



EMPLOYEE HAND BOOK

UNIVERSAL SURGICALS

Kasi Viswanadham

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EMPLOYEE HANDBOOK FOR UNIVERSAL SURGICALS

I.....	Welcome
II.....	Company Policy
III.....	Purpose of This Handbook
IV.....	What You Can Expect From the Company

A. Company Policies

- 1. Labor Policy**
- 2. Hiring Policy**
 - a. Equal Employment Policy**
 - b. Conflict of Interest**
 - c. Moonlighting**
 - d. Introductory Period**
 - e. Standards of Conduct**
 - f. Anti-Corruption Policy**
 - g. Prohibition of Bribery Policy**
 - h. Employee Background Check**
- 3. Internet Policy**
- 4. Email Policy**
- 5. Harassment-Free Workplace Policy Statement**
- 6. How Your Job is Classified**
- 7. Hours and Payroll Practices**
- 8. Overtime**
- 9. Wage and Performance Review**
- 10. Promotion**
- 11. Training**
- 12. Reimbursement of Expenses**
- 13. Retirement Policy**
- 14. Layoff**

B. Benefits Offered by the Company

- 1. Group Health Insurance**
- 2. Group Life Insurance**
- 3. Worker's Compensation Insurance**
- 4. Profit Sharing Plan**
- 5. Funeral Leave**
- 6. Leave of Absence**
 - a. Personal Leave**
 - b. Medical Leave**
- 7. Holidays**
- 8. Suggestions and Complaints**

9. Bulletin Boards

V.....What the Company Expects of You

- A. Change of Address**
- B. Absence**
- C. Severe Weather Conditions and Other Emergencies**
- D. Moonlighting**
- E. Visitors**
- F. Dress Standards**
- G. Personal Mail**
- H. Solicitation**
- I. Collections**
- J. Injuries and Illness**
- K. Personal Telephone Calls**
- L. Security**
- M. Gratuities/Gifts**
- N. Discharge, Discipline and Work Rules**
- O. Company Property**
- P. Voluntary Termination**
- Q. References and Recommendations**

VI.....Conclusion

I. Welcome

Welcome to the Universal Surgicals (herein after referred to as "Company"). We hope that you enjoy your position with us and that it will prove beneficial to both you and the Company. We offer our best wishes for your future success. We hope you will be just as proud to be a member of our organization as we are to have you.

II. Company Policy

To provide the consumer with consistently high quality products and friendly, competent service.

To provide all our employees with equal opportunities for advancement.

To provide you with good working conditions, to pay you a fair wage and to promote your welfare.

To produce a profit for the Company's future growth.

Effective: September 01, 2012

III. Purpose of This Handbook

This handbook is for the information and use of all employees of the Company. It contains the policies of the Company relating to hours, wages, employee benefits and conditions of employment, and provides a reference manual that should be followed by the Company and its employees. Company policies are operating practices and procedures of the Company. These policies have been established for the benefit of the employees and management in order to provide the best working conditions possible.

THE LANGUAGE OF THIS HANDBOOK AND THE RULES AND POLICIES STATED WITHIN ARE NOT INTENDED TO CREATE, NOR DO THEY CONSTITUTE, A CONTRACT IMPLIED OR EXPRESS BETWEEN THE COMPANY AND ANY OF ITS EMPLOYEES. THE POLICIES AND PROCEDURES ARE NOT UNCHANGEABLE. IF CIRCUMSTANCES ARISE THAT WARRANT CONSIDERATION OF A CHANGE IN POLICIES OR PROCEDURES, EMPLOYEES SHOULD BRING SUCH CIRCUMSTANCES TO THE ATTENTION OF MANAGEMENT. THIS HANDBOOK AND THE RULES AND POLICIES CONTAINED IN IT ARE SUBJECT TO CHANGE AT ANY TIME WITHIN THE SOLE DISCRETION OF MANAGEMENT.

EMPLOYMENT AT THE COMPANY IS ON AN "AT WILL" BASIS AND MAY BE TERMINATED BY THE COMPANY OR THE EMPLOYEE AT ANY TIME FOR ANY REASON. ANY CHANGE TO THIS AT WILL EMPLOYMENT STATUS, INCLUDING EMPLOYMENT FOR A PARTICULAR REASON, MAY BE GRANTED ONLY WITH THE SPECIFIC PRIOR WRITTEN APPROVAL OF THE MANAGEMENT OF THE COMPANY.

It is the duty of the management to administer fairly without discrimination these policies, and all employees are expected to abide by and follow these policies. In the event you have any questions concerning the application of any procedure or policy, you should first ask your supervisor, if possible. Any employee who feels that a policy has not been administered in accordance with this handbook should refer the problem directly to his/her supervisor or to

another member of management. No employee shall be penalized or discriminated against in any way for having requested consideration of the application of these policies or questioning the application of a policy in any situation.

Management intends that justice and fair dealing be the practice as well as the policy of the Company. Every employee should feel free to discuss his or her problems and any policies contained in this handbook with members of management. We welcome suggestions from you that will aid in maintaining constructive and harmonious relationships throughout the Company.

Please read this handbook carefully and review it with whomever you like-your family, your fellow employees, or your supervisor. If you have any questions, please bring them to the Management. When you have completed your review, please sign the form at the end of the handbook stating that you have reviewed the handbook, understand its contents, and agree to abide by it. Please return the form to the supervisor.

IV. What You Can Expect From the Company

A. Company Policies

1. Labor Policy

The Labor Policy of the Company is an open shop-open door policy. Each employee has the right to deal with members of management with reference to all working conditions. No employee is required to obtain any other person or organization to represent him or her in the presentation of problems or questions of regarding the application of the Company's working policies. No employee need pay to any person or to any organization any contribution or assessment for the right to work here. Management does not and will not discriminate against any employee because of membership or non-membership in any organization, whether it is religious, fraternal, professional or social. Each employee has the right to bring any problems to the attention of his or her supervisor or to any member of management. It is the duty of management to aid and assist whenever possible, in the solution of any problems or in the working out of suggestions. It is by solving our problems and capitalizing on suggestions that progress is made.

The management has attempted to provide the best conditions of employment, the most satisfactory tools and the most opportunity for advancement for each employee. It is the policy of the Company to compensate each employee in accordance with his or her ability and skill, and to provide him or her with every opportunity for training and development.

2. Hiring Policy

The Company hires individuals on the basis of their qualifications and ability to complete the responsibilities and tasks of the job to be filled. Unless otherwise provided in writing, employment with the Company is considered to be at will, so that either party may terminate the relationship at any time and for any lawful reason.

The Hiring Policy of this Company includes the following:

a. Equal Employment Policy

The Company is an equal opportunity employer. It is our policy to grant equal employment opportunities to qualified persons without regard to race, religion, color, national origin, sex, sexual orientation, pregnancy, age, veterans' or non-job physical or mental handicap or disability or other classification protected by applicable state or local laws, except where there is a bona fide occupational disability. The Company will provide equal opportunities in employment, promotion, wages, benefits and all other privileges, terms and conditions of employment. All recruiting, hiring, training, and promoting for all job classifications is done without regard to race, color, religion, sex, age or national origin except when a bona fide occupational qualification exist. All decisions on employment are made to further the principle of equal employment. All promotion decisions will continue to be made in accordance, with Equal Employment Opportunity principles, and only valid job requirements will be used.

b. Conflict of Interest

All persons employed by the Company owe a duty of fidelity to the Company. Employees must never place themselves in a position where their self-interest may conflict with this duty. Any employee who breaches this policy is subject to disciplinary action, up to and including discharge.

c. Moonlighting

Employees may engage in other employment provided it does not interfere with duties as an Employee of the Company or impair the ability of the Employee to perform Company duties. Employee must advise supervisor in writing that they have or want a second job. All outside Employment shall be subject to departmental rules and regulations, and the prior approval of Company Management.

d. Introductory Period

The first 12 months of your job at the Company are considered an introductory period and will be used to verify your skills, capabilities and suitability for our Company. Likewise, this gives new Employees the opportunity to evaluate the Company as a place to work. During this time you will receive Accidental and Health insurance benefits and also Employee Provident Fund participation, but you will not be eligible for other benefits if any. As previously stated in this handbook, during the introductory period as at any time during employment, your job may be terminated at any time without any reason without notice.

e. Standards of Conduct

It is anticipated that the Company employees will apply themselves fully to their work. Included in this assumption is that employees will report to work punctually as scheduled, perform their work assignments in a timely and professional manner, and follow all the Company policies, procedures, and practices.

Conduct that interferes with operations will not be tolerated. The Standards of Conduct are designed to be used to correct behavior. For the most part, they follow the principle of progressive discipline, i.e., warnings followed by increasing discipline depending on the type and

frequency of offenses. Discipline under the Standards of Conduct will not be based on any employee's race, color, religion, gender, age, national origin, disability, or political affiliation. The standards were developed to protect the well-being and rights of all employees. The standards are intended to be illustrative but not all-inclusive. Accordingly, an offense which, in the judgment of management, although not listed in the policy, seriously undermines the effectiveness of the college's activities or the Employee's performance, is to be treated consistent with the provisions of the Standards of Conduct Policy.

f. Anti-Corruption Policy

The Company's reputation for honesty, integrity and fair dealing is an invaluable component of the Company's financial success, and of the personal satisfaction of its employees. All employees are expected to comply with the applicable laws to which they travel, in which they operate and where we otherwise do business, including laws prohibiting bribery and corruption. The Company is committed to compliance with all relevant anti-corruption legislation, including and not limited to the Prevention of Corruption Act, 1988 (India).

Universal does not allow its employees or any related representative from giving, paying, promising, offering, or authorizing the payment, directly or indirectly through a third party, anything of value to any "government official" to persuade that official to help the company, or any other person, obtain or keep business.

- the benefit is for someone other than the party making the payment;
- the business sought is not with the government;
- the payment does not work and no business is awarded; or
- the government official initially suggested the payment.

g. Prohibition of Bribery Policy

The Company strictly prohibits bribery in any form.

As outlined above, anti-bribery provisions render illegal any corrupt offer, payment, promise to pay, or authorization to pay any money, gift, or anything of value to any government official for the purpose of:

- a) influencing any act or decision of the government official in his official capacity; inducing the government official to do or omit to do any act in violation of his lawful duty; securing any improper advantage; or
- b) inducing the government official to influence a decision of a governmental authority, in order to obtain or retain business or to direct business to anyone. For the purpose of this Policy, the term "government official" includes:
 - a public official, whether foreign or domestic; This includes all paid, full-time employees of a government department or agency (whether in the executive, legislative or judicial branches of government and whether at the national, provincial, state or local level). Government officials can also include part-time workers, unpaid workers, individuals who do not have an office in a government facility, and anyone acting under a delegation of authority from a government to carry out government responsibilities. This also includes officers and employees

of companies or entities that have government ownership or control, such as state-owned enterprises and government-controlled universities and hospitals.

- a candidate or official of a political party, whether foreign or domestic;
- a representative of an organization wholly-owned or majority-controlled by a government, whether foreign or domestic; or
- an employee of a public international organization.

The term “anything of value” as used in this Policy may include cash payments, gifts, entertainment, excessive business promotional activities, covering or reimbursing expenses of government officials, in kind or political contributions, investment opportunities, shares, securities, loans or contractual rights, promise of future employment, payments under consulting agreements, subcontracts, stock options, and similar items of value provided to government officials and often called “kickbacks” in the private sector.

The matters covered in this Code are of the utmost importance to the Company and its business partners, and are essential to the Company’s ability to conduct its business in accordance with its stated values. The Company must ensure prompt and consistent action against violations of this Code. We expect all of our employees to adhere to these rules in carrying out their duties for the Company. If, after investigating a report of an alleged prohibited action by a employee, the Company determines that a violation of this Code has occurred. Upon investigation that there has been a violation of this Code, the Company will take appropriate action against any person whose actions are found to violate these policies or any other policies of the Company. Disciplinary actions may include immediate termination of employment or business relationship at the Company’s sole discretion. Where the Company has suffered a loss, it may pursue legal actions against the individuals or entities responsible.

h. Employee Background Check:

The Company will perform a background investigation to evaluate a job candidate's qualifications, character, fitness, and to identify potential hiring risks for safety and security reasons. A background investigation may include criminal history, past employment verification, credit score, and criminal history.

III. Internet Policy

Purpose.

The purpose of this policy is to ensure the proper use of the Company's internet system and make its employees and users aware of what the Company deems as acceptable and unacceptable use of its internet system. This policy also provides for sanctions in the event of a breach or violation of the policy terms hereunder.

Applicability.

This Policy applies to all users of company technology, including employees, contractors, vendors, partners, associates, and any other parties accessing or using the Company's System through on-site or remote terminals.

Disclaimer of liability for use of Internet.

The Company is not responsible for material viewed or downloaded by users from the Internet. The Internet is a worldwide network of computers that contains millions of pages of information. Users are cautioned that many of these pages include offensive, sexually explicit, and inappropriate material. In general, it is difficult to avoid at least some contact with this material while using the Internet. Even innocuous search requests may lead to sites with highly offensive content. In addition, having an e-mail address on the Internet may lead to receipt of unsolicited e-mail containing offensive content. Users accessing the Internet do so at their own risk.

Duty not to waste computer resources.

Employees must not deliberately perform acts that waste computer resources or unfairly monopolize resources to the exclusion of others. These acts include, but are not limited to, sending mass mailings or chain letters, spending excessive amounts of time on the Internet, playing games, engaging in online chat groups, printing multiple copies of documents, or otherwise creating unnecessary network traffic. Because audio, video and picture files require significant storage space, files of this or any other sort may not be downloaded unless they are business-related.

No expectation of privacy.

The computers and computer accounts given to employees are the exclusive property of the Company. No individual should have any expectation of privacy in any communication over this System. The System is to be used solely for company-related business, and is not to be used for personal business or pleasure.

Monitoring computer usage.

The Company reserves the right to monitor, intercept and/or review all data transmitted, received or downloaded over the System. Any individual who is given access to the System is hereby given notice that the Company will exercise this right periodically, without prior notice and without the prior consent of the employee. The Company's interests in monitoring and intercepting data include, but are not limited to: protection of company proprietary and classified data; managing the use of the Company's computer System; preventing the transmission or receipt of inappropriate materials by employees; and/or assisting the employee in the management of electronic data during periods of absence. No individual should interpret the use of password protection as creating a right or expectation of privacy. In order to protect everyone involved, no one can have a right or expectation of privacy with regards to the receipt, transmission or storage of data on the Company's Internet System.

Blocking of inappropriate content.

Company may use software to identify inappropriate or sexually explicit Internet sites. Such sites may be blocked from access by Company networks. In the event you nonetheless encounter inappropriate or sexually explicit material while browsing on the Internet, immediately disconnect from the site, regardless of whether the site was subject to company blocking software.

Prohibited activities.

Material that is fraudulent, harassing, embarrassing, sexually explicit, profane, obscene, intimidating, defamatory, or otherwise unlawful, inappropriate, offensive (including offensive material concerning sex, race, color, national origin, religion, age, disability, or other characteristic protected by law), or in violation of Company's equal employment opportunity policy and its policies against sexual or other harassment may not be downloaded from the Internet or displayed or stored in Company's computers. Employees encountering, witnessing or receiving this kind of material should immediately report the incident to their immediate supervisor and Sr.HR Manager, by phone at **+91-9133331067** or email at **hrd@universalsurgicals.in**. Company's equal employment opportunity policy and its policies against sexual or other harassment apply fully to the use of the Internet and any violation of those policies is grounds for discipline up to and including discharge.

Games and entertainment software.

Employees may not use the Company's Internet connection to download games or other entertainment software, including wallpaper and screen savers, or to play games over the Internet.

Illegal copying.

Employees may not illegally copy material protected under copyright law or make that material available to others for copying. You are responsible for complying with copyright law and applicable licenses that may apply to software, files, graphics, documents, messages, and other material you wish to download or copy. You may not agree to a license or download any material for which a registration fee is charged without first obtaining the express written permission of your immediate supervisor.

Virus detection.

Files obtained from sources outside the Company, including disks brought from home; files downloaded from the Internet, newsgroups, bulletin boards, or other online services; files attached to e-mail; and files provided by customers or vendors may contain dangerous computer viruses that may damage the Company's computer network. Employees should never download files from the Internet, accept e-mail attachments from outsiders, or use disks from non-company sources, without first scanning the material with company-approved virus checking software. If you suspect that a virus has been introduced into the Company's network, notify the your supervisor immediately.

Sending unsolicited e-mail (spamming).

Without the express permission of their supervisors, employees may not send unsolicited e-mail to persons with whom they do not have a prior relationship.

Amendments and revisions.

This policy may be amended or revised from time to time as the need arises. Users will be provided with copies of all amendments and revisions.

Violations of this policy.

Any employee who abuses the privilege of access to the Company's Voicemail, E-mail or the Internet System will be subject to corrective action, up to and including termination. If necessary, the Company also will advise law enforcement officials of any illegal conduct.

Use of Internet.

Use of the Internet via Company's computer system constitutes consent by the user to all of the terms and conditions of this policy.

Points of Contact.

Questions concerning the use of the Internet System should be directed to SR.HR Manager, by phone at +91-9133331067 or email at hrd@universalsurgicals.in. Questions concerning the improper use of the System should be directed to the employee's immediate supervisor and SR.HR Manager by phone at +91-9133331067 or email at hrd @universalsurgicals.in.

4. Email Policy**Purpose.**

The purpose of this policy is to ensure the proper use of the Company's email system and make the users (defined below) aware of what the Company deems as acceptable and unacceptable use of its email system. This policy also provides for sanctions in cases of breach of violation of the policy terms.

Applicability.

This policy applies to the use of the Company's email services by the users at the Company's offices, as well as remote locations, including, but not limited to, the users homes, airports, hotels, and client offices.

All company employees, full-time or part-time, independent contractors, interns, consultants, clients, and other third parties who have been granted the right to use the Company's email services are defined as the users for the purpose of this policy and are required to sign this agreement confirming their understanding and acceptance of this policy.

Email Accounts are the Property of the Company.

All email accounts maintained on the Company's email systems are property of the Company. Company has the right to read and keep a record of any emails that users transmit via the Company's email system.

E-mail exists for Business Purposes only.

The Company allows its e-mail access primarily for business purposes. The users may use the Company's email system for personal use only in accordance with this policy.

Authorized Personal Email Use.

Although the Company's email system is meant only for business use, the Company allows the reasonable use of email for personal use subject to the following guidelines:

- i. Personal use of email should not interfere with work. Employees can send them only during non-work hours.
- ii. Personal emails must also adhere to the guidelines in this policy.
- iii. Personal emails are kept in a separate folder, named Private. The emails in this folder must be deleted weekly so as not to clog up the system.
- iv. The forwarding of chain letters, junk mail, jokes and executables is strictly forbidden.
- v. On average, users are not allowed to send more than the number of personal emails a day as fixed by the Company.

Unacceptable use of Email.

The following acts shall constitute unacceptable use of the email system of the Company:

- i. Use of the Company's communications systems to for a personal business or send chain letters;
- ii. Forwarding of the Company's confidential messages to external locations;
- iii. Distributing, disseminating or storing images, text or materials that might be considered indecent, pornographic, obscene or illegal;
- iv. Distributing, disseminating or storing images, text or materials that might be considered discriminatory, offensive or abusive, in that the context is a personal attack, sexist or racist, or might be considered as harassment;
- v. Accessing copyrighted information in a way that violates the copyright;
- vi. Breaking into the Company's or another organizations system or unauthorized use of a password/mailbox;
- vii. Broadcasting unsolicited personal views on social, political, religious or other non-business related matters;
- viii. Using e-mail to operate another business, conduct an external job search, or solicit money for personal gain;
- ix. Transmitting unsolicited commercial or advertising material;
- x. Undertaking deliberate activities that waste staff effort or networked resources; and
- xi. Introducing any form of computer virus or mal-ware into the Company network;

Legal Risks Involved.

Email is a business communication tool and the users are obliged to use this tool in a responsible, effective, and lawful manner. Although by its nature email seems to be less formal than other written communication, similar laws apply. Therefore, it is important that users are aware of the following legal risks of e-mail. Both the user and the Company can be held liable for:

- i. sending emails with any libelous, defamatory, offensive, racist or obscene remarks;
 - ii. forwarding emails with any libelous, defamatory, offensive, racist or obscene remarks;
 - iii. unlawfully forwarding confidential information of others;
 - iv. copyright infringement for unlawfully forwarding or copying messages without permission;
- and

- v. sending an attachment that contains a virus.

The above list does not enumerate all the legal risks involved. However, by following the guidelines provided in this policy, the users can minimize the legal risks involved in the use of e-mail. If any user disregards the rules set out in this Email Policy, Company can take corrective action up to and including termination of employment.

Best Practices.

The Company considers email an important means of communication and recognizes the importance of appropriate email content and prompt replies in conveying a professional image and delivering good customer service. Therefore, the Company institutes the following guidelines for users to adhere to:

Writing Emails.

- i. All email messages sent on company equipment should be professional and appropriate;
- ii. Write well-structured emails and use short, descriptive subjects;
- iii. The Company's email style is informal. This means that sentences can be short and to the point. However, the use of Internet abbreviations and characters such as smileys is not encouraged;
- iv. Signatures must include your name, job title and company name. A disclaimer will be added underneath your signature (see Disclaimer);
- v. Use the spell checker before you send out an email;
- vi. Do not send unnecessary attachments. Compress larger attachments before sending them;
- vii. Do not write emails in capitals;
- viii. If you forward mails, state clearly what action you would like the recipient to take;
- ix. Only mark emails as important if they really are important;

Replying to Emails.

- i. Emails that require a reply should be answered at the earliest possible time;
- ii. Prioritize emails from existing customers and business partners;

Newsgroups.

The users need to request permission from their supervisor before subscribing to a newsletter or newsgroup;

Subscribe to a newsletter or newsgroup only if it directly relates to the nature of your job;

Maintenance.

- i. Email passwords should not be given to other people and should be changed periodically;
- ii. Email accounts not used for a long period will be deactivated and possibly deleted;
- iii. Delete any email messages that you do not need to have a copy of, and set your email client to automatically empty your deleted items on closing;

Business Record Retention Policy.

E-mail messages are written business records and are subject to the Company's rules and policies relating to retaining and deleting business records.

Confidential Information.

Avoid sending confidential information by email. Unless authorized to do so, the users are prohibited from using email to transmit confidential information to outside parties. Users may not access, send, receive, solicit, print, copy, or reply to confidential or proprietary information about the Company, its employees, clients, and other business associates.

Confidential information includes, but is not limited to:

- i. client lists;
- ii. credit card numbers;
- iii. PAN numbers;
- iv. employee performance reviews;
- v. salary details;
- vi. trade secrets;
- vii. passwords; and
- viii. any other information that could embarrass the Company and its associates if the information were disclosed to the public

Disclaimer.

The following disclaimer shall be added to each outgoing email:

This email and any files transmitted with it are confidential and intended solely for the use of the individual or entity to which they are addressed. If you have received this email in error please notify the system manager. Please note that any views or opinions presented in this email are solely those of the author and do not necessarily represent those of the Company. Finally, the recipient should check this email and any attachments for the presence of viruses. The Company accepts no liability for any damage caused by any virus transmitted by this email.

System Monitoring.

E-mail messages created and transmitted via the Company's email system are the property of the Company. The Company reserves the right to monitor all email transmitted via the Company's email system. Employees have no reasonable expectation of privacy when it comes to business and personal use of the Company's email system.

Violations and Sanctions.

If an employee is found to violate any of this email policy rules, the Company could take disciplinary action up to and including termination of employment.

The actual penalty applied will depend on factors such as the seriousness of the breach, the employee's disciplinary record, and any other factors the Company deems necessary to consider.

If an employee witnesses email policy abuse by, he/she is required to report the incident immediately to Sr.HR Manager, by phone at +91-9133331067 or email at hrd@universalsurgicals.in.

Amendment of Policy.

The Company reserves the right to amend this policy at its discretion. In case of amendments, users will be informed appropriately.

5. Harassment-Free Workplace Policy Statement

Purpose.

The Company is committed to providing an environment for our members, officers, employees, volunteers and persons served by the Company ("Covered Persons") that is comfortable, safe and free from harassment of any kind. Any type of harassment is a violation of this policy and may be illegal.

Definition.

Harassment can take many forms. It may be, but is not limited to, the following: words, signs, jokes, pranks, intimidation, physical contact, or violence. Harassment does not have to be sexual in nature. Sexual harassment may include unwelcome sexual advances; requests for sexual favors; or other verbal or physical contact of a sexual nature when such conduct creates an intimidating environment or prevents an individual from effectively performing the duties of his or her position, or when such conduct is made a condition of employment or compensation, either implicitly or explicitly. It is not the intent of the behavior by the offender that determines if harassment has occurred but whether the behavior is welcome by the receiver.

Responsibility.

A covered person is responsible for helping keep our work environment free of harassment, including the work environment of Company's Clients with whom you have contact. If you become aware of an incident of harassment, whether by witnessing the incident or being told of it, you must report it to Kasi Viswanadham with whom you feel comfortable. When the Company becomes aware of harassment, it is obligated by law to take prompt and appropriate action, regardless of whether the victim wants the company to do so.

Complaint Procedure.

Any Covered Person, who believes that he or she has suffered harassment in violation of the Harassment Policy, should take the following action:

- i. If you are able to do so without conflict or danger, tell the harasser as clearly as possible that the behavior is unwelcome;
- ii. If the behavior continues, advise your direct supervisor of your complaint. Clearly identify the behavior surrounding the complaint;.

Confidentiality.

The Company, including all persons to whom a violation of this Harassment Policy has been reported and persons who have become aware of a complaint, must maintain confidentiality, to the extent possible given the need to investigate. All complaints shall be considered confidential to the maximum extent possible.

Retaliation.

The Company, or any director, officer, or employee may not retaliate against any victim, or witness, who reports a violation of this Harassment Policy. Any person who believes that he or she has been retaliated against should consult the Company official.

6. How Your Job Is Classified

Your job with Universal Surgicals is considered as full time employment. Regular full-time employees are eligible for all the Company benefits subject to the terms and conditions of the benefit plan or policy.

Each employee will be advised of his or her status at the time of hire and any change in status. Regardless of the employee's status, the employee is employed at-will and the employment relationship can be terminated by the Company or the employee at any time, with or without cause.

7. Hours and Payroll Practices

The Company's paydays are 5th of the coming month. All employees are paid by check or direct deposit on the above-mentioned payday. If the regular payday falls on a weekend or Company holiday, employees will be paid on the last business day after the holiday and/or weekend.

8. Overtime

Due to the nature of our business, situations frequently arise which require overtime work. In order to meet customer requirements and in order to insure efficient utilization of equipment, overtime work may be essential. No additional compensation will be paid for overtime work.

9. Wage And Performance Review

At least once a year, during the month of March, your supervisor will conduct a formal performance evaluation. The evaluation will consist of a review of the employee's performance, attitude, attendance, progress and ability. The information required to review your job performance is collected continuously by your supervisor and other management personnel. Evaluations will weigh heavily in determining promotions and merit pay increases.

Only the employees who has completed the Interdictory period are eligible for pay increase.

An employee may at any time, take the opportunity to ask questions, make suggestions or to discuss any matters relating to his or her job or the Company in regard to this evaluation.

Company may choose to review the performance of the employees at any point of time apart from the annual review.

10. Promotion

It is the Company's policy to promote employees from within the Company, insofar as possible, to all jobs in which vacancies arise. Factors considered in making promotions are employee knowledge, training, skill, efficiency, compatibility with fellow employees, and the ability to perform the job which is available, with due consideration of the employee's length of continuous service with the Company. In the event of an opening for a promotion, the supervisor will make his or her recommendations to the management. Management shall determine which recommended employee is to be promoted to the open position. All supervisors are charged with the responsibility of recommending the strongest candidates for all open positions in which a promotion is involved within the organization.

11. Training

a) Local Training:

As when required Local training (within India) will be given to Service Engineers

b) International Training:

International training (abroad) training will be given for employees on high end instruments (training not available in India).

c) Soft Skills:

We have tied up with Skillsoft Software Service India Pvt. Ltd., Every employee has to complete the courses assigned. Below is the link to logon.

<https://is021.skillport.com/>

12. Reimbursement of Expenses

All the field staff has to use the expense site to reimburse the claims.

The link is www.universalsurgicals.com

1. User ID & Password will be provided by the company at the time of joining

2. You have to claim your expenses once in 10 days (1st -10th, 11th -20th, 21st -31st).

After submitting the claims, take a report and send to the following address along with supporting (original) for audit. If failed to send, the total amount of the claim will be deducted from the next month salary.

M/s Universal Surgicals,
15-15-57, Flat#3/2, Prince Apartments
Near Naval Coast Battery, Beach Road
Visakhapatnam -530002
Ph: 0891-2564660

13. Retirement Policy

The retirement age for all employees is 58 years. The employee would cease to be with Company on the last working day of the month when he/she turns 58. Age of the employee will be calculated based on the Matriculation or Higher Secondary Certificate of the employee. Extension of service beyond the age of 58 will be sole discretion of the management.

14. Layoff

From time to time the business may require a reduction of the Company's work force. Since it is the Company's policy to transfer employees and maintain continuity in the event of a reduction in the work force, the Company will retain those employees who, in management's judgment and discretion, have shown the greatest ability for the jobs available.

B. Benefits Offered By the Company

1. Group Health Insurance

The Company offers Accidental and Health Insurance benefits through HDFC.

Group Accidental Policy

Medical & Health Insurance Policy

2. Group Life Insurance

The Company does not currently offer Group Life Insurance benefits.

3. Employees State Insurance

Should you become injured on the job, you may be entitled to compensation as per Employee State Insurance scheme. The policy requires that all injuries be reported immediately, in person to your supervisor in order that proper medical attention can be obtained from you and reports made to the proper governmental authorities. For injuries requiring medical attention, your supervisor or management will assist you in making any additional arrangements.

4. Profit-Sharing Plan

The Company does not currently offer profit-sharing or other savings plan benefits.

5. Funeral Leave

The Company will take every effort to accommodate employee's who are faced with the death of a close friend or family member. That being said, the Company does not offer funeral leave, the

Company will work to accommodate an employee's request for time off to attend funeral services. An absence will go unpaid unless the employee elects to use accrued time off benefits.

6. Leave of Absence

There may be times when it becomes necessary for you to request an unpaid leave of absence. The purpose of the leave of absence program is to protect your service record during periods when you are authorized to be absent from work. Leave include personal leave and medical leave.

a. Personal Leave

Personal leave is for a specified period not to exceed 12 days per year and may be granted only for unusual or extenuating personal or family reasons. You must submit to your supervisor a written request for personal leave which sets forth the reasons why a leave of absence is necessary. For a leave to be granted, the reason must be acceptable to management at its discretion.

b. Medical Leave

Medical leave is for a period not to exceed 12 days and will be granted when an employee is disabled from working for medical reasons. To be granted medical leave of absence, you must submit a statement from your physician setting forth the nature and extent of the disability, and the date of expected return to work.

7. Holidays

Regularly scheduled paid holidays are granted to all regular, full-time employees each year, after joining the company. Paid holidays include three national holidays:

- 26th January for Republic Day
- 15th August for Independence Day
- 02nd October for Gandhi Jayanti

There may be additional holidays that will be observed based on the location of employment.

8. Suggestions and Complaints

In any business where individuals are working together, employee complaints or ideas for improvement are bound to arise. It is the desire and responsibility of management to attempt to answer and solve problems whether of a business or personal nature. This Company maintains an open door policy so that any employee has the right to discuss matters directly with any member of management he or she selects. Generally, complaints or suggestions may be taken up with your Universal Surgicals supervisor. We recognize and value employees' suggestions and note that often times they may find their way into actual practice.

9. Bulletin Boards

The Company bulletin board is reserved for management's exclusive use. All notices from the Company relating to benefits, holidays, etc., will be posted on it. Employees may not post notices or materials on the Company bulletin board.

V. What the Company Expects Of You

A. Changes of Address

When you change your address or telephone number, you should notify the payroll department in writing of the change immediately, in order that the Company will always have the correct home address and telephone number by which your home can be reached. It is important that the Company be able to communicate with you, or, in the event of necessity or emergency, with members of your family, and this can only be done if an accurate record of your address and telephone number is on file with the payroll department. Proper mailing addresses are also necessary in order to keep records on a current basis for state taxes, pension plans and group insurance coverages extended by the Company.

B. Absence

Regular attendance is necessary in order to meet customer needs. Sales or service calls are carefully scheduled and the absence of key people can easily result in loss of business or customer satisfaction impacting our business.

Written permission from a physician must be obtained before returning to work if you have been absent 3 days or more due to illness. If you fail to call in for a period of 2 days, you will be considered to have voluntarily resigned. Repeated instances of one day absences from work will be grounds for discipline up to and including discharge.

C. Severe Weather Conditions and Other Emergencies

When severe weather conditions exist, if you ask to leave work before regular quitting time, you may do so with your supervisor's approval unless your services are essential for the completion of work in progress.

If the Company remains open during adverse weather conditions and you are unable to report to work, your time off will be charged to allowable personal days, if any are available.

If the Company is officially closed, you will be paid for the time off and the hours will not be reflected in your personal days allowance.

D. Moonlighting

As a general rule, employees should not engage in other employment which would interfere with duties as an Employee of the Company or impair the ability of the Employee to perform Company duties. Employee must inform supervisor in writing that they have or want a second job. All outside Employment while fully employed by Universal requires approval of Company Management. Company reserves the right to approve or decline any other employment.

E. Visitors

As a general rule, employees should not have visitors joining them during working hours. Visitors are not allowed without special permission from management. Visitors are not allowed when employee visit customer locations.

F. Dress Standards

What we wear to work is a reflection of the pride we have in our Company, in what we do and in ourselves. Although dress code requirements will vary according to job responsibilities, we ask that your appearance at all times show discretion, good taste, and not present a hazard in the performance of your job.

G. Personal Mail

All personal mail should be received by employees at home. In the normal operation of business, however, incoming mail is frequently addressed to individual employees. While this practice is not desirable, every effort will be made to deliver the mail to the proper party. It should be remembered, however, that all business mail is opened upon receipt.

H. Solicitation

Persons not employed by the Company may not, at any time, solicit or distribute literature or other printed materials on Company property for any purpose.

Employees may not solicit during working time in work areas or distribute literature or other printed material during working time or in working areas.

I. Collections

Collections for any cause are not to be taken up without prior approval of your supervisor.

J. Injuries and Illness

Whenever you feel ill, you should immediately inform your supervisor that you are ill. In the event the illness prevents your continuing work, the manager shall be notified and you shall be advised to go home and consult your family physician.

K. Personal Telephone Calls

Employees are not to receive personal telephone calls while at work, except in emergencies. It is the responsibility of each employee to notify family, friends and others who might call, not to do so during working time in the absence of an emergency.

L. Security

The Company is committed to providing the organization with the most thorough and comprehensive security program possible. The program is intended to provide legitimate and reasonable guidelines for safeguarding our facilities and proprietary information. Every employee has an obligation to protect our Company's proprietary data and to practice good security common sense.

M. Gratuities/Gifts

Employees may not accept gifts from business-related sources.

N. Discharge, Discipline and Work Rules

For the protection of all employees, and in order to operate efficiently, certain rules are necessary. The following is a partial list of the kinds of improper conduct which shall constitute grounds for disciplinary action, up to and including immediate discharge:

- i. Reporting to work under the influence of alcohol or drugs.
- ii. Bringing, possessing, or acquiring alcohol or drugs .
- iii. Selling or attempting to sell alcohol or drugs to other employees.
- iv. Theft of Company property, Company time, or fellow worker's personal belongings.

Additionally, any employee may be discharged in the event of continued violation of work rules. Improper conduct may constitute grounds for the issuance of a warning before more severe disciplinary action is taken.

The Company has a few; simple rules which are fundamental, and which provide for the safety and protection of its employees. Compliance with these rules is a condition of employment.

- vi. Be careful-work safely at all times.
- vii. Report all dangerous conditions and equipment to your supervisor immediately.
- viii. Report every injury of a serious nature immediately to your supervisor.
- ix. Do not attempt to work if you are taken ill.
- x. Keep your work area neat and orderly at all times.

O. Company Property

As an employee of Company, you will be provided with company property for performing your regular duties. All employees are expected to handle the company property with utmost care and need to report any loss or damage to the property immediately to the supervisor and management.

According to Company policy, employees are required to return all company Equipment upon resignation or termination. If the company property is not returned upon termination or resignation, Company will be compelled to contact local law enforcement.

P. Voluntary Termination

If you decide to leave the Company, we ask that you provide two months written notice of your intention to quit. Failure to provide such notice will result in ineligibility for re-hire. Walking off the job or absence for more than 2 days without a report to the Company, with the reason for the absence will constitute a voluntary quit.

During the period of Probation, the services can be terminated by either party by giving a notice of one month in writing to the other party or by paying an amount equivalent to one month salary in lieu thereof, prorated to the actual period. Upon confirmation, the services can be terminated by either party by giving to the other, a notice of two months in writing. The Company however, reserves the right to terminate the employment by paying the employee salary in lieu of notice period. The Company also reserves its right to recover salary in case the employee fails to give

adequate notice of termination or did not return company property in his possession. The aforesaid amount of salary in lieu of notice period shall be prorated to the extent of un-served notice period.

At the time of your termination, you may be asked to sign a termination clearance form to receive your final paycheck.

Q. References and Recommendations

An employee may request his/her supervisor to provide a letter of recommendation to a prospective employer.

VI. Conclusion

This handbook has outlined the broad principles that guide our Company in its relations with employees. Specific information about Company insurance plans, retirement plans or other benefits can be obtained in the office. It is quite possible that you may from time to time have questions about Company matters which directly affect you, or you may desire further information about how Company policies apply to your individual case. Should you be unable to find the complete answer to your particular question in this manual, feel free to ask your supervisor. If s/he does not have the information readily available, he or she will get the answer for you.

Statement of Understanding

I have received, read, and agree to abide by the Company Employee Handbook. I understand the policies and procedures set forth in the handbook. I also understand that the handbook is not a contract of employment, does not in any way limit the right of the Company to terminate my employment and that my employment may be terminated at any time, with or without notice, within the sole discretion of the Company management.

Employee

Date