


**Code of Business Conduct and Ethics (“The Code”)**

	<b>Policy Ref No.</b>	CDPL/Code/004
	<b>Policy Owner</b>	CDPL Board
	<b>Date of Issue</b>	<b>Version</b>
	April, 2022	1.0
	September, 2022	2.0
	July, 2023	3.0
	January, 2024	4.0

## **Message from the CEO on Code of Business Conduct and Ethics**

The Code of Business Conduct and Ethics (the “Code”) applies to all employees (on roll and off roll/ associates on third party payroll, trainees, including its controlled entities of Crest Digitel Private Limited (CDPL or Crest Digitel), the Company.

In line with our aspiration to be the most admired organization in the Digital Infrastructure space, it is important to co-create an ecosystem and a mindset that will help deliver our dream of building a distinctive brand in India. And to achieve this dream it is equally important to internalize the Code of Business Conduct and Ethics as well as our value system that we have defined for us through “Core Values” and bring everyone onto a common denominator.

The Code of Business Conduct and Ethics is our roadmap to help us live our values and define who we are as an organization. The Code, along with the core values provides us with behavioral guidance to make decisions and we make a deliberate choice to focus on what is important to us. Continuing adherence to the Code and to core values all the employees together build an internal solidity in the organization. It is extremely important for all of us to focus on the '**how of working**' in the organization leading to a successful, robust, and more sustainable business model.

We take professional pride in the work we do as well as how we achieve it. That’s why we strive for the highest degree of ethical conduct in every action we take. Consider the Code and the core values as your guide for doing what’s right. It spells out the standards of behavior we expect from you and the policies and regulations that you are expected to uphold. It also helps you determine how to respond in challenging situations and how to voice your concerns. Each of us is responsible for safeguarding the Company’s interest and reputation and the Code and the Values sets out what is expected from all of us. We are committed to running our business in line with the Code and responsible business practices in full compliance with all legal and regulatory requirements.

The enclosed Code, which has been endorsed by CDPL’s Board of Directors/equivalent, sets out the commitments we all must make as part of the CDPL’s team. We urge you to read it carefully.

The Code does not cover every situation you may encounter while at CDPL and that is not its purpose. Rather the Code sets forth basic principles and standards you must adhere to. When in doubt, please refer any questions to your supervisor or internal Ethics Committee. Together our Code and Core Values will help us find the right path in any situation.

Thank you for your continued dedication to Crest Digitel and for your commitment to upholding the standards set forth in the Code.

Yours Truly

Sanjay Nandrajog

CEO

## Guiding Principles

### How we do it

*Following principles / tenets emerge from our Purpose and Values:*

1. We are **committed to providing a healthy & safe working environment** to our employees and business partners.
2. We must **treat our colleagues with mutual respect, trust, humility, and compassion** and believe that they can and are contributing to their fullest potential in the best interest of the Organization.
3. We believe that **business needs to be done with integrity, honesty, and transparency at all times** and this is the only way to a WIN-WIN scenario for both the Organization and the individual.
4. We are **mutually interdependent with a common sense of purpose and work together to build long-term relationships with confidence and trust** by honoring our commitments and promises with our colleagues, superiors, consumers, customers, and business partners across business, functions, and geographies.
5. We believe in **changing the status quo and consistently innovating** to deliver on the Organization's growth and believe in taking **calculated risks**.
6. We **empower and take informed decisions by communicating timely, honestly, and completely**.
7. We **share our experiences and learning**, both successes and failures.
8. We **work constructively to resolve a disagreement**, keeping in mind the larger interest of the organization.
9. **We ask**, when in doubt
10. **We pledge to Live by Our Culture** – be a strong proponent of what we stand for and what we would like to achieve.

## PURPOSE OF THE CODE

The objective of the Code of Business Conduct and Ethics is to promote:

- Honest, fair, and ethical conduct, including the principled handling of conflicts of interest between personal and professional relationships.
- Protection and Proper Use of Company Assets & Confidential Information.
- Compliance with governmental laws, rules, and regulations.
- Prompt internal reporting of violations of the Code to appropriate people.
- Building a workplace culture which fully reflects our Values.
- An environment with just and equal opportunities.

## UNDERSTANDING THE CODE

- Our code reflects who we are and what's important to us as an organization.
- All employees should use their best judgment and must conduct the business affairs of Crest Digital in a lawful and ethical manner. Ask yourself the following questions when you are unsure of how you should act or behave in a particular situation.
  - **Does it reflect our values and the Code?**
  - **Is it ethical?**
  - **Is it legal?**
  - **Will it reflect well for Crest Digital and its employees?**
  - **Would you be okay if everyone knew about it?**
- If the answer is "YES", go ahead and do it.
- If the answer is "NO", don't do it.
- If you are "unsure", ask for help, take guidance from
  - Your manager
  - Legal
  - HR
  - CEO
  - Ethics Committee
  - Ethics Helpline

**Ask if you see an issue. Ask if you are not sure**

## **SUMMARY OF THE CODE'S PRINCIPLES**

### **PROTECTING THE COMPANY'S ASSETS, RESOURCES AND DATA**

- We often have sensitive confidential information about CDPL and other companies, our parent company, our customers, and our directors, officers, and employees; preserving the integrity of this information is vital to our business and reputation and is necessary to meet our obligations under data protection laws.
- Electronic communications relating to business activities may not be conducted through electronic communication systems that have not been specifically approved for business activities, including (among others) personal email accounts, personal text messaging, non-approved chat forums, and social media.
- Employees must complete mandatory data protection training and mitigate cybersecurity risks by being vigilant about opening attachments or clicking on links.

### **ACCURACY OF BOOKS AND RECORDS AND PUBLIC DISCLOSURES**

- We accurately and honestly provide information in business reports and records and pay attention to detail to ensure that the records are accurate and authorized.
- Because our parent company is a public company, we must ensure that our communications and other disclosures to the market are true and accurate.

### **DUTIES TO STAKEHOLDERS**

- To safeguard the Company's reputation, we will apply the highest standards of ethical business conduct, in both spirit and conduct, in your day-to-day work.
- We should act and follow responsible business practices with our customers, clients, suppliers, other stakeholders, and competitors.

### **COMMUNICATIONS AND MEDIA**

- We must keep in mind that all Crest Digital resources including material, equipment and information are provided only for business use. We are careful in your written communications made over company information systems, such as email, as this is a permanent record.
- We use our good judgement of what we post in social media and that they are appropriate and reflect well on the Company.

### **CONFLICTS OF INTEREST AND PERSONAL BEHAVIOUR**

- We do not let personal interests affect business decisions we make on behalf of the Company.
- As a representative of the company, we abide by our core values and ensure that our personal behavior is consistent with the values.
- When making decisions related to the Company, we have a duty to act in our company's best business interests and avoid even the appearance of a conflict.

### **POSITIVE WORK ENVIRONMENT**

- We provide a working environment that promotes harmony and the achievement of mutual objectives.
- We value diversity, equity and inclusion and we should all do our part to create and maintain a respectful work environment where everyone feels safe, included, and productive.
- We provide an environment which is free from intimidation, threats, and harassment.

### **COMPLIANCE WITH LAWS, RULES, REGULATIONS AND POLICIES**

- Compliance with all applicable laws and regulations is an absolute must and non-negotiable.
- We, including our parent company, must ensure that we understand the implications of the

laws that are applicable to areas of our work and be compliant with the laws and applicable regulations.

- The company has a zero-tolerance policy for breach of regulations and rules and expects every employee not only to be fully aware of all applicable laws but also to comply with the same in letter and spirit.
- The company has corporate policies that each of you must be familiar with, as they govern your business practices and other conduct while at Crest Digitel.

## **FREQUENTLY ASKED QUESTIONS**

### **WHY DO WE HAVE A CODE?**

The Code is designed to help us apply our Company's values to day-to-day business situations. It serves as a guide on how we conduct ourselves and our business with high ethical standards and in compliance with the applicable laws, rules, regulations, and company policies. Our adherence to the Code and our policies is critical to Crest Digitel's continued success. Our corporate reputation depends on the actions and decisions we make every day. Preserving our corporate culture and ensuring compliance with legal, regulatory, and fiduciary duties is vital to the organization and following the Code helps us do that.

### **WHO MUST FOLLOW THE CODE?**

The Code applies to the company and all its managed operations. It thereby applies to all Directors, employees (On Roll), Off Roll hires (on third party payroll) regardless of their location.

All directors, officers, employees, and Off Roll Associates of Crest Digitel and all its manager operations who have not adopted their own Code of Conduct or other policies that are consistent with the provisions of this Code, as further described in the Introduction section of the Code.

### **WHAT RE YOUR RESPONSIBILITIES?**

Each of us has two responsibilities.

- First, you must follow every aspect of the Code. You have to live by the Code and lead by the example. You are also required to certify our commitment each year. This is with the process of Annual Certification of the Code.
- Second, if you suspect someone may be violating the Code or the policies referred herein, we have an obligation to report it. To make a report, follow the section of the Code: "Reporting Potential Code Violations).
- Speak Up! We are all responsible for protecting Crest Digitel's ethical culture and success.

### **HOW SHOULD I ASK FOR HELP?**

If you have questions about the Code, any policies or guidelines referred to herein, or about the best course of action to take in a particular situation, you should seek guidance from your Reporting Manager/CHRO/Head Legal/Ethics Committee/Ethics Helpline.

### **WHAT IF I WOULD LIKE TO MAKE AN ANONYMOUS REPORT?**

You may make an anonymous report by email to [crestdigitel@ethicshelpline.in](mailto:crestdigitel@ethicshelpline.in) or courier to

Privileged & Confidential Not for Circulation

PO. Box No 71, DLF Phase 1, Qutub Enclave, Gurgaon - 122002, Haryana, India. Hotline (Toll Free) Number - 1800 200 5478

If you choose to make an anonymous report, your anonymity will be fully protected as possible as permitted by law. Keep in mind, however, that maintaining your anonymity may limit the company's ability to investigate your concerns.

#### **WHAT ARE THE CONSEQUENCES FOR VIOLATING THE CODE?**

Violations of the Code, our policies, guidelines incorporated by reference herein or applicable legal requirements carry potentially serious consequences for the individuals involved and for our company. If you're an employee, it could result in a reprimand or other disciplinary action, including the termination of your employment at the company for cause. If you're a director, a violation may necessitate your resignation. Certain violations of the Code also contravene applicable laws and therefore can have severe consequences outside of Crest Digitel. Depending on your actions, failing to comply with the Code could lead to civil or criminal prosecution, which could result in substantial fines, penalties and/or imprisonment.

#### **INTRODUCTION**

This Code of Business Conduct and Ethics (the "Code") applies to all directors, employees (On Roll), Associates (Off Roll - on third-party payroll) (collectively, "you") of Crest Digitel Private Limited ("Crest Digitel", "we," "us," "our" or the "company")

#### **STANDARDS OF BUSINESS CONDUCT**

Crest Digitel seeks to foster and maintain a reputation for honesty, openness, trust, integrity, and professionalism. The confidence and trust placed in Crest Digitel by our stakeholders is something we value greatly and endeavor to protect. In many respects, our reputation is our most vital business asset. Accordingly, all our activities should be conducted with honesty and integrity and in compliance with applicable legal and regulatory requirements.

We have adopted the Code and related policies and procedures to preserve our culture and to ensure compliance with legal, regulatory, and fiduciary requirements applicable to our activities. We expect and require that you meet the letter and spirit of the Code (and related policies and procedures) as updated and/or superseded from time to time. This code incorporates by reference the following corporate policies and programs which should be read in conjunction with the code:

- Anti - Bribery and Corruption Policy
- Whistle Blower Policy
- Interaction with Public Officials Policy
- Gifts, Entertainment and Hospitality Policy
- Corporate Social Responsibility Policy
- Positive Work Environment Policy
- Data Protection Policy
- Anti-Modern-Day Slavery and Human Trafficking Policy,
- Vendor Management Program,
- Travel Policy

#### **PROTECTING THE COMPANY'S ASSETS, RESOURCES AND DATA**

We respect the privacy and confidentiality of information of our parent company, our customers, our people, and others with whom we do business. We often have access to various types of

Privileged & Confidential Not for Circulation

proprietary, confidential, or private information belonging to Crest Digitel or its customers, suppliers, employees, about other companies, about our parent company, protecting and preserving the integrity of this information is vital to our business and reputation and is necessary to meet our obligations under data protection laws.

***The company's assets are to be used only for legitimate business purposes only.***

We are all responsible for preserving and protecting our company's assets, including physical, tangible goods, such as office supplies, furniture, computers, or intangible items, such as emails, intellectual property, and we are expected to use those assets appropriately. The company's assets are for business use, not personal use. The company's name (including its corporate letterhead and logo), facilities and relationships are valuable assets and must only be used for authorized company business. Under no circumstances can such assets be used negligently or for wrongful purposes. On cessation of employment for any reason, all company assets must be returned promptly and in good condition except for normal wear and tear. Only legally authorized/ licensed software may be loaded and used on machines. Incidental personal use is permitted in a limited and judicious manner.

We must safeguard our passwords and other access codes by adhering to password protection policies. We should not allow others to use our accounts. Company information must not be transferred from our computers to unapproved portable devices.

Emails, instant messages, and text messages should be composed with the same care we take in composing any other company document. Use company assets only for legitimate business purposes in general. If you share it with someone outside of the Organization, obtain a non-disclosure agreement in advance. The company reserves the right (in appropriate circumstances) to monitor and track use of all company property and communications, such as email, use of internet etc. Any requests for reimbursement for authorized company expenses must be for legitimate business expenses. If you are unsure whether a certain expense is legitimate, you should speak with your reporting manager or Ethics Committee.

**Confidential information must be protected at all times**

We must protect confidential information in our possession - both information about us and information about our customers, suppliers, parent company and other third parties. Confidential information includes, but is not limited to, all confidential memos, notes, lists, records, and other documents in your possession, in hard and soft copy.

We may have access to our company's confidential information on a need- to-know basis. Such information must be protected during and after employment and may not be used for personal gain. Company confidential information must be carefully controlled and protected, used only for the intended purposes, and discussed only on a need-to-know basis with authorized persons or organizations. We must never share or give the company's files or information to unauthorized persons or organizations until we have received appropriate approval. You must protect hard and soft copies of confidential information that are removed from the office (e.g., to be worked with at home or at external meetings).

It is important to use discretion when discussing company business. This includes respecting information barrier protocols where such protocols exist and discussing company business only

with those individuals at the company that have a “need to know” the information. Additionally, be careful not to discuss company business in public places such as elevators, restaurants, and public transportation, or when using your phone or email outside of the office. You should also be careful not to leave confidential information in unattended conference rooms or in public places where others can access it. You must complete mandatory data protection training and mitigate cybersecurity risks by being vigilant about opening attachments or clicking on links. Please refer to the Data Protection Program for further information about how to protect confidential and personal data. While at Crest Digitel, if you become aware of confidential information about the company or another entity that you know or suspect has been inadvertently disclosed, seek guidance from your Reporting Manager or Ethics Committee Members before using or acting upon this information.

**Personal data held by or on behalf of the company must be used in compliance with data protection laws.**

The company collects personal data regarding individuals both inside and outside the organization where we have the lawful basis for doing so. This is necessary to drive and manage the operation of our business effectively and efficiently. Personal data includes, among other things, sensitive personal, medical, and financial information. In general, personal data will only be held by the company for as long as we have a legitimate business need to retain it. The company is committed to protecting the personal information of all individuals who work with us in accordance with the legal requirements and company policies.

You must take all reasonable steps to ensure that personal data is kept confidential and accessed only by those individuals at the company that have a need to know this information to carry out their duties. If it is necessary to the conduct of business to disclose personal data to a third-party (e.g., so that a third-party may provide services to the company or acquire an asset or business of the company) then you must ensure that such transfer complies with applicable legal and regulatory requirements. This may include ensuring the third party is subject to a written agreement (Non-Disclosure Agreement) which contains confidentiality obligations. In all other cases, you may only disclose personal data pursuant to a legal or regulatory requirement.

You are responsible for ensuring that you understand and comply with our data protection/privacy policies. For more information about compliance with data protection laws, refer to the related company policies.

**Intellectual property belongs to the company.**

During the course of your employment, you may be involved in the creation, development or invention of intellectual property such as concepts, methods, processes, inventions, confidential information and trade secrets, know-how, physical products, ideas, plans, programs, software, applications, code, works of authorship, trademarks, service marks and designs, alone or jointly with others, including but not limited to the improvement of existing intellectual property belonging to the company. All such intellectual property and the rights therein shall be owned by the company and your moral rights to such intellectual property, if any, will be waived. You are responsible for cooperating with the company and providing all necessary assistance, including the preparation and execution of any necessary documentation such as assignments and applications to register rights before relevant government authorities on behalf of the company,

to ensure that all intellectual property and related rights become the exclusive property of the company.

**The documents of the company must be preserved.**

It is critical that you help preserve our business records, follow the guidelines set forth in any document retention policies and comply with related legal and regulatory requirements. If you are notified that your documents are relevant to an anticipated or pending litigation, investigation, or audit, you must follow the guidance set forth in the notification you receive from legal function regarding retention of documents.

**ACCURACY OF BOOKS AND RECORDS AND PUBLIC DISCLOSURES**

We are expected to use utmost care to fully and accurately record and report information in business records and reports. In some cases, the omission of necessary information can render a report or record inaccurate. The accuracy of Crest Digital's business records is essential to the operation of the business. You have an enormous responsibility to be vigilant to any suspected instances of fraud and to report these immediately to your supervisor or to the relevant authority.

**Ensure that the books and records of the company are complete and accurate and that all business transactions are properly authorized.**

All reports and information about the company must be recorded and presented accurately, diligently, fairly and in accordance with good business practices and applicable accounting standards and legal requirements. Whether the records or reports are attendance, expense reports, accounting records, correspondence, bids, purchase orders or similar documents, they must be truthful and complete.

The books and records of the company must reflect all its transactions to permit the preparation of accurate financial statements. No false statements or entries may be made for any purpose in the records of the company. Employees must never conceal information from (i) an external auditor; (ii) internal auditor; (iii) audit committee of the company. In addition, it is unlawful for any person to fraudulently influence, coerce, manipulate, or mislead an external auditor of the company.

The company's contracts and agreements govern our business relationships. Because the laws governing contracts and agreements are numerous and complicated, we have put in place policies and procedures to ensure that any contract entered into by the company has the appropriate level of approval. As a result, employees who enter into contracts or agreements on behalf of the company must have proper authorization to do so and, prior to their execution, these documents must be reviewed by the Legal Team where required by policy or practice. Consult a member of the Ethics Committee if you are unsure whether a contract requires review. Further, if you are unsure whether you have proper authorization to enter into a contract on behalf of the company, refer to the company's Delegation of Authority Policy or you may contact your Reporting Manager or Legal Team.

**Ensure that the company provides full, true, and plain public disclosure.**

All employees who are responsible for the preparation of the company's public disclosures, or who provide information as part of this process, must ensure that public disclosures of information are made honestly and accurately. Employees must be aware of and report any of the following: (a) fraud or deliberate errors in the preparation, maintenance, evaluation, review or audit of any financial statement or financial record; (b) deficiencies in, or noncompliance with, internal accounting controls; (c) misrepresentations or false statements in any public disclosure document, such as annual and quarterly reports, prospectuses, information/proxy circulars and press releases; or (d) deviations from full, true, and plain reporting of the company's financial condition.

Additionally, each person who is in a financial reporting oversight role, and their family members are prohibited from obtaining any tax or other services from the external auditor, irrespective of whether the company or such person pays for the services.

### **DUTIES TO STAKEHOLDERS**

To safeguard the Company's reputation, we will apply the highest standards of ethical business conduct, in both spirit and conduct, in your day-to-day work. We should act and follow responsible business practices with our customers, clients, suppliers, other stakeholders, and competitors.

#### **Deal fairly with the company's stakeholders.**

You must deal fairly with the company's customers, suppliers, communities in which we operate, other stakeholders, and competitors. To preserve our reputation and relationship with stakeholders, do not engage in any illegal or unethical conduct when dealing with stakeholders or competitors.

### **COMMUNICATIONS AND MEDIA**

We must keep in mind that all Crest Digital resources including material, equipment and information are provided only for business use. We are careful in your written communications made over company information systems, such as email, as this is a permanent record. We use our good judgement of what we post in social media and that they are appropriate and reflect well on the Company.

#### **Use the company's various forms of communication properly and appropriately.**

All business matters that involve communicated in writing must be conducted by employees on thevia company's email system and or through other systems provided or approved by the company for such use. You must always use our e-mail, Internet, telephones, and other forms of communication appropriately and professionally. Employees must comply with our Information Security Policy and all applicable policies.

As an employee, we are all responsible for preserving and protecting our company's assets and are expected to use those assets appropriately. We are responsible for keeping all company information secure and for using Crest Digital's network and computer systems ethically and legally.

While we appreciate the need for limited use of these tools for personal purposes, any such use should not be excessive or detract from your work. As outlined in the summary of the Code's

principles, electronic communications relating to business activities may not be conducted through electronic communications system that have not been specifically approved for business activities, including (among others) personal email accounts, personal text messaging, non-approved chat forums and social media.

Employees should not email business information to their personal email accounts or maintain a copy of business information on their personal computers or other non-work electronic devices. When using company-provided technologies such as computers, cell phones and voicemail, you should not expect that the information you send or receive is private. Your activity may be monitored to ensure these resources are used appropriately and are in compliance with the company's policies and laws and regulations.

Employees should take care when on the company's email system, other systems, and devices to ensure that no viruses or similar items are introduced into the systems or devices, including by clicking on links in phishing emails. You should exercise particular caution when opening unsolicited emails from unknown sources or an email which appears suspicious. Inform the IT Department immediately if you are unsure about the origin of an email or communication, or suspect your IT equipment/devices may have a virus. You must be particularly vigilant if you use our IT equipment/devices outside the workplace and take such precautions as we may require from time to time against importing viruses or compromising system security. The system contains information which is confidential and subject to data protection legislation. Such information must be treated with extreme care and in accordance with our Data Protection Policy and Data Protection Program.

**Be cautious in your use of social media.**

The company's social media policy is that, unless you are expressly authorized, you are strictly prohibited from commenting, or posting about, or otherwise discussing the company, its customers, and our parent company and its securities, investments and other business matters on all social media forums, including, but not limited to, social networks, chat rooms, wikis, virtual worlds and blogs (collectively, "social media"). You are a representative of the company when engaging in online activities and you must ensure that your behavior online, including on social media, is appropriate and consistent with our values. To avoid risks associated with social media use, we utilize common communication sense just as we would in any professional environment. We always use a disclaimer when posting or commenting on social media to ensure that all personal views are not tied with that of Crest Digital's positions and do not reflect those of our Company. We need to refrain from hinting, making statements or passing on any comment about the Company which can be misconstrued.

**Do not speak on behalf of the company unless authorized to do so.**

As our parent company is a public company, it is important to ensure our communications to the investing public are: (a) timely; (b) full, true and plain; and (c) consistent and broadly disseminated in accordance with all applicable legal and regulatory requirements. You may not make public statements on the company's behalf unless you have been designated as a spokesperson by the management of the Company.

Our parent company employs professionals who are trained and qualified as spokespersons to release information to the public and legal counsel who are authorized to communicate with

regulators, stock exchanges, and other members of the public or media. You may be contacted by a member of the media, a shareholder, a financial analyst, a governmental authority or any other third party for information about the company or our parent company and its business, and a response can have far-reaching implications, including effects on our ability to compete. When we provide information on the company's operational strategies, financial results or other material information, we must ensure both that the information is accurate and that it is an appropriate time to "go public" with that information. If you receive a request from outside the company to speak on the company's behalf and you are not authorized to do so, refer the request to your Reporting Manager or HR, who may forward the request to the CEO, who may seek the guidance of individuals at our parent company employed in investor relations or communications. We must not communicate on behalf of our company, even if the statement is online, unless we are an authorized spokesperson for the Company.

## **CONFLICT OF INTEREST AND PERSONAL BEHAVIOUR**

We do not let personal interests affect business decisions we make on behalf of the Company. As a representative of the company, we abide by our core Values and ensure that our personal behavior is consistent with the values. When making decisions related to the Company, we have a duty to act in our company's best business interests and avoid even the appearance of a conflict.

### **Exhibit personal behavior that reinforces a positive image of you and the company.**

Your personal behavior, both inside and outside work, should reinforce a positive image of you, the company, its business activities, and its clients, and our parent company. No matter what job you do and where you do, you represent Crest Digital. You need to comply with the Code in letter and spirit with respect to the personal conduct in office and outside locations. You need to ensure that your every transaction and service reflects the Code and our core values. It's your responsibility to protect what we have built. Refer to the Code when in doubt and keep reiterating it to the teams.

It is essential to use good judgment in all your personal and business dealings. You should refrain from engaging in activities that could hurt the company's reputation, or yours, and that could undermine the relationship of trust between you and the company. Employees who have acted inappropriately may be subject to disciplinary action up to and including termination for cause.

### **Remember your duties to Crest Digital, when participating in outside personal interests; obtain permission before pursuing business activities outside the scope of your role within the company.**

The company encourages directors and employees to be active participants in their community. While pursuing personal, political, not-for-profit activities or other like activities, be mindful that your participation in any outside interest must not prevent you from adequately discharging your duties to the company and should not conflict with or otherwise be adverse to the company's interests. In addition, ensure that when you are involved in these activities you are not seen to be speaking or acting on behalf of the company or the parent company without express authority.

"Outside Business Activities," otherwise known as "OBAs" include any business activities outside the scope of one's role with the company, including any activity as an employee, independent contractor, sole proprietor, officer, director, or partner of another business

organization, regardless of whether compensation is involved. Employees must receive approval from their Reporting Manager and Ethics Committee prior to accepting an OBA. Directors of the company must advise the Chair of their Board of Directors prior to taking on any OBAs. Subject to any local regulatory requirements, prior approval is not required to serve on boards of charities or small, private family holding companies that have no relation to the company. For greater clarity, though approval is not needed to serve on the board of a family holding company which is an extension of one's personal business affairs, however intimation on this is needed by the Company. Approval is needed to serve on the board of a private operating business with significant operations. When in doubt whether you need to obtain permission, consult with a member of Ethics Committee.

Crest Digital employees must avoid any interest, relationship, or outside activity that could affect the employee's objectivity in making decisions concerning his or her Crest Digital duties and responsibilities. A conflict of interest may exist when an employee or a member of his or her family is involved in an activity or has a personal interest that could impair, or even appear to impair, the ability to make objective and fair decisions, or could create an incentive to act in a manner that would advance personal interests at the expense of Crest Digital.

**Avoid situations in which your personal interests' conflict with the interests of the company or others as clients of the company.**

A "conflict of interest" for this purpose occurs when a person's private interest inclines the person, consciously or unconsciously, or appears to incline the person to act in a manner which is not in the interests of the company. You may have a conflict of interest if you are involved in any activity that prevents you from performing your duties to the company properly, or that may create a situation that could affect your ability to act objectively, effectively and in the best interests of the company, including due to amount other things, personal interest or receipt of benefits from our relationships with companies, business partners, counterparties, investment banks, brokerage firms, service providers, and other constituencies. Accordingly, you must place the company's interest in any business matter ahead of any personal interest. Remember that the company's interest includes the company's obligations to its clients.

As an employee, you must avoid any interest, relationship, or outside activity that could affect the employee's objectivity in making decisions concerning his or her on the job duties and responsibilities. A conflict of interest may exist when an employee or a member of his or her family is involved in an activity or has a personal interest that could impair, or even appear to impair, the ability to make objective and fair decisions, or could create an incentive to act in a manner that would advance personal interests at the expense of Crest Digital.

You may also have a conflict of interest or the appearance of a conflict of interest as a result of a "close personal relationship" with another employee at Crest Digital. To ensure that these relationships are managed appropriately, and to deal with any possible conflicts of interest in an appropriate and responsible manner, you are expected to disclose the existence of such relationships to your Human Resources function.

For the purposes of the Code, a close personal relationship includes, but is not limited to, relationships with a parent or parent equivalent (e.g., adoptive parent), close relative or friend, spouse, fiancée, common law, or anyone else with whom you are in, or have been in, a

romantic or intimate relationship.

The best way to judge whether you may have a conflict of interest is to ask yourself whether a well-informed person would reasonably conclude that your interest, activity or personal relationship could in any way influence your decision or performance in carrying out a duty on behalf of the company. To avoid conflicts of interest, identify potential conflicts when they arise and contact Ethics Committee if you are unsure whether a conflict exists. In addition, if you become aware of any conflict or potential conflict of another director, officer or employee, you should consult Ethics Committee or the CEO, as appropriate.

**Do not take corporate opportunities as your own personal opportunities.**

You are prohibited from taking personal advantage of a business or investment opportunity that you become aware of through your work at Crest Digital. You owe a duty to the company to advance its interests when the opportunity arises, and you must not compete with the company in any way.

**POSITIVE WORK ENVIRONMENT**

We provide a working environment that promotes harmony and achievement of mutual objectives. We all do our part to keep a diverse, inclusive, and respectful workplace by driving a positive environment, and recognize the many strengths and talents our diverse colleagues bring to the workplace. We provide an environment which is free from intimidation, threats, and harassment.

**Be committed to creating a respectful work environment free from discrimination, violence and harassment.**

The company does not tolerate workplace discrimination, violence, or harassment. All directors, officers and employees must work to ensure that the company is a safe and respectful environment where high value is placed on integrity, fairness and respect.

For more information on the company's commitment to its positive work environment, refer to the company's *Positive Work Environment Policy*.

**You have a duty to report discrimination, violence, and harassment.**

If you experience or become aware of what you believe to be discrimination, violence or harassment, you are expected to report it in accordance with the "Reporting Potential Code Violations" section of the Code and/or in accordance with the *Positive Work Environment Policy*. Reports of discrimination, violence or harassment will be taken seriously and investigated. If you are found to be discriminating against, acting or threatening to act violently towards, or harassing any individual at Crest Digital, or if you knowingly condone the discrimination of, violence towards, or harassment of another individual, you will face corrective action up to and including termination without notice and for cause.

We want to create a culture of reporting when it comes to discrimination, violence and harassment, as reporting is essential for us as a company to stamp out these behaviors. While we reserve the right to take corrective action if you knowingly make a false accusation about an

innocent party, you will not face retaliation for making a good faith report or assisting in the investigation of a report however if there is a malicious intent or false allegations, it may lead to a disciplinary action.

### **Be committed to ensuring the health and safety of fellow directors, officers and employees.**

We all have the right to work in an environment that is safe and healthy. In this regard, you must:

- a. comply strictly with all occupational, health and safety laws and internal procedures;
- b. not engage in illegal or dangerous behavior such as ambling, betting etc including any acts or threats of violence;
- c. not possess, distribute or be under the influence of drugs and / or alcohol while on company premises or when conducting company business; and
- d. not possess or use weapons or firearms or any type of combustible material in the company's facilities, or at company-sponsored functions.

We need to refrain from any acts that may pollute the environment (air, earth, noise etc) and maintain a clean and organized workspace that does not present any hazard to oneself, colleagues, customers, or other visitors.

We are committed to contribute to a better environment and ensure that society's resources like water, energy are wisely used. We will continually strive to improve the environmental quality of all office activities and business operations.

If you or someone you know is in immediate danger of serious bodily harm, first call local law enforcement authorities and then report the incident in accordance with the "Reporting Potential Code Violations".

### **HUMAN RIGHTS AND MODERN SLAVERY**

We are committed to conducting business in an ethical and responsible manner, including by carrying out our activities in a manner that respects and supports the protection of human rights including but not limited to:

- a. operating with leading health and safety practices to support the goal of zero serious safety incidents.
- b. Striving to ensure that the interests, safety and well-being of the communities in which we operate are integrated into our business decisions.
- c. the elimination of discrimination in employment.
- d. the prohibition of child and forced labour;  
and
- e. the eradication of harassment and physical or mental abuse in the workplace.

We strive to embed these standards into all of our core business activities, including training, communications, contracts and due diligence processes as appropriate. These practices extend to our interactions with our key suppliers and other business partners.

## ***Environmental, Social and Governance (“ESG”) Management***

Our business philosophy recognizes that the corporate responsibility and accountability matters, not only because of an increased focus on sustainability, but also on its value creation and transparency towards its stakeholders including investors, customers, as well as employees.

Our Vision is “Enabling Connections for Life” and Mission is to “Be a Leading Digital Connectivity Infrastructure partner” admired and preferred by all our stakeholders. Rooted in our values of iCREST (Integrity, Commitment, Respect & Trust, Excellence, Safety, and Teamwork) and fortified by a robust governance framework, they serve as the cornerstone of our business. These principles guide our diverse programs and initiatives, underpinned by our Employee Value Proposition (EVP) of Care, Connect and Collaborate as well as the cultural ethos of 'Performance with Care.' This ethos underscores our commitment to the well-being of our people, partners, society, and the environment, creating meaningful touchpoints across our entire spectrum of influence.

To ensure we are committed to the Sustainable Development Goals (SDGs) and integrate these with ESG principles into every part of our business, ensuring it generates valuable insights for a company, while helping to create long-term value for stakeholders.

These include:

### **1. Environmental Responsibility and Impact Reduction:**

- a) Support the goal of net zero greenhouse gas (GHG) emissions by 2050 or sooner.
- b) Minimise the environmental impact for our operations & enhance resource efficiency progressively.

### **2. Employee Well-being and Safety Commitment:**

- a) Foster a positive work environment based on respect for human rights, valuing diversity, and zero tolerance for workplace discrimination, violence or harassment.
- b) Commit to Zero Serious Safety Incidents through Excellence in Health, Safety & Security.

### **3. Ethical Governance and Integrity**

- a) Operate to the highest ethical standards by conducting business activities in accordance with our Code of Business Conduct and Ethics.
- b) Maintain strong stakeholder relationships through transparency and active engagement.

### **4. Be good corporate citizens & Community Engagement:**

- a) We are committed to live by our CSR vision of ‘Enriching lives to create positive social impact’ in the areas of Quality Education, promoting livelihood and access to health care leading to connecting lives and transforming communities in our sphere of influence.
- b) Encourage employee volunteerism and engage in partnerships that reflects our CSR philosophy.

### **5. Eco Design & Safe Disposal**

- a) Implementing eco-design strategies to reduce waste and safely dispose of hazardous materials through government-certified agencies.
- b) We are committed to the principles of Reduce, Reuse, and Recycle across our product lifecycle.

## **COMPLIANCE WITH LAWS, RULES, REGULATIONS AND POLICIES**

Compliance with all applicable laws and regulations is an absolute must and nonnegotiable. We, including our partner company, must ensure that we understand the implications of the laws that are applicable to areas of our work and be compliant with the laws and applicable regulations. The company has a zero-tolerance policy for breach of regulations and rules and expects every employee not only to be fully aware of all applicable laws but also to comply with the same in letter and spirit. The company has corporate policies that each of you must be familiar with, as they govern your business practices and other conduct while at Crest Digitel.

### **Know and comply with all laws, rules, regulations, and policies applicable to your position.**

The company is committed to compliance with applicable laws, rules, regulations and policies. Many of the company's activities are governed by laws, rules, regulations and policies that are subject to change. If you have questions about the applicability or interpretation of certain laws, rules, regulations, or policies relevant to your duties at the company you should consult with the company's Ethics Committee. In the event a local law, custom or practice conflicts with the Code you must adhere to whichever is most stringent. If you know of any of our practices that may be illegal, you have a duty to report it. Ignorance of the law is not, in general, a defense to breaking the law. We expect you to make every reasonable effort to become familiar with the laws, rules, regulations and policies affecting your activities and to comply with them. If you have any doubts as to the applicability or interpretation of any of the above, you should obtain advice from the Ethics Committee.

### **Do not trade in securities of the parent company or in any other publicly- traded securities if you possess material non-public information.**

While at the Company, you may have access to or become aware of material, non-public information either about the parent company or controlled entity or a related or unrelated publicly - traded entity. You must not use this information to gain a financial advantage for yourself or others, either by way of making a trade for yourself, "tipping" others on the information (i.e. disclosing the information to others such as relatives or friends), or otherwise. Sensitive information to be kept secured and protected like potential sites, tender information etc. Those having access to sensitive information should be aware of their responsibility and refuse to share any detail with any colleague who does not need this information in the normal course of his or her duties.

Doing so is not only a violation of the Code that will result in immediate termination for cause but is also a serious violation of securities laws and will expose any individuals involved to potential civil and criminal prosecution.

### **Do not give or receive bribes, including "facilitation payments".**

We value our reputation for conducting business with honesty and integrity. It is vital for us to maintain this reputation as it generates confidence in our business by our stakeholders, which ultimately means it is good for business. We do not pay bribes in furtherance of our business, either directly or indirectly, and you are not permitted to pay bribes on our behalf or authorize others to pay bribes on our behalf. This commitment comes from the highest levels of

management, and you must meet this standard.

Except for lawful reimbursement for bona fide expenditure incurred by third parties in the normal course of business, improper payments to third parties, especially to gain an unfair advantage (either for company or self) is not permissible. Exercise due diligence when selecting firms to represent the company in its dealing with others. Set clear expectations and actively monitor the work of third parties doing the business on our behalf. Bribery may not always be in the form of cash payments and may take many other forms, including gifts, travel, hospitality, political contributions, charitable donations, employment opportunities, internships, and secondments. Facilitation payments are also a form of bribe and are therefore not permitted.

Speak up if you see or suspect an improper payment. Normal business promotion activity is permitted, when in doubt, consult and seek approval from your reporting manager or the Ethics Committee. Refer to the company's Anti-Bribery and Corruption Policy for further details.

**Giving or receiving gifts/entertainment should be reasonable, and in certain cases prohibited.**

The code covers vendors, suppliers, customers, government agencies and departments as well as those currently doing, or seeking to do, business with us. Gifts and entertainment given to or received from persons who have a business relationship with the company are generally acceptable, if the gift or entertainment is modest in value, appropriate to the business relationship, and does not create an appearance of impropriety. No cash or cash equivalent payments should be given or received. In addition, gifts must not be given to or received from public officials, except for Diwali gifts as prescribed in the Gift Entertainment and Hospitality Policy. Any gift that creates a sense of obligation or compromises your professional judgment is always inappropriate. Refer to company's Gifts, Entertainment and Hospitality Policy and Anti-Bribery and Corruption Policy for further details.

**Political donations to political candidates, political parties and public officials is prohibited.**

The donation of funds, whether direct or indirect, to political parties, public officials, political campaigns and / or candidates for political office, with resources of the Company, is strictly prohibited. You may not pressure or solicit other employees to make political contributions or participate in support of a political party or candidate. To ensure that we do not breach the law regarding political donations, all political donations, no matter how small, made on behalf of the company (directly or indirectly) must be approved in advance by the Ethics Committee.

**We must prevent the use of our operations for money laundering or any activity that facilitates money laundering, the financing of terrorism, or other criminal activities.**

The company is strongly committed to preventing the use of its operations for money laundering, the financing of terrorism, or other criminal activities, and will take appropriate actions to comply with applicable anti-money laundering laws.

Jurisdictions may publish lists of individuals and organizations that the company is prohibited from accepting funds from or distributing funds to under applicable anti-money laundering laws. Employees are expected to use reasonable care to verify that counter parties are not owned or controlled by, or acting on behalf of, sanctioned governments, groups, individuals or others and

be in touch with the Ethics Committee to seek clarifications in this regard.

**You should consider your rights and obligations when providing information to governmental authorities.**

Either during or following your employment or directorship at Crest Digitel you may be contacted by governmental authorities (e.g. law enforcement, securities regulators, etc.) who are seeking confidential information from you which you obtained through your association with Crest Digitel. Whether you are able to respond to these questions or not, we strongly recommend that, for your own protection, you do not speak with authorities without consulting your supervisor and the CEO. In case the situation requires, the CEO may seek legal advice as deemed necessary.

Notwithstanding the foregoing, nothing in the Code prohibits or restricts you in any way from providing information to a government authority pursuant to applicable whistleblowing regulations.

**You have internal reporting obligations in the event you are convicted of a felony or misdemeanor.**

We are only as good as our people, and therefore our reputation depends on the reputation of the individuals who serve the company as a director, officer or employee. Our screening process at Crest Digitel is rigorous and includes background checks so that we have the best information possible about our prospective directors, officers and employees. Once at Crest Digitel, we expect you to continue to adhere to these principles of openness, honesty and transparency. If at any time while you are associated with the company you are convicted of a felony or misdemeanor or are involved in any conduct that you think may be relevant to your reputation, you have an obligation to report this information to your Reporting Manager / HR / Head Legal / Ethics Committee / Ethics Helpline or so that it may be appropriately documented internally.

**REPORTING POTENTIAL CODE VIOLATIONS**

**You are strongly encouraged to make good faith reports.**

Crest Digitel depends on its employees to report violations or potential violations of the Code of Conduct so that the company can take appropriate action and remedy the situation.

Internal reporting is critical to the company's success, and it is both expected and valued. You are required to be proactive and promptly report any suspected violations of the Code, or any illegal or unethical behavior or misconduct that you become aware of or are involved with. When making a report, please include specific details and back-up documentation where feasible in order to permit adequate investigation of the concern or conduct reported. Vague, non-specific, or unsupported allegations are inherently more difficult to pursue. Directors should promptly report violations to the Chair of their Board of Directors.

Several channels of reporting are available, depending on the issue, including:

- Your supervisor / Reporting Manager
- Senior Management / Skip Level Manager
- Ethics Committee Members
- Human Resources Department

- The Legal Department
- Ethics Helpline

If you have questions about company’s whistleblowing policy, contact the Ethics Helpline.

Our reporting hotline (the “Reporting Hotline”) allows anyone to call anonymously (if they so choose) to report suspected unethical, illegal or unsafe behavior. The Reporting Hotline is available toll-free, 24 hours a day, 7 days a week. You can also send an anonymous email (if you so choose). If you choose to make an anonymous report, your anonymity will be protected to the fullest extent possible as permitted by law.

Reporting channels	Contact information
Phone	1800 200 5478
Email	<a href="mailto:crestdigitel@ethicshelpline.in">crestdigitel@ethicshelpline.in</a>
Web Portal	<a href="http://www.crestdigitel.ethicshelpline.in">www.crestdigitel.ethicshelpline.in</a>
Post Box	P. O. Box No 71, DLF Phase 1, Qutub Enclave, Gurgaon - 122002, Haryana, India

**Complaints will be kept confidential and will be dealt with appropriately.**

The confidentiality of reported violations will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review and subject to applicable law. You may wish to identify yourself to facilitate our investigation of any report; however, you can make an anonymous report by calling the Reporting Hotline. The party receiving the initial report must record its receipt, document how the situation was dealt with and file a report with internal audit, which will be retained for the record. The CEO will report all illegal and unethical conduct in violation of the Code to the Company’s Board and the Chief Internal Auditor of our parent company and externally in accordance with applicable laws.

**We prohibit retaliation against anyone who reports suspected violations of the Code or any law or regulation.**

All Crest Digital employees are protected from retaliation for raising a question or concern or participating in an investigation pertaining to alleged violations of laws, the Code, policies, or procedures. No retribution or retaliation will be taken against any person who has filed a report based on the reasonably good faith belief that a violation of the Code or any law or regulation has occurred or may in the future occur; however, making a report does not necessarily absolve you (if you are involved) or anyone else of the breach or suspected breach of the Code. The company reserves the right to discipline you if you provide false information or make an accusation you know to be untrue. This does not mean that the information that you provide has to be correct, but it does mean that you must reasonably believe that the information is truthful and demonstrates at least a possible violation of the Code.

Crest Digital strictly prohibits any form of retaliation against employees who raise issues or ask

questions, make reports, participate in an investigation, refuse to participate in suspected improper or wrongful activity, or exercise workplace rights protected by law, including disclosure of company confidential or proprietary information to the extent such disclosure is required or permitted by law. If you believe that you have been unfairly or unlawfully retaliated against, you may file a report with your Reporting Manager, Ethics Committee, Ethics Helpline, or by calling the Reporting Hotline.

## **DISCIPLINARY ACTION FOR CODE VIOLATIONS**

Please note that we reserve the right to take disciplinary action for Code violations that fits the nature and particular facts of the violation. This could include immediate termination for cause and, if warranted, legal proceedings may be brought against you.

## **STATEMENT OF COMPLIANCE**

Upon joining Crest Digitel each director, officer, employee, and off roll associates will be provided with a copy of the Code and required to sign an acknowledgement. The acknowledgement is maintained by the CHRO. On an annual basis, each director, officer, and employee will be required to re-certify compliance with the Code. Annual execution of a Statement of Compliance with the Code and policies referred therein shall be a condition of your continued directorship or employment with the company.

## **WAIVERS**

A waiver of the Code will be granted only in very exceptional circumstances

## **AMENDMENTS**

Crest Digitel's Board of Directors reviews and approves the Code on at least an annual basis and is ultimately responsible for monitoring compliance with the Code.

## **ETHICS COMMITTEE CONTACT INFORMATION**

If you have any questions on this Policy, please contact the below mentioned Ethics Committee Members:

***Sanjay Nandrajog, CEO***  
[sanjay.nandrajog@crestdigitel.com](mailto:sanjay.nandrajog@crestdigitel.com)

***Varun Saxena, Director- Risk Infrastructure***  
[varun.saxena@brookfield.com](mailto:varun.saxena@brookfield.com)

***Ritu Aggarwal, Head Legal & CS***  
[ritu.aggarwal@crestdigitel.com](mailto:ritu.aggarwal@crestdigitel.com)

***Dolly Grover, CHRO***  
[dolly.grover@crestdigitel.com](mailto:dolly.grover@crestdigitel.com)

***Bhaskar Choumal, Head Risk***  
[bhaskar.choumal@crestdigitel.com](mailto:bhaskar.choumal@crestdigitel.com)

This Ethics Committee shall also function as Grievance Handling Committee which shall receive  
Privileged & Confidential Not for Circulation

facilitate enquiry if need be and ensure redressal of such grievances as raised by any workman / employees time to time within the periphery of The Industrial Disputes Act, 1947

#### **LEGAL NOTICE**

The company reserves the right to modify, suspend or revoke the Code and any related policies, procedures, and programs at any time. The company also reserves the right to interpret and amend the Code and these policies in its sole discretion. Any amendments to the Code will be disclosed and reported as required by applicable law.

Neither the Code, nor any of the policies referred to herein, confer any rights, privileges, or benefits on any employee, create an entitlement to continued employment at the company, establish conditions of employment for the employee, or create an express or implied contract of any kind between employees and the company. In addition, the Code does not modify the employment relationship between employees and the company.

The Code is posted on our website and intranet. The version of the Code on our website and intranet may be more current and supersedes any paper copies, should there be any discrepancy between paper copies and what is posted online.

## CODE OF BUSINESS CONDUCT AND ETHICS

Crest Digital Private Limited employees are required to read and follow the Code of Business Conduct & Ethics and Policies. The Crest Digital Private Limited the Code of Business Conduct & Ethics and Policies may also be viewed at <https://crestdigital.lucidtech.com/>

### STATEMENT OF COMPLIANCE

I hereby acknowledge that I have reviewed and understand the Code of Business Conduct & Ethics ("the Code") and policies of Crest Digital Private Limited ("the Company").

I acknowledge the importance of the Code to the proper conduct of business for and with the company.

I understand my obligations as set forth in the Code and that I have a shared duty to prevent, correct and, if necessary, report suspected Code violations, if any, as and when come to my knowledge.

I am committed to comply with the Code, including its provisions for nondisclosure of information both during and after appointment or employment.

To the best of my knowledge, I am not involved in any situation that conflicts or might appear to conflict with the Code.

I understand that a violation of the law, code or company policies may result in disciplinary action in accordance with local laws and internal procedure.

I also acknowledge that I have read, understood, and will abide by the above-named policies, procedures, codes, and instructions.

I also agree to notify my Reporting Manager, Ethics Committee, Ethics Helpline, the CEO immediately of any change that might adversely affect my compliance with the Code.

**Employee Name:**

**Employee Code:**

**Department/Function:**

**Employee Signature:**

**Date:**