



NLSL
Anti- Bribery Corruption and Money
Laundering Policy

Objective

NLSL acknowledge and accompany the standards of corporate ethics, norms, and guidelines practiced by NLSL LEARNING SYSTEM LIMITED “Our Vision” which lays out the Quality and Value of NLSL and all the NIITian’s that “We will be fair in all our dealings and promote High standards of business ethics.” Our High standards of business ethics help us build trust with our customers, business partners, investors, other organizations and governments, and trust and integrity is the core of our business and operations.

NLSL is committed to conduct business with honesty, transparency, and integrity. NLSL forbids its all stakeholders from engaging in any form of bribery, corruption, money laundering, and any form of unethical practices. NLSL follows zero-tolerance policy towards corruption, bribery , money laundering and any form of unethical practices.

Scope & Applicability

The policy applies to our all-global offices and subsidiaries.

The policy applies to all individuals working at all levels including directors, key managerial persons, senior managers, employees (whether permanent, fixed term or temporary), consultants, interns, contingent workers, and agency workers, vendors, or any other person associated with our company.

Governing Legislations

We comply with all relevant laws relating to bribery, corruption and money laundering in the conduct of our business in all jurisdictions in which we operate. In setting out the principles covered in this policy, special attention has been paid to the requirements of :

Indian Prevention of Corruption Act, 1988 (PCA)
Indian Penal Code, 1860 (“IPC”)
Central Vigilance Commission Act, 2003
Amendment Act, 2018 (“POCA”).
The UK Bribery Act 2010
The Foreign and Corrupt Practices Act 1977 (“FCPA”)

Anti-Bribery & Corruption

Under any circumstances none of the company stakeholder covered in scope and applicability section will prompt bribery often involves payments (or promises of payment) but is not limited to: cash, cash equivalents, also can include anything of value – expensive /inappropriate gifts, hospitality and entertainment, to make inside information available, or sexual or blackmail/ extortions or other favours, offering employment, underwriting of travel expenses, political contributions, misappropriation of work or other important favours to any private and government official. Bribery includes benefits provided directly, as well as indirectly through an intermediary.

NIITian’s shall not attempt to influence government employees in any manner other than what is agreed in the contractual arrangements with the government. Principles for preventing corruption shall be strictly followed by all who interact with government officials, particularly with respect to gifts and entertainment.

Anti – Money Laundering

Money laundering legislations criminalize money laundering in respect of all crimes including drug trafficking, terrorism, theft, tax evasion, fraud, handling of stolen goods, counterfeiting, and blackmail. It is an offence to undertake or facilitate transactions with individuals and entities involved in such criminal activities. NIITian's must exercise requisite care in selecting those with whom NLSL conducts business: vendors, clients, and potential employees. While conducting its business, NLSL shall reasonably adhere to the processes in place for checking the credit and character of its vendors and customers. NLSL shall ensure that NLSL does not do business with drug traffickers, money launderers, and other criminals.

NLSL is fully aware that no customer relationship is worth compromising its commitment to combating money laundering. NLSL shall remain compliant with all relevant anti-money laundering legislation and assist law enforcement agencies in identifying and tracking down money launderers where relevant.

Accepting Or Providing Gifts And Entertainment

NIITian's shall not accept any personal gifts or gratuities offered directly or to any family member on any occasion from customers and vendors.

However, NIITian's may accept and offer inexpensive souvenirs, infrequent business meals, or celebratory events, which are customarily given and are of a commemorative nature for special events. Such exchanges must pass commonly acceptable tests of being not material or significant and must be disclosed and, where necessary, approved by an authorized NLSLian for the said purpose.

Charitable Donations Or Social Contributions

As part of its corporate citizenship activities, NLSL may support local charities or provide sponsorship. We will only make charitable donations that are legal and ethical under local laws and practices and within the organization's corporate governance framework.

Responsibility & Breach

As a part of the association with NLSL and as an ethical responsibility, all stakeholders Such as the board of directors, senior management, managers and all other employees will be Responsible for the implementation and compliance of this Policy on Business Conduct Ensure awareness and compliance.

Employees should be alert to potential violations of this policy and report them to HR. Managing Director, Business Head or Head of Legal & Audit Department.

The employee must cooperate with any internal or external investigation for any potential violation. While making any payment on behalf of the company, NLSLian should always make payment keeping mind what the payment is for and the amount requested and in proportion to the goods or services provided. One should always ask for a receipt, which explains the reason for payment.

In case anyone has any doubts, concerns or questions regarding payments, one should raise same with IBU Head / HR/Legal/Risk dept/Compliance Officer, wherever possible, before taking any action.

In case any NLSLian deliberately ignore or turn a blind eye to any evidence of corruption or bribery within your department / or around you, this will be taken seriously against you. However, such conduct may be "passive", i.e. you may have not directly participated in or directly benefited from the corruption or bribery. Deliberate ignorance may result in similar disciplinary action depending on the circumstances.

While an exhaustive list of breach cannot be provided under this policy following is a list of "red flags" that may indicate the possible existence of corrupt.

- A contract requiring the use of a third party advisor where the third party the principal or owner is a government official. Use third party with a poor reputation or with links to the government. Demanding any commission or fee payment before committing to sign up to a contract with us.
- Cash payment, or payment made without paperwork or without compliance general internal control.
- Payment must be made through third party countries or offshore accounts.
- Private meetings requested by companies hoping to tender for contracts.
- Invoices given or paid in excess of the contracted amount.
- You are offered an unusually generous gift or offered lavish hospitality third party.
- This list is not exhaustive and one should be alert to other indicators that may add to it suspicion of corrupt activity.

Internal Record Keeping Controls

NLSL maintains a sufficient system of internal controls to give reasonable assurances that all employees provide accurate and complete information about gifts, hospitality, travel, and entertainment claims, among other things. Every transaction in NLSL's books and records should be categorized into the appropriate account based on its type.

How To Raise Concerns.

Complaint can be made by any employee, or any other person associated with our company and other individuals, including people acting on behalf of our company directors, financial advisors, vendors, consultants, advisors, suppliers, contractors or other third parties against any bribery issue or suspicion of malpractice or any case of corrupt practice or any breach.

Designated Persons may also raise concerns or questions regarding ethics consultative through 'Reporting a violation' mechanism under NLSL Code of conduct or through a 'Whistleblower Policy' which aims to encourage and enable. Employees and other stakeholders need to raise serious concerns internally.

The complainant may send a communication through email or directly in writing through a letter to,

The contact details of the Compliance Officer are:

Address: The Compliance Officer, NLSL LEARNING SYSTEM LIMITED, Plot No. 85, Sector 32

Institutional, Gurugram -122001

Phone: +91 124 4293360

Complianceofficer@niitmts.com

Or
Human Resource Head
Cpo@niitmts.com

Or
Chairman Audit Committee
Chairperson.Auditcommittee@niitmts.com

Review And Evaluation.

This policy shall be periodically reviewed and updated by the Human Resources or Compliance team, if there are significant changes in the applicable regulation. This policy draws from the Code of Conduct and Whistleblower Policy of the company. In case of any discrepancies found in the policy, the relevant portions of the Code of Conduct and the Whistleblower policy should be the standard. Awareness on this policy will form part of the induction process where if required, employees will receive relevant inputs on how to implement and adhere to this Policy.

Any exceptions and future amendments to this policy will be subject to the approval of Chairman of the Audit Committee or Chairman of the Whistle-blower Committee or CEO or CHRO

Compliance Officer.

The compliance of this Policy shall be with the Whistleblower committee and the chairperson of the Whistleblower committee shall be the compliance officer.

The people mentioned above to the Whistleblower committee shall raise all reports, complaints, doubts or concerns in relation to this policy. Every query or concern raised by any person/s mentioned above in relation to any suspected violation of this policy shall be investigated as per Whistleblower process.

The Whistleblower team has the right to close the case on non-receipt of the evidence or required information.

Any representation concerning lowering of action taken for a bribery/corruption case shall be made through the respective executive committee member. Final opinion on the commission of any breach under the policy shall be taken by the Whistleblower committee / MD & CEO.

Version History & Document Control

| S. No. | Ver. No. | Document Reference | Prepared By | Reviewed By | Approved By | Release Date | Reason For New Release | Revision Date |
|--------|----------|--------------------|----------------------|--------------|---------------|--------------|------------------------|---------------|
| 01 | 01 | NLSL – CS – ABCML | Manojkumar Banshiwal | Jaydip Gupta | Deepak Bansal | 31-03-2023 | Baseline Version | - |