

Code of Business Conduct & Ethics Policy

[COBCE]

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1 CODE OF BUSINESS CONDUCT & ETHICS- INTRODUCTION

- 1.1. This Code of Business Conduct and Ethics (the "Code") has been introduced by the Organization to ensure consistency of our standards of business conduct on a worldwide basis.
- 1.2. The Code covers a wide range of business practices and procedures and serves as a guide to ethical decision-making and behaviors expected of all Mastekers. This Code does not cover every issue that may arise, but it sets out basic policies to guide the Executive Directors, Senior Managers and employees as well as Clients, Vendors, Customers, Partners, Competitors and other external agencies – statutory/others and society at large (hereinafter collectively referred to as "Stakeholders") of Mastek and its group companies including subsidiaries & Branch offices (hereinafter referred to as the "Organization"). All Stakeholders must become familiar with this Code and must conduct themselves in accordance with these policies and seek to avoid the appearance of improper behavior or to bring the Organization into disrepute.
- 1.3. Those who violate the policies in this Code will be subjected to disciplinary action as described in the policy pertaining to the appropriate geography in which the Stakeholder is contracted to work.

2 PURPOSE

The purpose of this document is to outline the Code for Stakeholders of the Organization to comply with at all times during the performance of their roles and responsibilities.

3 SCOPE & OBJECTIVE

- 3.1. The scope of this code extends to all Stakeholders of the Organization. Stakeholders working from any client location will also observe the client's policies in respect of conduct and related behaviors if any and as required.
- 3.2. To ensure that a standard base line of general conduct and behaviors is established and followed by the Organization on a world-wide basis.

4 RELATIONSHIPS TO MASTEK VALUES

- 4.1. Respect for Individual
- 4.2. Commitment to Results
- 4.3. Pride in Work
- 4.4. Customer Intimacy

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5 STANDARDS EXPECTED OF STAKEHOLDERS

5.1. Discipline & Decorum

The Organization is committed towards providing a free and open work environment to all its Stakeholders. However, this freedom is construed to be misused if it obstructs the productivity, efficiency and success of the Stakeholder or others around him/her.

5.2. Dress Code Policy

5.2.1. Each Stakeholder is considered to be a brand ambassador of the Organization. It is hence very important that Stakeholders present themselves in a manner that reflects positively on themselves as well as the Organization.

5.2.2. Stakeholders must ensure that their conduct, personal behavior and personal appearance are appropriate and professional when in the office of any site occupied by the Organization and during client or prospect interactions. Stakeholders must maintain a professional and personal appearance which is in line with the guidelines specified in the **Dress Code Policy** ([refer Clause 33](#)).

5.3. Unlawful Harassment Policy

5.3.1. The Organization is an equal opportunity employer and unlawful harassment of any kind including (but not limited to) sexual harassment is strictly forbidden. The Organization is committed to ensuring that all Stakeholders are treated fairly and equitably in an environment free from unlawful harassment on the basis of sex, race, color, religion, age, disability, national origin, or any other legally protected classification.

5.3.2. In particular, sexual harassment is an unacceptable form of behavior which will not be tolerated by the Organization under any circumstances. All complaints of unlawful harassment will be treated seriously and will be dealt with promptly. The Organization will have due regard to confidentiality in conjunction with the Organization's need to conduct a reasonable investigation of the matters complained of. Disciplinary action will be taken against any Stakeholder who has been found following a proper investigation to have breached this policy details of which can be found in the **Unlawful Harassment Policy** ([refer Clause 34](#)).

5.4. Use of Organization resources

5.4.1. All resources provided by the Organization must be used with a sense of responsibility and not as a matter of right. Care has to be taken not to damage, loan out, sell or misplace any organization asset provided to you and any misuse will be considered a violation of integrity as a value and may bring on disciplinary action.

5.4.2. In the event that any Stakeholder misplaces an Organization asset, the stakeholder must immediately report the same to his immediate supervisor, manager and the F&L/TIS

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representative. Please refer to the Security Policies on the Information Security Section on the intranet site for more details.

5.5. Smoking

5.5.1. Locations in India

- 5.5.1.1. In the interest of Public health, the ministry of Health & Family Welfare, Government of India has issued a notification for the prohibition of smoking of cigarettes and other tobacco products in public places.
- 5.5.1.2. This prohibition applies to our workplace/s and all the Organization offices in India will be completely smoke free with immediate effect. We will adhere to the notification in full and smoking is prohibited in and around the office premises including terraces, staircases, garages, basements etc.

5.5.2. Locations outside India

- 5.5.2.1. Smoking is not permitted in public places in certain geographies in compliance with local statute or state law. The Organization feels responsible for maintaining a healthy and safe work environment for all of its Employees and visitors to its offices and locations world-wide while respecting individual preferences. Smoking is therefore restricted in all interior locations, but provisions have been made where appropriate for Employees who are either smokers or non-smokers.

5.5.3. Designated Smoking areas

- 5.5.3.1. There are open areas designated as smoking zones in every location of the Organization where there is no statute against smoking. Stakeholders are expected to smoke only in those areas.
- 5.5.3.2. Smoking in washrooms or in your private offices is strictly prohibited. The majority of offices are equipped with smoke detectors that can be triggered if any employee tries to smoke in prohibited areas.
- 5.5.3.3. It is the responsibility of all Employees who use the designated smoking area to keep it clean. Throwing cigarette butts and ash around will mean that the Organization may review this policy or consider disciplinary action.
- 5.5.3.4. Smoking is prohibited at all times in Organization vehicles and if you are travelling in a non-Organization vehicle you must consider the preferences of fellow Mastekers if they are travelling with you on business.
- 5.5.3.5. Employees who use the designated smoking areas should take into consideration the non-smoking visitors in those areas.

Please refer to the **Smoking Policy** ([clause 35](#)) for further details.

5.6. Alcohol & Drug Abuse

- 5.6.1. The Organization recognizes that its future is dependent on the physical and psychological health, safety and general wellbeing of its Employees.
- 5.6.2. Alcohol and drug abuse can significantly affect an Employee's health in turn affecting his performance, while damaging workplace morale as well as presenting a danger to co-workers. Employees with drug or alcohol dependency problems may indulge in sporadic absenteeism and may even abuse or endanger fellow workers.

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5.6.3. To prevent this occurrence and help the Employees suffering from any such condition, the Organization has detailed the following restrictions on the use of alcohol and prohibition of drug use.

- 5.6.3.1. The Organization prohibits the possession, consumption, manufacture, distribution Or advertisement of alcohol or drugs in any of the locations that it occupies offices on a worldwide basis.
- 5.6.3.2. Any Stakeholder who violates this policy may be subject to disciplinary action, including termination of services.
- 5.6.3.3. The Organization reserves the right to revoke the "Offer of Employment" made in the event that a pre-employment medical test, wherever applicable, reveals or confirms conclusively either alcohol or drug abuse.

Please refer to the **Policy on Substance Abuse** ([clause 36](#)) for more details

5.7. Betting & Gambling

The Organization prohibits all forms of betting and gambling at any location occupied by it or at any client site where its employees work and operate. Breach of this Policy may result in disciplinary action up to and including termination.

5.8. Managing Personal Belongings

- 5.8.1. The Organization believes that personal belongings of the Employees are primarily their responsibility however this section of the Code deals with instances regarding personal belongings.
- 5.8.2. The Organization assists Employees in taking care of their personal belongings by providing them with drawers and lockers, wherever possible, where they can keep their belongings safely. If a locker or drawer cannot be provided where employees can safely store their personal belongings, they should carry them home or to their overnight accommodation instead of leaving them in the office unattended.

5.9. Security

- 5.9.1. To protect our information systems and information resources; deal effectively with electronic attacks and natural disasters and to ensure that our information systems are always available for authorized use, the Organization has put in place an Information Security Management System (ISMS). The ISMS incorporates security policies aimed at minimizing the impact of such threats on the Organization and its Stakeholders. The ISMS policies apply to the entire corporate infrastructure, including stakeholders and individuals authorised to use the Organization's information systems.
- 5.9.2. It is the responsibility of every Employee to contribute towards the maintenance of security of our information systems. Please refer to the Information Security Section on the intranet site for Best Practices.

5.10. Illegal Activity

No stakeholder shall commit or condone an illegal act or instruct another stakeholder to do so. No stakeholder will introduce or possess firearms; explosives, knives, or any instruments at any time while conducting him/herself on behalf of the Organization.

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5.11. Use of Electronic Communication

- 5.11.1. The Organization’s electronic information resources and telephonic communication systems should be used primarily for business-related purposes. Stakeholders have the responsibility to use the Organization’s electronic information resources and telephonic communication systems in a professional, ethical and lawful manner.
- 5.11.2. Electronic Information Resources include, but are not limited to, the Organization’s network, computers, workstations, software, hardware, Internet/Intranet, electronic messaging systems (e-mail), fax machines, and palm devices.
- 5.11.3. Telephonic Communication Systems include, but are not limited to, voice mail, telephones, pagers and cellular phones.

5.12. Software License Compliance

All stakeholders shall be responsible and accountable for the proper use of software installed on their machines. They will need to ensure that they utilise software obtained and installed on their machines through the defined procurement process in the organisation and not through any other means. All stakeholders understand that if software usage noncompliance is detected during any internal or external audit, it will lead to disciplinary action against the individual concerned, in conformance with the organisation’s disciplinary procedure.

5.13. Giving and accepting gifts

- 5.13.1. No stakeholder shall directly or indirectly solicit, accept or retain, offer or make any illegal payments, remuneration, gifts, entertainment, trip, discount, service or other benefit from any Organization or person doing business with the Organization or competing with the Organization, other than (i) modest gifts or entertainment; (ii) nominal benefits as part of the normal business courtesy and hospitality that would not influence and would not reasonably appear to be capable of influencing, such person to act in any manner not in the best interest of the Organization.
- 5.13.2. Mastekers must refer to and comply with the acceptable limits of gifts and hospitality and other requirements of Mastek’s Gift & Hospitality Policy (Global).

5.14 No Anti-Competitive Practices

- 5.14.1. Mastek is committed to free and open competition in the marketplace. In carrying out their duties and responsibilities, all Stakeholders should endeavor to deal fairly, and should promote fair dealing by the Organization, its Stakeholders and agents, with customers, suppliers and competitors. No stakeholder should seek to take unfair advantage of anyone (including the Organization) through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice. Stakeholders should avoid actions that could reasonably be construed as being anticompetitive, monopolistic or otherwise contrary to laws governing competitive practices in the marketplace, including antitrust laws. Such actions include misappropriation and / or misuse of a competitor’s confidential information or making false statements about the competitor’s business and business practices.

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6 GUIDELINE FOR DISCIPLINARY ACTION

- 6.1. The Organization is committed towards providing a free and open work environment to all its Stakeholders to create easy access across levels and functions. Such openness can lead to improvement only in a disciplined environment where people conform to rules, policies and procedures.
- 6.2. All Stakeholders are accountable for compliance with these rules, and with all the policies, procedures and guidelines by the Organization. Any stakeholder involved in acts of misconduct will face disciplinary action in accordance with the local **Disciplinary Procedure** ([refer Clause 37](#)).

7 GRIEVANCE HANDLING

The standard procedure for grievance handling in the Organization is detailed in the **Grievance Handling Policy** ([refer Clause 38](#)).

8 NATIONAL INTEREST

- 8.1. The Organization is committed to benefiting the economic development of the countries in which it operates. The Organization's management practices and business conduct shall be in accordance with the laws of the geography in which they operate.
- 8.2. The Organization, in the course of its business activities, shall respect the culture, customs and traditions of each country and region in which it operates around the world. It shall conform to trade procedures, including licensing, documentation and other necessary formalities, as applicable.

9 EQUAL OPPORTUNITIES EMPLOYER

- 9.1. The Organization recognizes that it is essential to provide equal opportunities in relation to employment for all persons without unlawful discrimination. This Code sets out the Organization's position on equal opportunities in all aspects of employment, including recruitments, assignments, compensation, promotions, discipline and terminations and provides guidance and encouragement to Stakeholders at all levels to act fairly and prevent unlawful discrimination on the basis of sex, race, caste, color, religion, marital status, national origin, disability, age, or any other legally protected classification under the laws applicable to the geography in which a relevant section of the Organization employs Mastekers.
- 9.2. Our Code aims to promote diversity and equality in the workplace, as well as compliance with all laws, while encouraging the adoption of international best practices.
- 9.3. Stakeholders of the Organization shall be treated with dignity and in accordance with the policy of maintaining a work environment free of all forms of unlawful discrimination, harassment or retaliation. Stakeholder policies and practices shall be administered in a manner consistent with applicable laws and other provisions of this Code, and with respect for the right to privacy and the right to be heard. The details can be found in the **Equal Opportunities Policy of the Organization** ([refer Clause 39](#)).

10 CORPORATE BUSINESS OPPORTUNITIES

- 10.1. In carrying out their duties and responsibilities, Stakeholders are prohibited from:
 - 10.1.1. Appropriating corporate business opportunities for themselves that are discovered through the use of Organization resources or information or their position as Stakeholders;

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- 10.1.2. Using Organization resources or information, or their position as Stakeholders, for personal gain; and
- 10.1.3. Competing with the Organization, directly or indirectly.
- 10.2. A corporate business opportunity is an opportunity which is in the Organization’s line of business or proposed expansion or diversification based on the Organization’s business plan, which the Organization is financially able to undertake and which may be of interest to the Organization.
- 10.3. Notwithstanding what is stated in 4 (c) of this Code, any Stakeholder who learns of such a corporate business opportunity and who wishes to avail of it should first disclose such opportunity by way of an email to the Head HR. Depending on the nature of the case the Head HR may take up the matter with the CEO & the President of the Organization. In the course of discussion if it is so determined that the Organization does not have an actual or expected interest in such opportunity, then, and only then, may the Stakeholder avail of it, provided that the Stakeholder has not wrongfully utilized the Organization’s resources in order to acquire such opportunity. The Stakeholder availing such opportunity will have to sever his engagement with the Organization before associating himself with the corporate business opportunity.

11 FINANCIAL REPORTING AND RECORDS

- 11.1. The Organization shall prepare and maintain its accounts fairly and accurately and in accordance with the accounting and financial reporting standards which represent the generally accepted guidelines, principles, standards, laws and regulations of the country in which the Organization conducts its business affairs.
- 11.2. Internal accounting and audit procedures shall reflect, fairly and accurately, all of the Organization’s business transactions and disposition of assets and shall have internal controls to provide assurance to the Organization’s board and shareholders that the transactions are accurate and legitimate. All required information shall be accessible to Organization auditors and other authorised parties and government agencies. There shall be no willful omissions of any Organization transactions from the books and records, no advance-income recognition and no hidden bank account and funds.
- 11.3. Any wilful, material misrepresentation of and / or misinformation on the financial accounts and reports shall be regarded as a violation of the code, apart from inviting appropriate civil or criminal action under the relevant laws. No stakeholder shall make, authorise, abet or collude in an improper payment, unlawful commission or bribing.

12 GOVERNMENT AGENCIES

The Organization and its Stakeholders shall not, unless mandated under applicable laws, offer or give any Organization funds or property as a donation to any government agency or its representative, directly or through intermediaries, in order to obtain any favourable performance of official duties. The Organization shall comply with government procurement regulations and shall be transparent in all its dealings with government agencies.

13 COMPLIANCE WITH APPLICABLE LAWS

- 13.1. In carrying out their duties and responsibilities, all Stakeholders, contractors and vendors must comply with all provisions of laws and regulations of the countries in which The Organization operates. It is incumbent upon the stakeholder, contractor or vendor to gain sufficient knowledge of the laws touching his duties and responsibilities in order to recognize potential dangers and know when to seek advice from the legal department.

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- 13.2. In addition, if any stakeholder becomes aware of any information that he or she believes constitutes evidence of a violation of any laws, rules or regulations applicable to the Organization or the operation of its business, by the Organization, or any stakeholder, then such stakeholder is responsible for bringing such information to the attention of the Chairman of the Board or such other person as designated in this regard.
- 13.3. At the same time violations of any law, regulation, rule or regulatory order on part of the stakeholder can subject the stakeholder to individual civil or criminal liability in addition to disciplinary action from the Organization.
- 13.4. In case of any questions or queries regarding applicable laws, the Stakeholders shall contact the Organization’s legal counsel as per the geography in which they are employed.

14 POLITICAL NON-ALIGNMENT

- 14.1. The Organization and its Stakeholders shall abide by the laws of the country in which it or they operate.
- 14.2. The Organization shall not support any specific political party or candidate for political office. Stakeholders are precluded from any activity that could be interpreted as mutual dependence / favour with any political body or person, and shall not offer or give any organization funds or property as donations to any political party, candidate or campaign.

15 CONFLICTS OF INTEREST

- 15.1. A Stakeholder shall be deemed to have an actual conflict of interest when he/she is performing a duty or function of the position and in the performance of that duty or function, has the opportunity to further his or her private interests. Every Stakeholder shall perform his or her duties conscientiously. He or she must avoid any situation in which there is an actual or apparent conflict of interest that could interfere or could be perceived to interfere with his or her judgement in making decisions in the best interests of the Organization.
- 15.2. All Stakeholders are expected to disclose all the circumstances that constitute an actual or apparent conflict of interest. These disclosures shall be made to the Chairman in case of Executive Directors of the Board of Mastek Limited and to immediate Supervisor or HR depending on the issue, in case of other employees.
- 15.3. Following are examples of the situations that **CAN** constitute a conflict of interest but this list is not exhaustive.

15.3.1. Concurrent Employment

Stakeholders are expected to devote their full attention towards their job and perform their roles and responsibilities with undivided efforts. The Organization prohibits any stakeholder from accepting concurrent employment with a competitor, supplier, or customer of the Organization. In addition any areas of interest or other employment, including self-employment, which the stakeholder engages in outside of their normal hours of work and which might lead to a conflict of interest or the Stakeholder using Organization time and resources, must be disclosed immediately to the Organization through channels state above.

15.3.2. Business Interests

Employees shall declare at the time of joining the Organisation if they have any business interest that could create a potential conflict of interest under this Code. This declaration will be required to be made as & when the employees create such an interest during the currency of their employment with the Organisation. The declaration shall be given by

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way of an e-mail or a letter to the Head HR notwithstanding any outside business activity. All Stakeholders are required to act in the best interests of the Organization and if a declaration is made which amounts to a conflict of interest which is unacceptable, the Organization can give appropriate notice to the employee to cease any interest within a prescribed time frame.

15.3.3. Related Parties

The Employee must not be involved, in a significant role, in any business transaction with a party that has the Employee’s relative playing a major or indirect role. The relative would include father, mother, siblings, grand parents, children, spouse, inlaws, cousins, aunts, uncles, nieces and nephews. In the event of such transaction being unavoidable it must be disclosed by the Employee to his/her immediate superior.

15.4. The examples cited above are illustrative and not exhaustive. In case of doubt, your immediate Supervisor should be approached. Also, please see Compliance Standards & Procedures (refer Clause 30).

15.5. The following examples are the situations that would NOT constitute a Conflict of Interest.

15.5.1. Professional Activities outside the Organization:

15.5.1.1. Stakeholders can be part of certain groups or Organizations outside the Organization as long as prior written approval has been given by the Employee’s immediate superior. Such other interests include office bearer of professional bodies, participating in professional knowledge sharing forums, being a faculty in part time or full-time degree or diploma programs, and publishing a book or paper.

15.5.1.2. The stakeholder must make sure that such an engagement does not result in him/her sharing sensitive or propriety information about the Organization or being in breach in any way of his or her obligations to the Organization. The Stakeholder is free to retain any appointment but is expected to obtain written permission from his/her superior by email.

15.5.2. NGO’s :

Honorary position in a non-profit Organization provided there is no Conflict of Interest.

15.5.3. Social, Religious or Political Activities:

Participating in social, religious or political activities is not restricted as long as the Stakeholder participates as an individual and not as a representative of the Organization and there is no Conflict of Interest as described in this Code.

16 ORGANISATION PROPERTY

16.1. The assets of the Organization should be used by Stakeholders only for the legitimate business purposes and are strictly prohibited from using the assets of the Organization, confidential or proprietary information or other benefits of their position for their personal gain.

16.2. Any suspected incident of fraud, mismanagement of assets or theft should be immediately reported for investigation to the Chairman of the Board Of Mastek Limited or such other person as may be designated in this regard.

16.3. Please refer to the policy regarding use of property and equipment which is available on

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the Organization’s intranet site.

17 CONFIDENTIALITY OF ORGANISATION INFORMATION

17.1 Confidentiality

- 17.1.1 All Stakeholders should at all times maintain the confidentiality of all confidential information and all records of the Organization, and must not make use of or reveal such information or records except in course of the performance of their duties or unless the documents or information becomes matter of general public knowledge.
- 17.1.2. Similarly, Stakeholders should not use the confidential information obtained through their association or employment with the Organization to further their private interests or the private interests of their relatives. The intellectual property rights developed by them during their employment with the Organization shall belong to the Organization and they shall execute all necessary documentation in order to transfer the rights created in any intellectual property to the Organization whenever required to do so.

Salary Confidentiality

- 17.2.1. It is important to understand that the salary information is part of confidential contract between an individual and the company. Salary is determined considering several factors which may not be immediately apparent and unnecessary disclosure may cause confusion or doubt with regard to the application of fairness in the levels of compensation provided to our employees.
- 17.2.2. Competitive wages is key to our success and Mastek strives to ensure that appropriate and fair wages are provided for our employees in an effort to retain, motivate and provide maximum benefit, both to our staff and the Company. Our wages and other forms of compensation are determined based on a large number of factors (e.g. performance reviews, years of experience, years worked at Mastek, etc.).
- 17.2.3. All Mastek salary information is confidential and should not be disclosed for any reason, other than as required for appropriate financial reporting purposes. Further, Mastek requests that all employees keep their wages, benefits, bonuses and any other form of compensation confidential, and avoid providing or otherwise broadcasting this information with other Mastek employees, or with any third-party that does not have a bona fide need to know. In case of a query as to what constitutes appropriate reason for disclosure, please reach out to your respective HR SPOC.
- 17.2.4. Any unauthorized disclosure of confidential information by employees may impede our ability to effectively compete for talent, may create unnecessary conflict and disputes, and could lead to disciplinary action up to and including termination of employment.

18 NON-DISCLOSURE OF CONFIDENTIAL INFORMATION

- 18.1. A stakeholder must abide by the clause, about the non-disclosure of confidential information, stated in the “Non-Disclosure Agreement” or the contract of employment signed by the stakeholder at the time of entering into employment with the Organization. In case a disclosure of confidential information has to be made to a potential business

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partner; the stakeholder must make sure that a non-disclosure agreement is signed by the party.

- 18.2. Guidance and template documents are available from the legal department regarding nondisclosure agreements. The stakeholder must not sign any non-disclosure agreement of the customer or supplier without following the Non-Disclosure Agreement Policy.

19 COMPLIANCE TO CORPORATE POLICIES

All external communications by designated Stakeholders shall be in accordance with the Information Security Policy of the Organization. Stakeholders using the Organization’s computer database or electronic mail system will be expected to comply with the internal policies and procedures that guide the storage, use and transmission of information through this medium.

20 PUBLIC REPRESENTATION OF THE ORGANISATION

The Organization honors the information requirements of the public and its Stakeholders. In all its public appearances, with respect to disclosing Organization and business information to public constituencies such as the media, the financial community, Stakeholders and shareholders, the Organization or subsidiaries shall be represented only by specifically authorized directors and Stakeholders. It shall be the sole responsibility of these authorized representatives to disclose information about the Organization.

21 FAIR DEALING

In carrying out their duties and responsibilities, all Stakeholders should endeavour to deal fairly, and should promote fair dealing by the Organization, its Stakeholders and agents, with customers, suppliers and competitors. No stakeholder should seek to take unfair advantage of anyone (including the Organization) through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice.

22 TRADING OF THE ORGANIZATION SHARES

In trading of Mastek Limited’s shares while in possession of the confidential information, Stakeholders shall abide by the provisions contained in the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) regulations, 1992 as amended from time to time and all applicable laws and regulations including the Organization’s Code of Insider Trading regulations.

23 SHAREHOLDERS

The Organization shall be committed to enhance shareholder value and comply with all regulations and laws that govern shareholder rights. The Board of Directors of the Mastek Limited shall duly and fairly inform its shareholders about all relevant aspects of the Organization’s business, and disclose such information in accordance with relevant regulations and agreements.

24 ETHICAL CONDUCTS

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Every stakeholder of the Organization, including full-time Directors and the Chief Executive, shall exhibit culturally appropriate deportment in the countries they operate in, and deal on behalf of the Organization with professionalism, honesty and integrity, while conforming to high moral and ethical standards. Such conduct shall be fair and transparent and be perceived to be so by third parties.

25 INTEGRITY OF INFORMATION/RECORDS

No stakeholder shall create or condone the creation of a false record and shall not destroy or condone the destruction of a record, except in accordance with the guidelines laid down in this regard or permitted under any law of the land for the time being in force.

26 CORPORATE CITIZENSHIP

- 26.1. The Organization shall be committed to good corporate citizenship, not only in the compliance of all relevant laws and regulations but also by actively assisting in the improvement of quality of life of the people in the communities in which it operates. The Organization shall encourage volunteering by its Stakeholders and collaboration with community groups.
- 26.2. The Organization shall not treat these activities as optional, but should strive to incorporate them as an integral part of its business plan.

27 THE ENVIRONMENT

- 27.1. The Organization shall comply with all the laws & regulations concerning the protection of the environment and make every effort to be informed and aware of the environmental issues concerning the business of the Organization.
- 27.2. All business undertaken by the Organization will be conducted in accordance with the laws and regulations concerning the protection of the environment and all reasonable efforts.

27.3. Lobbying in Support of Climate Change:

Mastek is purpose-led company and focuses on responsible business growth by promoting equitable and responsible future for all. To continue to be drive by this purpose, Mastek works with internal and external stakeholders to enhance the global ecosystem sustainability. This standard applies to lobbying activities undertaken by the executive leadership of Mastek across its Indian and global operations and subsidiary companies by engaging and participating in public policy matters with the objective to share and disseminate knowledge and best practices and co-create technology enabled solutions for society.

- Mastek has zero tolerance for any actions that are intended with corrupt or illegal purposes, or that may improperly influence any decision. Transparency, honesty and integrity are the core values that reflect in every action that Mastek undertakes.
- All lobbying activities should enable widely informed decision making conducive to Mastek's sustainable business in pursuit of the company mission and must be in line with applicable regulations.
- Mastek's associates must not attempt to improperly influence any decision by inducing lobbied stakeholders to act or not to act in violation of their lawful duties.
- Mastek's associates must disclose that they are representing Mastek Ltd and or its subsidiaries and must provide truthful and non-misleading information based on a sound understanding of the discussed issue.
- Obtain prior clearance from Legal before starting specific discussions of potential employment of former policymakers.

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The oversight mechanism, which is a part of Mastek’s robust corporate governance, comprises ESG Governance and Enterprise Risk Governance, led by the CSR Committee and the Risk Management and Governance Committee of the Board, respectively.

Any stakeholder who wishes to raise an issue of concern confidentially, is able to do so through the Mastek’s whistle-blower process [Whistle-Blower-Policy-2021.pdf \(mastek.com\)](#).

28 WHISTLE BLOWER

- 28.1. Stakeholders should endeavor to promote ethical behavior by all concerned and to encourage Stakeholders to report evidence of illegal or unethical behavior to appropriate Organization personnel, a Whistle Blower Policy is introduced. It is the policy of the Organization not to allow retaliation against any stakeholder who makes a good faith report about a possible violation of this Code.
- 28.2. Till 30-Sep-2014, the Whistle Blower Policy was embedded into the COBCE Policy but, from 1Oct-2014, the Whistle Blower Policy has been detached from COBCE Policy and announced as a separate Policy, applicable globally.

29 WAIVERS & AMENDMENTS

Any amendment or modification to this Policy shall be with the prior approval of the Board of Directors of Mastek Limited.

30 COMPLIANCE STANDARDS & PROCEDURES

- 30.1. We must all work to ensure prompt and consistent action against violations of this Code. However, in some situations there may be “gray areas” for which it may be difficult to know the right thing to do. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. These are some steps to keep in mind:
- 30.2. Make sure you have all the facts. In order to reach the right solutions, we must be as fully informed as possible.
- 30.3. Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question you are faced with, and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, it probably is.
- 30.4. Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- 30.5. Discuss the problem with your supervisor. This is the basic guidance for all situations. In many cases, your Supervisor will be more knowledgeable about the question, and will appreciate being brought into the decision-making process. Remember that it is your Supervisor’s responsibility to help solve problems.
- 30.6. Seek help from the Organization’s resources. In the rare case in which it may not be appropriate to discuss an issue with your Supervisor or where you do not feel comfortable approaching your Supervisor with your question, discuss it with the Head of Human

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Resources.

- 30.7. Your report of violations of this Code is in confidence and without fear of retaliation. Confidentiality will be observed in connection with any reports under this Code and disclosure of information will be made only as reasonably necessary to conduct a legally required investigation. The Organization does not permit retaliation of any kind against Stakeholders for good faith reports of violations of this Code or questionable accounting or auditing matters. "Good faith" does not mean that you have to be right – but it does mean that you believe that you are providing truthful information. The important thing is that you bring your question or concern to our attention through one of the available channels.
- 30.8. Always ask first, act later. If you are unsure of what to do in any situation, seek guidance before you act.

Note: In case of statutory regulations of a particular country with respect to any of the sections mentioned in this Code of Conduct and Business Ethics being different, the former provisions will override that which has been stated in this document. The provisions of such sections will be given in the Employee Handbooks of each country.
[\[back \]](#)

31 DRESS CODE POLICY

31.1. Introduction

- 31.1.1. Our employees are ambassadors for our business, and represent us whenever they meet customer. We, therefore, ask that their appearance and conduct present us in a professional light at all times. For this reason, we have introduced the following Policy on business dress. This Policy is not contractual but sets out the standards we expect.
- 31.1.2. We aim to be fair and reasonable, and for our requirements to apply with equal formality to both sexes. Should any employee have any difficulty in complying with our dress code on grounds of sex, race, disability, religion, belief or sexual orientation, please raise this initially with your Line Manager, and failing a satisfactory resolution, through the Grievance Procedure. Employees are permitted to wear clothing required by their religion if this has no detrimental impact on performing their role successfully.

31.2. Client Perception

Our overall consideration is that whilst casual business attire is now the norm in many sections of the business, each individual employee is required to dress appropriately according to the nature of his/her job and the environment in which he/she works. Even though all roles may not interact directly with clients, staff should note that clients are on the premises almost every day and decisions they make about our business may be influenced by the image presented by our employees. To clients, our employees are Mastek (UK) Limited.

31.3. General Rules

- 31.3.1. Mondays - Thursdays inclusive will be normal business dress. For anyone scheduled to meet internal and external customers directly, this will almost always mean a suit and tie for men (or similar level of formality and smartness), with equivalent formal business attire for women. Business dress is not obligatory in other areas, but the overall impression should still be smart. For example, shirts should have collars, jeans (of any colour), trainers,

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sports shirts or shorts are not considered appropriate for those working within our offices.

- 31.3.2. Friday is currently designated a "dress down" day. There will be a notice on Reception informing visitors that this is the practice. Anyone scheduling a meeting may invite visitors to also dress down if they wish.
- 31.3.3. Mastek (UK) Limited reserves the right to cease the practice of "dress down" days if at any stage we feel this is compromising our reputation or adversely affecting our business.

31.4. Casual Business Dress

- 31.4.1. Casual clothing should make you and the people you work with comfortable, while still retaining a professional atmosphere. Casual does not mean sloppy! Clothes should fit properly and be wrinkle free, with no tears, rips or holes. Staffs who are meeting with internal and external customers should be dressed appropriately, and even if a meeting is not scheduled, always assume a client may be present!
- 31.4.2. Clothing that distracts other people is unacceptable, including T-shirts with offensive slogans, graphics or imprints, tank tops and tight clothing. These items never generate a professional image. [\[back \]](#)

32 UNLAWFUL HARASSMENT POLICY

32.1. Purpose

The purpose of this policy is to provide guidelines that are specific to Mastek UK regarding harassment. This policy applies to all employees on Company standard terms and conditions. It may/may not apply to employees on non-standard terms and conditions. Please contact HR if clarification is required of how this policy applies.

32.2. Introduction

- 32.2.1. In line with the Mastek Value of Respect for the Individual and in support of the Equal Opportunities policy, it is the Company's intention that all employees have a right to be treated with dignity, that any form of harassment at work will not be permitted or condoned and that employees have a right to report complaints of harassment should it occur. These guidelines cover work and work-related social events (formal or informal). Work related social events constitute an extension of the workplace.
- 32.2.2. The Company has a responsibility to take complaints of harassment seriously and ensure that correct and quick action is taken in line with the policy and the Company's stance against harassment.
- 32.2.3. If an employee believes that he or she is being harassed then, depending on the circumstances, he or she can choose to deal with this either formally or informally. It is not necessary for the informal route to have been exhausted before the formal route is invoked. However, in some cases an informal approach, either by the employee, or the employee and someone who the employee has asked to support him or her, is often enough to prevent a repeat of any unwanted behavior and resolve the problem. Details of all of the options which are available to the employee if he or she believes that he or she is being harassed are set out below.

32.3. What is Harassment?

Harassment may be defined as unwanted or offensive behavior by one or more employee(s) towards another. If found, harassment can result in summary dismissal.

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32.4. Examples of Harassment

- 32.4.1. Displays of sexually offensive material, including downloaded material from the Internet
- 32.4.2. Threat of dismissal, loss of promotion, etc, on grounds of disability, sex, race, religion, beliefs, or sexual orientation
- 32.4.3. Conduct related to an employee's disability, sex, age, race, religion, beliefs, or sexual orientation which has the purpose or effect of unreasonably interfering with an employee's work performance or creates an intimidating, hostile or offensive working environment
- 32.4.4. Threatened or actual violence
- 32.4.5. Jokes or stories related to disability, sex, age, race, religion, beliefs, or sexual orientation that could be perceived as hostile
- 32.4.6. Bullying (behavior directed against an individual which is intimidating, offensive or malicious and which undermines the confidence and self-esteem of the recipient)
- 32.4.7. Unwanted physical attention
- 32.4.8. These examples are not exclusive or exhaustive. Threatened or actual violence of any kind is an obvious example of gross misconduct, which if found is likely to result in summary dismissal. Other actions, however, may also constitute gross misconduct depending on the circumstances and the seriousness of the case in question.

Whilst these guidelines do not cover harassment from client personnel, or other business contacts, employees are urged to report such incidents to their manager or HR. Such incidents will again be taken extremely seriously and the Company will make every reasonable endeavor to resolve or prevent a re-occurrence.

32.5. Dealing with Harassment Complaints

32.5.1. Resolving Problems Informally

- 32.5.1.1. Employees should ideally, if possible, to attempt to resolve the problem informally in the first instance. In some cases it may possible and sufficient for the employee to explain clearly to the individual engaging in the unwanted conduct that the behaviour in question is unwelcome, that it offends them or makes them uncomfortable or interferes with their work.
- 32.5.1.2. In circumstances where it is too difficult or embarrassing for an employee to resolve the problem on his or her own, for example where the person they believe is harassing them is their Manager, an alternative approach would be to discuss their concerns with HR or one of the directors. If the employee would prefer to raise the problem in the first instance to someone of his/her own sex, he/she may choose another Manager/HR Representative as appropriate. The person the employee approaches, will, if the employee is in agreement, and it is appropriate, support the employee in facilitating discussions with the individual engaging in the unwanted conduct on an informal confidential basis to try and resolve the problem.

32.5.2. Resolving Problems formally –Grievance Procedure

If after an informal approach, the unwanted conduct continues or if the employee believes it is not appropriate to try and resolve the problem informally, the employee should refer to the formal procedure in the Grievance Policy.

32.5.3. Employee Responsibilities

- 32.5.3.1. All employees have a responsibility to help to ensure a working environment in which the dignity of employees is respected. Managers have a particular duty to ensure that no form of harassment occurs in areas for which they are responsible.
- 32.5.3.2. Managers are expected to communicate to those for whom they are responsible, that they are available at any time to discuss issues. If they are made aware of any

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inappropriate behavior, the matter should be raised with either the key HR contact or their HR Representative and the Engagement Director, if appropriate.

- 32.5.3.3. All Managers have a responsibility to complete the supporting annual procedure, which is outlined in the next section.
- 32.5.3.4. Managers should be responsive and supportive to any employee who complains about harassment and provide full and clear advice on the procedure to be adopted. Confidentiality must be maintained in all cases of harassment.

32.5.4. Manager's Responsibilities

- 32.5.4.1. All Managers must be familiar with the UK policy on harassment and must execute the below actions for all their advisees /individual team members.
- 32.5.4.2. During the annual process, or in individual meetings, Managers should discuss the Harassment Policy with their advisees/individual team members and be responsive and supportive to any employee who discusses a harassment complaint with them. Also, employees must be made aware that they can discuss any concerns with the Company's HR contacts or another senior colleague if they are more comfortable with this.
- 32.5.4.3. If an issue has been raised, for confidential and/or informal advice, this should be communicated to the Company's HR Representatives

32.5.5. Complaint Closure Confirmation

After closure of every harassment complaint, a confirmation of satisfactory closure of the complaint will need to be obtained from the complainant, with a clear statement of no monetary claim or damages on the Company. [\[back \]](#)

33 SMOKING POLICY

33.1. Introduction

Mastek (UK) Limited aims to provide a working environment that is safe, which minimizes any risks to health and which makes adequate arrangements for our employees' welfare whilst they are at work. Employees who smoke endanger themselves, but also others who do not smoke, by passive smoking. Passive smoking - breathing other people's tobacco smoke - has now been shown to cause lung cancer and heart disease in non-smokers, as well as many other illnesses and minor conditions. Inhaling other people's tobacco smoke is both a health hazard and a welfare issue. In addition, smoking can constitute a fire risk. Mastek (UK) Limited has therefore adopted the following policy concerning smoking within the workplace. This policy is not contractual but sets out how we intend to manage smoking within our environment. This policy will result in clear benefits for all, including a cleaner working environment, less segregation between those who smoke and those who choose not to, healthier workers and a reduced risk of fire.

33.2. Legal Background

The Health Act 2006 bans smoking in all enclosed public spaces and in the workplace in England from July 2007. Similar bans took effect in Scotland in March 2006, and in Northern Ireland and Wales in April 2007. In addition, employers have a common law duty to provide a safe place and system of work.

33.3. General Principles

This policy seeks to guarantee to non-smokers the right to work in air that is free of tobacco smoke, whilst also taking account of the needs of those who do smoke.

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33.4. Implementation Date

Smoking is not permitted inside our building(s) or immediately outside the entrances to or exits from our premises.

33.5. Scope of this Policy

This policy applies to all employees, regardless of seniority, and whether their work environment is shared with others. Visitors are also requested to refrain from smoking in non-smoking areas, as are any other people (eg contractors, temporary staff or students) working on our premises.

33.6. Areas where Smoking is prohibited

Smoking is prohibited in any enclosed area on our premises. This includes the reception area and entrances, corridors, stairs and lifts, meeting rooms, rest rooms, toilets and around the entrance to our offices. In addition, smoking is not allowed in any of our offices, whether these be occupied by one or more people. When working away from our premises, such as attending meetings or working at a client's home, our employees should adhere to our policy of not smoking.

33.7. Car Parks & Entrances

In many workplaces where non-smoking policies have been introduced, employees who smoke do so just outside the entrances and exits to the premises. We believe that this would not present our business in an appropriate light. Employees are therefore not permitted to smoke in the following areas: car park, in front of the main entrance,

33.8. Vehicles

Smoking is not permitted in business vehicles, unless the vehicle is only used by one driver (or it is a convertible car and the roof is open). All business vehicles must have a "no smoking" sticker clearly displayed inside the vehicle.

33.9. Areas where Smoking if allowed.

- 33.9.1. We recognize that some employees may have difficulties in breaking the habit, and designated external smoking areas are therefore provided. Employees who need to smoke may do so within the designated areas, but only during any recognized rest period or lunch break. Smokers will not be allowed longer or more frequent breaks than their non-smoking colleagues and use of the smoking areas is not to interfere with normal job performance. Smoking areas will be kept clean and well ventilated, but staff using these areas will also be expected to keep them tidy and to dispose of any rubbish appropriately. Receptacles are provided for the disposal of cigarette ends and other waste smoking materials. Cigarettes, cigars and pipes must be extinguished using the receptacles provided and smokers should ensure that there is no risk of fire. These areas will be monitored to ensure an acceptable standard of housekeeping and adherence to safety. If not maintained properly, the facility may be withdrawn.
- 33.9.2. Failure to dispose of cigarette litter properly outside the building can result in the person being fined by the local authority. Refusal to pay can result in a court fine.

33.10. Visitors, Contractors and Temporary Staff

- 33.10.1. Visitors, customers, suppliers, contractors and temporary staff are expected to comply with this policy.
- 33.10.2. Employees meeting visitors from outside the business or responsible for temporary staff or contractors, are required to politely explain our policy and to ensure such people comply with it. Any refusal to comply with this should be immediately referred to the Head of HR.

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Appropriate "no smoking" signs will be displayed prominently at all entrances to our premises.

33.11. Consultation

This policy has been drawn up following full consultation with all employees (including those who smoke and those who choose not to) via the health and safety committee and the use of staff questionnaires.

33.12. Assistance to those who smoke

We recognize that passive smoking adversely affects the health of all employees. We are not concerned with whether anyone smokes (which is a personal choice), but with where they smoke, and the effect that this has on their non-smoking colleagues. However, it is recognized that this policy will impact on smokers' working lives and that some employees may wish to reduce or give up smoking but may have difficulty in doing so. To assist such employees, free advice is available from the NHS smoking helpline: 0800 169 0 169 and from their website: <http://www.gosmokefree.co.uk/>

33.13. Enforcement of this Policy

Smoking in an area other than one designated as a smoking area will be regarded as general misconduct and will be dealt with in accordance with our disciplinary procedure. However, any breach occurring in or near any of the following areas which have a high degree of fire risk will be regarded as gross misconduct. Employees are entitled to complain if the rules of this policy are not followed. No employee shall suffer any detriment by exercising his or her rights under this policy. Any employee concerned about the implementation of this policy, or who has concerns for his/her health and safety at work should raise these in the first instance with his/her manager. If appropriate action is not taken to resolve the situation within five working days, then they should raise the issue with the HR Team. [\[back\]](#)

34 SUBSTANCE ABUSE POLICY

34.1. Alcohol Usage Policy

- 34.1.1. The following rules apply to all Mastekers and should anyone break any of the rules Mastek will initiate proceedings under the Disciplinary and Dismissal Procedure.
- 34.1.2. Please note that anyone who admits to alcohol dependency, and seeks help, will be treated sympathetically by Mastek. However, they will still be expected to comply with the following rules at all times:
 - 34.1.2.1. No alcohol is permitted to be consumed during working hours whether on or off Mastek's premises, unless it is done as a part of Company initiated social event.
 - 34.1.2.2. It is strictly forbidden for any member of staff to bring any alcohol onto Mastek's premises for consumption during working hours and/or for consumption on the Mastek's premises at any time.
 - 34.1.2.3. It is regarded as gross misconduct to be drunk at work.
- 34.1.3. For the avoidance of doubt, these rules apply even if a Mastekeer is placed with a Mastek customer and that organization's rules differ from those set out in this Handbook.

34.2. Drugs Usage Policy

- 34.2.1. It is a criminal offence to use, possess or deal in any controlled substances. Anyone caught on Mastek's, or its customers', premises involved in any of these activities will normally be dismissed for gross misconduct, and the Disciplinary and Dismissal Procedure will be applied. Mastek reserves the right to call in the police in any case it deems necessary.
- 34.2.2. Anyone convicted outside work of any offence in connection with controlled substances may

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also be dismissed. Matters such as the nature of the conviction and the sentence, whether the conviction affects the Mastek's ability to do the job, the effect on Mastek's image and reputation will be taken into account. [\[back\]](#)

35 DISCIPLINARY PROCEDURE

35.1. Purpose

The purpose of this policy is to help and encourage all employees to achieve and maintain the standards of conduct, attendance and job performance expected by the Company.

35.2. Policy Includes:

- 35.2.1. Disciplinary procedures for issues of misconduct, attendance and performance. Aims to improve conduct or behaviour and not to be seen purely as a method of correction and punishment.
- 35.2.2. This policy applies to all employees on the Company's standard terms and conditions. It may/may not apply to employees on non-standard terms and conditions. Please contact your Unit HR if you require clarification of how this policy applies to you.
- 35.2.3. This policy is intended only as a statement of Company policy and management guidelines. It does not form part of individual's terms and conditions of employment or otherwise have contractual effect. The Company reserves the right to depart from the policy in appropriate circumstances and/or to make changes to the policy from time to time.

35.3. Principles

- 35.3.1. The procedure has been developed in line with Mastek Values of Commitment to Results And Respect for the Individual.
 - 35.3.1.1. Counselling will be offered, where appropriate, to resolve problems.
 - 35.3.1.2. No disciplinary action will be taken against an employee until the case has been fully investigated.
 - 35.3.1.3. At every stage in the procedure the Mastek will be advised of the nature of the complaint against him or her and will be given the opportunity to state his or her case before any decision is made.
 - 35.3.1.4. At all stages of the procedure the Mastek will have the right to be accompanied by a representative, or work colleague. An exception might be made to this, if the issue is sensitive in nature and other stakeholders involved raise an objection to an individual's presence.
 - 35.3.1.5. No Mastek will be dismissed for a first breach of discipline except in the case of gross misconduct, when the penalty will be dismissal without notice or payment in lieu of notice.
 - 35.3.1.6. The Mastek will have the right to appeal against any discipline imposed.
- 35.3.2. This procedure may be implemented at any stage if the employee's alleged misconduct warrants such action.

35.4. Introduction

- 35.4.1. It is the Company's intention that all performance, attendance and disciplinary issues should be dealt with as quickly as is equitable in the circumstances and that the principles of natural justice should be observed. All matters relating to disciplinary procedures will be treated confidentially.
- 35.4.2. As far as is possible the Company will endeavor to comply with the time limits stated in this policy. However, it may not be possible to comply with these where the investigation requires more time or if the relevant Managers are not readily available.
- 35.4.3. The Company reserves the right to commence the disciplinary process at the level considered appropriate for the nature of the issue and the circumstances in which it arose.

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- 35.4.4. Recording equipment is not permitted in any meeting during the disciplinary process. Minutes will be taken for each meeting throughout the investigation and disciplinary process.

35.5. Breaches of Discipline

The list below is not exhaustive, and the Company reserves the right to impose whatever sanction it considers appropriate for the nature of the offence and the circumstances in which it was committed. For a list of recommended sanctions, procedures, and communication methods see Types of Sanctions.

35.6. Informal Warnings

These are not part of the disciplinary process. Informal warnings may be given for minor misconduct or first offence in an informal meeting with the relevant manager, and may include; advice, coaching or counselling. It is important that the employee understands what improvements need to be made, the timescales involved and that failure to improve may lead to disciplinary proceedings.

35.7. Breaches of Discipline that could lead to a 'verbal warning'

- Failure to improve after an informal warning
- Time Keeping
- Unauthorised absence
- Failure to follow Time & Expense Reporting policy, (e.g., late submission of Time Report)
- Other conduct deemed unsuitable by the Company

35.8. Breaches of Discipline that could lead to a 'first written warning'

- Repetition of a breach, for which a Verbal Warning was issued
- Any breach detailed above, which is deemed by a Manager/Unit HR to be of a more serious nature than would warrant a verbal warning under the circumstances.
- Failure to improve on and meet all objectives set following a "Performance Improvement Plan"
- Insubordination
- Failure to follow Time & Expense Reporting Policy (e.g. inaccurate reporting, missing time reports)
- Refusal to obey fair and reasonable instructions given by a manager.
- Frequent or continual personal use of office equipment, telephone, services, or other facilities.
- Failure to follow virus protection procedures.

35.9. Breaches of Discipline that could lead to a 'final written warning.'

- Repetition of any offence following a First Written Warning
- Any offence detailed above, which is deemed to be of a more serious nature than would warrant a Verbal or First Warning
- Professional negligence
- Abusive or offensive behavior directed towards a senior executive, employee, client or visitor to the Company.
- Unauthorized use of the property, facilities or services of the Company or its clients □
Failure to improve following a "Performance Improvement Plan."

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35.10. Breaches of Discipline that could lead to 'dismissal with notice'

- Repetition of any offence following a Final Written Warning.
- Failure to improve following a "Performance Improvement Plan"
- Any action above, which is deemed to be of a more serious nature than would warrant a final written warning.

35.11. Breaches of Discipline which usually lead to 'summary dismissal'

- Fraud e.g. fraudulent benefit claims, invoices, time and expenses etc.
 - Theft of property belonging to the Company, its employees or clients
 - Violence directed towards a senior executive, employee, client or visitor to the Company.
 - Willful damage to property belonging to the Company, its employees or clients.
 - Under the influence of, possessing, or supplying of alcohol whilst on the premises of the Company or its clients.
 - Under the influence of, possessing, supplying, producing and discussing of illegal drugs whilst on the premises of the Company or its clients.
 - Being charged with a criminal offence by the Police or convicted by a court of law for a criminal offence.
 - Misrepresentation of qualifications
 - Serious act of insubordination
 - Undertaking secondary or additional employment which conflicts with the work of the Company.
 - Deliberate tampering with or unauthorized use of computer hardware or software, e.g. using unauthorized passwords
 - Serious negligence which causes unacceptable loss, damage or injury to the Company or a colleague
 - Serious harassment or bullying *
 - Serious infringement of health and safety rules
 - Breach of rules relating to confidentiality
 - Failure to follow the Use of the Company's Systems Policy (e.g. Accessing, downloading, transmission, possession or sharing of obscene, pornographic, sexually explicit, discriminatory and/or other inappropriate materials in a business context via the Company systems)
 - Bringing the Company into disrepute, by whatever means, for example: Making unauthorized disclosures or public statements, in writing or otherwise, relating to The Company, its employees or clients Buying & selling securities - insider trading Serious breach of any Company policy.
- * Bullying is defined as behavior directed against an individual which is intimidating, Offensive or malicious and which undermines the confidence and self-esteem of the recipient.

35.12. Disciplinary Process

35.12.1. Mastekers are expected at all times to conduct themselves with diligence, propriety and with due consideration for the company and its employees and customers. In particular, an employee must not be persistently late, absent without cause, fail to fulfill his duties under this Agreement satisfactorily, or fail to carry out reasonable instructions.

35.12.2. The company reserves the right to suspend an employee without pay for up to 20 working days whilst investigating any allegations of gross misconduct or neglect.

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35.13. Disciplinary & Capability Procedure

- 35.13.1. If a Masteker fails to perform his duties to an appropriate standard or commit an act of misconduct, he will be advised verbally of his shortcomings. The Masteker will be given an opportunity to state his case, and be given a reasonable period to reach the standard required where applicable. The facts will be recorded and the verbal warning will remain active for 6 months
- 35.13.2. A failure to reach the required standard within the time specified a repetition of misconduct or a more serious breach of discipline will result in a written warning. This will be signed by the employee's superior and the Masteker and will remain active for 6 months. There is no prescribed number of written warnings which may be issued.
- 35.13.3. A final written warning will be issued where there is a continued failure to reach the required standard of performance after a written warning, or following an act of serious neglect or misconduct. The final written warning will remain active for 12 months and will clearly state that a repetition of a specified misdemeanor or further acts of other misconduct or a failure to improve after being issued with a written warning will result in dismissal.
- 35.13.4. Any stage of this disciplinary process may be omitted depending on the seriousness of the matter concerned. Any employee may be summarily dismissed for gross misconduct. The dismissal may be made without previous warning and without notice or pay in lieu of notice.
- 35.13.5. The Masteker has the right to appeal against any disciplinary action taken against him. Appeals should be made in writing to a Director. Throughout any disciplinary proceedings, the Masteker has the right to be accompanied and supported by a Company colleague or representative of his own choice. This disciplinary and capability procedure is non-contractual and the Company reserves the right to vary it at any time.
- 35.13.6. After the hearing it is important to adjourn the meeting to allow time to weigh up the evidence and seek additional advice in order to make a balanced judgment.
- 35.13.7. When deciding whether a disciplinary sanction is appropriate and what form it should take, the disciplinary hearing should consider the following factors:
- the nature of the breach
 - any precedents
 - the employee's general record
 - employee's position
 - employee's length of service
 - explanation put forward by the employee
 - any special, exceptional, circumstances which might make it appropriate to adjust the severity of the penalty.
- 35.13.8. The employee should be invited back and given the decision and the reasons behind it. The decision should be put in writing and should include their right to appeal.

35.14. Dismissal with notice

This will be given if there is a repetition of a breach of discipline or if there is insufficient improvement in conduct or performance after a Final Written Warning has been issued. Decisions to dismiss should be made by a Manager or above after discussion with a Senior Member of HR.

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35.15. Summary Dismissal

This is likely to be the appropriate sanction on the occasion of gross misconduct. Decisions to dismiss should be made by a Senior Manager or above after discussion with a Senior Member of HR. [\[back \]](#)

36 GRIEVANCE PROCEDURE

36.1. Objective & Purpose

36.1.1. Mastek desires that all complaints of employees should be settled promptly and fairly. The Grievance Procedure is a means by which the employee's complaints or concerns towards work-related problems can be heard and, if substantiated, corrected.

36.1.2. Any employee who has a work-related problem or concern should follow the process outlined in the document below.

36.2. Applicability

The Grievance Procedure is applicable to all employees.

36.3. Policy Note

36.3.1. All employees should follow this grievance resolution process to resolve any work related problems or concerns.

36.3.2. Employees' job security, working conditions, or any other aspect of employment will not be jeopardized as a result of using this procedure unless it is used maliciously or in bad faith.

36.3.3. Although Mastek provides this opportunity to communicate concerns, not every complaint can be resolved satisfactorily. Nevertheless, Mastek believes that open communication is essential to a successful work environment and all employees should feel free to raise genuine concerns without fear of reprisal.

36.3.4. Every effort will be made to resolve the problem as quickly and as confidentially as possible.

36.4. Grievance Resolution Procedure

36.4.1. Informal Stage

If you have a grievance about your employment you should discuss informally with your immediate manager. The manager will give a response within 5 working days. (If the grievance relates to your immediate manager or line manager, please see further below.)

36.4.2. Stage One

If you feel that the matter has not been resolved satisfactorily through informal discussions, you should put your grievance in writing to your immediate Line Manager. Your Line Manager will arrange a meeting with you to discuss and investigate your grievance. At the meeting you are entitled to be accompanied by a fellow employee or a trade union official. You will be given an opportunity to explain your grievance. The hearing may be postponed by up to five days after the date originally set in the event that your companion is unable to attend. The Line Manager will attempt to respond to your grievance within 5 working days post-meeting, but in the event that he/she needs to interview other witnesses or conduct other enquiries, this deadline may be extended. The Line Manager will also notify you of the right to appeal against the decision if you are not satisfied with it.

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36.4.3. Stage Two

If the grievance is not satisfactorily resolved by your Line Manager, you may appeal in writing to the HR Manager (or to another senior manager if the grievance involves the HR Manager). The HR Manager (or other manager as appropriate) will arrange a meeting with you. At the meeting you are entitled to be accompanied by a fellow employee or a trade union official. You will be given an opportunity to explain your grievance. The hearing may be postponed by up to five days after the date originally set in the event that your companion is unable to attend.

The HR Manager (or other manager) will attempt to respond to you within five working days post-meeting, but in the event that he/she needs to interview other witnesses or conduct other enquiries, this deadline may be extended. The HR Manager (or other manager) will also notify you of the right to appeal against the decision if you are not satisfied with it.

36.4.4. Stage Three

If the grievance is not resolved by the HR Manager, you may appeal in writing to the Managing Director (MD) for final adjudication. The MD will review the information and arrange a meeting. Following that meeting a decision will be made within 7 working days. This decision will be final. If your grievance is against the Managing Director, you should raise your grievance with another director.

36.4.5. Retention of Record

Records of any grievances raised under this procedure and any decisions relating to them will be retained by the Mastek in your personnel file.

36.4.6. Grievance procedure following termination of employment

In the event that your employment is terminated at a time where you either:

- wish to raise a grievance that has not previously been raised; or
- have raised a grievance which is being pursued via the grievance system
- you may either raise or continue to pursue that grievance using the procedure set out above or you may agree in writing to the use of the following alternative procedure.

Under the alternative procedure, you must, if you have not already done so, put your grievance in writing to the Managing Director.

The Managing Director will then investigate the grievance and respond in writing to the grievance within ten working days of its receipt. The decision of the Managing Director will be final.

[NOTE: This is a three stage process, ie. Manager, HR Manager and MD – this is in excess of process required by statute].

Instances of such cases handled at the Geo will be shared by the Geo HR with Group HR Head on a quarterly basis as part of overall tracking.

36.4.7. Notes

You may raise a complaint directly with a senior manager if it:

- Concerns your immediate manager or
- Is of too personal or sensitive in nature to raise with your immediate manager.
- Complaints concerning discrimination, bullying or harassment by your immediate manager may be raised directly with a senior manager.

Every effort will be made to ensure that employees are encouraged to raise grievances and will not suffer any detriment from doing so. However, you should note that if your grievance is found to be malicious or to have been made in bad faith, then you will be subject to Mastek's disciplinary procedure.

The timescales listed above will be adhered to wherever possible. However, where there

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are good reasons, each party can request that the other agrees to an extension of the permitted timescale.

This procedure is for guidance only and does not form part of employees' contractual rights.

The contents may be subject to revision from time to time. [\[back \]](#)

37 EQUAL OPPORTUNITY POLICY

37.1. Introduction

37.1.1. This policy covers all aspects of employment including:

- Recruitment - vacancy advertisement, assessment and selection
- Retention - compensation & benefits, training, performance management & promotion, work assignment and disciplinary and grievance procedures
- Release - termination of employment
- Post-employment - provision of employer references.

37.1.2. All matters relating to employment with the Company shall be based on, and operate according to, the principle of merit. All decisions and aspects of the Company's employment policies and practices will be based on the ability to perform workplace responsibilities, and the ability to develop further skills, enhance performance, demonstrate merit, and meet business need.

37.2. Statement of Intent

37.2.1. To achieve continuous improvement the Company is committed to taking all reasonable steps to prevent, control or guard against discrimination. Discriminatory behaviour on the part of any employee will not be tolerated.

37.2.2. The Company will undertake action to ensure the Equal Opportunities Policy and related information is brought to the attention of all employees. All Company UK employees are required to adhere to this policy, and the Company's subcontractors and agents will be notified of the need for them to conform to the workplace standards set by the Company to promote equal opportunity.

37.2.3. The Company is committed to promoting diversity and equal opportunities as an integral part of the Company's business objectives, personnel policies, procedures and training.

37.3. Working Environment

Mastek is committed to ensuring that all employees enjoy a working environment where they are encouraged to achieve their full potential. This will be achieved by:

- Seeking to understand and respond to the full range of Diversity and equality issues by consulting on initiatives and inviting feedback from employees
- Ensuring compliance with equality legislation, and where possible exceeding statutory obligations
- Ensuring that all employment related decisions are based on objective, open and nondiscriminatory job-related criteria and are consistently applied and audited continuously.
- Reviewing and improving all HR practices and procedures, e.g. recruitment, selection, training and development, promotion, grievance-handling, disciplinary procedures, harassment, and dismissal, to ensure equality is a key factor
- Regularly auditing and monitoring the Diversity of the Company's workforce
- Bench marking the Company's position against industry standards and best practice and taking steps to ensure that it adheres to best practice guidelines.
- Setting measurable objectives and goals for action from which progress and achievements can be communicated.
- Enacting social responsibility as a company, e.g. by participating in external initiatives, including local community programs
- Working positively to identify barriers to organisational progress; and putting targets, key

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performance indicators and other actions in place to correct any shortfalls.

- Training and continuously educating line and HR Managers, and all other employees involved in people management processes.
- Communicating the spirit and practical implications of this Diversity Policy to everyone within Mastek and those who are involved with it, including suppliers and clients.
- Working with external organization's who specialise in Diversity issues to ensure that the approach to diversity remains in line or ahead of industry standards

37.4. Discrimination

37.4.1. Mastek will not tolerate any form of discrimination in the workplace on any grounds. If it is alleged that discrimination has occurred, this will be investigated thoroughly, and appropriate action will be taken if proven. Serious forms of discrimination can constitute gross misconduct and may result in summary dismissal under the Company's Disciplinary and Grievance policy. Discrimination can take two forms, direct and indirect.

37.4.2. If an employee feels that s/he is being discriminated against, or if s/he believes that someone else's behavior, including that of a client or a supplier is potentially discriminatory, they should talk to their Manager or HR Manager immediately. If they do not feel comfortable raising the issue with either of those people, the employee can contact one of the Directors. Mastekers also have the option of raising a formal grievance under the Company's grievance procedure if the matter cannot be resolved informally or is too serious for an informal approach to be appropriate. The claim will be investigated fully and disciplinary action could be taken if discrimination is proven. In the event of a claim of discrimination by a client or supplier, the Company will notify a senior member of their organization, so that they may take appropriate action. In such circumstances, the Company will also take steps to ensure that our employees are fully supported and, if appropriate, moved away from any such unwanted or unacceptable behavior.

37.5. Gender and gender identity

Mastek will not tolerate any discrimination on the grounds of a person's gender. This includes treating someone less favorably because they are on maternity leave. Sexual harassment is any harassing conduct which is based on the gender of the recipient and it is not permitted in any form. Sexual harassment can include unwelcome advances or other conduct of a sexual nature, sending jokes or e-mails of a sexually offensive nature, gestures or explicit pictures or words, or any other conduct which leaves the recipient feeling threatened or compromised.

37.6. Race

Treating someone less favorably as a result of their race or ethnic or national origins is unlawful and will not be tolerated in any form within Mastek. Racial harassment can include derogatory remarks, racially explicit statements or jokes, stereotyping and 'nicknames'. Such behavior is unacceptable.

37.7. Sexual Orientation

Treating someone less favorably as a result of their sexual orientation is unlawful and will not be tolerated in any form. Discrimination on the basis of a person's actual or perceived sexual orientation is not acceptable.

37.8. Religion and Belief

For the purposes of the regulations governing discrimination on religion and belief, there are three essential elements that are necessary to meet the definition of religion. These

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are a belief in a Supreme Being, worship of that Supreme Being and the existence of a group of people who observe a set of beliefs, values, customs and practices set down by and through the Supreme Being. Generally, belief does not cover philosophical or political beliefs. Discrimination or harassment on the grounds of actual or perceived religion or beliefs is not acceptable. Whilst the Company respects individual observance of differing religions, religious holidays that are not designated as UK public holidays must be taken as holiday or unpaid leave (subject to authorization requirements laid out in the Company's holiday policy).

37.9. Age

Discrimination against a person on the grounds of their actual or perceived age (whether younger or older) is unacceptable and Mastek is committed to ensuring equality of opportunity for all employees regardless of age.

37.10. Disability and Reasonable Adjustments

Purpose: If a Mastek employee has a disability or has become disabled, Mastek is required under the Disability Discrimination Act 1995 to make reasonable adjustments to ensure that the employee can effectively do his work. The range of conditions which qualify under this legislation is wide and can include both physical and mental conditions, for example: mobility, sight, hearing, diabetes, dyslexia, thyroid conditions, schizophrenia, stress and depression. The impact these conditions have on an employee's ability to do his job must be significant and will normally have already lasted for 12 months or be expected to last for 12 months. If there is a possibility of the illness or condition being covered by the Disability Discrimination Act, the Mastek employee must talk to his Manager or HR Manager at the earliest opportunity. Alternatively, he can record details of your disability within Employee Self- Service which will alert his HR Manager to your disability. Informing the Company of the Mastek employee's disability will allow us to obtain the best advice to help him. This will usually involve working with the individual and our independent Occupational Health Adviser to ensure that any adjustments we make will enable the employee to fulfill your his potential. The advice we receive will enable reasonable adjustments to be made which may involve acquiring special equipment for the concerned employee like a keyboard or special chair, arranging transport or making adjustments to the employee's working arrangements, such as altering working hours or transferring you to fill an alternative vacancy. These are just examples and reasonable adjustments will be defined according to the Mastek employee's circumstances and the Company's operational needs. In order to assist us with making adjustments, the Mastek employee should inform us of any needs, or changes to needs, as soon as possible. Discrimination and harassment on the grounds of a person's disability, such as violating a person's dignity or creating an intimidating, hostile, degrading, humiliating or offensive environment will not be tolerated in any form.

37.11. HIV and AIDS

Mastek recognizes that HIV is a workplace issue and wishes to respond sensitively and practically to the difficult challenges that HIV and AIDS can present at work. Discrimination against employees including harassment, spreading rumors about an employee's suspected HIV status or a refusal to work with an employee living with or affected by HIV and AIDS will not be tolerated. The HIV status of an employee is personal information that should not be recorded in any way that may be easily accessible and should not be shared without the employee's consent. Sickness and medical certificates supplied to HR will be kept confidential, unless the employee consents to any further disclosure. If an employee learns of a colleague's HIV status, they must not disclose this information without the individual's explicit consent. Similarly, any advice or information about HIV or AIDS sought by an employee should remain confidential. We will make every reasonable effort to enable HIV positive employees to remain in employment and we will work with them to make reasonable adjustments to their role where this is appropriate.

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37.12. Harassment & Bullying

Harassment can be described as behavior that is unwanted, unwelcome and undermines a person's dignity at work. It is behavior which a Masteker, a colleague, a client or a supplier finds intimidating, upsetting, embarrassing, humiliating or personally offensive. Harassment may or may not be connected to discrimination. Harassment in any form will not be tolerated within Mastek. Certain conduct may be offensive to employees, even if it is not directed at them. It is immaterial whether harassment is intentional or not. It is the effect that the behavior has on the recipient that makes the behavior unacceptable. The impact of harassment and bullying on the individual who is being harassed can be significant and detrimental to their behavior, morale, performance and mental and physical health. Any allegations of harassment will be fully investigated. Harassment can take a number of forms. This is by no means an exhaustive list but examples are non verbal, verbal and physical.

37.13. Bullying

Bullying is not dissimilar to harassment. However it usually involves the misuse of power or intimidation, leaving the individual feeling hurt, vulnerable, compromised, threatened, disengaged, angry or helpless. Examples of potentially bullying behavior include: public humiliation, put-downs or ridicule, this can also occur via email, reprimanding an employee in front of other employees when this could be done in private, personal insults and name calling, instantaneous rages, often over trivial matters, persistent criticism, singling out an employee for unjustified criticism, withholding essential information, removing areas of responsibility without consultation, requiring menial tasks to be undertaken frequently which may be deemed inappropriate to a person's role, aggressive behavior or threats directed at an employee, including verbal abuse, turning own leave for no objective reason, persistent placing of excessive demands on employees, setting of unrealistic targets or objectives, or the changing of targets or objectives without good reason, manner of

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addressing an employee, physical attacks , deliberate and wrongful attributions of blame. Bullying should not be confused with legitimate actions by a Manager to encourage an improvement in an employee's performance such as: negative feedback from your Manager or a client which is intended as constructive comment, defining areas for personal improvement(s), reasonable instructions given to you by the manager or a client, performance management and the setting of work related targets and objectives or appropriate action taken under the Disciplinary and Grievance Policy or a Personal Improvement Plan.

If a Masteker believes that someone else's behavior, including that of a client or supplier, is personally offensive, socially unacceptable or fails to respect an individual's rights as an individual, the concerned person should tell them their behavior is unwelcome and give them some examples. In some instances this will solve the problem, as they may be unaware of the effect their behavior is having . If the employee feels unable to approach the individual or if the harassment or bullying continues, they should make a diary note of dates, times and incidents and must speak with their Manager as soon as they feel able. If the Masteker is unable to do this they should talk to their HR. Where they believe bullying is occurring, they will speak to the harasser on your behalf to make it clear that the behavior is unacceptable and that it must stop. If the harassment is serious in nature the matter will be fully investigated and this may lead to disciplinary action and potentially dismissal if an employee is found to have acted in this way. As a permanent or temporary Mastek employee, each employee is responsible for ensuring that they do not, by their own actions, behaviors or attitudes, discriminate against, harass or bully fellow employees, clients, suppliers and other people with whom they come into contact whilst carrying out work. If a Masteker sees someone, or are aware of someone being harassed or bullied, they should talk with them and see how best they can help. It may be they are unwilling or frightened to raise the issue formally. If they think this is the case, they should offer to talk to either their Manager or HR on their behalf. If the individual feels uncomfortable about dealing with issues such as these, or feels s/he does not have the skills required, they ought to bring this to their Manager's attention or to the attention of your HR Manager. Where this informal approach fails, they will need to raise a formal Grievance so that the manager or HR can investigate the matter. This will be dealt with quickly, thoroughly and confidentially. A complete record of the complaint and investigation will be kept by HR. In some cases, it may be appropriate to work with an external, impartial mediator to resolve issues. Mediation would be used only where all parties agree to the process, is entirely voluntary and would be conducted in private with absolute confidentiality. If it is found that an employee has harassed or bullied someone or acted in a discriminatory way, irrespective of grade or position, this will be treated as a conduct issue under the Disciplinary Procedure and, depending on the circumstances, could lead to dismissal. It is also possible that the Masteker or the person who has complained could be transferred to another area so as to avoid further risk of disharmony. It may also be recommended that both undertake counseling if necessary.

37.14. Victimization

Any intimidation, victimisation, discrimination or bullying of an employee who makes a complaint, or who assists in an investigation into a complaint will not be tolerated by the Company.

37.15. Public Disclosure

We encourage employees to disclose any information that they believe may be an illegal act on the part of the Company, an employee, or a client. In such an event the Masteker should raise the issue with their Manager, a more senior Manager, or HR, and be aware

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that the individual is protected in law from any form of detriment for doing so. Mastek will investigate any such allegation and take appropriate action.

37.16. Monitoring and Recording

Upon joining the Company employees are asked to provide data concerning their ethnic origin, gender and any disability that they may have. This information is held on the HR system and is used as the basis for monitoring the Diversity of the workforce. In addition, employees are able to update your personal details at any time through their HR. Monitoring the diversity of the workforce also allows the Company to audit its people processes, such as performance reviews, pay reviews and training, to ensure that no discrimination occurs. [\[back \]](#)

38 ANTI-BRIBERY & CORRUPTION POLICY

Anti-Bribery and Corruption Policy would be followed in accordance with those prescribed under the UK Bribery Act, 2010. (reference may be made to the detailed guidelines published on Masteknet on implementation of the Bribery Act).

39 SLAVERY AND HUMAN TRAFFICKING

Our understanding of slavery and human trafficking is based on the definitions set out in the Modern-Day Slavery Act 2015 and is further guided by the UN Universal Declaration of Human Rights and the conventions of the International Labour Organisation (ILO), particularly those relating to forced or compulsory labour. We recognize that forced labour as a form of slavery includes debt bondage and the restriction of a person’s freedom of movement, whether that be physical, non-physical or, for example, by the withholding of a worker’s identity papers.

Slavery and human trafficking are abuses of a person’s freedoms and rights. We are totally opposed to such abuses in our direct operations, our indirect operations and our supply chain as a whole. We are proud of the many steps we have taken, and will continue to take, to ensure that slavery and human trafficking do not take place in any part of our business or our supply chains. To this effect, a detailed Code of Conduct on Modern Day Slavery is place which governs Mastek and its suppliers. Please refer the detailed guidelines published on Masteknet on implementation of the Modern Slavery Act.

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40 SELF DECLARATION

This document needs to be completed and returned to HR after going through the Code of Business Conduct & Ethics.

Stakeholder Details:

Full Name:	
Employee. Code:	DU/BU/CF:

I, _____ declare that I have read and understood the Code of Business Conduct & Ethics Policy (COBCE) of the Organization and the Conflict-of-Interest Policy contained therein. I agree to abide by the set standards stipulated in the COBCE and shall report any area/activity that is likely to lead to Conflict of Interest or to violation of the COBCE, to my Manager or an HR representative.

I certify that I hold no interests other than those mentioned below which might give rise to a Conflict of Interest or the perception of a Conflict of Interest.

Conflict of Interest Situation(s): (If applicable)
.....
.....
.....

I am also aware that any infringement or breach of known Conflict of Interest / COBCE could result in severe disciplinary actions, leading to even termination of my service from the Organization.

I also acknowledge that the Organization may make changes to the COBCE at any time and that any changes made will be incorporated in and published on the Organization’s intranet and that I am responsible, as an Employee, for ensuring that I am familiar with the COBCE at all times during my employment in the Organization.

Signature _____

Date _____

Place : _____

41 AMENDMENT HISTORY

Ver. No.	Date	Amendment History	Remarks
1.0	02-Jul-10	First Issue	Approved by Kalpana Jaishankar
1.1	01-Apr-11	Clause iv(a) inserted on page 41. Clause inserted 'if complaint is against a Compliance Committee member or an Ombudsperson' on page 42. Clause inserted clarifying no reimbursement of counsel cost even if nothing is proved against the subject after investigation – page 43. In Clause 25 Annexure of Ombudsperson list – name of Mike Dufton replaced with Erik Stockwell as Member of Compliance Committee in NA.	
1.2	27-Jul-11	Clause 25- annexure of Ombudsperson list – Added Amitabh Sharma as Co-Chairperson of Compliance in USA and Annie Shaji as Ombudsperson in UK Committee – NA and deleted following names – Maryann Dunlop, Vilas Kanyal, Anirudh Kaprekar, and Vivek Ranjan	
1.3	13-Oct-11	Clause 25 – annexure of Ombudsperson list – Added the names of Anirudh Deshpande, Ben Davison & Rajeev Jain and deleted the name of Annie Shaji.	
1.4	02-Mar-12	'Software License Compliance' clause newly added on page 8. Clause related to 'Assistance' under Alcohol & Drug Abuse deleted.	
1.5	01-Jun-12	Page 31 – Grievance handling: cases handled at Geo will be shared by Geo HR with Group HR Head on a quarterly basis as part of overall tracking. Page 43 – all references to a person against whom complaint has been made as a "subject" have been reworded for proper language. Page 44: 'Reporting in good faith' – the words 'to the extent possible' has been inserted before the words "after gathering facts....' And the words 'data to substantiate' has been replaced with 'data related to' Page 47: Chandramohan Mariyal replaced by Pramod Desai as Ombudsperson in NA.	
1.6	25-Sep-12	Anti-Corruption and Anti-Bribery clause included	

1.7	19-Sep-13	- Ombudsperson list changes made: Steve atchem in place of Barry Yard Sanjay Mudnaney in place of Sunil Subhedar	
1.8	01-Nov-13	- Annie Shaji replaces Anirudh Deshpande as ombudsperson in the UK	
1.9	24-Jan-14	Additional para added to the Unlawful Harassment Policy (Sexual Harassment) on page 22, as follows : <u>Complaint Closure confirmation</u> After closure of every harassment complaint, a confirmation of satisfactory closure of the complaint will need to be obtained from the complainant, with a clear statement of no monetary claim or damages on the Company.	
2.0	26-Jun-14	On Page 42 - In line with audit recommendations, detailed guidelines included on the type of information to be received from whistle blowers, as part of their complaints. Vidyesh Khanolkar replaced by Mangesh Desai as one of the Ombudspersons in India, effective 1-Jul- 2014	
2.1	09-Jul-14	- The words 'Any other issue' added to the type of information to be received from whistle blowers - on Page 42	
2.2	28-Jul-14	- Page 41 – para added to highlight the introduction of a single dedicated hotline telephone number for Mastekers to register whistle blower complaints	
2.3	01-Oct-14	- Whistle Blower Policy detached from the COBCE Policy and separately announced; the list of Ombudspersons also deleted as it is now part of the Whistle Blower Policy	
3.0	01-Apr-15	- Renumbered and formatted the entire Policy document, as also the Table of Contents	
4.0	24-Mar-16	- Clause No. 41 on Slavery and Human Trafficking included	
4.1	03-Apr-20	- Policy has been updated with new logo	
4.2	20-Nov-20	- Reviewed by stakeholders & compliance team. - Formatting changed. - Added Salary Confidentiality under Clause no. 17	
4.3	22-Mar-24	- Updated new Mastek Logo	
4.4	26-Sep-24	- Added a standard on no anti-competitive practices - Inserted the clause to refer Giving and Hospitality Policy (Global) - Clause added in 27 The Environment	Vimal Dangri