



sqs.com

# Code of Conduct

**SQS India BFSI Limited**



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## 1. Objective

SQS India BFSI Limited considers people as the most important resource and asset in conducting business. Through this document, the company has laid down clear guidelines and norms of personal and professional conduct to be followed by all its employees. All clauses as mentioned to be applicable to employees shall also be applicable to the Directors, probationers, trainees, direct/ full time consultants.

## 2. Scope

The Company has in place a set of policies, guidelines, rules that govern business conduct, workplace ethics, norms of behaviour, confidentiality, protection of property and similar generally accepted workplace conventions like, but not limited to

- Information Security Policy
- Acceptable Use Policy
- E – messaging policy
- Password policy
- Physical access control policy
- Malware Protection Policy
- Quality Policy
- NDA's, contracts and MSA's etc.

Each employee (including probationers, trainees, direct/ full time consultants) of the Co., its subsidiaries and branches is deemed to have read and accepted the above covenants and to follow them in letter and spirit.

## 3. Approval

This Policy has been approved by the Board.

## 4. Method

### 4.1 Definition

This Code of Conduct guideline provides a transparent framework for discouraging and remediating employee conduct that violate the covenants and

- Adversely affects other employees
- Contravenes workplace norms of conduct and /or ethics
- Hampers in any way the company’s conduct of its business and / or its operations
- Breaches the company’s contractual and implicit obligations to its customers’ /vendors
- Amounts to theft of company’s intellectual property and/or physical assets
- Violates in any manner any of the company’s policies in force

Where there is doubt as to the application of the Code, or the appropriate course of action to be adopted, employees affected should discuss the matter with their manager or HR Head.

### 4.2 Guidelines

Category	Conduct
<b>Employment records</b>	<ul style="list-style-type: none"> <li>• Employee are required to furnish accurate information and /or documents during selection process</li> <li>• Employees are required to submit documents as required in a timely manner</li> </ul>
<b>Duties and responsibilities</b>	<ul style="list-style-type: none"> <li>• Employees need to abide by published employment and related policies</li> <li>• Employees should exercise due care and diligence in properly performing their roles, responsibilities and in exercise of powers vested in them</li> <li>• Employees are mandated to take up allotted assignments whether onsite / off shore / or within India</li> <li>• Employee are required to strictly adhere to prescribed workplace processes</li> <li>• Extra care needs to be taken to see that Company’s resources are used only for carrying out the activities of the company and not used for private or personal purposes.</li> <li>• Shall not share and/or communicate Company information to any external entity without written authorization</li> <li>• Employees are expected to act with integrity and keep the management informed immediately about any receipts or credits for moneys not due to them as per their agreement of employment with the Company.</li> </ul>

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- Confidentiality**
- Employees may have access to personal or commercial information relating to individuals, the public, or the financial or other operations of SQS. This information should remain secure and confidential and employees are urged not to make improper use of such information.
  - Employees should ensure that Clients' names as well as any client related information are shared only on a need basis internally. Prior approval from project manager or department head is mandatory for sharing such information with any external parties.

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- Attendance**
- Employees are required to register attendance by using the Bio-metric system (offshore locations where it is implemented). For security reasons access cards are also provided for accessing the premises including which should be used for any movements (in & out) within premises. Employees are required to report loss of access card and not to misuse access / tail gating
  - Employees are required to report to work on time
  - Employees are required to intimate appropriate authorities before taking leave from work.
  - Employees are required to fill up daily time – sheets where ever applicable

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- Workplace conduct**
- Employees are personally responsible and accountable for their own behaviour at the workplace and should refrain from using rude and abusive language with colleagues / intimidation/ gender harassment and creation of nuisance
  - Employees are responsible to make the workplace a safe and healthy place for all concerned. Employees should also ensure there is no wilful activity that causes loss or damage to company's property and/or misuse of funds.

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- Security Policies**
- Employees need to ensure that network password and client application access passwords are not shared or misused.
  - Client sensitive information should not be stored in non– project / unspecified locations.
  - Employees should use e- mail /electronic communication devises for official purposes alone. Personal e-mail cannot be used for sharing client or company information under any circumstances.
- Employees can access only authorized web sites related to official purposes.
- Employees should not access websites in the following categories:
- Sites which are offensive or discriminatory or racial
  - Job sites
  - Pornographic sites
  - Restricted or banned organization sites etc.,

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This is not an exhaustive list and other such sites should not be accessed. The company reserves the right to block websites for productivity, legal or any other reason at any point of time without any prior notice.

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**Duties of Independent Directors**

- The independent directors shall
  - Undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the company;
  - Seek appropriate clarification or amplification of information and, where necessary, take and follow appropriate professional advice and opinion of outside experts at the expense of the company;
  - Strive to attend all meetings of the Board of Directors and of the Board committees of which he is a member;
  - Participate constructively and actively in the committees of the Board in which they are chairpersons or members;
  - Strive to attend the general meetings of the company;
  - Where they have concerns about the running of the company or a proposed action, ensure that these are addressed by the Board and, to the extent that they are not resolved, insist that their concerns are recorded in the minutes of the Board meeting;
  - Keep themselves well informed about the company and the external environment in which it operates;
  - Not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;
  - Pay sufficient attention and ensure that adequate deliberations are held before approving related party transactions and assure themselves that the same are in the interest of the company;
  - Ascertain and ensure that the company has an adequate and functional vigil mechanism and to ensure that the interests of a person who uses such mechanism are not prejudicially affected on account of such use;
  - Report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy;
  - Acting within his authority, assist in protecting the legitimate interests of the company, shareholders and its employees;
  - Not disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.
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**Read and Agree:** \_\_\_\_\_