



# Code of Conduct

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## 1 Introduction

The Code of Conduct for employees defines standards for conduct in all business, legal, and ethical matters carried out in daily business, and is meant as a tool and a guide for dealings with employees, clients, vendors, and partners; interaction with competitors; as well as in financial areas. It is part of Resulticks's business policy to carry out all company activities in accordance with the letter and spirit of applicable legal requirements and therefore keep high standards of business ethics.

Our commitment to ethical and lawful business conduct is a fundamental value of our employees and is critical to the company's success. We will strive to uphold ethical and legal standards vigorously even as we pursue our financial objectives. We will not compromise integrity anywhere at any time even while continuously striving to build value for customers through the innovative use of technology and talent. This code of conduct document reiterates our commitment to the above principles.

This policy applies to all Resulticks's employees and is in addition to their legal and contractual obligations with Resulticks (which expression shall mean and include all its affiliates, subsidiaries, parent Companies, successors & assignees)

Employees should address their immediate superior when questions or problems arise. The employee's manager is responsible for ensuring that conflicts of interests are resolved as quickly as possible.

Note:

- Any reference to "Resulticks" in this Code of Conduct means Resulticks (which expression shall mean and include all its affiliates, subsidiaries, parent Companies, successors & assignees)
- Any reference to "Employee" in this Code of Conduct means and includes all Resulticks employees directly employed by Resulticks or through a third-party contractor.

## 2 Purpose

This code of conduct is intended to:

- Set high standards of honesty, integrity and ethical and law-abiding behavior expected of Resulticks's employees.
- Encourage the observance of those standards to protect and promote the interests of shareholders and other stakeholders.
- Guide employees on their acts and actions necessary to maintain integrity; and
- Set out the responsibility and accountability of Resulticks's employees to report and investigate any reported violations of this code or unethical or unlawful behavior.

## 3 General Principles

### **Respect Human and Socio-Economic Rights & Respect the Environment**

We are undertaking Resulticks development while abiding by basic human and social rights and respecting the environment everywhere that we conduct our business.

We are developing our business activities while respecting society and the environment. In conjunction with our stakeholders, we use energy and natural resource economically and we incorporate environmental and societal factors in our financing and investment decisions and in our businesses.

### **Comply with Business-Related Laws, regulations and standards**

We comply with applicable agreements, laws and regulations everywhere, and with additional international commitments and agreements we have endorsed.

Together we conduct our business while abiding by professional policies and procedures and ethical practices. We ensure the transparency and honesty of information disclosed to our client, the financial community, investors, supervisory authorities and the public in general.

## Respect Individual Privacy

We respect individual's privacy, whether they are clients, partners or employees. We request only information which is of use in serving the interests of our clients and partners, improving the quality of our service provision, complying with statutory obligations, or in contributing toward our company's management.

We observe political neutrality and refrain from supporting any political organizations or activities through donations or subsidies even where local legislation so permits.

We respect the commitments of those our employees who, as citizens, wish to participate in public life.

## 4 Our Commitments

### To Our Clients

We put all our energy and skills to work to serve our primary purpose – client satisfaction.

Energized daily by our values, we establish and maintain lasting relationships with our clients based on trust, expertise and interest for all their legitimate interests.

We intend to establish ourselves as the benchmark in digital marketing, chosen for the quality and commitment of our staff in supporting our clients' plans. This intention takes the form of several projects all sharing the objective of continuous improvement in quality of service.

We make use of our in-depth knowledge of our clients to:

- Offer them products and services appropriate to their situation and requirements, to bring their plans to fruition
- Advise and inform them, taking into account their level of expertise and the conditions or risks connected to certain transactions.

We enter contractual relationships only with those clients whose practices are, or aim to be, consistent with our own general principles.

We prevent conflicts of interest by means of separate structures and thorough procedures. We refrain from acting as an agent where doing so is likely to lead to a conflict of interests with our principal, unless the principal agrees.

We guarantee the confidentiality of inside information that we hold about a company under all circumstances and we refrain from using or disseminating it for purposes other than those for which the information was disclosed to us.

We are aware of the importance that our clients place on retaining control over their personal data. Therefore, Resulticks is reaffirming its commitment to being responsible in its data processing activities. We undertake to secure and protect these data and use them in an ethical and transparent manner in order to provide our clients with the best possible service.

## **To Our Employees**

We are confident in the skills, loyalty, integrity and commitment of our employees, who are our company's leading asset. We know that we can count on their sense of responsibility to govern their behavior in their working lives. We expect them to avoid any conflict-of-interest situation

We pay particular attention to their working conditions especially with regards to health and safety.

We involve them in governance by fostering dialogue, information and discussion. We respect their privacy.

We recruit staff solely based on our requirements and each applicant's individual qualities. We develop their professional skills and increase their responsibilities with no discrimination of any kind, and in particular no discrimination based on faith or beliefs, sex, age, ethnic origin, membership of political or religious organization or any kind of minority.

Each of our employee has regular meetings with their line management during which objectives are set and development plans are drawn up.

## **To Our Investors**

We aim to earn our investors' trust with the objective of ensuring the profitability of their investment and the longevity of our business.

We regularly provide investors with accurate, full and transparent information. We undertake to maintain a lasting dialogue with them, in particular by means of our Shareholders' committee.

## **To Our Suppliers and Service Providers**

We undertake to adhere the above mentioned general principles with respect to our suppliers and service providers. In return, we expect them to adhere to principles equivalent to those in our Code of conduct.

We ensure that all parties' interests are taken into consideration, transparently and in accordance with the contract terms.

## **To Countries where we are active**

We respect the cultures and the environment of countries where we operate. Through our business activities we contribute to the social and economic development of these countries.

We ensure compliance with the rules regarding transparency and accuracy of information used by clients, the financial community, investors, the supervisory authorities and the general public in the countries where we conduct our business.

## **5 Individual and Collective Conduct Guidelines**

The harmonious development of our organization is based on trust, both between employees and between the Organization and its employees. Maintaining this trust requires adherence, at all levels, with a certain number of rules regarding conduct.

Some clear and well-defined principles make useful benchmarks. They do not cover every ethical situation but serve as guidelines where there is doubt or uncertainty regarding the stance to adopt.

Each of us always adhere to all agreements, Directives and instructions in force within the organization.

Everyone demonstrates loyalty and fairness and fosters good relationships with our colleagues. They undertake to act in accordance with the organization's values.

Everyone ensures that the activities dependent on them are conducted in accordance with our organization's existing policies and procedures as regards the protection of health, safety and our environment. Each of us takes the social, economic and environmental consequences of our decisions into consideration.

Over and above compliance with laws and regulations, everyone acts with integrity, both inside and outside the company when they are representing it.

Restraint is to be exercised when making statements on any organization related matter outside of the organization.

Everyone contributes toward the implementation of our best practices and co-operates with the internal audit and control processes diligently and transparently.

## **Maintaining the confidentiality of information**

Business confidentiality is an essential component of our role. It applies under all circumstances and to all types of media, including new communication channels such as social networks. Individuals are the custodians of -and responsible for -the confidential information they receive. They may only use of such information internally for business purposes and must not disclose it outside the company unless permitted to do so or where required to do so by the law.

Sending of information of a professional nature outside the organization via messaging services or the external media that are unrelated to the professional environment is prohibited in principle.

Before releasing confidential or proprietary information or permitting anyone from outside Resulticks to use a Resulticks trademark or copyrighted work, employees must first obtain appropriate management approval and make sure the party receiving the information has signed a non-disclosure and a license agreement approved by the legal department.

Employees must immediately notify the legal department if he/she discovers that Resulticks' confidential and proprietary information, trademark, copyright, patent, name, or logo has been improperly used or disclosed.

When (employee's) employment with Resulticks ends, all documents, records, and other information and property belonging to Resulticks must be returned. Even after the employee leaves the employment of the Company, they have a continuing obligation to safeguard and not use or otherwise disclose Resulticks' and its clients' confidential and proprietary information to anyone.

Employees shall also ensure that their respective salary shall at all times be kept confidential and should not be disclosed to any colleague/s or anybody else.

## **Acts of Misconduct**

The following acts and omissions shall be treated as misconduct.

- Willful in-subordination or disobedience, whether alone or in combination with others, to any lawful and reasonable order of a superior,
- Theft, fraud or dishonesty in connection with the Resulticks's business or property,
- Willful damage to or loss of Resulticks's goods or property,
- Taking or giving bribes or any illegal gratification,

- Habitual absence without leaves or absence without leave for more than 10 days
- Habitual late attendance,
- Habitual breach of any law applicable to the Resulticks,
- Riotous or disorderly behaviors during working hours at the establishment or any act subversive of discipline,
- Habitual negligence or neglect of work,
- Frequent repetition of any act or omission
- Striking work or inciting others to strike work in contravention of the provision of any law, or rule having the force of law.
- Misrepresentation or giving false statements about personal/professional background or suppression of relevant facts during the selection process or at the time of joining or concealing any information that would have played a role in selection / rejection of the candidature for employment
- Involvement in criminal offences
- Violation of the terms of employment and undertaking given at the time of joining/thereafter or violation of the service agreement
- Abetting or inciting others to disobedience or misconduct
- Conflict of interests with Company's business interests
- Any physical harassment at workplace

In case of employees violating any of the above acts or found indulging in any of the above misconduct; company reserves the right to take an appropriate disciplinary action commensurate with the act of commission and omission after doing the enquiries/investigation.

No notice of termination shall be necessary if an employee is dismissed from service for proven misconduct, breach of Code of business conduct, violation of service agreements, violation of confidentiality agreement or disobedience of written instructions.

## **Freedom from Harassment**

Resulticks forbids, and does not expect employees to tolerate, harassment in their employment. If an employee has a complaint of discrimination, sexual or other harassment, or other forms of offensive conduct he/she is expected to report it to any Human Resources representative or a senior manager or the Head of the business unit, or in accordance with specific reporting practices as per the policy. Complaints of offensive or improper conduct are taken seriously and investigated thoroughly, without retaliation. Employees are expected to get familiarized themselves with Resulticks's Sexual Harassment policy (PoSH).

## **Conflicts of Interest**

Each of us refrains from maintaining personal relationships with our clients, partners and suppliers which could compromise our professional duties or place us in a situation of conflict of interest. We report to our line management any conflict of interest to which we might be subject.

We must avoid our own interests or those of our immediate circle entering conflict with Organization's interest. Where there is any doubt about particular transaction or situations with respect to the Code of Conduct or any applicable instructions, we should seek advice from our line management.

## **Dealings with our clients and suppliers**

We must meet the commitments made in our dealings with our clients, partners, and suppliers, treating them fairly and making any choices necessary on the basis of objective criteria.

All corrupt practices are prohibited. Those of us who are subject to pressure or requests from third parties must inform their line management.

Employees must not improperly use his/her position, property or information acquired through his/her position for personal gain or gain of an associate or to compete with or harm Resulticks.

Employees must keep his/her personal or external business dealings separate from Resulticks's business dealings.

Employees must only use goods, services and facilities received from Resulticks in accordance with the terms on which they are given.

Employees must not accept any gift from Resulticks's existing or potential customers or suppliers that is designed to influence their decisions.

Employees must not draw any personal gain or other benefit (except their salary and any additional compensation approved by the company) from any business they carry out for Resulticks and must not make any offer to any third party with intention of inappropriately influencing a business decision by that party.

## **Use of Resources**

Each of us ensures that our company's tangible, intangible, financial and property assets are protected and uses them reasonably, in compliance with the policies and procedures governing their use and application, as communicated to us.

No one must make excessive personal use of the equipment and services made available to them.

Everyone strives to use resources economically and to take account of environmental aspects in their decision making.

## **6 Intellectual Property Rights & Ownership**

All intellectual property created in the course of employment belongs to the Resulticks. All computer equipment, software and facilities used by employees are also proprietary to the Resulticks, including all documents, materials and Emails created.

The Resulticks also reserves the right to withdraw any of the facilities provided if it considers that employees' use of it is in any way unacceptable.

## **7 Compliance with the code of conduct**

Every one of us, both permanent and temporary employees, must comply with the Code of conduct, thereby contributing to the protection of our organization's most important asset, namely its reputation.

We collectively and individually ensure this code is applied and that all our action comply with it, irrespective of our position with the organization.

Compliance with the code of conduct is enforced by the application of internal policies and procedures of our organization. Violations of this Code shall be reported to the HR who will arrange to investigate the violation and recommend the appropriate action to be taken against the defaulter internally. In applicable cases it will also have consequences in employment law

and may lead to external investigations and legal proceedings shall be initiated against the employees who violate any legal or contractual agreements/obligations with the Company.

Everyone assumes their responsibilities on a day-to-day basis and must not hesitate to share their questions and concerns, where applicable, in order to prevent any kind of risk.

If doubts remain, it may then be necessary to act as a whistle-blower.

## 8 Whistle-blowing

Resulticks undertakes its business with the utmost integrity and transparency, in full compliance with the laws and regulations of the countries in which it operates. The code of conduct policy sets out this commitment to act ethically and with integrity.

Resulticks also guarantees the respect of the right to 'blow the whistle' which protects the reporting of any issue which is believed by the reporting person to constitute a breach of internal, legal or regulatory standards. Reporting may be through the direct or functional chain of command.

The right to blow the whistle also provides an opportunity for everyone to notify ("speak up"), without fear of retaliation or sanctions, when they believe there has been a breach of internal policy, laws or regulation that a received instruction, a transaction under consideration, or more generally a particular situation they become aware of, does not comply with the rules governing the conduct of the organization's activities or the ethical standards expected or they believe they may be in breach of laws and regulations.

This right must be exercised in a responsible, selfless, good faith, non-defamatory and non-abusive manner. Resulticks protects whistleblowers, against potential acts of retaliation or disciplinary sanctions, and ensures their identity is kept strictly confidential.

Each of us is entitled to raise an alert if we feel that we have good reason to consider that an instruction received, a transaction or more, generally, any given situation of which we are personally aware does not seem to comply with the rules of governing the organization's activities.

## How whistleblowing works

The whistleblower can be any employee, any external partner, and, as a part of a duty of care, any provider with whom Resulticks maintains an established commercial relationship(subcontractors or suppliers).

The whistleblower can be exercised by staff by contacting your direct or indirect management, or by directly contacting the Chief of Staff.

The recipients of the alert ensure that investigations are conducted with the greatest possible level of confidentiality compatible with the requirements of the enquiry.

## Annexure I

### UNDERTAKING

I, \_\_\_\_\_ (Employee name) do hereby certify that I will adhere to and comply with the requirements of the Resulticks Code of Conduct (mentioned in this document) in all material respects.

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Name

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Signature

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Designation

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Date