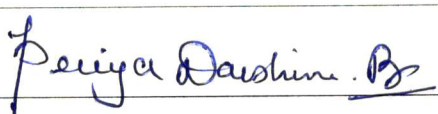


Policy name- Code of ethics, conduct & professional responsibility policy
Version number – SIL/2025/08.009
Approval Date- 15/10/2025
Revision Date- 02/05/2026
Policy effective date- 01/11/2025

<u>Prepared & verified by</u>	<u>Approval L1</u>
Priyadarshini KR SGM- HCM	Giridhar Kumar COO
	

CODE OF ETHICS, CONDUCT & PROFESSIONAL RESPONSIBILITY POLICY

1. OBJECTIVE

To lay down Sumadhura Infracon Pvt Ltd Code of Conduct, Ethics, Values, Integrity and Beliefs, which forms the basis of the organization's existence and the way business is conducted. Our Business Principles and Code of Ethics and Conduct define our core values of integrity, commitments and respect for people, which determines the way we manage our business. These are supported by various policies, processes and standards that define how we aim to operate in socially and environmentally responsible ways.

2. APPLICABILITY

- All regular full-time permanent employees on the payroll of Sumadhura
- All full-time/part-time trainees, including summer interns.
- All contractual and vendor staff (full-time and part-time)
- All part-time employees / contractual staff who are providing services for Sumadhura.

3. DEFINITIONS

The term 'Sumadhura' used in this document includes all holding companies, associate companies, branches and subsidiaries of Sumadhura.

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4. ORGANIZATION COMMITMENTS

Commitment to Equal Opportunity & Equal Remuneration and Dignity of Human Beings

Sumadhura is committed to providing equal opportunities to all its employees, who perform activities which are similar in nature and are holding similar qualifications and relevant experience. Sumadhura undertakes that it will not discriminate against any employee, customer, visitor or any individuals or body corporate on the basis of gender, caste, color, religion, nativity or nationality. Merit will be the prime consideration in all its dealings and engagements, including hiring, promotions and alternative job opportunities.

Sumadhura also undertakes to provide equality in terms of employment opportunity, remuneration, facility, infrastructure, services etc. to all its equally qualified and equally competent employees and it will always adhere to the principle of 'equality among equals in all its dealings.

Sumadhura, in all its transactions and dealings, is committed to ensuring respect of all human beings and fair and impartial treatment to all its employees, customers, vendors and business partners at all times.

Sumadhura is also committed to the dignity of human beings. Its commitments and practices are based on the belief that 'human life and human dignity are inviolable'. Human life is worthy of protection and human dignity worthy of respect . Therefore, all Sumadhura employees in all their dealings and engagements with their colleagues, customers, vendors, government officials, security and service staff and any and all human beings, irrespective of their nationality, nativity, religion, caste or color, social status or official positions, shall treat all human beings with dignity and honor. Any violation of this fundamental belief and commitment will be governed as per the grievance redressal and disciplinary action policy of the organization.

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Commitment to Compliance of Laws, Regulations

Sumadhura, upholding the traditions of the Sumadhura Group, is committed to all its stakeholders, including employees, customers and vendors that while doing business will comply with the applicable Laws and Regulations, which are in force from time to time. It is committed to comply with all Laws and Regulations related to taxation, employment laws, work environment, safety and health standards, environmental laws, Labour and employee welfare regulations, wages acts, visa regulations, maternity benefit laws, retirement benefits regulations and/or any such laws and regulations, as applicable to the organization and/or its employees.

While doing all kinds of transactions and dealings the organization shall ensure complete fairness and transparency of its books of account to the best of its knowledge and maintain them as stipulated in applicable the laws and regulations of the land.

An organization's commitment is the collective commitment of all its associates. Therefore, by virtue of being part of the Sumadhura family, each Sumadhura employee is mandated to fully meet the organization's commitments, as in this policy document, at all times.

5. MORAL CODE OF CONDUCT AND INTEGRITY

A Code of Conduct and Integrity are not processes or guidelines but a way of our daily life and a means by which we put our values into practice. This code is not merely a set of rules for specific circumstances, but an intentionally expansive statement of principles meant to inform and perform all our actions in our day-to-day life. One of our Company's major assets is our reputation for acting in honor and equality.

Each Sumadhura employee is a brand ambassador holding the values and ethics of the organizations. All Sumadhura employees are expected to be extremely fair and impartial in all transactions and are expected to avoid situations which might tarnish the image of Sumadhura employees and or the Company's reputation.

Sumadhura's Corporate Code of Conduct requires Sumadhura employees to conduct business consistent with its corporate values and in accordance with applicable laws. It sets forth

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guidelines to govern the way Sumadhura employees operate and help them exercise the highest degree of honesty and integrity in their dealings with others.

Each Sumadhura employees is also required to hold high degree of integrity in all their dealings – be it with internal customers, external customers, vendors, auditors, contractors, suppliers, procurement agents, government officials, legal bodies, corporate or any person or institution directly or indirectly attributable to having any business interest or transaction with Sumadhura.

Sumadhura has a zero-tolerance policy on any matter related to moral code of conduct, ethics and integrity, including but not limited to the following:

- Accepting or giving bribe in any manner
- Funding and/or supporting any anti-social activities or organizations, banned institutions, including terrorism.
- Misinterpretation and use of organizational policies and procedures for undue personal gains and benefits.
- Falsification of documents, willful concealment of information or facts related to one's employment, including failure to report involvement in any criminal cases prior to or during the course of employment with Sumadhura.
- Inappropriate trading practices, including insider trading, inappropriate billings and invoicing to clients / vendors.
- Breach of confidentiality agreement of organization, client or breach of employment terms
- Unlawful discrimination, unlawful assembly inside office premises and workplace violence
- Conflict of interest including decisions intended to unduly benefit self and/or relatives and/or fellow colleagues and/or external bodies.
- Seeking or accepting undue favors of any kind from clients, vendors or other business associates
- Inappropriate reporting of working time and/or inappropriate claim of business expenses

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- Willful violation or potential violation of company's policies and standard operating procedures
- Working against the interest of the organization, including inciting others to underperform or act against the company.

6. WORK ETHICS

The image of the organization is determined by the work ethics and habits its employees imbibe. Sumadhura employees must ensure high quality of work ethics while being part of the organization. All Sumadhura employees are required to follow these guidelines:

- Focus on job goals/objectives/output standards.
- Treat achievement of result as a basic commitment to the organization.
- Follow specified system and procedure in all aspects of your job.
- Keep the work area clean and tidy.
- Keep your work area healthy and clean.
- Keep telephonic conversations as few and brief as possible, including avoiding long personal calls during working hours.
- Do appreciate that the facilities and equipment provided in the workplace are meant to promote your functional efficiency and effectiveness. Therefore, their use for any other purpose but official is inappropriate and should be avoided.
- Sumadhura believes in maintaining a non-smoking environment for the comfort and safety of its employees. Therefore, smoking within the work area is not permitted.
- As a mature member of the organization, scrupulously avoid and discourage gossip, loose talk and rumors, especially pertaining to company affairs, policies, procedures or your fellow employees. If you hear anything of this nature, do share/clarify with HCM team.
- Give your colleagues due consideration and cooperation and they too, in turn, should promote the spirit of teamwork.
- Deal with the Company's support staff with due tact and understanding so that they can contribute their maximum towards making your work environment comfortable. In case of any misdemeanor on their part, report the same to the HCM department.

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- Mutual respect for every individual, both within the organization and outside, must be learnt and nurtured by all.

7. SUMADHURA VALUES

Engaged:

People are our biggest assets. This includes the customers we serve, our colleagues and the suppliers we partner with. When customers work with us, they allow us to enter their organization and blend harmoniously with their culture and people. We engage them to work seamlessly and it's no different when it comes to working with our partners. We stay engaged by: -

- Mutual Trust: We establish trust while engaging with our customers, colleagues and partners every time we interact with them as we nurture these precious bonds in the best possible way.
- A Sense of Responsibility: Our customers have faith in our sense of responsibility. They are aware that we will deliver on time by constant monitoring, creative backup plans and measuring results at every stage.
- A Deep Sense of Caring: Companies perform when people do. We make people feel included and happy by caring for them and treating them with respect.

Dependable:

Customers look for support and we need to make them feel that they can rely on us. It's important for us to find out how we as an organization can win their trust and continue to function as a dependable organisation. Our dependability is enhanced by:

- Teamwork: Teamwork is about working together towards a common goal. One can only depend on people by reaching out to them and creating a bond, rather than seeking their help only when in need.
- Learning Organization: Businesses need people to innovate. Constant learning for the individual and the organization is essential as it is the only dependable way to keep pace with change.

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- Transparency in dealings: Transparency brings dependability. It promotes faith and nurtures trust. Technology builds this transparency by removing barriers and making knowledge available.

Challenger:

Our organization work at scale and quality. We take great care to deliver the best to our customers by understanding their needs. Focus, agility and flexibility from our side are always paramount as we go the extra mile to drive success for our customers. We come out as challengers as by:

- 5% Stretch: Whenever we take up a challenge, we make sure that we deliver at least 5% more than what's expected. We achieve this by breaking down internal boundaries and creating a unique solution by involving everyone in the organization.
- Flexible and Faster: We are relatively more agile in the industry. Flexibility in our approach provides us with an opportunity to offer a customized solution to our customers.
- Debate and dissent: We foster a culture of debate and dissent to generate new ideas and move forward. This way we challenge the boundaries and defy the norms for innovating and setting benchmarks in the industry.

8. EMPLOYEE OBLIGATIONS:

Confidentiality:

Besides employees and physical property/items/materials, our other assets include confidential data, reports, technology, expertise in Real Estate/Construction related activities, and Market and Business plans. It is expected that all Sumadhura employees do not disclose any information related to employees, customers, competition, management or anything which can be attributable to having accessed/gained knowledge of during their employment with Sumadhura, without prior written approval from the authorized Sumadhura management person. Protecting all confidential information against theft and misuse is the responsibility of every employee.

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Safe Custody of Company Materials:

Sumadhura employees are solely responsible for safe custody of any files, documents, equipment, computers, machines, etc., of the company, which may be assigned to them as a part of their job.

Ownership Rights:

Any work, such as developmental, modifications, improvisations, in the form of products/services carried out by any Sumadhura employees on behalf of the Company shall be the property of the Company and/or customer (as the case may be per agreement terms) and will have no personal claims to it. Similarly, Sumadhura shall have full rights on any inventions or discoveries made by any Sumadhura employees during the course of employment with Sumadhura.

Social Responsibility:

As our workplace and daily lives are becoming more and more social, it is important for every Sumadhura employee to understand and segregate what is personal and official. You should not give the appearance of speaking or acting on behalf of Sumadhura in social platforms (either online or offline) unless you are authorized in writing by the Head of HCM and Marketing of Sumadhura. When you speak out or comment on public issues or in a public forum and where name of Sumadhura appears/taken, you should disclose that these are your personal views and not the views or opinions of Sumadhura.

9. PRIVACY OF EMPLOYEE INFORMATION

A large volume of employee information is solicited and maintained by the Organization. Therefore, safeguarding the privacy interests of employees is a fundamental concern of the Organization.

All employee information including personal, financial, health, and employment records is strictly confidential and will be accessed or disclosed only on a need-to-know basis.

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Employees must not share or disclose any colleague's personal information without proper authorization.

Only the Human Capital Management (HCM) Function is authorized to carry out or respond to any employment-related background verification at Sumadhura. Any such requests must be routed exclusively through HCM.

Unauthorized sharing of employee information will be treated as a violation of company policy and subject to disciplinary action.

Personally identifiable information may include information that not only concerns employment matters, but details about an employee such as living arrangements, physical and mental health and/or other highly personal matters. Whether or not this information is marked as being confidential, every precaution should be taken to protect the information from loss, misuse and unauthorized access, disclosure, alteration, and destruction.

10. PRIVACY OF CUSTOMER INFORMATION

Protecting our customers' privacy is fundamental to the Organization's business and there are laws regulating disclosure of customer records or other communications.

Employees may not participate in or permit another person to have unauthorized access to customer records or communications.

A large volume of customer information is distributed via electronic transmissions. Accordingly, it is the Organization's responsibility to protect the privacy and content of information conveyed in this manner.

Any use of customer information for any reason other than Organization's business is strictly prohibited.

Any allegation of misuse of client information will be investigated and, if substantiated, may be grounds for termination.

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Any subpoena, court order or other request for customer information from law enforcement or government agencies or other outside parties is to be immediately referred to the supervisor. Supervisors should contact the applicable subsidiary legal function for assistance in every instance.

11. CONFIDENTIALITY

Employees will, in the course of their employment with the Company, acquire and gain knowledge of and be given access to CONFIDENTIAL INFORMATION, KNOW-HOW AND TRADE SECRETS gathered by the Company over a number of years at a great expense, including but not limited to formulae, specifications and technical information, know-how, processes, methods or refinements, business secrets and other information concerning the business of the Company and concerning any business which the Company hereafter intends to undertake either on its own or jointly with another Party.

- Any unsanctioned use, transfer (including via internet and/or electronic media), or divulging of such CONFIDENTIAL INFORMATION, KNOW-HOW AND TRADE SECRETS, to any third party, including but not restricted to persons not in the employment of the Company, either directly or indirectly, and for commercial gain or otherwise, is against the agreed upon Terms and Conditions of employment between the Employee and the Company. The Employee shall not during his/her employment with the Company and for a period of 5 (five) years from his ceasing to be employed by the Company, directly or indirectly on his account, or jointly, or in collaboration with any other person, firm, company or body corporate, carry on business or engage in any line of business.
- All Employees will hold as the Company's property all memoranda, books, letters notebooks, formulae, designs, plans, specifications etc., and all copies thereof, including in electronic media and storage devices, which in any way are relating to the business or affairs of the Company and will deliver the same to the Company on termination of employment or on demand at any time prior thereto.
- Upon termination of employment the employee shall return to the Company or its authorized representative, all Company property such as laptop, mobile phone (if provided), memoranda, books, letters notebooks, formulae, designs, plans, specifications etc., and all copies thereof, irrespective of storage or presentation medium, including all

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electronic and hard copies thereof, and any other material containing or disclosing any CONFIDENTIAL INFORMATION, KNOW-HOW AND TRADE SECRETS which is in his/her possession, power and control, and, upon termination of employment, shall destroy the same and not make or retain any copies of such CONFIDENTIAL INFORMATION, KNOW-HOW AND TRADE SECRETS. At the time of termination of employment, the employee shall certify that they have complied with the obligations imposed under this clause.

- A Confidentiality cum Non-Disclosure Agreement is entered into between each employee and the Company to this effect.
- An affidavit to the Confidentiality cum Non-Disclosure Agreement reiterating the terms and conditions of the same will be required to be signed by employees at the time of separation/ termination/retirement.

12. PROTECTION AND USAGE OF ORGANIZATION PROPERTY

- All Employees will hold as the Company's property all memoranda, books, letters notebooks, formulae, designs, plans, specifications etc., and all copies thereof, including in electronic media and storage devices, which in any way are relating to the business or affairs of the Company and will deliver the same to the Company on termination of employment or on demand at any time prior thereto.
- Upon termination of employment the employee shall return to the Company or its authorized representative, all Company property such as laptop, mobile phone (if provided), memoranda, books, letters notebooks, formulae, designs, plans, specifications etc., and all copies thereof, irrespective of storage or presentation medium, including all electronic and hard copies thereof, and any other material containing or disclosing any CONFIDENTIAL INFORMATION, KNOW-HOW AND TRADE SECRETS which is in his/her possession, power and control, and, upon termination of employment, shall destroy the same and not make or retain any copies of such CONFIDENTIAL INFORMATION, KNOW-HOW AND TRADE SECRETS. At the time of termination of employment, the employee shall certify that they have complied with the obligations imposed under this clause.

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13. SMOKING AND INTOXICATION

The term “intoxicants” is defined broadly and includes alcohol, narcotics, and drugs (both illegal and misused prescription drugs).

- Typically, it covers:
 - Alcoholic beverages
 - Illegal drugs / narcotics (cannabis, cocaine, heroin, etc., as prohibited by law)
 - Misuse of prescription drugs (consuming without prescription, overuse, or using for non-medical purposes)
 - Other intoxicating substances (inhalants, synthetic substances, etc.)
- Employees shall not be under the influence of alcohol, drugs, narcotics, or any other intoxicants while at the workplace, during official duty, or representing the company. Possession, distribution, or consumption of such substances in company premises is strictly prohibited.
- An employee who is found to have consumed any alcohol/intoxicants while on the premises of the Company/Company picnic/Outdoor activity, whether or not that person is on duty, will be dealt with the utmost severity and company will take disciplinary action against on it.

14. LEAK OF INFORMATION AND INSIDER TRADING

- Employee responsibilities extend beyond not revealing Confidential Organization material – but must also:
 - Properly secure, label, and (when appropriate) dispose of Confidential material.
 - Safeguard confidential information that Organization receives from others under non-disclosure agreements.
 - Take steps to protect and keep trade secrets and other confidential intellectual property of the Organization.
- At times, a particular project or negotiation may require employee to disclose “Need to Know” or Confidential information to an outside party: Disclosure of that information should be on an “only as needed” basis and only under a non-disclosure agreement.

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- There are, of course, “grey areas” in which employees will need to apply best judgment in making sure that he/she doesn’t disclose any confidential information. To provide an example, “Giving your friend tips that are available on public articles and blogs isn’t likely the problem, but giving tips from the policies that are not publicly available information would be”. If employee is in a grey area, be cautious about the information provided, better ask for guidance from the HCM team.
- Employee shall exercise all due care and diligence to prevent the Organization’s confidential information from unauthorized access, use, process, publication, or disclosure. Employee shall not disclose any Organization’s confidential information to any person except to other employees of the Organization who are authorized to have access to such information for the execution of their duties. All notes, memoranda, records, writings and designs obtained by an employee during employment with the Organization shall be and remain the property of the Organization and shall be handed over by such employee to Organization any time on demand and in any event, upon the termination of employment.

15. EMPLOYEE DRESS CODE

- Employees are expected to maintain a professional appearance at all times during working hours. Attire should be neat, clean, and appropriate to the nature of the work and the company’s professional environment.
- Casual wear such as ripped jeans, flip-flops, or clothing with offensive graphics or slogans is not permitted. Employees in client-facing roles or attending meetings must dress in formal or business casual attire.
- Please refer to dress code policy for detailed guidelines.



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