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A. INTRODUCTION

1. The NIIT Code of Conduct (in short 'NCOC' or 'Code') highlights the standards of corporate ethics, norms and guidelines practiced by NIIT Ltd. including its affiliates/subsidiaries (hereafter referred as NIIT) and hence by NIITians, (which includes Directors, Employees, Consultants, Retainers, Officers and Agents), for engaging with other NIITians, NIIT's licensees, clients, vendors and other entities external associated with NIIT.
2. NCOC is based on the document called 'Our Vision' which is also regarded as the Values document for NIIT as an organization. The document sets out how NIIT as an organization behaves with NIITians, its customers, its financial stakeholders and the governments of the countries in which it operates and indeed the society at large. This Code sets out expectations of all those who associate with NIIT. NIIT also expects that those who form a part of the organization, particularly employees and Directors are aware of the NCOC and act in a manner consistent with it. NCOC spells out NIIT's commitment to protect its reputation and brand equity by adhering to the values and principles set out herein.
3. NIIT respects the human rights and dignity of all NIITians and those who interact or transact with it. NIIT seeks to provide a work environment where all NIITians have the opportunity to optimize their potential and contribute to NIIT's success. NIIT strives to maintain a safe, secure and healthy workplace.

B. Corporate Mission

1. NIIT strives to enable individuals, governments and enterprises, who associate with it, to achieve greater success by providing knowledge, skills, solutions and services through pioneering efforts and usage of appropriate technology. NIIT also expresses its commitment to contribute to the economic development of the countries in which it operates and it does not engage in any activity which may adversely affect the interest of these countries.
2. NIIT shall conduct its business affairs in accordance with the economic agenda and foreign policies and priorities of the nation's government and it shall strive to make a positive contribution to the society and government at large. NIIT seeks to avoid any project or activity that is detrimental to the wider interests of the communities in which it operates.
3. NIIT shall comply with the laws of the countries in which it operates. However, in the event that the standards prescribed under any law are lower in degree than that of the corresponding provisions of NCOC, NIIT shall conduct itself as per the provisions of NCOC.
4. NIIT shall strive to provide a safe, healthy and clean working environment for NIITians and all those who associate with NIIT.
5. NIIT does not and shall not employ children at its workplaces nor does it use forced labor in any form or manner.
6. NIIT shall not confiscate or withhold personal documents such as passport, citizen identification, driving license of NIITians, or force them to make any payment to it or to anyone else in order to secure employment or associate with NIIT.

C. Community Impact

NIIT provides a larger platform for the NIITians to contribute to social causes and opportunities to be "a responsible citizen" through the special 'iGive' framework.

iGive provides an opportunity to all NIITians to make an impact and change young lives by associating with NIIT Foundation, a not-for-profit set up to champion the cause of the underprivileged members of the society. NIIT Foundation makes critical interventions towards upgrading the skill base and employability of marginalized youth – in urban slums and rural areas through various programs. NIITians can provide time and expertise for training students, helping mobilize resources, enrolling NGOs into the accreditation program and sponsoring costs of children and youth getting education at NIIT Foundation and contribute to other various social causes through NIIT Foundation.

D. Political Affiliation

NIIT will keep equal distance and will never endorse any particular political thought or ideology. NIIT does not encourage NIITians to subscribe to any political thoughts or ideologies nor will NIIT make any political contributions. Our conduct must preclude any activity that could be interpreted as mutual dependence/favour with any political body or person. NIIT does not offer or give any company funds or property or other resources as donations to any specific political party, candidate or campaign.

E. Media

1. NIIT values its relationships with those in the media and shall endeavor to provide full and prompt disclosure of all material developments or events. Media relations are the responsibility of NIIT's Corporate Communications and Marketing Organization (CMO). All statements or responses to inquiries from the media should be coordinated through CMO.
2. NIITians who are asked for a statement from a member of the media shall refer the request of the media representative to CMO. Unless expressly authorized, no NIITian shall make statements to any media.
3. NIITians are required to use social media judiciously and refrain from any explicit or implicit comments or reactions that may be detrimental to the image of the organization or any NIITian.

F. Gifts and Donations

Under no circumstances NIITians, agents or contractors of NIIT will receive, offer, make directly or indirectly, any illegal payments, promise to pay, remuneration, gifts, donations or comparable benefits which are intended to or perceived to influence any business decision or uncompetitive favors for the conduct of its business or any act or failure to act or any commitment of fraud, or opportunity for the commitment of any fraud. However, NIIT and NIITians may accept and offer inexpensive gifts, infrequent business meals or celebratory events, which are customarily given and are of a commemorative nature for special events. Such exchanges must pass commonly acceptable test of being not material/significant and must be approved by an authorized NIITian for the said purpose.

G. Anti -Money Laundering

1. Money Laundering legislations criminalize money laundering in respect of all crimes including drug trafficking, terrorism, theft, tax evasion, fraud, handling of stolen goods, counterfeiting and blackmail. It is also an offence to undertake and/or facilitate transactions with individuals and entities involved in criminal activities.

2. NIIT/NIITians will ensure that NIIT does not do business with drug traffickers, money launderers and other criminals. NIIT is fully aware that no customer relationship is worth compromising our commitment to combating money laundering. NIIT ensures that it remains compliant with all relevant anti-money laundering legislation and regulations and assists law enforcement agencies in identifying and tracking down money launderers.
3. NIITians must exercise requisite care in selecting those with whom NIIT conducts business. While conducting its business, NIIT shall reasonably adhere to the processes in place for checking the credit and character of its vendors and customers.

H. Health, Safety and Environment

NIIT strives to provide a safe and healthy working environment and it complies, with all regulations regarding the protection of the environment and prevention of pollution of the place in the conduct of its business affairs. NIIT is committed to prevent the wasteful use of natural resources and minimize any hazardous impact of the development, production, use and disposal of any of its products and services on the ecological environment.

I. Equal Opportunity

1. NIIT promotes 'Diversity and Inclusion' as an organization. It strives to provide equal opportunities to all NIITians purely based on merit in all matters of employment irrespective of race, caste, religion, color, ancestry, marital status, gender, age, nationality, disability, sexual orientation, socio-economic status, ex-serviceman status, maternity and post maternity cases. When recruiting, developing and promoting our employees, our decisions will be based solely on performance, merit, competence and potential.
2. NIIT prohibits any discrimination on the basis of gender or ethnicity in areas of hiring, pay and promotion where men and women perform work of similar skill, effort, and responsibility.
3. NIIT also ensures that the persons with disabilities enjoy the right to equality, life with dignity and respect for his or her integrity equally with others and therefore, NIIT has formulated its own Policy with the provisions of the Rights of Persons with Disabilities Act, 2016 and rules framed thereunder.

J. Working Hours, Wages and Benefits

1. NIIT promotes a working environment where NIITians have sufficient leisure and ease to perform and deliver insofar as their working hours are concerned. NIITians have the liberty to work in a manner, within the realms of the workplace ecosystem, so as to facilitate them to harness their capabilities rather than let their job becoming stressful avocation. Hence, in our context, the notion of overtime is voluntary for the employees. Even though working hours are prescribed, NIIT being a professional organization, NIITians have the freedom to work in a manner which suits their productivity. Unlike a manufacturing undertaking, since NIIT does not strictly require NIITians to engage into strenuous hours of work, the concept of overtime is immaterial and inapplicable to the employees.
2. Unless otherwise provided by applicable laws, deductions from basic wages as a disciplinary measure is not permitted at NIIT (this does not exclude the entitlement of damages on a contractual or legal basis). NIITians are provided

with fair and competitive compensation and benefits. No unfair deductions are allowed, and the NIITian has the right to a written specification of how the wage has been calculated. NIITians shall be granted and compensated for any types of paid leave to which they are legally entitled. Examples of such leave include annual leave, maternity/parental leave and sick leave.

K. Freedom of Association and Collective Bargaining

1. NIITians can communicate freely with their superiors concerning their working conditions, compensation, promotion, defense of occupational interests etc. without the fear of reprisals, intimidation or harassment. The online platform called 'HR ASSIST' is also provided to take feedback, address concerns and facilitate such activities. Further, freedom of association and collective bargaining are certain rights which NIIT always upholds and cherishes through the various Employee and Customer Satisfaction Surveys that it conducts periodically and the idea sharing portals that it promotes.
2. NIIT recognizes that NIITians may be interested in joining associations or involving themselves in civic or public affairs in their personal capacities, provided such activities do not create an actual or potential conflict with the interests of the company. NIITians must notify their Business/Functional head and the HR Head in writing and seek prior approval for any such activity.

L. Forced labor, Human Trafficking and Modern Slavery

NIIT does not employ or allow any forced labor or bonded labor. NIITians are free to dissociate after agreed notice period and as per terms and conditions of their contract. NIIT does not support or participate in human trafficking and forced labor in any manner and it strongly condemns such practices. Further, NIIT's recruitment process ensure that it does not contribute to human trafficking or modern slavery.

M. Child labor and Young Workers

1. NIIT acknowledges that according to the UN Convention on the Rights of the Child and respective applicable laws of a country, governing child labor, a person is a child until the age of 18. NIIT recognizes the rights of every child to be protected from economic exploitation and from performing any work that is likely to be hazardous or to interfere with the child's education, or to be harmful to the child's health or physical, mental, spiritual, moral or social development.
2. NIIT does not employ or allow child labor at its workplace. Keeping in view the national and International labor and social security laws and regulations, NIIT adopts and adheres to such policies and procedures that neither permit nor promotes the child labor. NIIT also takes the necessary preventive measures to ensure that it does not employ anyone below the legal age of employment as laid out by the respective regulatory authorities of the countries where it operates.

N. Inhumane Disciplinary Practices

NIIT shall not engage in or tolerate the use of corporal punishment, torture or verbal abuse of NIITians. No harsh or inhumane treatment is allowed to any NIITian. Positive Regard is a core value at NIIT. NIIT does not allow disrespectful behavior at the workplace as also during interaction among NIITians.

O. Financial Reporting and Records

NIIT prepares and maintains its accounts fairly and accurately in accordance with the Accounting and Financial Reporting Standards, which represent the generally accepted guidelines, principles, standards, laws and regulations of the country in which the company conducts its business affairs.

P. Shareholders

NIIT is committed to enhance shareholder value in compliance with all regulations and laws that govern shareholders' rights. The Board of Directors of NIIT shall duly and fairly inform its shareholders about all relevant aspects of the company's business, and disclose such information in accordance with the respective regulations and laws so as to be perceived as such by the third party. NIIT shall keep accurate records of its activities and shall adhere to disclosure standards in accordance with applicable law and industry standards.

Q. Regulatory Compliance

1. NIITians shall, in their business conduct, comply with all applicable laws and regulations, in all the territories in which he or she operates. If the ethical and professional standards set out in the applicable laws and regulations are below that of this Code, then the standards of this Code shall prevail.
2. NIIT and NIITians shall comply fully with all applicable laws and regulations and shall adhere to high ethical and legal standards of business practices. Laws of the land are supreme and NIIT is committed to supporting their practice and NIITians found in violation will face appropriate actions by law enforcement authorities.
3. The principles set out in 'Preventing Corruption' must be strictly followed by all who interact with government officials especially with respect to gifts and entertainment. NIIT/NIITians shall not attempt to influence government employees in any manner other than what is agreed in our contractual arrangement with the government.
4. NIIT shall ensure that the disclosures it makes in reports and documents that it submits to various Governments/ Statutory authorities and in other public communications are full, fair, accurate, timely and understandable.
5. It is made amply clear that NIIT engages with the government and regulators in a constructive manner in order to promote good governance. NIIT shall conduct its interactions with them in a manner consistent with the NIIT Code and never impede, obstruct or improperly influence the conclusions of, or affect the integrity or availability of data or documents for any government review or investigation.

R. Competition

NIIT shall make every effort for the establishment and support of a competitive, open market economy in India and abroad and shall cooperate in the efforts to promote liberalization of trade and investment. Violations of this principle which include (but not be limited to) colluding for price fixations, territory sharing, or otherwise forming practices that are restrictive and create unfair trade practices shall not be practiced by NIITians.

S. Industrial Espionage

NIIT's commitment to fairness includes respecting the rights of our competitors and abiding by all applicable laws. As a lawful competitor and to help ensure the integrity

of a competitive marketplace, NIITians must respect the competition. NIITians shall take care to ensure that NIIT does not unlawfully either procure or use the information, material, products, intellectual property, or proprietary or confidential information of anyone including suppliers, customers, business partners or competitors.

T. Responsible NIITians

NIITians must adhere to the NCOC and demonstrate to fellow NIITians, customers and community members that they are responsible members of the NIIT family. NIITians, who are Managers or Supervisors, have an added responsibility of ensuring adherence to high ethical standards by acting as role models.

U. Concurrent Employment

Concurrent employment is not permitted while being engaged with NIIT as an employee or for that purpose in any manner which is akin to delivering full time personal services to NIIT. Taking employment, accepting a position of responsibility or running a business outside employment with NIIT, in one's own time, with or without remuneration, could interfere with one's ability to work effectively or create conflicts of interest. Further, any such activity should not be undertaken with any customer, partner, supplier, distributor or competitor of NIIT. NIITians intending to associate or who are associated in any such way prior to employment, must notify and seek prior approval for any such activity.

V. NIITians' Conduct

1. When representing NIIT, NIITians shall act with professionalism, honesty and integrity, and conform to the highest moral and ethical standards. Additionally, in all the countries that NIIT operates in, NIITians shall exhibit culturally appropriate behavior.
2. Those NIITians, who are in the managerial and leadership positions, shall demonstrate their commitment to the ethical standards set out in this Code through their own behavior and by establishing appropriate processes within their team.
3. NIITians shall not misuse their functional and/or positional role to misinform/misinterpret NCOC, rules and regulations or policies of NIIT.
4. For any doubt, clarification or unclear interpretation of the company policies, NIITians shall consult the department that created that policy to confirm the correct meaning.
5. NIITians shall report any violation or risk of violation of company rules, policies or Code to his/her immediate reporting manager.
6. The "Levels of escalation" are also covered in this Code under the section on 'How to get help and support'. This can be done without fear of retribution. NIIT shall strive to deal with concerns that are raised or cases reported in good faith with due diligence. No one shall be punished for raising concerns or making disclosures in good faith or in the public interest.
7. NIITians must refrain from any kind of harassment, whether physical, verbal or psychological. All NIITians are required to demonstrate respect and positive regard towards their colleagues in all interactions including adverse situations. Any act of harassment will be deemed as violation of this Code.
8. While communicating with colleagues, vendors and customers, irrespective of the mode, NIITians shall communicate with respect and not harm the dignity of

the individual and/or NIIT.

9. NIITians are also prohibited from bringing any sort of weapon to the workplace.
10. Everyone in our work environment must be treated with dignity and respect. NIIT has a clear and fair disciplinary procedure which necessarily includes an employee's right to be heard.
11. NIIT shall have no concern with the conduct of NIITians outside the work environment, unless such conduct impairs their work performance, creates conflicts of interest or adversely affects NIIT's reputation or business interests.
12. NIITians and those representing NIIT, including agents and intermediaries, shall not, directly or indirectly, offer or receive any illegal or improper payments or comparable benefits that are intended or perceived to obtain undue favors for the conduct of NIIT's business.
13. NIITians are required to update their official records with their personal contact details. This is critical to reach out to NIITians in matters of workplace or business exigencies. All NIITians are required to update these changes as and when they happen.
14. NIITians shall not make any willful omissions or material misrepresentation that would compromise the integrity of NIIT's records, internal or external communications and reports, including the financial statements. NIITians and Directors shall seek proper authorization prior to disclosing company or business-related information to any third party.
15. NIITians shall ensure the integrity of personal data or information provided by them to NIIT. NIIT shall safeguard the privacy of all such data or information given to NIIT in accordance with applicable company policies or law. NIITians shall respect and protect all confidential information and intellectual property including third party intellectual property and data. NIITians shall not misuse such intellectual property and data that comes into their possession and shall not share it with anyone, except in accordance with applicable company policies or law. NIIT shall promptly report the loss, theft or destruction of any confidential information or intellectual property and data of our company or that of any third party.
16. NIITians shall use all company assets, tangible and intangible, including computer and communication equipment, for the purpose for which they are provided and in order to conduct business. Such assets shall not be misused. NIIT shall establish processes to minimize the risk of fraud, and misappropriation or misuse of its assets.
17. Having any external communication in a social media platform such as Facebook, Twitter etc. is a serious matter and must be carefully managed. Any information put out with reference to NIIT should be mindful of confidentiality requirements. Also please refer the guidelines above on messages to the Media. Hence, any personal messages by NIITians should not violate any employment contract requirement, Code of Conduct requirement and undertakings that NIIT may have given to other parties including clients and customers. In using social media, particularly blogs or social networking sites, each NIITian shall exercise great caution while talking about NIIT or its businesses, even if expressing a personal opinion. It is desirable that every NIITian wears the identity/ access card at the office premises. In certain offices of NIIT, this is mandatory.

W. Relationship with Fellow NIITians

1. NIITians shall not discriminate based on hierarchy and in every interaction

NIITians are required to demonstrate positive regard irrespective of age, seniority and tenure. To foster a better working culture, every NIITian is required to address the fellow NIITians by their first / preferred name and not use Sir/Ma'am/Madam.

2. If an NIITian is related (as kith or kin) with another NIITian, he shall not have any reporting, involvement in recruitment, selection, appraisal, promotion or any other management activity/ process with the said another NIITian. Additionally, the two shall not work together in any situation whereby there is a conflict of interest, breach of confidentiality or unfair advantage that may be perceived to be gained from the overlap of personal and professional relationship.
3. NIITians shall not enter into any personal relationship with their subordinates or colleagues for whom they have a responsibility for assessing and supervising or for whom they are required to provide administrative or technical support.
4. In case the spouse of NIITian is offered an association with NIIT in whatever manner of form, the same shall be notified to NIIT.
5. NIIT believes that the professional relationship between a supervisor and subordinate is vital to the NIITian's career growth and requires that the reporting relationship between the two shall be based upon trust, confidence and support to each other. Further, NIITian shall not indulge in a business, commercial or financial relationship with a colleague, in any manner whatsoever, which can potentially compromise or can be perceived to compromise, the objectivity and professional standing of the reporting relationship.

X. Prevention of Harassment

1. NIIT is committed to provide a workplace that is respectful to all NIITians and free from all forms of harassment. NIIT expects relationships in the work environment to be business-like and free from any type of bias, prejudice, and harassment. NIIT shall not permit inappropriate actions, comments, physical contact, sexual advances or any illegal conduct that is intimidating, hostile, or offensive.
2. At official get-togethers or at off-sites, NIITians shall maintain decorum and demonstrate positive regard for other NIITians. If alcohol is being served, only social drinking is permitted. During such events, group meetings or conversations are allowed only in common areas and not in allocated personal rooms provided by the hotel or guest house.
3. For the purpose of this Code, workplace not only refers to the premises of NIIT, but it also covers official events, meetings and conferences outside NIIT offices, including transportation undertaken in relation to the discharge of duties.

Y. Drugs and Alcohol

Other than medicines, NIIT prohibits the consumption, use, sale, purchase, transfer or possession of alcohol or prohibited narcotic substances, while at workplace. NIITians are strictly prohibited from being under the influence of alcohol and controlled/narcotic substances, while at work. NIITians must also follow the rules and regulations of the country in which they are working. Failure to follow such rules and regulations may result in disciplinary actions besides the risk of prosecution by the appropriate authorities/courts in that country.

Z. Office Timings

1. NIITians are required to follow the decorum of office timings and restrict breaks during work to the minimum to ensure that their working hours are most

- productive.
2. It is the responsibility of NIITians to apply for the appropriate classification – e.g. ½ day leave, 1 day leave, Work From Home, late arrival etc. in case of non-adherence to regular office timings. Also grating of leave, and Work from Home is governed by approval procedure under the relevant HR policies.
 3. While NIIT encourages work-life balance, critical time-bound deliverables or customer requirements may require NIITians to work on holidays and/or weekends and/ or beyond office timings.

AA. Conflict of Interest

1. Every NIITian shall always act in the interest of NIIT and ensure that any business or personal association including close personal relationships which they may have, does not create any conflict of interest with their roles and duties at NIIT or the operations of NIIT. Further, NIITian shall not engage in any business, relationship or activity, which might conflict with the interest of NIIT.
2. Should any actual or potential conflicts of interest arise, the concerned NIITian must immediately report such conflicts and seek approvals as required by the related policy of NIIT. The competent authority shall revert to the NIITian within a reasonable time frame, so as to enable the NIITian to take necessary action as advised to resolve or avoid the conflict in an expeditious manner.
3. A conflict of interest, actual or potential, may arise whether directly or indirectly when:
 - ☐ NIITians engage in a business, relationship or activity with anyone who is party to a transaction with the company; or
 - ☐ NIITian is in a position to derive a personal benefit or a benefit to any of his or her relatives or friends by making or influencing decisions relating to any company transaction; or
 - ☐ An independent judgment of NIIT's best interest cannot be exercised.
4. Notwithstanding that such or other instances of conflict of interest exists due to any historical reasons, adequate and full disclosure by the interested NIITians (Directors, CEO, direct reports of Executive Directors /CEO and Senior Management Personnel and Functional Heads) shall be made to the NIIT's Compliance Officer. They shall also follow other statutory codes/policies/guidelines, as applicable to them and provide confirmation on the same.
5. The independent directors shall also follow the code for independent directors as required statutorily viz. the Companies Act, Listing Regulations etc.
6. It is also incumbent upon all NIITians to make a full disclosure of any interest which the NIITian, may have in a company or firm which is a supplier, customer, distributor of or has any other business dealings with NIIT.

BB. Securities Transactions and Confidential Information

1. NIITians and their immediate family shall not derive any benefit or assist others to derive any benefit from the access to and possession of information about the company or the group, which is not in the public domain and thus constitutes "Insider information" as per statutory laws.
2. NIITians shall not use or proliferate information which is not available to the investing public and which therefore constitutes insider information for making or giving advice on investment decisions on the securities of the respective NIIT Group Company on which such insider information has been obtained.
3. Such insider information might include the following:

- ☐ Acquisition and divestiture of businesses or business units;
 - ☐ Financial information such as profits, earnings and dividends;
 - ☐ Announcement of new product introductions or developments;
 - ☐ Asset revaluations;
 - ☐ Investment decisions/plans;
 - ☐ Restructuring plans;
 - ☐ Major supply and delivery agreements;
 - ☐ Raising finances
4. NIITians shall always protect and hold confidentiality of NIIT's proprietary information, trade secret, products, architectures, source codes, project plans, names and list of customers, names and priorities of NIITians' financial information.
 5. NIITians shall provide their personal information/data to NIIT from time to time and update thereon in case of any change therein, as required statutorily. The Company may also disclose the same to the regulatory authorities, if required.

CC. Protecting Assets

1. NIIT's assets, whether movable or immovable, shall not be misused in any manner and shall be used for the authorized purposes only. These include tangible assets such as equipment and machinery, systems, facilities, materials, resources as well as intangible assets such as proprietary information, relationships with customers and suppliers, etc.
2. NIITians are required to maintain the information assets of the company only in designated locations and storage and the designated computer resources. NIITians shall recognize that these assets and data belong to NIIT and they shall not delete such data. NIITians shall also ensure that in the event of their proposed separation from NIIT, voluntary or involuntary, they shall handover all the data and assets including but not limited to official email, attachments, files, documents, contact and other information without any deletion.

DD. Integrity of Data

NIITians shall ensure at all times, the integrity and accuracy of data or information furnished by him or her to the company. NIIT reserves the right to audit data at any time and if discrepancies are found, NIITians are bound by the consequences of such audit findings.

EE. Relationship & Responsibilities with Customers & Vendors

1. NIIT shall be committed to supply goods and services of the highest quality and standards, backed by efficient after-sales service consistent with the requirements of the customers to ensure their total satisfaction.
2. NIITians shall deal in a manner that creates value for the customers and build a relationship based upon trust and goodwill. All NIITians, agents and contractors must act to preserve such goodwill and enhance the Company's as well as the Group's reputation.
3. NIIT prides itself on serving its clients with respect and dignity. NIIT is dedicated to complying with ethical principles and governmental laws and rules.
4. All NIITians are required to put in their best efforts when working with a client or at a client location.
5. NIIT expect NIITians to keep their client's success as their top priority, producing the best results while anticipating the risks and ever changing client needs.
6. NIITians should keep all client information confidential, maintain integrity and

high ethical standards at all times.

7. NIITians should respect all client site rules and security requirements at all times, taking pride in showing up on time and giving the client a fair day's work.
8. NIIT shall observe all contracts and agreements, with the vendors. Vendor relations are the responsibility of the NIIT Commercial Services Organization (CSO). CSO would strive to obtain the maximum value for each unit of expenditure and be truthful, objective and cautious while committing company resources. NIITians would decline any personal gifts or gratuities offered directly or to any family member on any occasion for the work to be done and already done.
9. The Company's suppliers make significant contributions to our success. NIIT shall strive to create an environment where its suppliers are confident that they will be treated with respect. NIIT selects its significant suppliers or enters into significant supplier agreements through a competitive bid process where possible. NIIT and NIITians shall not give preference based on person, gender, religion or any other factor, but instead would provide competitive opportunities to all qualifying Vendors to bid for NIIT business.
10. NIITian will not use his/her position to influence the vendor to employ, provide financial assistance or any other favor to any of the NIITian's family members or acquaintance in any form.
11. NIIT and NIITians will cooperate with trade, industrial and professional associations, government and private agencies for the purpose of promoting and developing sound business methods.

FF. Miscellaneous

1. NCOC shall be considered as integral part of all contracts including but not limited to the employment contract that NIITians enter with NIIT.
2. NIITians should report any possible, perceived or actual situation that may violate the NCOC as per the levels of escalations mentioned below. NIITians who violate the Code shall be subject to disciplinary action, up to and including termination. In some cases, the Company may have a legal or ethical obligation to report violations of the Code to appropriate enforcement authorities.
3. NIIT will not retaliate or permit retaliation against anyone who makes a good faith report about possible misconduct or legal violations or assists in an investigation of misconduct or legal violation.
4. Regardless of who the NIITian contacts, they can be confident that they are doing the right thing by raising a concern and that the concern will be handled promptly and appropriately. NIIT shall investigate reports of misconduct thoroughly, disclosing information only to those who need it to resolve the issue.
5. NIIT's Code can be implemented effectively only if each one of the NIITians practices and supports it.
6. If any NIITian has a concern or an issue highlighting possible violation of the Code related to business ethics, she/he is urged to bring it to the notice of the following and seek advice/redress it
7. Levels of escalations:
 - ☐ 1st level reporting manager
 - ☐ 2nd level manager
 - ☐ Department/Location head
 - ☐ IBU head/Practice Heads or identical role holders
 - ☐ Business Group Heads or identical role holders
 - ☐ HR Head

- ☐ Compliance Officer
- ☐ CEO
- ☐ Managing Director