

Richesm Healthcare Pvt Ltd

CODE OF CONDUCT POLICY

INTRODUCTION

RichesM and its subsidiaries are committed to ensure that its business is conducted, in all respects and all the time, according to rigorous ethical, professional and legal standards, which prevail from time to time, in the same industrial sector in which Company conducts its normal business. The Company is also committed to create a workplace, at all of its working locations, that, all the times, is free from harassment and discrimination, where co-workers are respected, and provided an appropriate environment so as to encourage good performance and conduct.

PURPOSE

This Policy aims to provide guidance to all Employees of the Company on how and in which manner should the conduct of Employees be when they are undertaking business on behalf of the Company.

The circumstances of conducts as set out below in this Policy, although not exhaustive, are intended to cover those situations, which are most likely perceived to be encountered by Employees. In case any Employee encounters any circumstance which is not covered hereunder or in case of any doubt, Employees should seek guidance from the Reporting Manager and/or from the Human Resource Department and act accordingly.

A breach of the Policy may result in disciplinary action against the Employee concerned including, potential dismissal or termination of employment.

SCOPE

This Policy applies to all the Employees of the Company. Employee shall mean all individuals on full-time or Part Time, with Permanent, Probationary, Trainee, Retainer, Temporary or Contractual Appointment with the Company.

If a business location or region has policies, practices, laws or regulations that require more than what is stated in this Policy, then the Employees must follow this policy as a minimum and comply with such policies, practices, laws, or regulations in that particular region/ country; Business units and locations are responsible for ensuring that their location specific policies and practices are consistent and in compliance with this Policy.

THE STANDARDS OF CORPORATE GOVERNANCE

Every employee is required to act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing one's independent judgment to be subordinated. Employees shall share knowledge and maintain skills important and relevant to organizational needs. Employees shall promote ethical behavior as a responsible partner among peers, and in the work environment. Act in accordance with the highest standards of personal and professional integrity, honesty and ethical conduct, while working in the Company's premises, at offsite locations where the Company's business is being conducted, at Company sponsored business and social events or at any other place where employees are representing the Company.

EQUAL OPPORTUNITY PROVIDER

The company strongly believes in and offers equal opportunity employment, without any discrimination on the basis of caste, religion, color, race, gender or physical disabilities. The Company believes that all employees have the right to be treated with respect and dignity.

The company provides equal opportunity in all aspects of employment including recruitment, internal role based training, conditions of service, career progression, termination or resignation and acts like a beacon to employees at all levels to act fairly and prevent discrimination.

EMPLOYMENT BY CHOICE

The company does not practice Forced Labor. (This includes transporting, harboring, recruiting, transferring or receiving vulnerable persons by means of threat, force, coercion, abduction or fraud for the purpose of exploitation.) The company does not charge or ask for money from any prospective job seeker or selected candidate towards gaining employment with the esteemed clients. Employees in the organization are not obligated to surrender any government-issued identification, passports, or work permits as a condition of employment. Facility respects the rights of their employees to freely associate and Management will not interfere in any way. Employees are given liberty to express their written opinion and share their thoughts to the Top Management.

The company does not entertain child labor; precisely the company will not create an employment opportunity for a juvenile. The minimum age requirement to apply for a position is set to be 18 years.

WORKING HOURS

Employees do not usually exceed 48 hrs of working in a week.

SALARY AND BENEFITS

Employees at RichesM are notified about their compensation at the time of employment. The offer letter and appointment letter issued to employees communicate the salary break-up. The compensation details comply with all applicable wage laws, Minimum wages, over time payments, and other mandated benefits. Pay slips are available at request to validate the conformance.

The company believes that pay summary contains highly confidential information. The company does not disclose the pay details to any interested parties without a prior consent of the employee.

Salary of the month is paid on the first working day of every month to employees. All employees are paid within 7 days of the end of the pay period which complies with legal requirement.

HARRASSMENT

The Company is committed to provide a work environment that is free of inappropriate behavior of all kinds and harassment on account of age, physical disability, marital status, race, religion, caste, sex, sexual orientation or gender identity. Employees are responsible for supporting the Company in its endeavor to protect others from any form of such harassments. In the course of business conduct of any Employee, wherever harassment occurs any such Employee as a result of an act or omission by any third party or outsider, the Company shall take all steps necessary and reasonable to assist such affected Employee in terms of support and preventive action. This is separately detailed in the **Prevention of Sexual Harassment Policy**.

WHOLE TIME AND ATTENTION

All Employees shall devote their time and their best efforts to promote the Company's business and may not without the prior written consent of the Company engage or be interested in (whether directly or indirectly) in any other business, employment or vocation for pecuniary gain.

The company fully respects its employees' private life, but expects employees to avoid situations that could result in

a conflict between their personal interests and those of the Company's. An employee's personal interests should never influence his/her business judgment or decision-making on behalf of the company.

Some of the areas of conflict are listed below –

Personal Interest/Outside Engagement

An employee shall not take or hold a personal financial interest in a transaction in which it is known that the company is or may be interested.

While working for the company an employee shall neither hold a second job nor any type of business relationship with a Supplier, Customer or Competitor of RichesM.

The following situations must be disclosed:

Employee or a family member acts as an official or as an advisor to any governmental agency which has regulatory or supervisory power over the company.

Ownership held by employee or a family member is a Supplier, Customer or a Competitor of the company.

Membership of employees or a family member on Board of Directors or similar body of an external organization.

Employee or any family member serves as director, trustee, officer or consultant in a charitable, volunteer or civic organization which has a business relationship with the company.

Speaking Engagements and Publications (outside of the company)

Any lecture, speaking engagement or publication by an employee to an external audience outside of the company on any subject that relates to company or the business of the company must be disclosed and is subject to approval.

Employment of Family Members

The employment of a family member is not allowed in the following situations:

The employee is involved in the hiring decision concerning the family member.

The employee is in a supervisory, subordinate or control relationship with a family member

Where the employment of a family member creates any actual, perceived or potential conflict of interest. The company will make all reasonable effort to mitigate any such potential conflict of interest by transferring one or the other of the related employees to another position.

PROTECTION AND USE OF COMPANY PROPERTY

Every Employee of the Company is responsible for protecting and taking reasonable steps to prevent the theft or misuse of, or damage to Company's assets/products, including all kinds of physical assets, movable, immovable and tangible property, corporate information and intellectual property such as inventions, copyrights, patents, trademarks and technology and intellectual property, any kind of data belongs to RichesM used in carrying out their responsibilities.

All Employees must use all equipment, tools, materials, supplies, and Employee time only for Company's legitimate business interests. Company's property must not be borrowed, loaned, or disposed of, except in accordance with appropriate Company's policies. All Employees must use and maintain Company's property and resources efficiently and with due care and diligence.

CONFIDENTIALITY OF INFORMATION

As a result of employment with the Company, Employees may be entrusted with confidential information with regard to the Company and/or its affiliates, its customers and suppliers. During the continuance of service with the Company or any extension thereof and even after the cessation of employment with the Company by any reason whatsoever, employees shall protect and will not disclose, all confidential information that may come in their possession or knowledge by virtue of their employment with the Company and shall use such information only as may be required in the normal course of their employment; and shall not, except in the proper course of their duties, publish, disclose, patent, copyright any confidential information to any person or entity or make any use of such information for their own purpose or for any other purpose whatsoever.

The term **Confidential Information**, as used in the above Paragraphs, shall mean any information or trade secrets, Patents, Intellectual Properties, Trade Marks, including, without limitation, technical information, financial projections, security arrangements, client information, administrative and/or organizational matters of a confidential/secret nature which is known to the Employee by virtue of his employment with the Company,

marketing information or otherwise, including any software, which is confidential or proprietary to the Company, its subsidiaries or affiliates, its customers, subcontractors or any other individuals or Company's having any kind of association or relationship with the Company, and/or its affiliates or subsidiaries and all works, programs, papers, records, data, notes, drawings, files, documents, samples, devices, products, equipment, and other materials, including copies in whatever form and translations into any other language and intellectual property, relating to the business of the Company.

INTEGRITY OF FINANCIAL INFORMATION

Shareholders, management and other interested parties must have complete and accurate financial information in order to make informed decisions. Many Employees participate in accounting processes that directly impact the integrity of external financial statements and internal management reports. All such Employees have a responsibility to ensure that all transactions are recorded in Company's accounts accurately and promptly and they must immediately report any known inaccuracies. Misrepresentations by Employees that result from intentional acts that may conceal or obscure the true nature of a business transaction are clear contraventions of this Policy.

The disclosure in all reports, documents and communications that the RicheM is required to file must fully comply with all disclosure requirements and any other reports, documents and communications that RicheM publicly issues must meet similar standards. To achieve this, RicheM will maintain accurate and complete financial, accounting and documentary records, and the Directors and Employees involved will maintain and provide full, complete and accurate data and documentation.

Employee will promptly bring to the attention of RicheM's Audit Committee any information he or she may have concerning;

Significant deficiencies in the design or operation of internal controls over financial reporting which could cause the Company not fully comply with all disclosure requirements or similar standards, or

Any fraud, whether or not material, that involves management or other employees who have a role in the Company's financial reporting, disclosures or internal controls over financial reporting.

ALCOHOL AND SUBSTANCE ABUSE

The use or possession of alcohol, illegal drugs, and other controlled substances in the workplace and being under the influence of these substances on the job and during working hours is strictly prohibited. However, possession of prescription medication for medical treatment is permitted.

There may be company-sponsored events where management approves the serving of alcoholic beverages. In these cases, all appropriate liquor laws must be followed, including laws regarding the prohibition of serving of alcohol to those under the legally permissible age. However, under all such cases, excessive drinking, intoxication and misbehavior at these events is prohibited and will be dealt with severely.

FRAUD

Fraud — or the act or intent to cheat, trick, steal, deceive, or lie — is both dishonest and, in most cases, criminal. Intentional acts of fraud are subject to strict disciplinary action, including dismissal and possible civil and/or criminal action against the concerned Employee.

Some examples of Fraud include: Submitting false expense reports. Forging or altering checks. Misappropriating assets or misusing Company's property. Unauthorized handling or reporting of transactions. Inflating sales numbers and unaccepted tieups with suppliers and vendors.

ENVIRONMENTAL HEALTH AND SAFETY MANAGEMENT

The company is committed to control the usage of power generation of e-waste and Hazardous waste material.

The company provides its employees a safe and hygiene (odor free) work place environment free from any potential threat.

The company returns the used cartridges and UPS batteries to the same vendor in a buyback policy (as and when available).

A legal requirement,

Selling of e-waste to approved vendors is 100% fulfilled.

Air and Noise emissions are complied with applicable laws.

Smoke detectors and firefighting equipment are situated in common areas and made easily accessible by the trained users.

Emergency response team members have been identified to help people evacuate in the event of a major fire hazard.

Emergency phone contacts have been placed at the entrance area at every level.

Emergency Exit signage are located at each floor.

Signage towards power conservation is available at all discussion rooms.

Injury incident record is available.

Emergency instructions Manual and Emergency preparedness document are available.

Employees are provided with ready access to clean toilet facilities, mineral water and deating facility.

Employee vehicle in parking area have PUC certificate as mandatory.

Nature friendly chemicals are used for Housekeeping activities.

COMPLIANCE WITH LAWS AND AGREEMENT

All Employees shall conduct business in compliance with all applicable laws and regulations of the particular District,

State or Country.

MISCONDUCT AND NON CONFORMANCE WITH THE POLICY

Non adherence to this code of conduct is considered as great risk. Non-observance of this Policy shall be construed as misconduct that could warrant disciplinary action, including dismissal in deserving cases. The decision in this regard will lie with the Management, and shall be binding on the Employees.

REPORTING OF VIOLATIONS OF THE CODE

Every Employee will promptly report any violation of this Code which is known to or reasonably suspected by that Employee, in accordance with the Company's Policy. Any such incident can be reported to ashish@richesm.com. Inappropriate delay in reporting a known or reasonably suspected violation is itself a violation of this Code. The Company assures every Employee that it will not carry out or, to the fullest extent reasonably within its power, permit any retribution or retaliation of any kind for reports made in good faith regarding known or reasonably suspected violations of this Code. The ability of an Employee to make reports without fear of retribution or retaliation is vital to the successful implementation of this Code.

ACCOUNTABILITY

All Employees must understand and adhere to Company's Code of Conduct and at all times and abide by the standards, requirements and procedures laid down herein.

WAIVERS

The Company's Board or one of its committees may grant a specific, limited waiver of any provision of this Code if it determines, based on information that it deems and persuasive, that such a waiver is appropriate under the specific circumstances. Each fact situation will be treated as a separate case, so that a decision in one case will have no bearing on another case. In most circumstances it is unlikely that a waiver will be granted. Any waiver granted (or implicit waiver) will be disclosed to the extent required by applicable law or the rules of any applicable stock exchange.