

EXL SUPPLIER STANDARDS OF CONDUCT

As a global company that engages suppliers for a wide range of products and services worldwide (collectively, the “Suppliers”), EXL prioritizes having a sustainable supply chain. It is critical to our business and our commitment to sustainability that each of our Suppliers operate in line with our core values that guide our corporate philosophy and the conduct of our business: innovation, collaboration, excellence, integrity and respect.

In particular, we expect that each of our Suppliers shares in our commitment to addressing human rights, labor rights and environmental issues to create a more sustainably responsible world. Our Suppliers are expected to comply with the below Standards of Conduct, as well as all applicable laws in the jurisdictions in which they operate, and pass on, in turn, these Standards to their own suppliers.

Standards of Conduct:

(1) Prevention of Involuntary Labor and Human Trafficking

Suppliers shall employ all workers of their own free will with no employee being subject to involuntary or bonded labor. All forms of prison labor are prohibited. Any form of human trafficking or involuntary labor through threat, coercion, force, abduction, fraudulent claims or payments to any person having control over another person for the purpose of their exploitation are prohibited. Supplier shall not withhold workers’ original government-issued identification and travel documents. Supplier shall ensure that workers’ contracts clearly convey the conditions of employment in a language understood by workers. Supplier shall not impose unreasonable restrictions on movement within the workplace or upon entering or exiting Supplier-provided facilities. Workers shall not be required to pay employers’ or their agents’ recruitment fees or other similar fees to obtain their workers.

(2) Prevention of Underage Labor

Suppliers shall not employ people under the minimum legal working age of the country in question. Any employment of people under the age of 18 should not interfere with schooling or vocational education.

(3) Safe and Healthy Working Environments

Suppliers shall work to provide workers with safe and healthy working environments in accordance with applicable laws and regulations, including, without limitation, as relates to occupational safety, emergency preparedness, occupational injury and illness, physically demanding work, industrial hygiene, machine safeguarding, sanitation and food. Suppliers shall prohibit the use, possession, distribution or sale of illegal drugs.

(4) Emergency Preparedness and Response

Suppliers shall identify and assess potential emergency situations, and develop and implement appropriate emergency plans and response procedures. Suppliers shall have a system for employees to report health and safety incidents and Suppliers’ responses to any such reports. As required, Suppliers shall implement corrective action plans to address any such incidents.

(5) Freedom of Association and Collective Bargaining

Suppliers shall respect the right of workers to associate freely, form and join (or refrain from joining) organizations of their choice, and engage in collective bargaining, each case, as permitted by law.

(6) Equal Opportunities and Anti-Discrimination

Suppliers shall strive to ensure equal opportunities in the workplace and shall not engage in discrimination in the workplace or with regard to recruitment and employment practices. Discrimination in the workplace that is based on an individual's race, color, ethnicity, gender or gender identity or status, age, national origin, religion, citizenship status, political opinion, marital status, sexual orientation, union membership, disability, protected veteran status, genetic information, pregnancy, or other categories protected by applicable law or regulation are strictly prohibited. Recruitment and employment practices must be based solely on the employee's skill, experience and ability.

(7) Anti-Harassment and Abuse

Suppliers shall respect workers' human rights and must not tolerate abuse or any form of harassment. Supplier shall treat workers with dignity and respect. Disciplinary policies and procedures in support of this requirement must be defined and communicated to all workers.

(8) Working Hours

Suppliers shall ensure that workers' working hours and use of vacation time are appropriately monitored and that excessive overtime labor is prohibited, so as not to infringe upon any applicable laws or regulations. Supplier shall ensure all overtime is voluntary and paid in accordance with applicable laws or regulations. Temporary labor arrangements must not be used to circumvent obligations under applicable law or regulation.

(9) Suitable Remuneration and Benefits

Suppliers shall pay workers at least the statutory minimum wage, endeavor to pay at least the living wage, and shall not unreasonably reduce wages. Suppliers may not use deductions from wages as a disciplinary measure. Suppliers shall provide benefits to workers at industry-standard levels.

(10) Business Integrity

Suppliers shall engage in fair business practices, and shall not engage in corruption, bribery, embezzlement or extortion or any action to obtain an unfair or improper advantage. Suppliers shall comply with all applicable laws and regulations relating to anti-corruption.

(11) Environment

Suppliers shall endeavor to protect the environment and consider the impacts of their business activities on local communities and ecosystems, while paying special attention to energy use efficiency, climate change issues such as greenhouse gas emissions, sustainable use of resources, waste reduction, and air, soil and river pollution.

(12) Grievance Procedures

Suppliers shall provide workers with appropriate grievance procedures for raising workplace concerns, including as relate to any of the policies set forth herein. These procedures must be accessible and take into account cultural norms. The procedures shall include the option for an employee to report grievances anonymously, as appropriate, and shall include appropriate anti-retaliation measures.

(13) Information Security and Protection of Intellectual Property

Suppliers shall respect intellectual property rights and safeguard customer information, protect confidential information and comply with all applicable privacy laws, rules and regulations.

(14) Responsible Supply Chain

Suppliers shall develop and exercise due diligence procedures and management policies on their respective suppliers to identify applicable risks and take appropriate steps to mitigate them, as well as to assess their suppliers' compliance with the aforementioned Standards.

(15) Disclosure of Conflicts of Interest

Suppliers shall disclose all potential conflicts of interest prior to entering into any agreement with EXL, and shall disclose any subsequently arising conflicts of interest to EXL.

(16) Supplier Conduct Disclosure

Suppliers shall disclose information with respect to the aforementioned Standards in a timely and appropriate manner, without falsification or misrepresentation, to all appropriate parties and as required by law.

Monitoring and Violation of the Standard of Conduct or Applicable Laws:

EXL reserves the right to conduct surveys, visit the premises, and otherwise monitor the status of its suppliers' compliance with the above Standards and applicable laws and regulations. If a violation of any of the above policies is confirmed by EXL, EXL reserves the right to require the Supplier to implement corrective measures, including pursuant to EXL's guidance. In the event that any Supplier fails to take the measures required by EXL, EXL will review its ongoing relationship with such Supplier. Failure to comply with the Standards may result in termination of EXL's relationship with Supplier.

EXL's Ethics Hotline and Anonymous Internet Reporting Site

EXL maintains an anonymous ethics hotline that may be used to report any suspected violation of these Standards of Conduct. Reporting may be conducted through the internet, or via phone at the following contacts:

Anonymous Reporting Through the Internet:

https://secure.ethicspoint.com/domain/en/report_custom.asp?clientid=13314

(You will receive a unique report ID, code, and password for logging on to the system at a later stage for follow-up responses from management).

Anonymous Toll-Free Ethics Hotline:

- India: 000-800-100-1071 | 000-800-001-6112
- United States: +1-844-484-5952
- Romania: 0808-03-4288, at the English prompt dial: 844-484-5952
- Other countries: 800-2424-9424