



Code Of Conduct Policy (V.1)

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Code of Conduct

Purpose

The purpose of this policy is to lay down the procedure of disciplinary proceedings which is fair and transparent, recommend disciplinary action/s to correct the conduct of the erring employees, and where required, recommend the termination of employment of the concerned employee where deemed appropriate by the Disciplinary Committee.

Objective

The objective of the Code of Conduct policy is to set out the ethical and behavioral framework which should govern ServeAir activities. It forms the basis of all employees' interactions internally and externally.

Scope

This Policy applies to all entities and operations within the Company. All directors and staff, including temporary or contracted, must comply with this policy. Equivalent codes of conduct are expected from business partners, clients and suppliers.

Living by our Core Values

The backbone of our approach towards growth is rooted in ServeAir Core Values,

1. Customer Centricity
2. Ownership
3. Integrity
4. Open and Honest communication

We endeavour to uphold and nurture these core values in all facets of operations.

While covering a wide range of business practices and procedures, these standards cannot and do not cover every issue that may arise, or every situation where ethical decisions must be made, but rather set forth key guiding principles that represent ServeAir policy.

1. Fair practices at work

We strive for a workplace that is inclusive and safe for our employees and business partners. Our policies and programs are designed to promote fairness and respect for all individuals and to foster a workplace where diversity and inclusion are valued. We treat one another with respect and collaborate to achieve results. We do not tolerate discrimination, harassment or retaliation. Behaviours that put our employees or business partners at risk are not allowed.

1.1 Fair employment practices

ServeAir goal is to have a work force that reasonably reflects the diversity of qualified talent available in the industry.

We are committed to equal opportunity in employment and to fostering diversity in our work force. Our hiring policies and practices require that there be no discrimination because of race or ethnicity, colour, sex, pregnancy, national origin, citizenship, ancestry, religion, age, disability, sexual orientation, gender identity and/or expression, marital or family status, and/or genetic information and other factors that may be covered by local law. We recognize that diversity in our work force is a valuable asset, and we strive to provide an inclusive work environment in which different ideas, perspectives, and beliefs are respected. Violations of the Company's equal opportunity policies may result in discipline, up to and including termination.

1.2 Harassment-free workplace

We strive to have a workplace that is free from harassment.

Harassment is any behaviour that unreasonably interferes with a person's job performance or creates a workplace that is intimidating, hostile or offensive.

We treat others with respect, and refrain from unwelcome or potentially offensive verbal or physical behaviour, including slurs, name calling, jokes, touching and other potentially harassing or intimidating actions.

We do not tolerate inappropriate behaviour or harassment involving employees or business partners, including when it is based on the characteristics or statuses described above.

1.3 Personal relationships

To avoid even the appearance of favouritism in the workplace, people with close personal relationships may not be in supervisory/subordinate reporting relationships or other positions of authority that can influence employment decisions. For example, you may not supervise or be supervised by a relative, or anyone with whom you have a close personal relationship.

If you find yourself in this situation, you must disclose it by calling the Human Resources Department. Failure to disclose a personal relationship in your reporting chain can be grounds for disciplinary action.

2. Safe and Healthy Workplace

We want a workplace that protects the health and safety of our employees and business partners. That is why ServeAir prohibits intimidating behaviour, threats and acts of violence in our workplace. We also require our employees to come to work free from the negative effects of drugs or alcohol and be able to perform all of their job duties.

2.1 Alcohol and drugs

Our Alcohol and Drug policy does not allow you to unlawfully make, distribute, dispense, possess, use, transfer, solicit, purchase or sell:

- Alcoholic beverages.

- Controlled substances.

- Illegal or prescription drugs.

In addition, if you are convicted of or plead no contest to a drug-related crime occurring in the workplace, you are required to tell your manager within five days of the conviction or plea.

This Alcohol and Drug policy applies while you are on ServeAir property and while you are doing ServeAir business anywhere. You are prohibited from being at work or on Company business while under the influence of, or impaired by, alcohol or illegal or illicit drugs.

If you believe that you have experienced or witnessed inappropriate behaviour, you must report it to your manager, a senior manager, the Human Resources Department or by calling the Head of HR or the CEO. Our non-retaliation policies protect anyone who makes a report in good faith.

2.2 Security and workplace violence

Security is everyone's concern at ServeAir. We do not allow unauthorized or unwanted persons to trespass on ServeAir property. Each of us must be aware of specific security concerns that may exist at our workplace and report any suspicious persons or activities.

In accordance with applicable laws, ServeAir policy generally prohibits bringing weapons, firearms, ammunition, explosive devices and dangerous substances onto ServeAir property. We do not tolerate acts or threats of violence, either verbal or physical. Report any danger or threat, immediately to Corporate Security.

3. Avoiding Conflicts of Interest

A conflict of interest may exist if your personal interests, activities, or relationships make it hard to perform your duties for ServeAir objectively and effectively. Even the appearance of a conflict of interest may

damage ServeAir's reputation. When making business decisions, we expect our employees, officers and directors to avoid real or apparent conflicts of interest.

Some of the examples of conflicts of interest

You may have a conflict of interest if you, a family member, or a member of your household:

- Has a financial interest in any business, non-profit, or government entity that is a customer or supplier, or that otherwise does business with ServeAir, or is one of ServeAir's competitors.

- Performs work (as an employee, officer, director, consultant or agent) for any of the above entities.

- Works, or serves as an officer, director or advisor, for a non-profit or political organization with interests that intersect with ServeAir's businesses or with our position on a public policy.

- Benefits personally from opportunities or resources that came to you as a result of your work at ServeAir

- Uses company time or assets for personal use or outside activities

- Has an outside job or interest that interferes with your ability to do your job

- Acquires a significant ownership interest (more than one-tenth of 1%) in any business

- Works for or manages (directly or indirectly) someone with whom there is a close personal relationship (e.g., spouse, family member, close friend or significant other)

If you believe you have an actual or possible conflict of interest, report it to your manager and seek guidance from your Huma Resources Department to determine whether you should report the situation formally in written.

4. Gifts, Hospitality and Entertainment

4.1 Giving and receiving gifts

Giving and receiving business gifts have long been considered part of good business etiquette. Of course, we want to project a positive image in the marketplace. However, we also need to make sure that our decisions are not influenced by favouritism or other inappropriate motives.

Never give or take a gift that could be perceived as a bribe or an attempt to influence business decisions. Bribery is illegal and prohibited by ServeAir policy.

The safest course of action is not to give or receive any gifts at all. However, circumstances may arise where that's not possible. If you must give or receive a gift, inexpensive or promotional items are appropriate if the item is widely available to others and if the exchange is legal. Even inexpensive gifts should not be given or accepted if they are intended as, or could be perceived to be, a bribe or an attempt to influence business decisions. Ask your Human Resources Department for help any time you are unsure about giving or receiving a gift.

Generally, gifts valued at more than \$50/-to or from one person are not appropriate. Group gifts — those meant for, or received on behalf of, multiple people, e.g., a unit, office, department, etc.—can exceed this limit, but must be reasonable in relation to the size of the group and purpose for the gift. Also, we cannot accept or give gifts of cash or cash equivalents, such as non-merchant-specific gift certificates or gift cards (e.g., VISA® or American Express®) regardless of the amount. If you are offered or receive an expensive or inappropriate gift, politely refuse by explaining ServeAir's policy on accepting gifts.

Any gifts given must be accurately and fully disclosed in the appropriate expense report with enough detail to reflect the true nature of the expense and the full names and business affiliations of those involved.

If you use an ServeAir supplier or contractor for personal purposes, you must pay full market value for the services and materials. You may not accept discounts or preferential treatment offered to you because of your position at ServeAir unless the same treatment is offered openly to all ServeAir employees.

4.2 Business hospitality, entertainment, travel and meals

ServeAir pays your travel and related expenses, as permitted by ServeAir Travel Reimbursement Policy. In general, others should not pay for these costs.

Lavish, expensive, or exclusive meals and entertainment are not acceptable because they may be perceived by others as a bribe or an attempt to influence business decisions. Consult with your Human Resources Department if you have questions.

ServeAir will pay for business-related hospitality offered to others if permitted by ServeAir's policies, and anti-bribery or other laws.

On occasion, it may be acceptable to host or attend a celebratory dinner or function with business associates to mark the end of a project or a deal; however, the celebration must be a one-time event, reasonable and appropriate to the occasion and occur shortly after the project or deal concludes.

5. Keeping Accurate Records

Our record keeping must always be accurate, legal and proper. We are required to submit many documents and reports to the Department of Labour and other regulators. These materials and any other ServeAir public communications must be complete, fair, accurate, timely and easy to understand.

If you suspect improper record keeping, report it immediately to your manager, Human Resources Department other ServeAir contact provided on the Resources page at the end of this document.

5.1 Record keeping and accounting controls

We keep books, records and accounts in a way that shows a fair, complete and accurate accounting of all business transactions and use of assets. Our records reflect reasonable detail to show the true nature of expenses and other transactions, who was involved, and any affiliation to ServeAir or third parties, such as government entities.

We will never alter or falsify an ServeAir company records. Unless permitted by applicable law or regulation, we do not execute off-balance sheet transactions, arrangements and obligations or maintain unrecorded funds or assets.

Officers and managers are expected to build and maintain an internal accounting system with controls that:

- Prevent unauthorized, unrecorded or inaccurately recorded transactions.

- Result in preparation of financial statements based on generally accepted accounting principles.

Managers also must ensure that third parties who create or update ServeAir records follow the same rules, where appropriate.

5.2 Bribes and other illegal payments

Bribery/Corruption is defined as receiving or offering of an undue reward from/to any third party.

We comply with all applicable anti-corruption and anti-bribery laws in the locations where we do business. You must not make any payment to or for anyone for the purpose of obtaining or retaining business or for obtaining any favourable action. If you are found to be involved in making such payments, you would be subject to disciplinary action as well as potential civil or criminal liability for violation of the Code.

You should not offer or give any funds or property as donation to any government agency or its representatives, in order to obtain any favourable performance of official duties.

While you are expected to put in best of your efforts in every transaction, you will not be penalised by ServeAir for delayed performance of a transaction solely on the grounds of refusal to pay bribes.

You should contact the HR Manager with any questions on the matter.

5.3 Payments for goods or services

We make payments on ServeAir behalf to suppliers, consultants, brokers or other parties only for identifiable goods and services. These payments must be (i) appropriate in relation to the value of the goods or services provided and (ii) accurately and fully recorded in our expense records in enough detail to reflect the true nature of the expense, who was involved and any affiliation to ServeAir or third-parties, such as government entities.

6. Proper Use of ServeAir Resources

ServeAir's resources are intended for ServeAir business only. Their use must be legal and proper. Resources include time, equipment and supplies, documents, and the information in our computing and communications systems.

ServeAir may monitor or inspect information systems, e-mail, Internet use, computer files, or anything kept in ServeAir furniture or on company property. ServeAir may do this at any time for any company purpose.

6.1 Electronic communications

Electronic communications — e-mail, the Internet, instant messaging, texting and interactive social media applications — can be useful business tools. We use these electronic communications tools legally, wisely and responsibly, and we do so in a professional and respectful manner. We obey all applicable laws concerning copyright, trademarks, privacy, and financial disclosures.

You are responsible for all of your company communications — this includes e-mail, texting or contact via social media websites, such as LinkedIn®, Twitter, or Facebook. Whenever you are identified as an ServeAir employee, always communicate in a way that supports ServeAir's interests and reputation. Make sure you don't make statements that anyone could interpret as being ServeAir's corporate statement. Always respect personal privacy and protect ServeAir's confidential or proprietary information.

Some departments permit incidental personal use of ServeAir computers or other office equipment. If you are unclear on your department policy, ask your manager.

6.2 Business opportunities

Business opportunities that come to you through access to ServeAir property or information, or through your position at ServeAir, belong to ServeAir. They may not be used for your benefit or the benefit of a friend or family member. You may not compete with ServeAir.

If you leave or are no longer affiliated with ServeAir, company property, resources and confidential information remain with ServeAir.

7. Safeguarding ServeAir's Information

We keep restricted, confidential and proprietary information about ServeAir, our customers and employees, and all those who do business with us safe from inappropriate access, use or disclosure. In every location where we do business, we comply with applicable national, state, local and municipal privacy, data protection and security laws. ServeAir classifies sensitive information into three categories:

- Restricted information consists of things like payment card information (credit card/debit card), Social Security numbers, and system credentials (user ID and password).

- Confidential information is non-public sensitive information, the unauthorized use or disclosure of which may be against laws and regulations or may cause significant financial and/or reputational damage to ServeAir.

- Proprietary information is non-public sensitive business information, owned by ServeAir or another company, the unauthorized use or disclosure of which may cause competitive, financial and/or reputational damage to ServeAir or the other company.

Guidelines for safeguarding information

You are responsible for the protection and privacy of any ServeAir confidential and proprietary information under your control. Failure to do so may result in discipline, up to or including termination of your job.

To ensure the security of such information, we:

- Access, use, view or send confidential information within ServeAir only if we are authorized and there is a valid and approved business reason to do so.
- Do not reveal restricted, confidential or proprietary information to anyone outside ServeAir unless required for legitimate business reasons and approved by management, internal legal counsel, or a HR Manager.
- Share only the minimum information necessary to meet business needs.
- Respect the restricted or confidential information and trade secret information of other companies. Never accept, keep or use improperly obtained information. Use other people's restricted, confidential or proprietary information only for permitted purposes. Do not ask another person to improperly disclose restricted, proprietary or confidential information.
- Never post or reference restricted, proprietary or confidential information on any social media site.
- Lock up paper documents when not in use.
- Encrypt all restricted and confidential information sent or stored electronically outside of ServeAir, if allowed by local law.
- Comply with ServeAir Information Security Policy. If you have any question about your business area's privacy and information security procedures, contact your IT Manager.
- Properly dispose of all information.

When information is no longer needed, dispose of it in a way that keeps the contents safe and private until the document can be destroyed properly.

Never destroy a document that could be relevant to an anticipated or pending lawsuit or investigation. If you have questions about these issues, seek direction from internal legal Department.

When you leave ServeAir

When your ServeAir job or affiliation ends, return any ServeAir confidential or proprietary information. Do not use or disclose this information to an unauthorized entity, such as a different employer or company. ServeAir may ask to inspect any materials you have when you leave, to prevent

Unauthorized removal of information. If you have signed an agreement with ServeAir requiring continued cooperation, confidentiality, or non-solicitation of employees, you will need to honor those obligations after leaving ServeAir.

8. Protecting ServeAir's Intellectual Property

- Use names, logos, service marks or trademarks ("Marks") only if approved by Brand and internal Intellectual Property ("IP") legal counsel in accordance with Brand guidelines.
- Display copyright notices on all materials created by ServeAir for outside use or broad internal use. Internal IP legal counsel will provide the right form of copyright notice.
- Do not share your own work-related invention, idea or innovation or ServeAir confidential information or trade secrets unless you are authorized to do so and an appropriate non-disclosure agreement or license agreement is approved by internal legal counsel.

8.1 Respecting the intellectual property of others

- Use another party's name, marks or copyrighted material only in accordance with the owner's guidelines.

- Follow the terms of software product license agreements. Do not remove copyright notices from software or its documentation.
- Before you use all or part of a movie, newscast, podcast TV show or any third party copyrighted material in any ServeAir production or presentation, you must get required written approvals from the copyright owner. Contact internal IP legal counsel for assistance.
- Assume that all material on the Internet is copyright-protected even if no copyright symbol (designated by ©) is shown.
- Follow additional guidelines set forth in the ServeAir Intellectual Property Guide.

9. Political, Legislative and Regulatory Activities

9.1 Personal political activities

ServeAir encourages employee participation in political activities as citizens of their country, state, county, city, municipality and neighbourhood. This includes voting in elections and becoming educated about issues that affect the community and ServeAir.

However, your involvement in politics must remain separate from your responsibilities as an employee. Avoid even the appearance that there is an ServeAir link to your political work, your political opinions, or that ServeAir endorses your political activity.

It is also important to avoid even the appearance that a political contribution is being made in order to influence official action or otherwise gain an improper advantage for ServeAir. In some cases, personal contributions by ServeAir officers, directors and senior managers, or even by their spouses and children in specific states, to government officeholders or a person running for office that has or will have a direct or indirect ability to influence who will receive an award, may limit or disqualify ServeAir from public procurement activity as well as jeopardize current accounts.

9.2 Using ServeAir resources for political purposes

Use of ServeAir resources for any political activity must be processed through the approval from the CEO, no matter what the source of the resources (corporate, business segment or region resources).

9.3 Lobbying

Lobbying is the practice of communicating with government officials about matters that are important to ServeAir. Lobbying is strictly regulated by government rules and ServeAir own policies. ServeAir employees may not communicate with elected officials or their staffs on behalf of ServeAir without clearance from the CEO.

As a general rule, communications with other specific government personnel are the responsibility of specific groups within ServeAir, including Government Affairs, Compliance and Law. Roles, responsibilities and contacts for each of these groups can be found on ServeAir's internal website. All other employees, with the exception of certain designated employees, must seek authorization from the appropriate group before contacting, responding to, or meeting with government personnel.

If in doubt about whom to contact for authorization, seek clarification from your Business Head Officer Human Resources Department.

10. Communicating Publicly

When communicating in any public venue — including via the Internet or on social media sites — if your ServeAir affiliation is known, you must take care to keep your own views separate from ServeAir's views.

All communications (such as e-mails, letters, speeches or presentations) that are intended for a broad external audience — for example: all providers, all producers — must be reviewed and approved by the Marketing, Product and Communications department, together with internal legal counsel as necessary.

All media inquiries should be directed to Corporate Communications for response.

Designated employees who regularly interact with the media on ServeAir's behalf must not publicly disagree with ServeAir's official positions. This is because it may be hard for the media to separate the personal views of these employees from our official company positions.

Inquiries from financial analysts or shareholders must be directed to the Chief Financial Officer.

Only senior managers and those designated by ServeAir for government relations or legal work can formulate and express ServeAir's views on legislation, regulations or government action.

11. Fair Business Conduct

Our products and services are primarily contractual promises. As we strive to outperform our competition, we will do so honestly, openly, fairly and with integrity. We will deal fairly with our customers, members, providers, suppliers, regulators, shareholders and others around the world with whom we do business.

11.1 Guidelines for Fair Dealing

In conducting ServeAir business, we follow these guidelines:

- Refuse to participate in any conduct or sales or other practice that is intended to mislead, manipulate, or take unfair advantage of anyone, or misrepresent ServeAir products, services, contract terms or policies to anyone.

- Refuse to be part of the following or any other practices that may illegally restrain competition:

 - Fixing prices

 - Allocating or dividing markets or customers

 - Boycotting or refusing to deal with competitors, customers or suppliers

 - Do not discuss or share sensitive competitive information (for example, relating to pricing or market share) with representatives of other companies or industry and trade associations, unless your manager, in consultation with internal legal Department or your Business Head, has given you approval to do so.

 - Do not take part in industry or trade associations unless your manager approves it after talking with internal legal Department or your Business Head.

 - Never break any law or regulation, including unfair trade or insurance practices laws.

 - Consult with internal legal Department on any matter relating to actual or potential noncompliance with any law or regulation or any of ServeAir contractual commitments.

 - Never destroy a document that could be relevant to an anticipated or pending lawsuit or investigation. On these issues, seek the direction of internal legal or HR department.

11.2 Preventing fraud, dishonesty and criminal conduct

Each of us has a responsibility to do our job honestly and in compliance with applicable laws, regulations and ethics rules. Fraud, dishonesty or criminal conduct by anyone doing work for, or business with, ServeAir is not allowed.

Examples of conduct that is not allowed include:

- Stealing employee or ServeAir property.

- Misusing an ServeAir computer, telephone, e-mail or other resource.

- Making false records or reports, such as signing another person's name, providing inaccurate information on your timesheet, altering an ServeAir document or logging in an ServeAir database activities not actually performed.

- Destroying, changing, falsifying or hiding evidence of any activity that violates this Code of Conduct.

Do not:

- Talk about a matter involving a possible violation with anyone except those authorized to investigate the matter.

- Discipline an employee or officer until you:

o Talk to Investigative Services, and

o Are cleared to do so by your Business Head or internal legal department, in consultation with HR.

- Promise not to report the conduct.

- Try to talk anyone out of reporting real or suspected illegal activity or improper conduct to any law enforcement or government agency.

- Retaliate against anyone because he or she in good faith:

o Reports a possible violation of law, regulation or ServeAir policy,

o Helps ServeAir or a government agency investigate a possible violation,
or

o Files or participates in a proceeding to address a possible violation.

12. Accountability

- All employees will be required to effectively carry out all duties and responsibilities assigned to them by their manager and others authorized by the company to assign such duties and responsibilities

- All employee will be required to apply and maintain the highest standards of personal conduct and integrity and comply with all Company policies and procedures. The Company shall have the right, from time to time, to vary or modify any of the above terms and conditions of service, which shall be strictly applicable & must be adhered to

Managers are expected to:

- Administer ServeAir policies and programs in a way that is appropriate, consistent and does not discriminate.

- Monitor the workplace and take steps to prevent and address inappropriate behaviour.

- Support our fair hiring practices and policies.

- Make reasonable accommodations for workers with disabilities in keeping with ServeAir policies and the law.

13. Violation of the Code

The Company will take appropriate action against any employee whose actions are found to violate the Code or any other policies of the Company. Disciplinary actions may include immediate termination of employment at the Company's sole discretion. Where the Company has suffered a loss, it may pursue its remedies against the individuals or entities responsible

If you find or have concerns related to any violation by anyone in the company, you should promptly contact the ombudsman in accordance with the whistle blower policy of the company. If you wish not to disclose your identity but still likes to raise a red flag, you may also report your concerns anonymously by sending an email toor by sending an anonymous letter to the ombudsman.

For more details on visit our [Whistle Blower Policy](#).

14. Voice of Employees

For the benefit of all the members of the ServeAir family, the company has created an mail id – Voice of Employees - voe@ServeAircargo.com. Emails sent here will directly go to the CEO and Head of HR and will be responded to at the earliest with complete confidentiality. This forum can be used by anyone to share their feedback/grievances or anything else - good or bad.

15. Help or Assistance

In all cases, if you are unsure about the appropriateness of an event or action, please seek assistance in interpreting the requirements of these practices by contacting respective Departmental heads of the Company or Head of HR.

Exception:

ServeAir reserves unconditional right to amend, abrogate, modify and / or rescind any of the provisions of this policy at any time. Exceptions to the policy will be handled on a case-to-case basis by the Management and HR Department

Employee Declaration

(To be submitted to the HR at the time of joining)

I Mr. /Ms. _____ confirm and declare that:

I have read and understood the terms of employment applicable to me and the provisions of the Code of Conduct and Business Ethics.

I am aware that any act in contravention of the above provision on my part shall attract initiation of appropriate action as deemed fit by ServeAir.

I understand the standards and policies contained in the Code and understand that there may be additional policies or laws specific to my job. I agree to comply with the Code.

If I have questions concerning the meaning or application of the Code, any Company policies, or the legal and regulatory requirements applicable to my job, I know I can consult my Departmental Head and that my questions or reports to these sources will be maintained in confidence.

Employee Signature :

Employee Name :

Employee Number :

Date :

Please sign and return this form to the Human Resource Department

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