

# Business Conduct & Ethics Policy

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## Introduction

This policy explains the Code of Conduct that is expected to follow in connection with our business, at any of our locations or on client sites.

Whatever your role in Firstsource, employees are expected to promote our business interests and the welfare of Firstsource. It is important however, that employees should only do work that they are competent to do. If employees are asked to undertake an activity that is unfamiliar, they should tell their manager so that support can be arranged.

Please remember that as an employee you are an ambassador for Firstsource and should not undertake any action that could adversely affect our reputation, property, security, client, or general business relationships. At all times employees must demonstrate a high standard of honesty and integrity in accordance with our values.

## Scope & Purpose

The Business Conduct, Ethics and Policy will apply to all employees, at all levels. The policy aims to educate on how employees should conduct themselves with the business, during and after their employment.

## Confidential Information

It is important that employees adhere to the following standards of confidentiality:

- Provide clients with the highest professional standards or advice.
- Maintain confidentiality over client affairs.
- Ensure the security of the client's and the Company's working records.
- Conduct yourself responsibly.
- Conform with clients' rules when on their site.
- Employees report to their manager on any inappropriateness in respect of client or Company business dealings.

This duty of confidentiality continues after the employees' employment ends. Employees must therefore return all Firstsource and client property, whether or not compiled by employees when they leave.

## Data Protection

The Data Protection Act 2018 and The General Data Protection Regulation 2016/679 regulate the way in which personal data is gathered, stored, used, and disclosed (processing activities). Firstsource and all its employees have a key role to play in complying with these regulations. It can be a criminal offence for employees to disclose certain personal information without the company's consent. Such data includes information about individuals (data subjects), which is either processed by computer or recorded in a way that is readily accessible. The Act and Regulation is designed to protect the privacy of individuals and safeguard against misuse of personal data. (If you need further information about the Act employees should visit the Information Commissioner's website at: [www.ico.org.uk](http://www.ico.org.uk)).

Employees should check with their manager if they have any questions or concerns about their responsibilities regarding data protection. If employees fail to comply with the above, they could be committing a criminal offence, as well as making the Company legally responsible. Failure could also hold employees open to disciplinary action under the Firstsource disciplinary procedures.

## Intellectual Property and Inventions

Any discovery, invention, drawing, design, line of research, system, and program or other relevant information or documentation that employees produce in the conduct of Firstsource business, remains the property of the Company.

All intellectual property rights, including all patents, designs, copyright, and trademarks produced in the conduct of Firstsource business, and the right to apply for any grant or registration is also the property of Firstsource.

Any revenue or profit arising from intellectual property produced in the conduct of the Company's business belongs to Firstsource and it is under no obligation to account to employees on these matters.

This being so, employees must, if either alone or working with others, undertake to disclose in writing full details of intellectual property or inventions produced in the conduct of Firstsource business with which they are involved. Employees must also undertake to keep proper notes and records of any intellectual property produced. Employees must not knowingly put at risk the validity of any patent, protection, or application for the same either during or after their employment with Firstsource. Firstsource will meet the costs of applying for, or renewing letters patent, title or interest or other protection in any part of the world for any intellectual property on Firstsource's behalf. This is without prejudice to your rights (if any) under the Patents Act 1977.

## Conflict Of Interest

Whilst employed by us, employees will not be engaged, concerned, or interested directly or indirectly with any other business or occupation without our prior written consent.

Although we may refuse such consent without being obliged to provide any reason, it will not normally be withheld unless the business in which employees are involved is in competition with the Company, or, in the opinion of Firstsource the involvement could be to the detriment of your employment with Firstsource.

Employees will not be precluded from holding or acquiring any other company's shares or other securities which are listed or dealt with on any recognised Stock Exchange unless the holding exceeds one percent of the relevant company's issued securities. In all cases,

Employees or any dependant family members must not have an interest in, or be employed by, an organisation that has or is seeking to have business dealings with the Company, where there is an opportunity for preferential treatment to be given or received, without the knowledge of Firstsource.

Whilst employed by us employees are prohibited from using or disclosing any confidential information about Firstsource clients to any person or entity except to the extent that it may be necessary in the ordinary course of performing your role.

Employees must also hold in confidence any information provided by clients and make every effort to safeguard such information. In situations where Firstsource may work for close competitor's, employees must ensure that all necessary steps are taken to protect against any transfer of knowledge that would be of competitive significance. If the employees work may compromise their personal values or beliefs, they should discuss any concerns with their manager.

## Employment of Relatives

We recognise that employees may refer their friends and family to work for our organisation as well.

To ensure fair, anti-nepotism practices, related employees may be hired by the company if:

- each employee will not work in direct supervisory contact of each other
- their employment will not pose any difficulty for supervision, security, safety, or morale,
- their employment does not pose a conflict of interest to the business.
- Any other substantial reason that may affect the employee or employment relationship

## Romantic Relationships

If an employee becomes involved in a romantic or sexual relationship with another employee, they must disclose the existence of such relationship immediately to Human Resources. Firstsource will take all steps it deems necessary to prevent conflicts of interest and potential legal claims.

All employees must avoid romantic or sexual relationships with other employees that create conflicts of interest, potential charges of sexual harassment, or discord or conflicts in the workplace.

All employees are expected to behave in a professional manner and avoid inappropriate displays of affection, arguments over relationship issues, etc., in the workplace.

Firstsource has adopted this policy because of the potential problems posed by romantic or sexual relationships between employees. These problems include conflicts of interest, interference with the productivity of co-workers, and potential charges of sexual harassment.

Such problems can be particularly serious in situations in which one person has a position of authority over the other, such as in a supervisor-subordinate position.

Questions and clarifications will be addressed by Human Resources.

## Gifts and Hospitality

The general rule regarding gifts from clients or suppliers is that we do not accept them. However, we do not wish to be too restrictive and so gifts such as lunch, a diary or a bottle of wine would not be inappropriate, particularly with clients or suppliers with whom we are currently in business. The same applies to sporting events or hospitality invitations. If employees are in any doubt, they should speak with the Compliance Manager.

## Ethical Relationships with Our Clients

All employees are responsible for the successful partnership between the company and its clients. This can only be achieved on the basis of shared ambition and mutual trust between all, employees are therefore obliged to:

- Continuously develop professional skills in order to offer clients the best service.
- Nurture the professional development of all colleagues, share knowledge and expertise, and respect the ideas and opinions of others.
- Accept responsibility for mistakes and spread the credit for success.

- Conduct all business for the Company in accordance with Company values, and the strictest standards of honesty, accountability, and thoroughness.
- Refrain from using confidential knowledge of the client company for personal gain or advantage.

## Insider Trading

There are strict rules surrounding the trading in securities of clients or potential clients that must be rigorously adhered to. Employees are prohibited from disseminating insider information and from any securities transactions on the basis of insider information. We expect that employees will exercise the utmost discretion when considering transactions that involve the stock of Firstsource Solutions (The Company) clients.

## Restrictive Practices

After termination of employment (however determined) employees shall not, for a period of 6 months, directly or indirectly, and whether on the employees' own behalf or on behalf of any other business, person, partnership, firm, company, or other body which is wholly or partly in competition with Firstsource Solutions Ltd:

- Canvass, solicit, or attempt to entice away or accept the custom or business of any customer (being any business, person, partnership, firm, company, or other body for whom the Company has provided goods or services) with whom you had business dealings on behalf of the Company within the last 6 months of your employment.
- Solicit, entice away, or engage from the Company, offer or cause to be offered any employment in an executive, technical or sales capacity to any person employed by the Company for whom employees were responsible at any time during the last 6 months of employment.

**Please note this policy is not contractual and may be amended in line with changes in business needs.**