company-facilitated access to Email or the Internet will be subject to corrective action up to and including termination. The company reserves the right to advise appropriate legal officials of any illegal acts.

3.2 NON HARASSMENT & NON DISCRIMINATION POLICY

The Company has adopted this policy to provide equal employment opportunities to all the employees of the Company and prevent any kind of discrimination at the work place.

Objective

The Company's objective in adopting this policy is to ensure that the work environment is free of unlawful discrimination and to provide and promote an equal employment opportunity to all the employees of the Company. This policy aims at providing a friendly and congenial environment for the employees who work for the Company. The goal of this policy is to foster each and every employee to be tolerant, sensitive to and respect other employees at the work place and foster a healthy working environment with appropriate and acceptable conduct. This would in turn help every employee to be a productive worker and make them responsible employees or members of the Company. Therefore, the Company is committed to provide and maintain a workplace which is tolerant to all employees, irrespective of their race, nationality, marital status, age, sex, religion, etc., and promote tolerance, respect and dignity in this regard.

To ensure that this objective of the policy is met and adhered to, it becomes very important to note that any kind of discrimination will be severely dealt with up to and including termination of employment.

Scope

This policy is applicable to all the employees including management personnel of the Company. It is the Employee's duty to ensure all trainees, service providers, consultants, contractors, associates, etc., of the Company (hereinafter referred to as 'Company Personnel') are informed of this policy and ensure that they adhere to the same.

Definition of Discrimination

Discrimination is defined in the manner given below. The said definition is not comprehensive but only illustrative.

"Discrimination" includes:

- any remarks about a person due to his/her race, colour, sex, religion, nationality, marital status etc., which is insulting and offensive;
- any harassment due to any of the above mentioned reasons;
- any joke, epithet, pamphlet, cartoon depicting any offensive message based on race, colour, sex, religion, nationality, marital status etc.,

Assurances under this Policy

Many Employees or Company Personnel refuse to take any action against such harassment or discrimination for the fear of negative consequences with respect to their employment/engagement, loss of salary, benefits or promotion, etc.

However, the Company hereby guarantees to the Employee or Company Personnel that they need not have such fear and any discrimination or harassment will be dealt with severely. If a genuine concern is raised by an Employee or Company Personnel such Employee or Company Personnel need not under any circumstance fear any retribution, or loss of their position in the Company. As the Company does not tolerate any such acts of harassment or discrimination any violator of this will be severely dealt with and appropriate actions will be taken in this regard.

In the event any Employee or Company Personnel seeks for protection of his/her identity, then, the Company will try its best to protect his/her identity. However, it may be essential for the Company to disclose the identity of such an Employee or Company Personnel. In such an event, the Company and the concerned Employee or the Company Personnel will mutually decide on the manner in which this matter can be preceded and the same can be decided accordingly.

Possible violations of this Policy

While it is not possible to determine every behaviour which will be deemed violation of this policy, some of the behavior which are deemed a violation of this policy have been detailed below:

Any act which is unwelcome and unwanted;
Any act which violates the moral dignity of the person or is of an offensive or insulting nature;
Submission to such conduct which is an essential condition for continued employment, promotion, salary, benefits, good performance evaluation, etc;
Any behaviour which creates a hostile, intimidating or offensive work environment;
Any discrimination in granting, benefits, promotion, or assigning work due to discrimination on basis of race, colour, sex, religion, nationality, marital status etc.;
Any unwanted physical or verbal conduct which is offensive or humiliating and acts as a deterrent either in performing a work or obtaining a service;
ment could be of many kinds and forms such as threats, intimidations, verbal abuse, some remarks about a victim's race, colour, sex, religion, caste, nationality, marital status,
It will be considered a harassment if a reasonable person considers that any act or behaviour was unwelcome, rude or offensive;
Hostility to any person due to their, race religion, sex, age, etc.;
Any other physical, verbal or non-verbal conduct which is offensive, insulting and denigrates a person.

Committee

The Company will set up a committee which will address and resolve any issue or concern relating to any Employee or Company Personnel who have been a victim of discrimination. A woman is required to be appointed as the head of the committee. Further, not less than half the numbers shall be women on the committee. The committee will maintain a record and all the details regarding the nature of the complaint and action taken to resolve the same will be documented. The committee will attend to the complaints and resolve the issue in a time bound manner. The committee will, exercise its best efforts to conduct such activities in a confidential manner without causing any kind of harm or inviting unnecessary attention towards the victim.

3.3 LEGAL AND ETHICAL CONDUCT POLICY

Adroit's founding tenet and continuing policy is to comply fully with all laws covering its operations, and to observe the highest legal and ethical standards in the conduct of its affairs.

This policy means not only observing the law, but conducting Adroit's business in a manner that identifies Adroit as an ethical and law abiding enterprise, aware of all the responsibilities of good corporate governance.

Employees at all levels are required to:

- Avoid involvement in acts that may be illegal, or appear to be unethical or improper.
- Seek a practical working knowledge of the laws and regulations affecting their work.
- Seek guidance from a supervisor or administration department when in doubt about their responsibilities under this policy or the requirements of applicable laws or regulations.
- Report on a confidential basis to their supervisor or other manager conduct involving Adroit which may be illegal or which appears to be unethical or improper.

Managers at all levels are expected to foster the highest standard of ethical conduct and to ensure adherence to company policies and practices. They are also responsible for maintaining a workplace environment, which encourages and supports frank and open communications among employees and with management.

3.4 PROTECTING OUR ASSETS POLICY

Company Funds and Property

If you use or control Company assets or funds as part of your job, it's up to you to ensure they are used properly and in the way intended. For example, the sale, loan or gift of company assets to employees, customers or suppliers is prohibited, unless agreed with the appropriate manager.

Corporate Records and Accounting

Company data, records and reports must be accurate, truthful and properly prepared including without limitation from expense claims to contract proposals. Obviously, the success and reputation of our business can depend on the quality and clarity of the information supplied. In certain areas of the business, such as accounts or personnel, we have a legal responsibility to produce valid and accurate records and reports.

If you are responsible for certifying the validity of information, it is your duty to make sure it is correct to the best of your knowledge. Also, if you need to release information (inside or outside the company) you must check with your HOD or Manager that it's for an authorized purpose - and that it is adequately protected. Some information is commercially sensitive and our success as a business could depend on its security.

3.5 FRAUD AND RISK MANAGEMENT

PURPOSE

To establish management's framework of internal controls for the prevention and detection of fraud, as well as protocols for conducting internal investigations.

POLICY

Company is committed to ethical business practices within its worldwide operations. Management will not tolerate fraud and misconduct by its personnel or those working on its behalf under any circumstances.

This Policy applies to any fraud or misconduct, suspected or otherwise, involving employees, management, Board of Directors, and third parties with a business relationship with the Company. Any employee may submit a good faith concern of a potential violation involving fraud or misconduct to management without fear of dismissal or retaliation. Investigations will be conducted without regard to suspected personnel or third party's length of service, position/title, or relationship to the Company. Disposition of matters and decisions to prosecute or refer to regulatory agencies and/or law enforcement will be made in conjunction with the legal department, management, and Board of Directors, as appropriate.

DEFINITIONS

Fraud

Intentional act or omission designed to deceive others, resulting in the Company suffering a loss and/or perpetrator achieving a gain.

Misconduct

Intentional violation of the Company's policies and procedures or applicable laws and regulations with which the Company must comply.

Retaliation

Any direct or indirect detrimental action recommended, threatened or taken, because an individual provided a good faith report of possible fraud or misconduct to the Company or cooperated in an investigation or assigned fact-finding activities.

FRAUD REPORTING

The Company has a “speak up” culture and strongly encourages employees, management, and the BOD to report all incidents of fraud and misconduct. Concerns can be submitted directly to the VP/Manager/HR through an email or via phone. Contractors and vendors are also strongly encouraged to report fraud or misconduct impacting the Company.

FRAUD INVESTIGATION PROCEDURES

Upon receipt of a report, the matter will be evaluated by the Company’s legal department, in conjunction with Management, to determine the nature and treatment of the report in accordance with the procedures established by Company

CONFLICT OF INTEREST

Adroit expects its employees to devote their best efforts and attention to the conduct of its business affairs and the performance of their jobs. Employees are expected to use good judgment, to adhere to the highest legal and ethical standards and avoid situations that present an actual or potential conflict between the personal interests of the employee and those of Adroit. A conflict of interest exists when the employee's loyalties or activities are or could be divided between Adroit's interests and those of himself or another business entity. Both the fact and the appearance of a conflict or interest should be avoided.

Any employee who is involved in a transaction, activity or relationship that constitutes or could reasonably constitute a conflict of interest must disclose the matter to his or her department manager. Certain situations, as detailed below, require that approval of the activity be obtained upon entering employment with Adroit, or prior to engaging in the activity if the employee is already employed with Adroit.

Failure to adhere to the provisions of this policy will result in disciplinary action up to and including termination of employment. When in doubt as to whether a conflict of interest exists or might occur regarding a particular transaction, activity or relationship, the employee should disclose the details to his or her department head or administration manager.

CONFLICT OF INTEREST RULES

The following provisions describe particular conflict of interest situations for which approval by Adroit is required. These are intended to be only representative and not descriptive of all possible conflict of interest situations requiring Adroit's approval.

Other employment or associations

No employee can accept other employment or consult with another business enterprise that competes with Adroit, or engages in the sale or purchase of products or services with Ad. Any employee who desires to engage in any outside employment (including self-employment) or consulting must disclose the facts of this work to his or her supervisor and administration manager for approval in advance. It is Adroit's policy to withhold permission for consulting or other employment if:

- Additional effort or a work schedule is involved with the other employment or consulting that would interfere with or reduce the productivity of the employee's work at Adroit in any way.

- The other employment is with a competitor or potential competitor of Adroit, or with a person or company that could, in any way, be construed as being interested in obtaining or capable of using trade secrets or any information that is proprietary to Adroit.
- The other employment or consulting involves the selling or leasing of services or of any interest in property or assets of any kind to Adroit.
- The employee's association with Adroit plays any part in the other activity.

Financial Interests

Potential conflicts of interest can develop if employees or members of their immediate families have significant financial interests in organizations with which Adroit has a business relationship. Certain financial interests present such a potential for conflict of interest that they may not be acquired or retained by employees. Other financial interests may be permissible after review by the company management.

To avoid actual or potential conflicts of interest, employees are required to report and obtain prior approval from the Manager or Administration Manager for the following financial interests:

- Ownership or acquisition of the right to acquire more than 1% of any class of securities of any publicly held company with which Adroit has a material business relationship.
- Any interest in an organization with which employee knows Adroit has a business relationship whose securities or other indication of ownership including, for example, partnership or proprietor shares, are not publicly held, whether or not the organization is incorporated.
- Any interest in any transaction to which employee knows Adroit is a party or which employees knows it is planned or proposed that Adroit shall become a party.
- Any financial interest in a non-publicly held organization that is in competition with Adroit.

Personal Relationships

Any employee who has a close relationship with another person (a family member or close personal friend) who has a significant financial or employment relationship with a competitor, customer or supplier of Adroit must disclose this information in writing to the Administration Manager. In such an event, Adroit may take such action as it deems appropriate to avoid an actual or potential conflict of interest including, without limitation, reassignment or transfer of the employee.

No employee may be hired, promoted, transferred or maintained in a position where such aspect of employee's employment may be directly or indirectly influenced by a relative or another employee with whom such employee has a close personal relationship. All supervisor subordinate

relationships must be free of any favouritism or special treatment and must avoid any actual or apparent conflict of interest.

3.6 SEXUAL HARASSMENT POLICY

This provision is applicable to all employees from the moment their employment begins, and prohibits unlawful harassment of any employee of Adroit, including supervisors and co-workers and any person(s) involved in the operation of the Company. It is every employee's responsibility to know, understand, and adhere to this guideline.

Harassment in the workplace ("work environment") encompasses a broad range of behavior, the effect of which imposes non work-related conditions on a person on the basis of a non-work-related reason/condition. Similarly, remarks or actions that create a hostile, intimidating or offensive work environment or interfere with the employee's ability to perform his/her assigned duties are considered to be harassment.

Conduct of this nature is inappropriate and shall not be tolerated within the organization.

Harassment is behaviour that falls into any one of these categories is unlawful and:

- Is not welcomed by another individual
- Is personally offensive
- Debilitates morale
- Interferes with work effectiveness

What Is Sexual Harassment?

According to the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressed) Act, 2013 ("Act"), sexual harassment may include any one or more of the following unwelcome acts or behaviour (whether directly or by implication) namely-

- Physical contact and advances
- A demand or request for sexual favours
- Sexually coloured remarks
- Showing pornography
- Any other unwelcome physical, verbal or non-verbal conduct of a sexual nature.

The term “harassment,” includes slurs and any other offensive remarks, jokes, or other verbally, visually, or physically offensive conduct.

In addition to the above-listed conduct, “sexual harassment” may include, but is not limited to, the following examples of unacceptable behaviour:

- Unwelcome, deliberate, repeated or unsolicited comments, gestures, actions, advances or conversations, of a sexual nature;
- Explicit or implicit promise of preferential treatment or offering employment benefits (including, but not limited to continued employment, a raise or promotion or assistance with one’s career, or other employment decisions) in exchange for sexual favours;
- Threatening an employment detriment (such as termination, demotion, or disciplinary action) for an employee’s failure to engage in sexual activity either explicitly or implicitly;
- Visually offensive conduct, such as leering, making sexual gestures, displaying of sexually suggestive objects or pictures, cartoons or posters;
- Verbal sexual advances, propositions or requests;
- Verbal abuse of a sexual nature, graphic verbal commentaries about an individual’s body, sexually degrading words used to describe an individual, suggestive or obscene letters, notes or invitations;
- Physical conduct of a sexual nature, such as inappropriately touching another employee, and any other behaviour of a sexual nature, as well as, assault, impeding or blocking the movement of another individual;
- Demands, requests or pressures for sexual favours, unwelcome sexual advances, and other verbal or physical conduct of a sexual nature, may also constitute sexual harassment when:
 - Submission is made a term or condition of an individual’s continued employment, promotion, training, development, or assignment, etc.)
 - Submission to or rejection is used as a basis for making employment decisions affecting the individual.
 - Such conduct is related to the use or withholding of power or authority to affect another person’s career, salary, or other employment conditions.
 - Such conduct has the purpose or effect of unreasonably interfering with an individual’s work performance or creating an intimidating, hostile, or offensive work environment.

Reporting Procedure

Employees who are found to have engaged in sexual harassment may be disciplined, up to and including immediate termination of employment. Sexual harassment will be treated as constituting serious misconduct.

Complain Redressal Committee

Any complaints lodged relating to sexual harassment will be dealt with by a Committee. The size and membership of this Committee is determined in accordance with the prevailing law relating to sexual harassment. The Committee shall comprise of a Presiding Officer, [one/two] [member/members] who are employees. Employees may obtain further information regarding the Committee from the HR Department.

Application of the following procedures in relation to a complaint of sexual harassment:

- An employee may lodge a complaint concerning sexual harassment (the "Complaint" and the employee lodging the Complaint referred to as the "Complainant") against another employee (the "Respondent") with any Member of the Committee or HR Department, who shall then forward such Complaint to the Committee.
- Such a Complaint should be made in writing within a period of 3 months from the date of the incident giving rise to the Complaint, or in case of a series of incidents, within a period of 3 months from the date of the last incident. Where the Complaint is not filed within the provided time period of 3 months, the Committee may extend the time limit by a further period not exceeding 3 months on being satisfied that there existed circumstances which prevented the Complainant from filing the Complaint within the prescribed time limit.
- In the event the Complaint cannot be made in writing the Complaint will be detailed in writing with reasonable assistance from a Member. Such written Complaint must be signed by the Complainant. This document is referred to as the "Statement of Allegations".
- The respondent will be apprised of the Complaint and the contents of the Statement of Allegations by the Committee.
- As soon as reasonably practicable after the Committee receives the Complaint, it will, if so requested by the Complainant, arrange a meeting between the Complainant and the Respondent to try and settle the Complaint through conciliation. If a settlement is arrived at pursuant to such conciliation, the Committee will record the terms of the settlement and forward the same to the organization to take action as specified in the settlement terms. The Complainant and the Respondent will be provided with copies of the settlement terms.

- If the Complainant does not want to pursue the course of conciliation or no settlement is arrived at pursuant to a conciliation set up in accordance with this Section, then based on the Statement of Allegations, the Committee will proceed to make an enquiry in to the Complaint (“Inquiry”).

Procedure for Inquiry

The Committee will meet to proceed with the Inquiry at a venue and time as determined by the Committee.

- The Committee will communicate the date and venue of the Inquiry to the Respondent and the Complainant. The Committee will make a record of the proceedings of the Inquiry. Both parties must endorse the accuracy and authenticity of this record. The Complainant and the Respondent will be given copies of this record of proceedings.
- During the pendency of the Inquiry, on a written request from the Complainant, the Committee may recommend to the HR Department to: (i) transfer the Complainant to any other office; (ii) grant leave to the Complainant for a period of up to 3 months; or (iii) grant such other relief to the Complainant as the law may prescribe. HR Department will act on such recommendations, if made, and send a report of its implementation to the Committee.
- The Complainant and the Respondent must both appear in person to be questioned about the Complaint and will not be permitted representation by an attorney or any other person.
- The Committee may, at its discretion, give the Respondent an opportunity to submit a written response to the Statement of Allegations in addition to oral submissions. The Complainant will be provided with a copy of any written response submitted by the Respondent.
- If the Complainant or the Respondent wishes to examine any witnesses they must communicate this in writing to the Committee and identify the names of witnesses whom they propose to so examine.
- The Committee will arrange for the examination of these witnesses at any time during the Inquiry. However, there may be circumstances where the Committee will not be able to produce a witness for examination.

- If the Complainant wishes to tender any documents by way of evidence before the Committee, she/he must supply copies of these documents to the Respondent. Similarly if the Respondent wishes to tender any documents in evidence before the Committee she/he must supply copies of these documents to the Complainant.
- The Complainant and the Respondent will be permitted to lead evidence and to cross-examine the witnesses of the other party, subject to any direction of Adroit.
- The Complainant and the Respondent must make any further submissions to the Committee within such period as may be laid down by the Committee.
- The Committee will conduct and complete the Inquiry no later than 30 days of its recording the Statement of Allegations, except where due to circumstances beyond its control, the Committee requires a longer period. The Committee will submit its finding to HR Department along with recommended action within 10 days from the date of completion of the Inquiry, (the “Report”).
- Where the Committee has arrived at the conclusion that allegations made against the Respondent in the Complaint have not been proved after the Inquiry, the Committee shall recommend in its Report that no action is required to be taken against the Respondent.
- Where the Committee has arrived at the conclusion that allegations made against the Respondent in the Complaint have been proved after the Inquiry, the Committee shall recommend that HR Department take necessary disciplinary action as stated in its Report which may include actions as detailed in ‘Disciplinary Action for Sexual Harassment’ below.

The Committee, during the Inquiry, will keep confidential, information relating to its deliberations. The contents of the Complaint, identity of the Complainant, information relating to the Inquiry proceedings, contents of the Report and actions taken by HR Department will not be published, communicated or made known to the public, press and media in any manner. However, subsequently if the Respondent is found guilty, the Committee may reveal information regarding the justice secured to the Complainant without disclosing any details that could lead to the identification of the Complainant.

Your reporting of any harassment-related activity is essential; we cannot help resolve a harassment problem unless we know about it. Therefore, it is each employee's responsibility to bring the concern or complaint regarding harassment to our attention so that we can take appropriate steps.

In the event of the members of the HR Department or the Committee:

- Contravenes the provisions of this Policy; or
- Has been convicted of an offence or an inquiry into an offence under any law for the time being in force is pending against him/her; or
- He / She has been found guilty in any disciplinary proceedings or a disciplinary proceeding is pending against him/her; or
- Has so abused position as to render his/her continuance in office prejudicial to the public interest
- Such member of the Committee or the HR Department shall be removed and the vacancy so created or any casual vacancy shall be filled by fresh nomination.

Disciplinary Action for Sexual Harassment

The Committee will forward its Report to HR Department. If the Respondent is found guilty of sexual harassment by the Committee, HR Department will take appropriate disciplinary action against the Respondent.

If it is found that the Complainant has made a false or malicious allegation of sexual harassment, the Respondent may request that disciplinary action be taken against the employee who made the false or malicious allegation. Any disciplinary action taken against the Complainant in such a situation will be taken only pursuant to an Inquiry conducted in accordance with the procedure laid down in the Policy.

Disciplinary actions to be taken against a Respondent found guilty of sexual harassment may include:

Deduction from the remuneration payable, compensation to be paid to the Complainant which will be determined by the Committee having regard to the following:
Mental trauma, pain, suffering and emotional distress caused to the Complainant;
Loss of career opportunity due to incident of sexual harassment;
Medical expenses, if any, incurred by the Complainant for physical or psychiatric treatment;
Income and financial status of the Respondent; and
Feasibility of payment of such compensation in lump sum or instalments.
Verbal or written reprimand.
Negative evaluation
Denial of promotion.
Poor recommendations
Suspensions
Demotion
Forced resignation
Termination
Transfer

4.1 TRAVEL POLICIES

Travel is part and parcel of our company business. Travel costs are a major feature of our operating expenses. However, we recognize that our customer-focused organization requires constant interaction with our customers.

Frequent business travel is likelihood for many of our employees. This policy specifies the norms and control requirements for travel and other business expenses incurred on local, domestic and international business travel. While the broad guidelines of allowable and disallowable expenses have been outlined in this Policy, the employee has the greatest responsibility that he/she conducts the business for which he/she is traveling in the most cost effective manner. The employee is required to check with his/her supervisor before planning to incur any expenses outside the purview of this policy.

The policy provides guidelines for the reimbursement of expenses incurred on conveyance for official company business making use of personal vehicles.

Local Travel (within city limits)

The company encourages the employees to travel by the most economical mode of transport wherever possible. Company encourages employees to use vendor vehicles/taxi/public transport for business travel. Company will try to provide parking for Managers and above; applicable in metros on availability of parking lots. Employees will have to manage parking space for their own vehicles.

- Taxi/auto fare can be claimed from nearest railway station to customer/office while on customer call. No reimbursement will be paid for coming to office or going back to residence.
- Field Employees are entitled to claim a monthly first class railway pass.
- Employees using personal vehicles for official purpose would do so on own liability in case of occurrence of any mishap or accident during travel. Company would not take any responsibility for any reimbursements for physical damage to the vehicle.
- The Company does not pay employee deductibles or make repairs to personal vehicles damaged while used on company business. Reasonable parking charges and tolls are reimbursed to attend company business related activities.
- A detailed statement indicating the place traveled and the kilometers covered duly authorized by the Manager has to be submitted to the Finance Department to claim reimbursement. This would cover all expenses related to fuel and maintenance.

- Employees claiming fuel reimbursements for business local travel are not eligible for any other local conveyance expenses, such as railway pass, auto & taxi etc.
- Any charges arising from the failure to cancel reservations are the employee's responsibility in absence of a valid business reason.
- Every employee should look for cost effective comfortable mode of travel. For Journey period of up to 4 hours it is recommended to use Bus or Rail transport. For any 8 hour overnight journey, rail travel is recommended.

Domestic Travel (Across Cities)

Please refer Annexure 'A' for corresponding limits of reimbursement while on local or domestic travel, & also other allowable expenses limits.

Allowable Expenses

- Health: If an employee should become ill or is injured while traveling on business, and a medical doctor is called, the cost is reimbursed at actual costs and the insurance will take care of the hospitalization expenses.
- Telephone & Fax Expenses necessary to conduct company business are reimbursable.
- Expenses incurred on business meetings will be reimbursed on actual costs subject to submission of bills. However, prior approval to incur this expense needs to be obtained from his/her Head of Department (HOD).
- Laundry expenses to be reimbursed from third day of continuous travel for single trip.

Entertainment and Meetings

- Involving only Company Personnel. - The meeting should be held for business only. No reimbursement is permitted for taking employees to lunch or dinner to discuss personal matters.
- Involving Non – Company Personnel- Expenses must be within reasonable limits and should be approved by the Immediate Supervisor. All such entertainment and meeting expenses involving public officials or employees of Health Care Providers must also be in compliance with the Company's anti-kickback and anti-fraud policies.

Disallowable Expenses

- Cigarette bills are not reimbursed.
- Excess baggage expenses are not reimbursable, except when the excess is related to business reasons.
- Personal items such as clothes (and repair), haircuts, manicures, luggage and
- Briefcases, toiletries, in-room movies, pay TV, saunas, Mini bars, reading materials etc.
- Penalties for legal violations (e.g. traffic tickets, parking fines etc.)
- Internet connections done from hotel as reliance data card are provided to field staff.

NOTE:-As a policy, alcohol consumption is not encouraged by the company. The few exceptions where reasonable expense on alcohol will be re-imbursed are a) Meals with customers b) Select team meetings that are pre-approved by the MD/Director Engineering/Regional Controller c) A glass of wine / beer with meals during international travel.

Others

- Exchanged or unused tickets: To expedite refunds, unused tickets should be returned to the travel agency. Unused tickets which are not returned are not refunded and the individual is required to bear the cost.
- STD calls from Hotel must be avoided as far as possible and only incurred in case of an emergency.
- Expenses related to thefts or damage to an employees' personal car while on company business are not reimbursable. Fines for traffic-violations are not reimbursable whether the car is a personal or company-car.

Tour Advances

A reasonable sum of money to cover expenses on tour may be taken before a journey is undertaken. It is advisable to limit the cash transactions to the minimum and use credit cards, wherever such cards are accepted. This is suggested as a measure of safety for the employees. Any cash advance will require the approval of the Head of Department. Where substantially larger sums of money are involved; advance notice of at least 48 hours will have to be given to the accounts department.

Loss of Money / Baggage on travel

The company accepts no liability for the loss of baggage/ mobile / money of the employee while on travel. If the employee loses any asset of the company entrusted to him/her, a police report (FIR) should be forthwith filed at the local Police Station having jurisdiction over the area of the incident.

A copy of the report so lodged is required to be submitted to the Finance Department on completion of the tour to initiate necessary insurance claims or asset writes off procedures.

The company reserves the right to recover from the employee concerned the value of the loss of the Company asset.

Requests for reimbursements by company for damage or loss of personal tools of trade are recognized only when an employee's actions or carelessness in no way contribute to the damage or loss. Regulations in case of damage / loss to employee property or damage / loss to company property would be in line with the Adroit corporate policy.

- All travel arrangements are to be made through the company's designated travel agency.
- **Corporate Credit Card:** - All employees expected to travel on business or who incur
 - Travel & Entertainment expenses must be enrolled in the Corporate Travel and Entertainment Card program. If the card provider declines to issue an individual card to an employee, VMS will consider a company guarantee for the card with appropriate limitations and supervisory approvals. All reimbursed expenses including, but not limited to, airlines, hotels, and rental cars must be charged to the corporate card. Expense for meals must be charged to the card, where accepted, unless the charge is clearly immaterial. Cash or personal credit cards should only be used when the corporate card is not accepted and should be infrequent. Delinquency fees including, but not limited to non-payment of corporate charge card or late submission of expense reports will not be reimbursed. Amex card issued to employee is a personal liability card.
- In case accommodation is provided by the customer only food and laundry expenses will be reimbursed at actual costs.

4.2 OUTSTATION POLICIES

ACKNOWLEDGEMENT

- I acknowledge that I have received the Company's Manual of Policies and Annexures, and understand that violations of the policies contained in the Handbook, including the anti-harassment policy, could result in disciplinary action, up to and including termination.
- I further understand that the information contained in the Handbook represents guidelines for the Company and that the Company reserves the right to modify the Handbook or amend or terminate any policy, procedures, or employee benefit programs at any time.
- I further understand that the contents of the Handbook do not form a written employment contract. Either the Company or I have the right to terminate my employment at any time as per the appointment letter.
- I further understand that no manager, manager or representative of the Company, has any authority to enter into any agreement guaranteeing employment for any specific period of time. I also understand that any such agreement, if made, will not be enforceable unless it is in writing and signed by both parties.
- I further understand that if I have any questions about the interpretation or application of any policies contained in the Handbook, I should direct these questions to the HR or my manager.
- I further understand the company (your appointment letter issuance company) reserves the right at any time to amend any and all policies in conjunction with business requirements and company direction.

Signature of the Employee:

Date:

ANNEXURE - 'A'

LOCAL CONVEYANCE (Within city limits)

Employees making use of their personal vehicles for official company business (not for daily travel between home and office) will be entitled to reimbursement as follows:

<p>Managers & Above</p>	<p>Autos/Taxis will be reimbursed at actual cost or use of own vehicle; Fuel reimbursement will be @ for four wheeler.</p>
<p>Rest of the Company (Team Members)</p>	<p>Autos/Taxis will be reimbursed at actual cost. Field staff using personal 4 wheeler for business purpose within city limits or in the periphery subject to maximum of 100 kms or time taken less than 2 hrs will be reimbursed at the rate of Rs.12/- per kilometer. For travel beyond 100 kms employees are expected to take public transport or hire a vehicle.</p>

While submitting Kilo Meter claims employees need to attach the details of the travel.