



AIMLAY Zero Tolerance Policy

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ZERO TOLERANCE POLICY

Introduction

Zero tolerance is a mechanism to eliminate undesirable behavior among employees and provides an action for violating company rules. The policy helps keep a check on people and processes, where there is an opportunity to bend the rules or use their own discretion to provide or receive undue benefit/ favor.

AIMLAY Pvt. Ltd. (hereinafter referred to as "AIMLAY" or "Company") has a Zero Tolerance Policy and establishes global standards regarding the prevention of Bribery, Corruption, Money Laundering, Fraud, Theft, Extortion and Embezzlement. This is applicable to AIMLAY and its affiliated entities worldwide. If local laws or regulations have rigid requirements, those laws supersede the requirements stated in this policy.

We expect all those we engage, including our partners, advisors, visitors, consultants and employees and our stakeholders, contractors, vendors/ suppliers to comply with this approach when carrying out their duties for and on behalf of AIMLAY or in association with us.

AIMLAY and its affiliated entities worldwide are committed to doing Business with integrity and the highest anti-corruption standards. All AIMLAY Associates are expected to conduct themselves with honesty, fairness and high ethical standards, as well as abide by all anti-corruption / anti-bribery laws and avoid even the perception of impropriety.

Statement

In alignment with laws around the world, we at AIMLAY do not promise, offer, give or authorize, directly or indirectly, bribe or anything of value to anyone – including any government official / employee, representative of a government, including state-owned enterprises and / or state-controlled entities, private (non-government) officials, or employees of any Business – to attempt to improperly influence any act or decision to obtain or retain Business, or to secure any improper advantage for AIMLAY.

To combat corruption, most countries have enacted anti-corruption / anti-bribery laws and regulations. These laws make it a crime to give, pay or promise "anything of value" (bribes) to:

- Influence an act or a decision to obtain, retain and / or direct business, or secure an improper advantage of any kind.

Compliance with this policy is mandatory, non-compliance for employees / any affiliates is considered to be gross misconduct / breach of contract and consequences is not limited to serious action / termination but also to appropriate legal action as per governing state / central Law.

In any cases, where we consider non-compliance with the policy to be serious enough or where the circumstances and evidence are appropriate, we will report the matter to a relevant authority such as HR (Human Resources) / Division Head (Division Head Units) / Reporting Manager in AIMLAY Team.

Purpose

This policy is to help employees to do things correctly. The overall purpose is to underline our commitment to the prevention of bribery and corruption and to clarify our expectations. The policy applies to the entire AIMLAY workforce, operations, subsidiaries, and affiliates, in terms of all dealings and transactions in all countries where AIMLAY operates.

The entire AIMLAY workforce, including representatives acting on behalf of AIMLAY, are required to read, understand, and abide by this policy. This covers the following aspects (but is not limited to), where the probability of misuse and its negative impact on the goodwill of the organization is the highest-

1. Bribery
2. Commission

3. Corruption
 4. Money laundering
 5. Gifts and entertainment
 6. Fraud
 7. Theft
 8. Extortion
 9. Embezzlement
 10. Maintaining Decorum in Office
 11. Declared emergency by the Government.
- 1. Bribery**

Bribery is a criminal offence. It is defined as "offering (gift cards, home repairs, tickets to a theatre or sporting event, guest passes to a private club, a no-bid contract, a summer job for a teenage family member, free trip / vacation stay in resorts or hotels or guest houses / courtesy car service rides and more, where given to obtain an improper advantage), promising or giving someone a financial or other advantage to encourage them to perform their functions or activities improperly, and includes where it is known or believed that the acceptance of the advantage in itself constitutes improper performance. It also includes asking for or agreeing to accept a bribe". This also includes facilitation payments and bribes under duress i.e. by threatening or using forceful means.

The departments or functions, which are in direct touch or dealing with external vendors due to the nature and scope of their work, are more susceptible to being offered undue monetary/non-monetary benefits, which also comes under the category of bribes. Some of these departments are Admin, Talent Acquisition and Services, Finance, Sales, Marketing, CRM/Thesis Writing, etc.

Non-monetary favors may include giving high-value gifts or taking out for lunch/ dinner at an expensive restaurant, offering VIP passes/ expensive tickets for a concert, etc. Though there are no direct offers or giving money, these may influence or give an advantage to the individual or the company which gives such benefits.

2. Commission

No employee will accept or offer any commission against any payment to be made or received to any vendor, channel partners, customers, etc.

3. Corruption

Corruption is defined as "the offering, giving, soliciting or acceptance of an inducement or reward, which may influence the action of any person". Either with the intention to refrain the individual or a team from doing their regular work, or performing any activity, apart from their regular assigned work that they are not supposed to do actions are reactions that are against the work ethics.

4. Money Laundering

Money laundering is defined as "exchanging money or assets that were obtained criminally for money or other assets that are 'clean/legitimate'". The 'clean/legitimate' money or assets do not have an obvious link with any criminal activity. Money laundering also includes money that is used to fund terrorism in its extreme sense. The term 'laundering' is used because criminals turn 'dirty' money into 'clean' funds which can then be integrated into the legitimate economy as though they have been acquired lawfully.

5. Gifts and Entertainment

This is to inform you all that AIMLAY employees are prohibited from accepting or giving gifts to vendors, suppliers, prospective vendors/suppliers, clients, prospective clients, Business partners, government officials, or any third parties irrespective of any of the season or festive days. This policy supports personnel of AIMLAY to conduct their work in a fair, objective, and independent manner. This No Gift Policy is in place to avoid situations which may influence the employee's judgment in a

decision-making process or put the employees in a position of conflict or obligation.

As an exception, revenue generators/ Contributors (not vendors) like customers who are paying to AIMLAY, can take the project team (not individuals) for a short break/ lunch/ dinner. Also, any of the gift from the revenue generators/ Contributors (not vendor) are acceptable provided they are properly branded from the customer side and are non-sellable for example customerbranded Jackets, Cups, and any other similar non-valuable stuff.

6. Fraud

There are many technical definitions of fraud, but we define it as a form of dishonesty, involving false representation, failing to disclose information or abuse of position, undertaken to make a gain or cause loss to another.

- Fraud by false representation.
- Fraud by failing to disclose information.
- Fraud by Abuse of position.
- Obtaining services dishonestly with the intent to avoid payment.
- Possessing, making, and supplying articles for use in frauds.
- Participating in a fraudulent business carried on by a sole trader
- Misuse of information/ license in their personal capacity
- Any misrepresentation which can dilute the credibility of the ONE in the system

7. Theft

Theft is defined as where a person dishonestly, with a view to gain for themselves or another or with intent to cause loss to another either:

- Stealing/abduction on / taking off / snatching / destroying the belonging of others without their knowledge, knowingly or unknowingly.
- Destroys, defaces, conceals, or falsifies any account or any record or document made or required for any accounting purpose.
- In providing information for any purpose, they produce or make use of any account, record, or document, which to their knowledge is or may be misleading, false, or deceptive.
- Taking credit for someone else's work.
- Using open-source code and claiming that it was written by self-

Please note: -Theft does not depend on the value of the object stolen.

8. Extortion:

The unlawful exaction of action/money or property through intimidation/force/coercion, crimes involving interference with by themselves or through others. Extortion may include threats of harm to a person or his property, threats to accuse him of a crime, or threats to reveal embarrassing information. Some forms of threat are occasionally singled out for separate statutory treatment under "blackmail."

9. Embezzlement

It is the act of withholding assets for the purpose of conversion (theft) of such assets, by one or more persons to whom the assets were entrusted, either to be held or to be used for specific purposes. Usually, it is a premeditated crime, performed methodically, with precautions that conceal the criminal conversion of the property/asset, which occurs without the knowledge or consent of the affected person either embezzling only a small proportion of the total they receive or control, to minimize the risk of the detection of the misallocation of the resources.

10. Maintaining professional ethics in the Office

It is very important to maintain discipline and decorum in the office. AIMLAY has zero tolerance and

will initiate action if any of the following issues are observed and/or reported

- Negligence of critical work which impacts on a larger employee base (e.g. Security, Payroll, Transport, etc.)
- Violence, Harassment, unnecessary confrontation, Misbehavior, by-passing the Hierarchy, passing remarks or showing bias/ favoritism basis Location, Religion, Caste, Gender, etc.)
- Groupism to gain self-inclined interest or work scope.
- Undue benefit in the form of promotion, unjustified appraisal, and any other non-monetary benefit including rewards, approving unjustified absence from work, etc.
- Taking credit for someone else's work.
- Damaging and misusing office assets and property.
- Promise to provide a job or take money to provide a job.
- Indulging in unnecessary conversions which are impacting the loss of / time of others.
- **Employees in the Organization are not allowed to Disclose His/her Salary with any other Employee.**

Disclosure of confidential information knowingly or unknowingly to gain monetary or non-monetary benefit and/or to malign AIMLAY's goodwill, will result in severe corrective action, which may be up to Termination.

Please refer to Annexure 1 for more details

11. Declared Emergency by the Government

During the emergency situation declared by the state / central government, we expect all AIMLAY employees, as true citizens of the country, to follow the guidelines issued by the relevant authorities.

The Emergency situations do not limit to Curfew, Lockdown, Riots, Flood, fires, earthquakes and any other Natural Calamity, etc. Any breach of the guidelines announced/issued by the Company / Government, may not only be subject to serious actions up to Terminations of employment but also legal actions as per the applicable Laws of the Government.

- We shall not induce/involve participating in Common Gatherings/protests.
- We shall avoid gathering in a public place.

Prevention and detection

We expect all those we engage with to:

- Support AIMLAY's statement on the zero-tolerance policy towards bribery, corruption, theft, etc.
- Comply with this policy and other policies and processes that are not limited to recruitment, appointments, contracts and procurement, pay-out, management of interests, and the receipt and provision of gifts and hospitality.
- Have, and be seen to have, the highest standards of honesty, propriety, and integrity in the exercise of their duties.
- Report all suspected and known cases of bribery, money laundering, fraud, theft, and corruption; and Assist in any investigation.
- Background verification is being done and we are supporting background verification too.

In case of an issue being reported, AIMLAY will:

- Publish a statement setting out our commitment to preventing bribery, corruption, theft, etc.
- Undertake a risk assessment of our exposure to potential external and internal risks ensure we have suitable levels of internal controls embedded in our day-to-day practices that would result in affecting commercial and non-commercial of AIMLAY's resources and reputation.
- Ensure our other policies (including recruitment, appointments, contracts, and procurement) are clear on our commitment to anti-bribery, money laundering, fraud, theft, and corruption and are followed.
- Ensure that references are checked, and necessary due diligence is carried out when recruiting and appointing people and when we bring in new suppliers.

- Ensure our employees and other affiliates we engage with are aware of their duties in relation to the management of interests, receipt and provision of gifts and hospitality and how this policy applies to them.
- Ensure there are appropriate processes in place to report concerns regarding bribery, money laundering, fraud, theft, and corruption.
- Ensure there are appropriate processes in place to effect prompt investigation upon receipt of concerns.
- Provide training and guidance as needed for people to understand their role in preventing bribery, money laundering, fraud, theft, and corruption.
- Record and report on allegations received under this policy.
- Take appropriate disciplinary and legal action, if necessary, such as dismissal removal from office and termination of contract and inform relevant organizations and authorities such as individual employers the AIMLAY Team,
- If the circumstances and evidence are appropriate, AIMLAY may do this without notification as it is a breach of contract and a code of conduct.

Reporting Your concerns

If you have been offered a bribe or have concerns about the conduct of an affiliate employee, a contractor or a supplier which you feel that has breached this policy you should report your concerns as follows:

- Report your concerns to HR.
- If it would not be appropriate to do this, you should report your concerns to the Reporting Manager.

As an employee, in case of an issue being observed or reported, you should:

- Document your concerns immediately, in as much detail as possible;
- It should include all relevant details such as dates, times, places, details of conversations/transactions, names of those involved, etc.
- Not attempt to carry out an investigation yourself as this might damage any subsequent inquiry and could lead to a loss of evidence.
- Need to Co-operate fully with the person(s) leading the investigation.

Investigation

All allegations of non-compliance with this policy will be investigated as follows

- Employees will be investigated by HR (unless the concern is reported to the Division head – as per the reporting procedure).
- Management (including advisors and visitors), Contractors and suppliers – will be investigated by the Head of Human Resources (unless the concern is reported to the Division Heads).
- Stakeholders and other external parties we engage with – we will not investigate allegations made about stakeholders ourselves. Allegations made to us under this policy will be reported to the individual own organizations or regulator (whichever is appropriate). We will provide all relevant evidence to support the allegations for internal proceedings to be initiated.
- If the allegations are sufficiently serious, we may inform the relevant authorities (for example, the police or Serious Fraud Office) before we initiate our own investigation.

The investigation by HR:

- HR will investigate members and suppliers as per the process outlined in the Conduct, Attendance, and Performance policy will be used, with the support of the Management and/or internal mains if needed.
- Need to gather the necessary evidence, make statements and produce a report that details any weaknesses in internal controls which contributed to the fraud and where necessary make recommendations for remedial action.

In all instances we will:

- listen to all concerns raised and treat every allegation seriously and confidentially and notify the

Reporting Manager (unless inappropriate to do so), of all allegations and keep them apprised of the progress of any investigation;

- Report the outcome of any investigation and remedial action required to the Management not ridicule, victimize or discriminate against those who raise a legitimate concern, irrelevant of whether it proves to be identified or not.
- Act against those who deliberately make a false statement or accuse someone of bribery, fraud or corruption of malicious purposes and notify the person who initially raised the concern of the outcome of the investigation and any remedial action to be taken.

What to do if you have further concerns following an investigation?

If you are unhappy with the outcome of the initial investigation, you can raise your concerns directly with your Reporting Manager.

Monitoring and review

The Head of HR will be responsible for reviewing this policy regularly, considering new or changes to legislation and regulations as well as best practice.

Action Procedure

Potential indicators of bribery, money laundering, fraud, theft, and corrupt activity. The following examples are not exhaustive and are intended to be used to help recognize bribery, fraudulent and corrupt activity.

- Abnormal cash payments being received or paid.
- Pressure exerted for payments to be made urgently or ahead of schedule.
- Payments being made through a third party (e.g. goods or services supplied to others, but payments being made, usually to some other company).
- Abnormally high commission percentage being paid to a particular agency. This may be split into two accounts for the same agent, often in different jurisdictions.
- Private meetings with contractors or companies hoping to tender for contracts.
- Unusual gifts or cash being received.
- Abusing decision processes or delegated powers for certain individuals or organizations.
- Making unexpected or illogical decisions accepting projects or contracts, including agreeing to contracts not favorable to the organization either with terms or time, without proper explanation.
- An unusually smooth process of cases or projects where the individual does not have the expected level of knowledge or expertise.
- Unexplained preference for certain contractors during tendering periods.
- Bypassing normal tendering / contractor procedures including avoidance of independent checks on tendering or contracting processes.
- Invoices being agreed more than the contract without reasonable cause.
- Authorizing invoices without the required level of authority.
- Incomplete documents or records regarding meetings or decisions.
- Company procedures or guidelines not being followed.
- The payment of, or making funds available for, expenses on behalf of others.

Corrective Measures

If such things are found with evidence, this can lead to severe corrective action, which may be up to the Termination of Employment of the employee(s) involved in such act(s).

Important note for reporting the concern:

All matters regarding the same can be sent to hr.mgr1@aimlay.com

If Any employee Disclose his/her salary with others, then it will be considered in the Zero Tolerance

Annexure-1

Misuse of Company Assets

- Employees shall not misuse the tangible and intangible assets of AIMLAY.
- Employees shall not use any internal information acquired directly or indirectly through employment for personal profit.
- Employees shall not misuse the assets of AIMLAY for personal use or profit or any other use unrelated to the employment activities of AIMLAY.
- Employees shall not be involved in any "for-profit" secondary activities or multiple employments.
- The budgets provided by AIMLAY should be properly used, executed transparently, and for legitimate business purposes.

Confidential Information

Employees agree to maintain confidential information received during employment at AIMLAY. Confidential information is defined as any intellectual property rights, including trade secrets, know-how, copyrights, or any information, which the client and/or AIMLAY may deem confidential.

Harassment

Harassment is defined as any unwanted physical or verbal conduct that offends or humiliates the recipient, that interferes with their ability to work and learn, or leads to adverse job-related consequences, and that any reasonable person caught to have known would be unwelcome. It does not include the legitimate exercise of supervisory authority regarding performance reviews, work evaluations, or valid disciplinary measures. It may include direct or implied threats of firing, loss of promotion or loss of pay raise, or may create an intimidating, hostile, or offensive work setting.

Examples of harassment include but are not limited to, racial or sexual slurs, name-calling, racist or sexist jokes, negative stereotyping, physical assault, bullying, threats, demeaning pictures, posters and graffiti.

Harassment includes the following categories of behavior, whether the behavior occurs once or many times:

a. Discriminatory behavior

Discrimination refers to treating people differently, negatively, or adversely because of one or more of the following prohibited grounds of discrimination: race, color, ancestry, place of origin, political belief, religion, age, sex, sexual orientation, marital status, family status, physical or mental disability, or pardoned criminal conviction.

b. Personal harassment

Personal harassment includes objectionable conduct, comment, or display made on either a one-time or continuous basis that demeans, belittles, or causes personal humiliation or embarrassment on the part of the recipient. It may or may not be linked to discriminatory behavior.

c. Sexual harassment

Sexual harassment refers to any conduct, comment, gesture, or contact of a sexual nature, whether on a one-time basis or a series of incidents, that might reasonably be expected to cause offence or humiliation or that might reasonably be perceived as placing a condition of a sexual nature on employment, an opportunity for training or promotion, receipt of services, or a contract. Examples of behavior that can constitute sexual harassment include but are not limited to.

- unwanted touching, patting or leering
- Policy on Harassment,
- Inquiries or comments about a person's sex life

- telephone calls with sexual overtones
- gender-based insults or jokes causing embarrassment or humiliation
- repeated unwanted social or sexual invitations
- inappropriate or unwelcome focus/comments on a person's physical attributes or appearance

d. Bullying

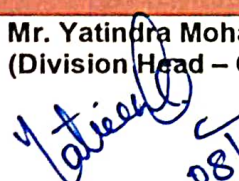
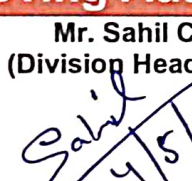
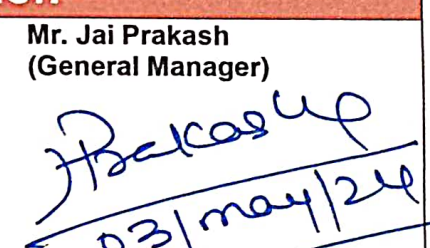

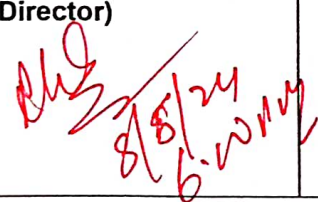

consists of behavior to attack and diminish another by subjecting the recipient to unjustified criticism and trivial fault-finding, humiliating the recipient (especially in front of others), and/or ignoring, overruling, isolating, and excluding the recipient. If from a superior, Bullying may include setting up the recipient for failure by setting unrealistic goals or deadlines or denying necessary information and resources; either overloading the recipient with work or taking all work away (sometimes replacing proper work with demeaning jobs); or increasing responsibility while removing authority.



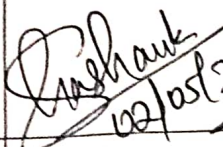
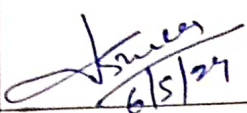
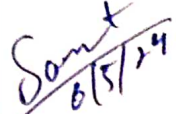
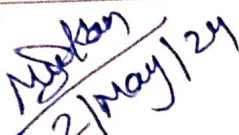
e. Abuse of authority

Abuse of authority refers to an individual improperly using the power and authority inherent in a position to endanger a person's job, undermine the performance of that job, threaten the person's economic livelihood, or in any way interfere with or influence a person's career. It is the exercise of authority in a manner that serves no legitimate work purpose and ought reasonably to be known to be inappropriate. Examples of authority abuse include acts or misuse of power like intimidation, threats, blackmail, or coercion.

f. Poisoned work environment

A poisoned work environment is characterized by activity or behavior, not directed at anyone that creates a hostile or offensive workplace. Examples of a poisoned work environment include but are not limited to: graffiti, sexual, racial, or religious insults or jokes, treatment of an employee, and the display of pornographic or other offensive material.

Approving Authorities Section		
Mr. Yatindra Mohan Jha (Division Head – Growth)  08/May/24	Mr. Sahil Chopra (Division Head – Support)  4/5/24	Mr. Jai Prakash (General Manager)  03/may/24
Mr. Jitin Arora (Division Head – Operation)  08/05/24	Mr. R. K. Gupta (Director)  8/5/24 6.00 PM	Mr. Gitesh Gupta (CEO)  8/5/24

Acknowledgement Section				
S. No.	Name	Designation	Department	Signature
1.	Varun Jha	Assistant Manager	Accounts	 3/5/24
2.	Sanjeev Kumar	Assistant Manager	HR	 03/05/2024
3.	Shashank Jain	Team Leader	Audit	 02/05/24
4.	Varunesh Shukla	Team Leader	Audit	 6/5/24
5.	Sumit Malik	Senior Executive	HR	 6/5/24
6.	Muskan Yadav	Executive	Protocol Unit	 2/may/24