pAI

Policy No.: HR-03 Effective Date: 2025-07-01

Policy Title: Code of Conduct Policy

Revision No.: 1.0

Supersedes: N/A

Table of Contents

1. Purpose
2. Scope
3. Definitions
4. Policy Statement
5. Procedures / Guidelines
6. Responsibilities
7. Compliance & Consequences
8. Review & Revision History
9. Purpose

The pAI Code of Conduct Policy establishes the fundamental ethical principles and behavioral standards expected of all individuals associated with the company. It serves as a guide to foster a culture of integrity, professionalism, respect, and compliance with all applicable laws and regulations.

1. Scope

This policy applies to all pAI employees (full-time, part-time, temporary), officers, directors, consultants, contractors, and agents ("Individuals") globally, regardless of their location, role, or duration of service. Adherence to this Code is a condition of employment or engagement with pAI.

1. Definitions

| **Term** | **Definition** |
| --- | --- |
| **Confidential Information** | Any non-public information related to pAI's business, including but not limited to, trade secrets, proprietary technology, financial data, customer lists, employee records, business strategies, and personal data. |
| **Conflict of Interest** | A situation in which an Individual's personal interests (financial, familial, or other) could potentially influence, or appear to influence, their judgment or actions in performing their duties for pAI. |
| **Data Protection** | The process of safeguarding personal data and privacy, ensuring compliance with relevant data privacy laws and internal policies. |
| **Fraud** | Any intentional deception designed to achieve financial or personal gain, or to cause loss or damage to pAI or others. |
| **Gifts & Entertainment** | The provision or acceptance of anything of value (e.g., meals, tickets, services, monetary gifts) to or from external parties with whom pAI conducts business. |
| **Insider Trading** | The illegal practice of trading on the stock exchange to one's own advantage through having access to confidential information about a company's financial performance or plans. |
| **Retaliation** | Any adverse action taken against an Individual for reporting a suspected violation of this Code in good faith, or for cooperating with an investigation. |
| **Whistleblowing** | The act of reporting concerns about misconduct, unethical behavior, or illegal activities within pAI through established channels. |

1. Policy Statement

4.1 **Integrity and Honesty:** Individuals shall act with honesty and integrity in all business dealings and interactions, avoiding any conduct that could be perceived as unethical, deceitful, or misleading.

4.2 **Respect and Fairness:** Individuals shall treat all colleagues, clients, partners, and external stakeholders with respect, dignity, and fairness, fostering an inclusive and positive work environment free from discrimination, harassment, or bullying (See Policy HR-02 and HR-04).

4.3 **Compliance with Laws:** Individuals shall comply with all applicable national, local, and international laws, regulations, and pAI policies.

4.4 **Protection of Company Assets:** Individuals shall protect pAI’s assets, including physical property, intellectual property, and financial resources, and ensure their efficient and ethical use.

4.5 **Confidentiality:** Individuals shall protect confidential and proprietary information of pAI and its clients, and not disclose such information to unauthorized parties (See Policy HR-03, Section 5.1.2).

4.6 **Conflicts of Interest:** Individuals shall avoid situations where their personal interests conflict, or appear to conflict, with the best interests of pAI. Any potential conflicts must be disclosed (See Policy HR-03, Section 5.1.1).

4.7 **Anti-Bribery and Corruption:** pAI has a zero-tolerance policy towards bribery, corruption, and any illicit payments. Individuals must never offer, give, solicit, or accept bribes or undue advantages.

1. Procedures / Guidelines

5.1 Ethical Business Practices

5.1.1 Conflicts of Interest:

\* Individuals must avoid situations where personal interests (e.g., financial investments, outside employment, close relationships) could conflict with pAI’s interests.

\* Any actual or potential conflict of interest must be promptly disclosed in writing to the Individual's direct manager and the Human Resources department or Legal department.

\* The company will assess the disclosure and determine appropriate action, which may include divestment, recusal from decisions, or other mitigation strategies.

5.1.2 Confidentiality and Data Protection:

\* Individuals are entrusted with confidential and proprietary information. This information must be handled with the utmost care and only used for legitimate business purposes.

\* Disclosure of confidential information to unauthorized persons, either internally or externally, is strictly prohibited.

\* All individuals must adhere to pAI's data protection policies and applicable privacy laws (e.g., GDPR, CCPA) regarding the collection, storage, processing, and disposal of personal data.

\* Access to sensitive data shall be on a "need-to-know" basis only.

5.1.3 Company Assets and Resources:

\* Company assets, including equipment, software, vehicles, and intellectual property, are for business use only.

\* Limited personal use of company resources (e.g., internet, email) may be permitted if it does not interfere with work duties, is lawful, and does not violate any other company policy.

\* All company-provided electronic systems (email, internet, networks) are subject to monitoring for compliance and security purposes.

5.1.4 Gifts and Entertainment:

\* Individuals shall not accept or offer gifts, entertainment, or favors that could improperly influence business decisions, create an obligation, or be perceived as a bribe.

\* Modest and customary business courtesies (e.g., occasional meals, small promotional items) that are reasonable in value and frequency may be permissible, provided they do not create a real or perceived conflict of interest and are fully transparent.

\* All gifts above a nominal value (as defined by local pAI guidelines) must be declared to and approved by management.

\* Cash or cash equivalents as gifts are strictly prohibited.

5.1.5 Fair Competition:

\* pAI competes fairly and ethically in the marketplace. Individuals must not engage in any anti-competitive practices, price fixing, market allocation, or other illegal activities.

\* All interactions with competitors must comply with antitrust and competition laws.

5.2 Workplace Conduct

5.2.1 Workplace Behavior:

\* Individuals shall conduct themselves professionally and respectfully at all times.

\* Harassment, bullying, intimidation, violence, or threats of violence are strictly prohibited (see Policy HR-02 for Anti-Sexual Harassment and Policy HR-04 for EEO & Non-Discrimination).

\* Drug and alcohol use on company premises or during business hours is strictly prohibited, except for moderate consumption at company-sponsored events where alcohol is permitted. Individuals must not be impaired by alcohol or drugs while performing work duties.

5.2.2 Social Media:

\* Individuals are personally responsible for their conduct on social media, even outside of working hours.

\* When using social media, individuals must not disclose confidential information about pAI, its clients, or employees.

\* Individuals must not post content that is derogatory, discriminatory, harassing, or could damage pAI’s reputation or relationships with clients and partners.

\* When identifying themselves as a pAI employee, individuals must include a disclaimer that their views are personal and do not represent pAI's official position.

1. Responsibilities

| **Role** | **Obligation** |
| --- | --- |
| **All Individuals** | Read, understand, and comply with all aspects of this Code of Conduct. Report any suspected violations or concerns promptly and in good faith. Seek guidance if unsure about the ethical implications of a situation. |
| **Managers / Supervisors** | Lead by example in upholding the Code of Conduct. Ensure their teams understand and adhere to the Code. Address any suspected violations or concerns within their teams and escalate as necessary. Create a supportive environment where employees feel comfortable raising concerns. |
| **Human Resources** | Develop, implement, and maintain this Code of Conduct. Provide training and guidance on ethical conduct. Oversee the reporting and investigation process for violations of the Code. |
| **Legal Department** | Provide legal counsel and guidance on compliance matters related to the Code. Review and advise on potential legal implications of Code violations. |
| **Senior Leadership / Board of Directors** | Foster a culture of ethics and integrity throughout the organization. Provide oversight and ensure that the Code is effectively implemented and enforced at all levels of pAI. |

1. Compliance & Consequences

7.1 Adherence to this Code of Conduct is a mandatory condition of employment or engagement with pAI.

7.2 Any suspected violation of this Code should be reported immediately through the following channels:

\* Immediate supervisor or manager.

\* Human Resources department.

\* Legal department.

\* Dedicated whistleblower hotline or email (if applicable and widely communicated).

7.3 All reports will be treated seriously and investigated promptly, fairly, and confidentially to the extent possible. pAI prohibits retaliation against any Individual who reports a concern in good faith or participates in an investigation.

7.4 Violations of this Code of Conduct will result in disciplinary action commensurate with the severity of the violation, up to and including termination of employment or engagement, and may also lead to legal prosecution if the violation involves illegal acts.

7.5 Individuals found to have made intentionally false or malicious accusations will also be subject to disciplinary action.

1. Review & Revision History

| **Version** | **Date** | **Description** | **Author** |
| --- | --- | --- | --- |
| 1.0 | 2025-07-01 | Initial release | HR Director |