



Ethics and Values

HCL has over 15 years earned a reputation for acting in good faith with fair dealing and integrity in the way its employees go about their business with customers and suppliers and in its treatment of its employees. Set out below in writing is an expression of those values which all GM should ensure are brought to the attention of employees reporting to them and particularly those employees who are responsible in the commercial and transactional areas of the business e.g., sales, purchasing, accounting. These core ethical values will be accessible on the Company's website.

- HCL will respect the law in the countries and communities in which it operates.
- HCL will never offer, pay, solicit or accept bribes in any form. Fees or commissions for services rendered by third parties including agents and consultants must be for legitimate business. On appointment HCL's agents will be referred to its published ethical policy.
- HCL will only give or accept gifts and entertainment that are for business purposes and are not material or frequent.
- HCL will never make political contributions whether in cash or in kind anywhere in the world. HCL, where appropriate either directly or through trade or industry organisations,
- Company assets will only be used for furthering the Company's business and never for personal gain through abuse of position in the Company.
- Employees should avoid situations where loyalty to the Company comes into conflict with personal interests. If such a conflict does arise it should be declared in writing to senior management who will make sure the employee affected is insulated from any decision-making or operation in the area of conflict or interest.
- Employees are provided with proper processes to raise legitimate issues of concern in an environment where such issues raised in good faith will be investigated and, if appropriate, acted upon.

In particular, HCL encourages an open culture in which every member of staff respects the views and opinions of colleagues. HCL expects integrity and fair dealing by staff in conducting their business on HCL's behalf. The policy below sets out what staff should do if they become aware of potentially criminal acts relating to the company's business:

Where any member of staff becomes aware of potentially criminal acts relating to the Company's business, including financial fraud or accounting malpractice or conduct endangering an individual's health and safety or which is damaging to the environment or failure to comply with a legal obligation or regulatory requirement applicable to the Company's business or acts designed to deliberately conceal any

of the above matters, then if the staff member in good faith reports such matters in the manner set out below, he or she can be assured that reporting any such incident will not result in dismissal or any other form of detriment for so doing by the Company whatsoever. All disclosures in connection with the above matters will be treated in the strictest confidence by the person to whom it is reported. If a member of staff becomes aware of any matter as itemised above, then he or she should first consider bringing it to the attention of the manager to whom they directly report locally. If, for any reason, they would find that difficult, then they should consider contacting a senior manager or Director at their office or plant or, where available, e.g. in the UK at Bath and USA at Rochester the human resources manager.

Once such a disclosure is made by a member of staff, the Company will inform the employee how the matter will be dealt with.

Without in any way wishing to discourage staff from making appropriate disclosures as set out above, if it transpires that a disclosure was made in bad faith (e.g. motivated by personal gain or to cause disruption and damage to the Company) then it will be treated as a disciplinary matter which may lead to summary dismissal.

Each GM should ensure that all staff (which include employees, agency workers, independent consultants and contractors working within their business) reporting to him are made aware of this statement by email distribution and notice boards.

Human Rights, Labour and Environment

HCL supports all United Nations efforts to ensure the effective abolition of child, forced and compulsory labour and will never use any such labour in any of its operations worldwide.

At HCL the rights of every employee are respected. We act in ways that ensure all employees are treated with openness, mutual trust, dignity and respect.

Everyone working at HCL will be treated fairly and without discrimination on the basis of race, gender, language or religion.

Ethical Dilemmas

It is recognised that whilst adherence to some ethical issues will be straightforward (e.g. HCL will not offer or accept bribes), whilst others can be less clear-cut.

Any employee who is in any doubt about whether a course of action conflicts with HCL's ethics as set out above should, in the first instance, consult with their line manager who can, where necessary, further access relevant HCL resources, e.g. human resources, internal audit, legal.

This Statement is available on the HCL website under the About us –

'Responsibility and Ethics' section. You should draw the attention of your staff to the Statement.