



**SIFY TECHNOLOGIES LIMITED**

**ETHICS POLICY**

---

## INDEX

<b>1. PURPOSE</b>	<b>3</b>
<b>2. SCOPE</b>	<b>3</b>
<b>3. POLICY</b>	<b>4</b>
<b>4. PROCEDURE</b>	<b>6</b>
<b>5. AMENDMENTS</b>	<b>8</b>

## **1.0 Purpose**

- 1.1 The company is committed to the highest possible standards of ethics in conducting business between the associates and the Business Partners (comprising of vendors and customers) without taking any undue advantage of the relationship.
- 1.2 To ensure a clean and transparent environment for conducting business.
- 1.3 To encourage ethical and competent partners to engage with the Company.
- 1.4 To ensure that no factors other than merit play a role in selection of partners with commercials offered thereto or in verification of items received/consumed or in the quality of the completed/delivered items vis-a-vis the desired quality when rates were finalized.
- 1.5 To ensure that partners who seek to use non-ethical means to procure business or enhance profits are severely punished, along with any Sify associates who help such unethical partners in furthering their goals.

## **2.0 SCOPE**

- 2.1 This policy is applicable to all employees including contract employees of Sify Technologies Ltd and its subsidiaries.
- 2.2 All 3rd party Vendors and / or Service Providers and customers who have been engaged with the company to do business. They shall be entitled to use all the privileges/rights under this policy but will not be required to become signatories to the same.

### **3.0 POLICY**

3.1 Sify associates shall not accept any gift or favour or gratification, direct or indirect, from any Business Partners under any circumstances whatsoever. This includes any gifts at time of festivals/personal events etc.

3.2 A Sify associate is not permitted to:

3.2.1 Work on behalf of any other individual / entity.

3.2.2 Receive professional compensation / remuneration / benefit from any other individual / entity in relation to business/work.

3.2.3 Have financial interest (direct or indirect) in any entity which is a business partner (as defined hereinabove) of the Company

3.2.4 Pass information related to the Company, which would generally not be available to an outsider, to any person who is engaged in any activity which could be used against the interests of the Company, its business prospects and/or its associates. This includes, but is not restricted to, sharing of data with any 3rd party which is not specifically authorized to receive such information.

3.3 No Sify associate should engage or participate in any business activity which directly or indirectly involves his/her direct relatives (father, mother, siblings, children, spouse, spouse's parents, spouse's siblings) or any entity in which they have a financial stake.

3.4 Sify associate is expected to:

3.4.1 Recuse him/herself from the said matter completely.

3.4.2 Inform the Head HR of such conflict of interest and get his consent before he/she would like to continue dealing with the matter.

3.4.3 To prevent such conflicts of interest it is advisable that Sify associates discourage their direct relatives from having any business association with the Company (unless such a direct relative is employed with the Company).

3.5 In the event that any Sify associate is entering into a business transaction having value greater than INR 5 Lacs in a personal capacity with a Business Partner (an entity whose status as a Partner, the Sify associate would be reasonably expected to be aware of), such transaction should be done only after informing the Head HR in writing. The Sify associate should ensure that any such procurement is done at arm's-length basis, without deriving any advantage which would not be available to other customers of that partner if they were not to be working at Sify.

3.6 Any attempt of any Business Partner to offer gratification to a Sify associate is required to be reported by the said associate in writing / email / SMS or by phone to Head HR within 24 hours, specifying all relevant details including the name of the vendor/customer, person involved from the partner's side and gift/favour/gratification offered. Sify associates reporting such incidents may choose to keep their name anonymous if they so desire. Any associate who learns that any other Sify associate or Partner is violating / attempting to violate the company's Ethics policy is required to report such incident, along with details of the partner / Sify associate involved and context of the violation, to Head HR within 48 hours in writing / email / SMS or by phone.

3.7 Sify associates reporting such incidents may choose to keep their name anonymous if they so desire. If the Head HR finds merit in the issue and

---

the Committee decides that an incident of violation of the Ethics policy has taken place, an award shall be given to the concerned Sify associate.

3.8 If any partner finds that he/she is being asked to provide gift or favour or gratification to a Sify associate, directly or indirectly, such partner is required to report such incident, along with all relevant details including the name of Sify associate making such demand and context thereto, to Head HR within 5 working days in writing / email / SMS or by phone. Sify shall ensure that any Business Partner reporting such incident is not penalized for any reason whatsoever and investigation of the issues reported by the Partner are done in a confidential manner, without jeopardizing the business interest of the partner.

3.9 All such issues observed/complaints received by any Sify associate or partner, should be forwarded along with any other available relevant information to Head HR within 48 hours of the same being noticed/known. Employees or partners may make complaints anonymously addressing the Head HR. The complaint can be made to the email id **ethics.hrhead@sifycorp.com**.

#### **4.0 PROCEDURE**

4.1 Sify associate or Business Partner shall approach Head HR in full confidence, without any 3rd party becoming aware.

4.2 Head HR will consider the merit of all issues / concerns / complaints received by him.

- 4.3 Head HR is required to present all cases where he finds reasonable merit in the issue before the Committee within 5 working days of receipt of the complaint / information.
- 4.4 Committee will carry out continuous and random checks of all locations where violations of this policy are most likely to occur. Any incident wherein the Committee believes that the Ethics Policy has been violated shall be immediately taken into cognizance by the Committee.
- 4.5 HR shall ensure that this policy is widely communicated to all associates and at all locations of the company. Sify Associates shall acknowledge to comply with Company's Ethics Policy.
- 4.6 Procurement, Sales (and any other department entering into a contractual transaction) shall ensure that this policy is made known and reiterated from time-to-time to all Business Partners made available in [www.corporate.sify.com/ethicspolicy](http://www.corporate.sify.com/ethicspolicy).
- 4.7 Whether a complaint/issue received is a violation of the Ethics Policy shall be decided upon by a 3-member Committee comprising of
- Human Resource Head
  - SOX Head
  - Legal Head

The findings of this Committee shall be binding on all concerned. The basis of decision followed by the Committee shall be reasonable proof of circumstantial evidence. Committee shall give its final decision in the matter no later than 14 days from the date of the matter being brought to its attention by the Committee.

---

## **5.0 AMENDMENTS**

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the employees unless the same is notified to the employees in writing.