



WHISTLE BLOWER POLICY- XCHANGING SOLUTIONS LIMITED

This revised Whistle Blower Policy shall come into effect from April 1, 2019

1. INTRODUCTION

DXC Technology Company (“DXC”) is the ultimate parent entity of Xchanging Solutions Limited (“Company”). The Company has a global policy to deal with whistle blowing process. This document provides protection for staff members who blow the whistle on wrongdoing in the workplace so that they cannot be made the subject of an unfair dismissal or be subject to detrimental treatment by their employer.

This policy applies to all full and part time employees, directors and officers, and all consultants and sub-contractors (hereafter collectively referred to as staff) working within DXC Technology Company and its subsidiaries. This policy applies to all staff regardless of what country they are working in. All staff members are required to ensure that they understand and adhere to this policy and all relevant business procedures.

2. SCOPE

The Company has global whistle blower policy, includes

1. Malpractices and events which have taken place/suspected to be taken place.
2. Procedure for investigation.
3. Adequate safeguard to the Whistle blower and confidentiality of the Whistleblower
4. Retention of the Record

Employees of Xchanging Solutions Limited also have the right to report concerns directly to the Chairman Audit Committee of the Xchanging Solutions Limited (henry@expat-group.com), as per the Companies Act, 2013.

All complaints under Whistle Blower Policy shall be dealt as per Global whistle blower policy (code of business conduct) (attached herewith as **Annexure-I.**) except for handling complaint regarding leak/suspected leak of Unpublished Price Sensitive Information which will be dealt as per process defined herein below

3. LEAKAGE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- Any instance of leak of Unpublished Price Sensitive Information should be on the basis of a direct first- hand experience of the Whistle Blower. It should not be based on any secondary, unreliable source such as grapevine or any other form of informal communication.
- The Whistle Blower may report leak of Unpublished Price Sensitive Information by an email to the Chief Ethics Officer at e-mail ID ethics@dx.com or Company’s Compliance Officer at email id complianc@xchanging.com mentioning the subject line “Leak of unpublished price sensitive information”.
- On the basis of reporting, the Compliance officer along with CEO shall conduct examination about the genuineness of the reporting before conduct of inquiry.
- The Compliance Officer along with CEO as soon as ascertaining the genuineness of the reporting about leak of Unpublished Price Sensitive Information, intimate to Audit Committee.



- The Company shall take further action based on the recommendations of Audit Committee accordingly.
- The instance of leak of Unpublished Price Sensitive Information made by the Whistle Blower must be genuine with adequate supporting data/proof. If it is established that the allegation was made with mala-fide intentions or was frivolous in nature or was not genuine, the Whistle Blower shall be subject to Disciplinary Action.
- Compliance Officer shall inform the SEBI about Unpublished Price Sensitive Information Leak and decision of Audit Committee within one working day from the date on which Unpublished Price Sensitive Information Leak matter was discussed by the Audit Committee and decided that an enquiry be initiated in the matter. Thereafter, once the inquiry is concluded by the Audit Committee, details of such conclusion and decision of Audit Committee shall also be intimated to SEBI within one working day from date of such decision

Annexure-I



CODE OF
**BUSINESS
CONDUCT**



Enter





CODE OF

BUSINESS CONDUCT



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A Message From Mike Lawrie

Thrive on change. That's the DXC Technology promise. Look directly at change. Find opportunity. Transform.
In a time of change, thrive with DXC.

On the other hand, know when to keep what works. At DXC Technology, we will never change our commitment to values or to doing right by our clients, our employees and business partners, and our investors. We know that the way we achieve our objectives and conduct ourselves matters as much as the results. And, we know that lasting success demands we never change our dedication to the highest brand of business ethics and integrity.

At DXC, we're served by this Code of Business Conduct in several practical ways. First, the Code reminds us of our CLEAR Values, which focus us all on what matters most to DXC. We believe decisions and actions that are consistent with strong corporate values—with our CLEAR Values—are time and again the right decisions, and always good business. Second, in its many standards of business conduct the Code sets lasting expectations of the commitments we make to each other and our company, to our clients and shareholders, and to the communities in which we live and work. Third, the Code makes clear that we seek an open and honest culture in which questions may be asked and misconduct reported without fear of retaliation or hostility for doing so.

Taken together, this Code and our CLEAR Values are important resources that every employee can use—in both good times and tough times—to guide smart decisions and select proper outcomes. Explore our Code, and refer to it often. If you know of or suspect any misconduct, let us know. And if you ever have any questions or concerns, don't hesitate to discuss them with your manager, your HR business partner, or our Chief Ethics and Compliance Officer.

I've seen that a strong culture of integrity drives employee engagement and productivity, and assures our business partners we're honest brokers. Likewise, I know it gives clients and shareholders confidence to reward us with their trust in exchange for quality service and integrity always. So when you commit to comply with our Code of Business Conduct and to uphold our CLEAR Values, every day you take a most important first step to ensure DXC delivers to stakeholders as promised and to secure our future.

Thank you for your responsible leadership and your bold enthusiasm for change. Thanks also for your commitment to our CLEAR Values and the principles of our Code of Business Conduct.

Mike Lawrie,
Chairman, President, and CEO
DXC Technology

CODE OF
**BUSINESS
CONDUCT**





Our CLEAR Values Promise

Integrity, culture, and DXC Technology's CLEAR Values are important competitive differentiators and intangible drivers of our company's success. They define all we do and who we are; taken together, they're the distinguishing hallmarks of DXC performance and reputation.

DXC clients and business partners the world over know that our leaders have long committed to a strong culture of ethics and performance with integrity—a culture in which the way we achieve our objectives and conduct ourselves matters as much, if not more than the results. Consequently, ours is a proud heritage marked by the experience of clients and partners who, over many years and through thick and thin, can point to circumstances in which the commitment of our teams to integrity and values was a reassuring difference maker that deepened trust and, occasionally, restored confidence. So, we know from real experience that values-driven performance with integrity defines our today and secures our tomorrow.

In many ways, the CLEAR Values are the “special sauce” of DXC. We depend on our values to harmonize interactions with each other and among our clients, business partners, and competitors. The CLEAR Values unify us in all organizations and worksites, and link us as one whether we're physically co-located or members of virtual teams. As well, our CLEAR Values align us to objectives as effective teammates without regard for titles or differences in workplace responsibility.

Also important is the effect our values have on decision-making and personal responsibility. We trust our CLEAR Values to inform employee instincts in fast-moving circumstances when there's little time to “get it right.” Likewise, they ground our actions in responsibility and integrity when risk taking and innovation are required. Indeed, we believe decisions and actions taken consistent with our CLEAR Values are time and again the right decisions, and always good business.

At DXC, integrity, culture, and these CLEAR Values will remain vitally important to us. Our people know there are not any circumstances in which it is appropriate to abandon these ideals. We believe they drive an enduring confidence and trust that secures our industry leadership. So, we embrace a culture of integrity and these CLEAR Values with a mind to far exceed minimal compliance standards, always and everywhere. At DXC Technology, we expect and accept nothing less.



C L E A R

Client-Focused

Our success derives from a deep understanding of our clients, to whom all of DXC is committed to deliver exceptional service and value.

Leadership

We lead from the front, displaying our integrity and using facts to support our straight talk. We create an environment for positive change built on collaboration and trust.

Execution Excellence

We insist on excellence in all we do for clients and ourselves, striving always for recognition among the leaders in industry.

Aspiration

We aspire individually and collectively to be more tomorrow than we are today.

Results

We accept individual responsibility for our commitments and expect to be accountable for results.

Doing What's Right

Our Code is our guide for making decisions that reflect our Values and who we are as a company.

Topics:

- ▶ Living Our Code and Values
- ▶ The Headline Test
- ▶ Responsibilities of Us All
- ▶ Additional Responsibilities for Our People Managers
- ▶ Special Considerations for DXC's CEO and Its Financial Officers
- ▶ Seeking Advice and Raising Concerns
- ▶ Retaliation
- ▶ Code Waivers and Changes





Living Our Code and Values

The work you do and the decisions you make on the job every day shape our legacy. When you make the right decisions, you help to protect our good name. Our Code of Business Conduct and the CLEAR Values are valuable resources in this respect, as—together with policy—they frame good decisions and responsible actions, helping us to represent DXC with integrity.

Live our Values by making choices that inspire trust and confidence in our company. Take responsibility for your actions, use our Code as a guide, and look for help when you're unsure of what to do or where to turn.

Who does our Code apply to?

DXC intends that our Code apply equally to everyone working at, with, or on behalf of DXC.

This includes DXC:

- ▶ Directors
- ▶ Officers and executives
- ▶ Employees
- ▶ Subsidiaries and affiliates
- ▶ Business partners and suppliers
- ▶ Agents and other representatives

Throughout the global DXC Technology community, be sure that our Code of Business Conduct is approved under local law, adopted by your legal entity, and enforceable in your jurisdiction. If our Code is not so adopted and enforceable, and any Code provision is in conflict with local law or prevailing employment practice, kindly follow the law and any Code provisions which are not in conflict with the law.

The Ethics and Compliance Office (ECO)

At DXC, we strive for high integrity and high performance inseparably, enduring in our belief that the achievement of either without the other is undesirable and unacceptable. We know from decades of real-world ups and downs that the fusion of integrity with performance—and a firm commitment to our CLEAR Values—allows all of our important client, employee, partner, and investor stakeholders to be proud of their DXC association and rewarded for the trust they extend to us.

Consistent with this, our Ethics and Compliance Office is chartered explicitly and uniquely qualified to support Board and management efforts to drive a winning “culture of performance with integrity” throughout the global DXC community.

Following are just a few areas where DXC business leaders, employees, and other company stakeholders can expect the ECO to provide support every day:

- ▶ Vocal champion of ethical culture and the CLEAR Values
- ▶ Prevention, detection, and investigation of misconduct
- ▶ Code of Business Conduct administration
- ▶ Business conduct policy administration and enforcement
- ▶ Legal/regulatory compliance program management
- ▶ Ethics and compliance training and awareness
- ▶ Compliance risk management
- ▶ Speak Up! and OpenLine program administration.

Code Violations

We take all violations seriously, which is why anyone who violates our Code, the law, or our policies may be subject to disciplinary action, up to and including termination, in accordance with applicable law. Know that violations of the law can carry additional consequences such as criminal prosecution, imprisonment, and fines.

ECO Mission

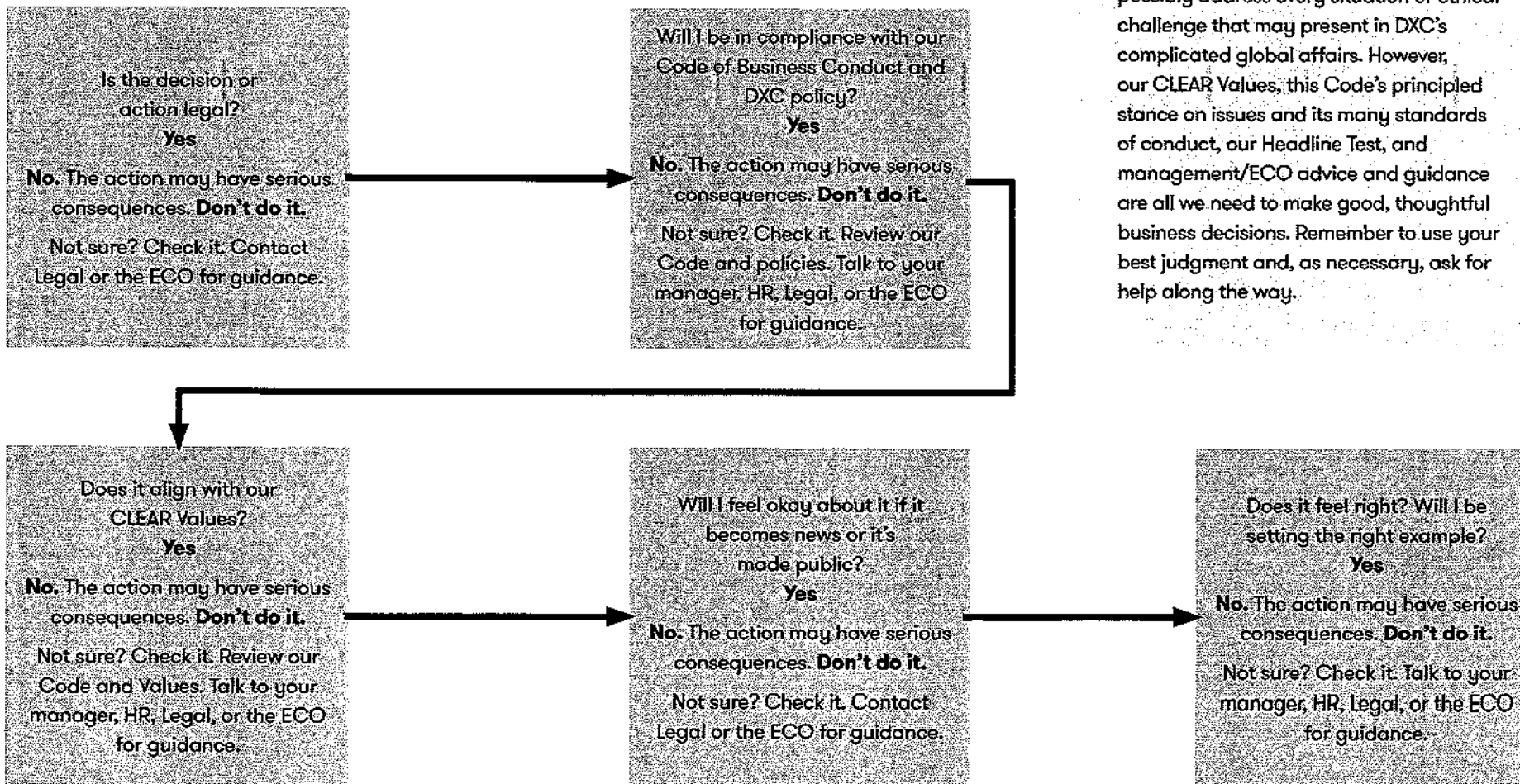
Promote throughout the global DXC Technology community a culture of performance with integrity that encourages ethical conduct, reinforces the CLEAR Values, and drives compliance with the Code of Business Conduct, internal policies, and the law.

“Misconduct” is any action that is inconsistent with our CLEAR Values or which would violate the Code of Business Conduct, DXC policy, or law.

The Headline Test

No Code of Business Conduct can make clear the path forward in every business circumstance. That's why we depend on you always to exercise good judgment and make decisions consistent with our CLEAR Values, our Code and policies, and the law. In any situation where the proper course of action is not immediately apparent, consult the Headline Test.

Ask yourself:



I have a concern, but it doesn't seem to be covered in the Code. Does that mean there is no problem?

No. The Code of Business Conduct cannot possibly address every situation or ethical challenge that may present in DXC's complicated global affairs. However, our CLEAR Values, this Code's principled stance on issues and its many standards of conduct, our Headline Test, and management/ECO advice and guidance are all we need to make good, thoughtful business decisions. Remember to use your best judgment and, as necessary, ask for help along the way.

Responsibilities of Us All

Every action has an impact on our company.

As an employee we count on you to:

Do what's right. Have integrity. Be fair and honest. Follow the law, always and everywhere.

Live our Values. Make decisions consistent with our CLEAR Values and the ethical way we do business.

Live our Code. Know and commit to compliance with DXC's Code of Business Conduct.

Come forward. Speak up. ask questions, and report known or suspected misconduct. We never tolerate retaliation against anyone who raises a concern in good faith.

Ask for help. Prepare for business complexity and ethical challenges. Acknowledge the need for occasional assistance. Know where to turn for guidance.

Cooperate with investigations. Respond promptly to any requests made as part of any company or government misconduct investigation and always provide complete and accurate information.

Be smart. Use good judgment and be accountable for your actions.

Additional Responsibilities for Our People Managers

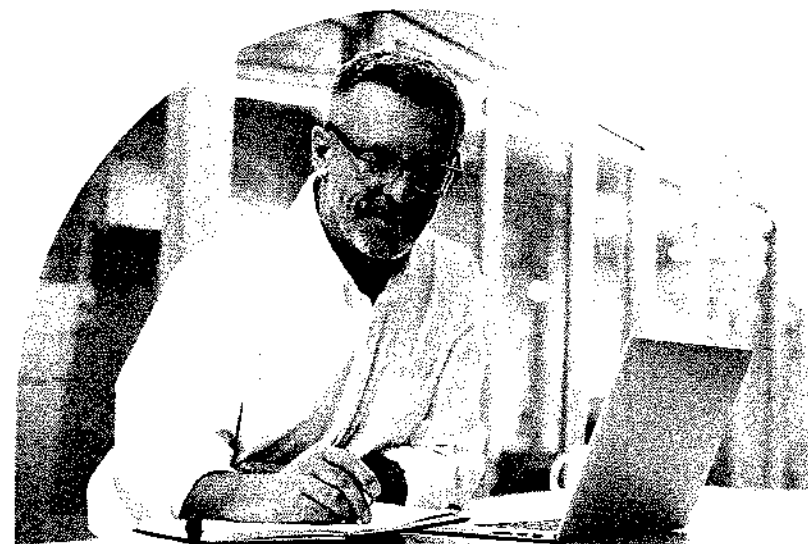
As a manager, you have an even greater responsibility to:

Foster a culture of integrity. Talk about our Code and the CLEAR Values. Encourage a healthy ethics and compliance discourse.

Be an ethical leader. Acknowledge your ethical leadership responsibilities. Be mindful of the tone you're setting and its connection to employee perceptions of culture. Honor our Values with decisions that reflect our high standards.

Be approachable. Create an open workplace environment. Engage and listen. Carefully consider the concerns of your staff. Talk straight.

Protect against retaliation. Never retaliate against an employee for reporting misconduct in good faith and take action to prevent retaliation by others.



Special Considerations for DXC's CEO and Its Financial Officers

Our CEO and senior financial officers have a special duty to ensure that our financial statements and public filings accurately represent our financial position, in accordance with applicable law. This also means that our CEO and other senior financial officers, such as our CFO, Controllers, and Chief Accounting Officer must:

- ▶ Promote complete, timely, and honest disclosure in all of our public regulatory filings.
- ▶ Never ignore or overlook financial misconduct or other irregularities.
- ▶ Always cooperate with auditors and investigators.
- ▶ Promptly disclose any potential conflicts of interest.
- ▶ Honor, safeguard, and promote compliance with our internal control systems.
- ▶ Ensure our books and records are maintained in accordance with applicable accounting policies, laws, rules, and regulations.
- ▶ Respect and promote the need to report suspected accounting, internal control, or audit violations to appropriate government agencies, such as the U.S. Securities and Exchange Commission.

Seeking Advice and Raising Concerns

As with our obligation to know and live the DXC Code and Values, employees and representatives are expected to seek advice and raise concerns. Such reports may be made openly, confidentially, and/or anonymously, as allowable by law, to any of several reporting channels:

- ▶ Your manager, "skip-level" manager, or any other individual in your management chain
- ▶ The Chief Human Resources Officer or any member of the DXC HR Department
- ▶ The General Counsel or any other member of the DXC Legal Department
- ▶ The Chief Executive Officer or any other officer of the corporation
- ▶ The Chief Ethics and Compliance Officer or any other member of DXC's Ethics and Compliance Office
- ▶ Internal Audit or Corporate Security
- ▶ ethics@DXC.com
- ▶ Via the **OpenLine**, DXC's always available, confidential, anonymous, toll-free and web-enabled advice and reporting channel.

Retaliation

Retaliation is abusive, punishing behavior by managers or coworkers toward employees who, in good faith, question norms or challenge authority, report misconduct, or participate in investigations. Retaliatory actions can be either overt and direct (angry, punishing words or actions, reassignment, termination) or subtle and indirect (passive-aggressive acts intended to marginalize, exclude, or humiliate). Retaliation may be illegal.

DXC does not tolerate retaliatory actions by its managers or employees. Know that we take retaliation claims seriously and investigate concerns that are raised. Anyone found to have engaged in retaliation will be subject to disciplinary action, up to and including termination.

I recently questioned my manager about whether the way he represents the consolidated pipeline of our business is aligned with policy and practice. I explained that, as I see it, he's perhaps overstating the value of qualified deals. He seemed angry and dismissive; since then, he's excluded me from certain meetings and been noticeably less friendly than usual. What should I do?

Sometimes our managers have information that we don't, or a view on business issues that's more comprehensively informed than our own. And so, without knowing all the facts, the pipeline may or may not be overstated. Even so, your manager's behavior could be considered retaliation, which is not permissible at DXC. In keeping with our CLEAR Values, ask for a "straight talk" discussion with your manager again, with a view toward clearing up any misunderstandings. If that does not improve the situation, talk with HR or the Ethics and Compliance Office. You may also submit a report to OpenLine.

Code Waivers and Changes

Waiver requests or substantive changes to our Code must be approved by the Board of Directors or its audit committee. Any requests for a waiver or change will be disclosed promptly as required by law.

Additional Information:

[Ethical and Legal
Business Conduct Policy](#)

[Abusive Conduct and
Harassment Policy](#)

Protecting Our Company

We do business in a way that reflects our Values and honors our proud heritage.

Topics:

- ▶ Safeguarding Our Assets
- ▶ Confidential and Controlled Information
- ▶ Intellectual Property
- ▶ Avoiding Conflicts of Interest
- ▶ Accurate Recordkeeping
- ▶ Timekeeping and Other Cost Charging
- ▶ Records and Information Management
- ▶ Travel and Entertainment Reimbursement
- ▶ Speaking on Behalf of DXC
- ▶ Social Media
- ▶ Respect, Inclusion, and Diversity
- ▶ Harassment and Workplace Violence
- ▶ Substance Abuse
- ▶ Health and Safety





Safeguarding Our Assets

Who We Are

We want to ensure our employees have everything they need to offer cutting-edge, transformative technology solutions to our clients. That's why we're committed to using assets responsibly, and to guarding against waste, abuse, theft, and loss. We're therefore careful to protect DXC assets and use them only to further the company's legitimate business interests.

What We Do

We each must take care to respect and secure everything our company owns or uses to conduct business. Do your part to protect all of our resources from damage and improper use. Follow our policies and use our assets for business purposes.

Physical Assets

Physical assets include things like:

- ▶ Facilities
- ▶ Cash
- ▶ Tools
- ▶ Vehicles
- ▶ Furniture
- ▶ Inventory

Treat our physical assets with care:

- ▶ Report any property or equipment that is damaged, unsafe, or in need of repair.
- ▶ Don't take, lend, sell, or give anything away without preauthorization.
- ▶ Follow any guidelines that require you to secure, lock, and stow away physical assets when not in use.

We also have a responsibility to protect the assets we use at client facilities. If you work on-site for a client and use client resources, use them only to perform the tasks you've been assigned and according to the contract for which the equipment has been provided.

Honor our CLEAR Values
by ... Treating our assets
as you would your own.

Electronic Assets

We place an enormous trust in you to use our technology resources responsibly. While we allow occasional personal use of things like email or the web, use good judgment. Don't use these in a way that interferes or conflicts with your work or the work of others. Never use our assets to engage in illegal activity or for any purpose inconsistent with our CLEAR Values and policies.

Be aware that anything you create, write, send, receive, download, or otherwise transact on company systems may be monitored. You should not have any expectation that information placed in, stored on, or transmitted through DXC networks and communication systems will be kept private and remain undisclosed by our company.

Electronic assets include:

- ▶ Email
- ▶ Internet access
- ▶ Phones
- ▶ Computer hardware
- ▶ Computer software

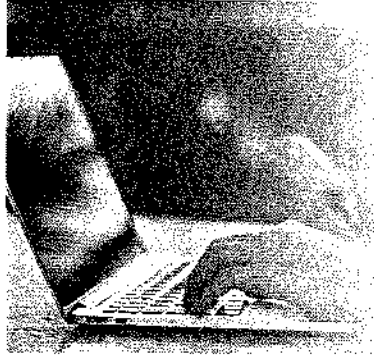
When using electronic assets:

- ▶ Make sure valuable assets, such as laptops, are physically and electronically safe.
- ▶ Don't transmit obscene, profane, or otherwise offensive or inappropriate content.
- ▶ Don't install unauthorized software on your computer.



I have a slow internet connection at home that makes it a challenge to download movies and other content I want to consume at night and on weekends. The speeds at work are blazing fast, so I like to connect my laptop to the guest network at the office to download this content for later. Is this okay?

No, it's not okay. DXC's networks, email, and other communication systems are mission critical assets that enable everything we do. These networks, systems, and their contents are all DXC or DXC client property that must never be abused or misused in ways that compromise their effectiveness or expose the company or its clients to harm. For these reasons and more, we take great care to use our systems responsibly, and our personal use of these systems—which requires a reasonable application of good judgment—is always limited and never allowed to interfere or conflict with company business.



Information Assets

Information security is a vital part of our business. Good security practices protect our hard-earned reputation, sustain our competitiveness, and help us reduce cybersecurity risks and defend against cyberattack.

We all share the responsibility to practice good information security. It's important that you know and follow our policies and practices—and stay up-to-date as these policies change over time.

Protect our information and communication systems:

- ▶ Follow all information security directives. Become familiar with our information security policies and practices.
- ▶ Accept all information security updates to our systems in a timely manner.
- ▶ Know that we encrypt our computers, smartphones, devices, and removable storage media.
- ▶ Keep accounts, access codes, and passwords safe. Divulge passwords only when necessary to facilitate IT support, assist in company or law enforcement investigations, or as required by law.
- ▶ Look for and learn to recognize phishing scams and other attempts to obtain sensitive information. Avoid falling victim to these.
- ▶ Don't click on suspicious links in emails.
- ▶ Avoid passivity. Be an active, attentive user of our information and communication systems and know where to turn when our information security appears to be threatened.

Cybersecurity takes vigilance. If you suspect a violation of our cybersecurity policies or if you suspect that our network security has been compromised, you should report the issue to the ECO, the **Security Incident Response Control Center (SIRCC)**, or IT.

How We Do It

- ▶ **Speak up** about any theft, loss, security breach, or damage to property.
- ▶ Use electronic assets in accordance with our policies.
- ▶ Follow security procedures for both physical and virtual spaces.
- ▶ Protect confidential information from unauthorized third parties.

Honor our CLEAR Values by ...

Recognizing that information security and data protection is not someone else's responsibility—it's yours.

Confidential and Controlled Information

Who We Are

Information drives our business. We handle confidential and controlled information with care and protect it from unauthorized disclosure.

What We Do

DXC employees are trusted and expected to protect confidential and otherwise controlled and sensitive data.

Confidential business information refers to information about our company or a third party that is not available to the public and could cause harm if it was disclosed without permission.

Examples include:

- ▶ Business ventures
- ▶ Corporate strategies
- ▶ Engineering ideas
- ▶ Pricing schedules.

Controlled information refers to sensitive information to which access is restricted by law or regulation and includes:

- ▶ **Classified information**—information that typically requires a security clearance to access
- ▶ **Controlled unclassified information**—information that's closely controlled by law, but doesn't require a security clearance to access.

Use confidential business information and controlled information only for legitimate business purposes. Follow all company policies, government contract requirements, and laws related to labeling, handling, distributing, and disposing of such information. Disclose it only to properly cleared and authorized individuals with a legitimate need to know the information and provide only the information that's needed.

Make sure that anyone receiving confidential business information or controlled information understands the restrictions related to its use or dissemination.

Understand that your responsibility to protect confidential and controlled information does not end when you leave DXC. If you decide to leave our company, you are still expected to safeguard this information.

Additional Information:

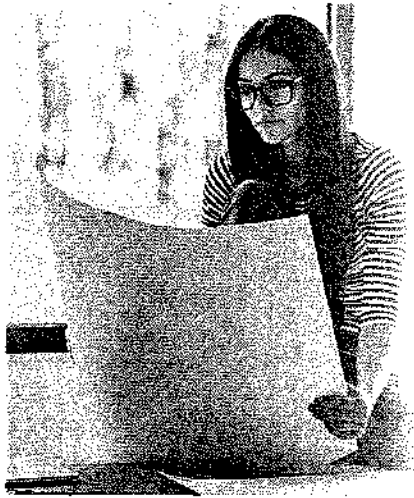
[Confidential Information Policy](#)

[International Trade Policy](#)

How We Do It

- ▶ Learn to recognize confidential and controlled information.
- ▶ Report any suspected information breach or information loss.
- ▶ Do not talk about confidential or controlled information in public places and do not discuss it with friends and family.





Intellectual Property

Who We Are

Our intellectual property represents the outcome of significant company investment and years of proprietary focused work. DXC intellectual property is a valuable company asset that we work hard to protect.

What We Do

Like all other DXC assets, we take care to protect our intellectual property. Improper disclosure of intellectual property could jeopardize our company's competitive advantage and cause substantial harm.

To prevent such harm, we shield the following types of IP from unauthorized use:

- ▶ Branding
- ▶ Copyrights
- ▶ Patents
- ▶ Service marks.

When handling these types of information, ensure that the information is shared only when authorized and only for legitimate business purposes.

You should:

- ▶ Protect intellectual property from misuse and unauthorized disclosure.
- ▶ Store intellectual property only on secured and/or encrypted devices.
- ▶ Take care not to infringe on the intellectual property rights of others.

A friend of mine, outside of work, recommended a training video that I think would really help my department. The only problem is that it's expensive. My friend has offered to share it with me so that we could make a copy. Is that okay?

No, video materials made for profit are generally copyrighted. This means they cannot be copied without the copyright owner's permission. If you want to show the video to your department, you should arrange for purchase of a legitimate copy.

Avoiding Conflicts of Interest

Who We Are

We put our work at DXC first and act in the best interest of our company. We avoid conflicts of interest and never use company resources or our employment position for personal gain.

What We Do

Conflicts of interest arise when your personal interests compromise your ability to make objective business decisions on DXC's behalf. Even the appearance of a conflict can cause damage to our company's reputation. Honor our CLEAR Values and avoid situations that can create a conflict of interest. If one arises, disclose it to your manager and the ECO.

Personal Relationships

Supervising or making employment decisions about close friends or family members could give the appearance of favoritism and make it difficult for us to act objectively. Doing business with a company where a close friend or family member works can also create a conflict.

Outside Employment

Working a second job can create a conflict if it interferes with your job duties at DXC. Before deciding to accept outside employment, remember:

- ▶ You'll need to get approval first.
- ▶ We never permit secondary employment with our business partners or competitors.
- ▶ Company assets should never be used to support a second job.

Outside Directorships

It's not uncommon, or necessarily inappropriate, for employees to serve in an advisory role or as directors of for-profit and non-profit organizations. If you are interested in serving in an outside directorship, discuss it with your manager or the ECO and get advance approval.

Outside Financial Interests

Be sure to limit investments in DXC partners. Understand that you have a responsibility to report ownership interests of five percent or more in any of our business partners.

Organizational Conflicts of Interest (OCI)

We're committed to complying with the laws, rules, and regulations that apply to our work, including those in the U.S. and elsewhere which prohibit organizational conflicts of interest. Organizational Conflicts of Interest (OCI) rules prohibit us from serving in conflicting roles that could impair our judgment or create an unfair advantage.

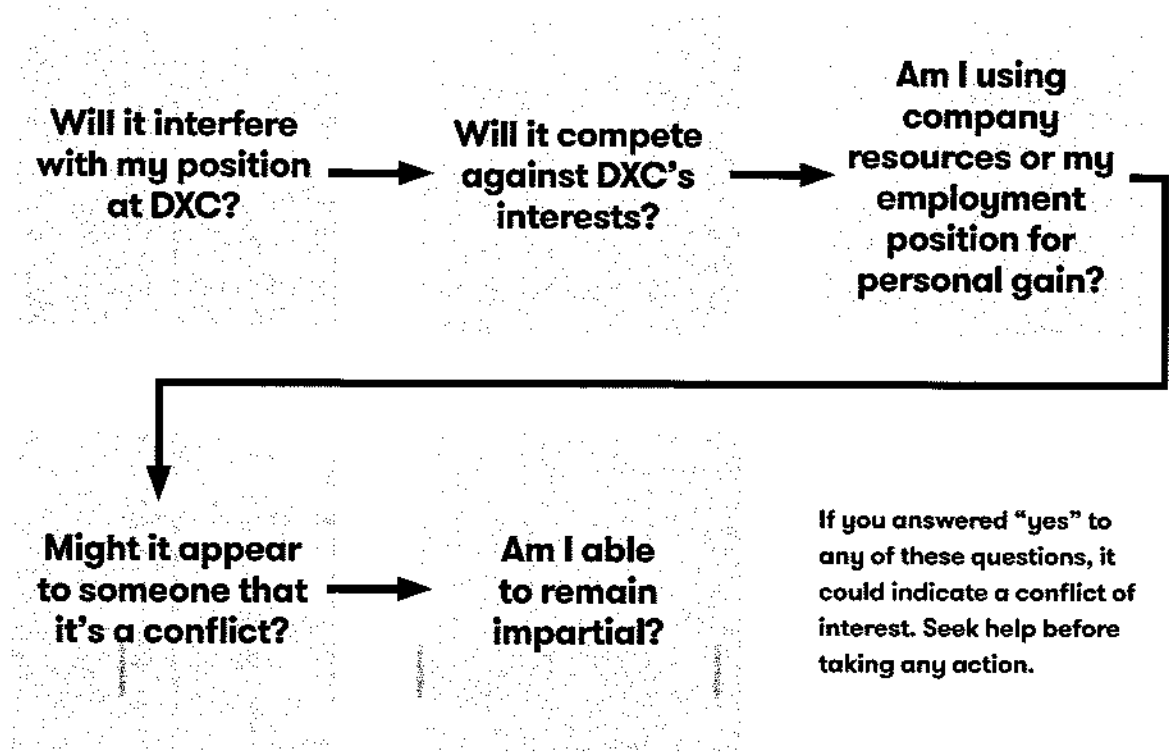
It can sometimes be difficult to spot a situation that can raise OCI concerns. In general, we avoid procurement opportunities where:

- ▶ We've provided technical specifications, work statements, or evaluation services
- ▶ We're in a position to evaluate or recommend our own products and services or those of a competitor
- ▶ We have access to proprietary or other non-public information about a competitor
- ▶ Our existing business interests otherwise conflict with the opportunity.

As a leading contractor to the U.S. federal government, an undisclosed or unmitigated OCI can pose a significant risk to our government business. Follow our policies, comply with documented and approved OCI mitigation plans, and ask questions if you're ever unsure about what is appropriate and what isn't.

Is it a conflict?

Ask yourself:



Does my role as a board member of my homeowner's association create a conflict of interest?

No. Your participation in most community organizations, like church groups and youth sports and local non-profit organizations, do not require a conflict of interest disclosure and review.

Beyond these, however, DXC employees have a responsibility to disclose real or even potential conflicts of interest. These should be directed to your manager and to the Ethics and Compliance Office, which will talk through your situation to determine whether conflicts exist along competitive and commercial relationship lines. Where conflicts appear, they'll need to be mitigated or eliminated; where they don't, you're likely able to proceed—although not ever on company time or using company resources.

Do I need to disclose the fact that my son works for a DXC supplier?

Yes. In most cases, this won't cause a conflict that can't be managed. However, all employees must avoid situations that could bring their private interests—including family relationships—into conflict with their work for DXC. So by disclosing the relationship, you and DXC can be sure you're not ever in either a procurement or contract management circumstance that challenges your objectivity.

Additional Information:

Conflicts of Interest Policy

How We Do It

- ▶ Avoid situations that can present a conflict.
- ▶ Disclose any potential conflicts of interest.
- ▶ Get approval before accepting a second job or outside directorship.

Accurate Recordkeeping

Who We Are

Our books and records should give an accurate picture of our company. We comply with our internal controls and recordkeeping requirements to ensure that all of our records are complete, accurate, and timely.

What We Do

We all have a responsibility to maintain accurate business records in accordance with the law, our policies, and internal controls.

Business records are any recorded information that supports the activity of our company and may include:

- ▶ Client reports and other deliverables
- ▶ Expense reports
- ▶ Email correspondence
- ▶ Regulatory filings
- ▶ Bids, proposals, and contracts
- ▶ Performance evaluations.
- ▶ Timesheets and invoices

Ensure the accuracy of our books and records:

- ▶ Comply with our policies and internal controls.
- ▶ Never falsify or misrepresent information in any of our business records.
- ▶ Ensure that statements made in public financial disclosures are truthful and complete.
- ▶ Be alert to and **report** signs of illegal activity or fraud.

Is it a problem to discount future services to appease a client who is dissatisfied with DXC performance?

DXC strives always to provide the highest quality services required by our contracts and to maintain high client satisfaction. However, clients may occasionally become dissatisfied and demand we remediate deficiencies or otherwise compensate them for shortcomings in service delivery. If, after good faith remedial discussions, DXC agrees to provide invoice credits or other discounts, these very likely become liabilities that must be recorded in the books and records of your business.

Therefore, your promise to discount future services to restore client satisfaction is only a problem when the arrangement is quietly agreed upon and hidden from view as an unauthorized "side deal." Side deals are forbidden under DXC accounting and financial reporting policies, as these unrecorded arrangements are fraudulent violations of accounting rules.

The quarter ended at last evening's end of business day. This morning, a Saturday, my client signaled his intent to contract on Monday for the services DXC proposed last month. When it's signed, is it improper to backdate the contract to Friday?

Yes. Backdating your contract to a prior date is an improper, fraudulent practice that is especially harmful when the chosen date is in a prior reporting period. Backdating contracts in this fashion—whether to close a gap to your bookings forecast, to recognize revenue sooner than proper accounting allows, to make a sale that delivers commission now, or for any other reason—violates DXC accounting and financial reporting policies and should never be done.

Honor our CLEAR Values by ...

Being complete and transparent
in our recordkeeping.

Timekeeping and Other Cost Charging

Who We Are

As a service provider to the government, our costs, including labor, are closely monitored and highly regulated for accuracy and allowability. We charge labor and other costs honestly and are careful to avoid errors.

What We Do

Timekeeping is strictly monitored in government contracts because it's frequently subject to fraud and abuse. Inaccuracies could violate the law and subject DXC and our employees to significant fines, penalties, and other liability.

Each of us has a responsibility to accurately charge labor and other costs. Follow our policies. Maintain an accurate record of time spent each day by task, project, contract, or department. Only charge time and other allowable costs to appropriately assigned and approved work orders. If you manage others, you have a responsibility to review employee timesheets and to verify the accuracy of any timekeeping entries or other cost charges that appear unusual or inaccurate.

Additional Information:

Timekeeping

How We Do It

- ▶ Charge time and other costs only in accordance with our policies.
- ▶ Never knowingly charge an incorrect account or inappropriately shift costs.
- ▶ Never direct others to violate timekeeping and other cost-charging policies.
- ▶ If you manage others, review employee timesheets closely and question labor or non-labor charges that appear to be suspicious or incorrect.



Records and Information Management

Who We Are

We recognize the importance of managing our records properly. That's why we follow our records and information management requirements and retain the records we need to meet our legal and business obligations.

What We Do

Records and information management describes—from creation to disposal, throughout its natural life cycle—how we handle business records and other DXC information assets. Because our records are necessary to support our business operations, we manage them carefully and ensure we comply with applicable laws, regulations, and our policies.

We expect you to do your part by:

- ▶ Knowing and following our policies related to record retention, storage, and disposal
- ▶ Ensuring that any new record we create is accurate and complete
- ▶ Seeking help if you need guidance about which records to keep, how long to keep them, and how and when to dispose of them
- ▶ Cooperating fully with government requests, audits, and investigations.

It's also important that you give special consideration to information that may be subject to a litigation hold. Never dispose of or alter this information unless notified to do so.

Additional Information:

[Records and Information Management Policy](#)

[DXC Records Retention Schedule](#)

How We Do It

- ▶ Create, protect, retain, and dispose of DXC business records only in accordance with DXC's Records and Information Management (RIM) policy and its record retention and disposition schedule.
- ▶ Provide complete and truthful information in response to any requests made as part of any internal or government investigation or audit.
- ▶ Do not dispose of any business record subject to a litigation hold without written authorization or notice from Legal.

A "litigation hold" is a written notice that instructs us to identify, locate, and retain documents pertaining to the matter described in the notice.

Travel and Entertainment Reimbursement

Who We Are

We have policies and internal controls in place to ensure that expenses for business-related travel and entertainment are appropriately authorized and abide by the law.

What We Do

Travel, entertainment, and other hospitality expenses are a common part of doing business with DXC clients and business partners. We understand that any expense we claim for reimbursement must serve a legitimate business purpose, must be truthful and complete, and—as required by our policies—must be properly authorized and fully evidenced by adequate documentation of the expense.

Travel and Entertainment (T&E) is subject to fraud and abuse, and so closely scrutinized by management and frequently audited. We're trusted as responsible leaders to entertain in ways consistent with our CLEAR Values and without risk of embarrassing or unlawful conduct. Make sure that your T&E expenditures are only for legitimate business purposes.

Expense T&E ethically:

- ▶ Use approved systems to record authorized travel, entertainment, and other expenses.
- ▶ Make sure T&E claims are truthful, accurate, and legitimate. Never knowingly mislead management about the true nature of your T&E. Never inflate your expenses.
- ▶ Never use DXC T&E expenditures with corrupt intent.

If you have questions about our policies, seek guidance from your manager, Finance, or the ECO.



I ran into a few unexpected expenses between paychecks and money is tight. What harm is there in using my corporate credit card to pay for some of those expenses if I were to pay it back directly without expensing to the company?

The DXC Corporate Card is a program managed by the company to enable our traveling employees to charge business related expenses. The Travel and Entertainment policy strictly prohibits the use of the corporate card for personal purchases for a number of reasons.

1. The company guarantees payments to the card issuer for all charges.
2. The company receives a refund from the card issuer based on volume of spend. When employees charge non-business related expenses and for unforeseen reasons are unable to pay it back, this refund is reduced.
3. It is much easier to reconcile charges to expense reports if all charges on the card are business related.

Also, remember that non-payments still affect employee credit ratings, and the card issuer may engage collections agencies to recoup any lost amounts.

Additional Information:

[Travel Policy](#)

[Business Amenities Policy](#)

Speaking on Behalf of DXC

Who We Are

The things we say about our company affect our reputation and brand. We want to send a consistent message. That's why only certain people are authorized to speak on our behalf.

What We Do

What we say to the public matters a great deal and our messaging should be clear and accurate. Communicate responsibly and refrain from speaking on DXC's behalf unless you're authorized to do so.

If someone asks you to relay business information on behalf of our company, refer them to Corporate Communications. This way, you help us avoid:

- ▶ Misinforming clients, business partners, and investors
- ▶ Damaging our reputation
- ▶ Unauthorized disclosures of confidential business information
- ▶ Making promises we can't or shouldn't keep.



I'm in one of our cutting-edge, next-gen offering organizations working hard to ready a new service offering under tight delivery deadlines. I was contacted through LinkedIn by a member of the media with questions about service details and marketplace demand. Sharing details of what I know could generate excitement about this service and increased sales. Should I?

No, you should not. First, DXC's investment in new offerings is substantial, and the offerings themselves derive from innovative know-how that must be kept confidential. As details of our service offering become widely known, service-mark and other patent opportunities may be lost and our go-to-market strategy, competitive position, and accompanying financial models may become compromised. In addition, there are strict rules which govern the way in which material non-public financial information is released to the public. Selectively sharing or otherwise leaking this information is very damaging to the value proposition of our offering and may violate securities regulations. Only official spokespersons are authorized to speak on DXC's behalf. You should refer the media inquiry to Corporate Communications.

Social Media

Who We Are

Our values are the same in the electronic world as they are in the real world. While we support the use of social media, we believe it should always be used responsibly, in accordance with our policies.

What We Do

We are individually responsible for the content that we publish online. Keep this in mind when posting on social media and apply the following guidelines:

- ▶ Make it clear that opinions you express about DXC are your own and do not reflect those of our company.
- ▶ Don't post any content that is discriminatory or would constitute a threat, intimidation, harassment or bullying.
- ▶ Take care not to disclose confidential business information about our company, clients, suppliers, or other business partners.



I have a personal blog where sometimes I talk about things that happen at work. Is that okay?

It depends on what you share. If you follow our policies—which outline practical guidelines to always remember—your blogging should not be a problem. Just remember to always:

- ▶ Know and follow DXC policy
- ▶ Know and follow the terms of use on the sites you use
- ▶ Know and follow our client policies and contract constraints, if any and as appropriate
- ▶ Protect sensitive information and relationships
- ▶ Safeguard confidential or proprietary data and intellectual property
- ▶ Give credit and respect the law
- ▶ Be yourself and be transparent
- ▶ Be mindful of mixing personal and business personas
- ▶ Be a strong brand ambassador.

And remember, you are always personally responsible and accountable for the things you say and publish online.

Additional Information:

[Social Media Policy](#)

[Social Media Standard](#)

Respect, Inclusion, and Diversity

Who We Are

At DXC Technology, we hire and invest in world-class talent. We believe that diversity makes our team stronger, and this is why we're committed to promoting diversity and ensuring equal opportunity and fair treatment for all.

What We Do

We prohibit discrimination and base employment-related decisions on an individual person's merit, not on his or her race, gender, age, ethnicity, skin color, religion, national origin, political affiliation, pregnancy, sexual orientation, gender identity, ability, veteran or marital status, childbirth and related medical conditions, or any other legally protected characteristic.

Employment-related decisions can include decisions about:

- ▶ Recruiting
- ▶ Hiring
- ▶ Promotions
- ▶ Rewards
- ▶ Discipline

Honor our commitment to equal opportunity and fairness by:

- ▶ Celebrating the diversity of our team and understanding that our diverse perspectives and experiences create better results for our clients
- ▶ Creating and embodying a respectful and inclusive work environment where everybody feels physically and emotionally safe bringing their whole selves to work
- ▶ Striving to do business only with clients and partners who embrace a similar standard of inclusiveness
- ▶ Speaking up if you witness or become aware of discriminatory behavior.



My boss asked me to schedule interviews for a new position. Out of seven applicants, only two had the experience we were looking for. I forwarded their resumes to my boss, but he insisted that I schedule interviews with the more "youthful" candidates instead. I feel as though he may be discriminating against the more qualified applicants based on age. What should I do?

You should report your concern to Human Resources so that we can be sure all employment candidates are evaluated only on their merits.

Additional Information:

[Non-Discrimination Policy](#)

Harassment and Workplace Violence

Who We Are

We have zero-tolerance for harassment and workplace violence. We value each other and work hard to make everyone feel safe.

What We Do

Preventing Harassment

Prevent harassment by treating coworkers with respect. Use care in your interactions and avoid behavior that creates an intimidating, offensive, or hostile work environment. If you are ever made to feel uncomfortable, tell the other person that you consider his or her behavior inappropriate and unwelcome. Politely ask the person to refrain from such behavior, or ask your local Human Resources team for assistance in addressing the issue.

Harassing behavior and language can include:

- ▶ Offensive images or comments, such as suggestive pictures, racial slurs, or religious jokes
- ▶ Aggressive pressure and intimidation, whether verbal, physical, or visual
- ▶ Sexual harassment, such as unwanted sexual advances, unwanted touching, crude remarks, or offering employment-related favors in exchange for sexual contact
- ▶ Retaliation against anyone who in good faith challenges norms, reports misconduct, or participates in an investigation.

Preventing Workplace Violence

Never threaten anyone or behave violently while at work or anywhere you conduct DXC business.

Threats and violent acts can include:

- ▶ Physical or sexual assault
- ▶ Psychological or emotional threats or abuse
- ▶ Illegal possession of a firearm, weapon, or anything that may be used to intimidate, threaten, or harm others on company premises.

Keep our workplace safe by reporting all threats, harassment, and violent behavior to your manager or to Human Resources. Contact Corporate Security immediately if you see someone on company property who appears to be dangerous.



Additional Information:

[Abusive Conduct and Harassment Policy](#)

Honor our CLEAR Values by ...
Keeping our workplace secure
and harassment-free.

Substance Abuse

Who We Are

We don't allow drugs, alcohol, or controlled substances to threaten our safety or our performance.

What We Do

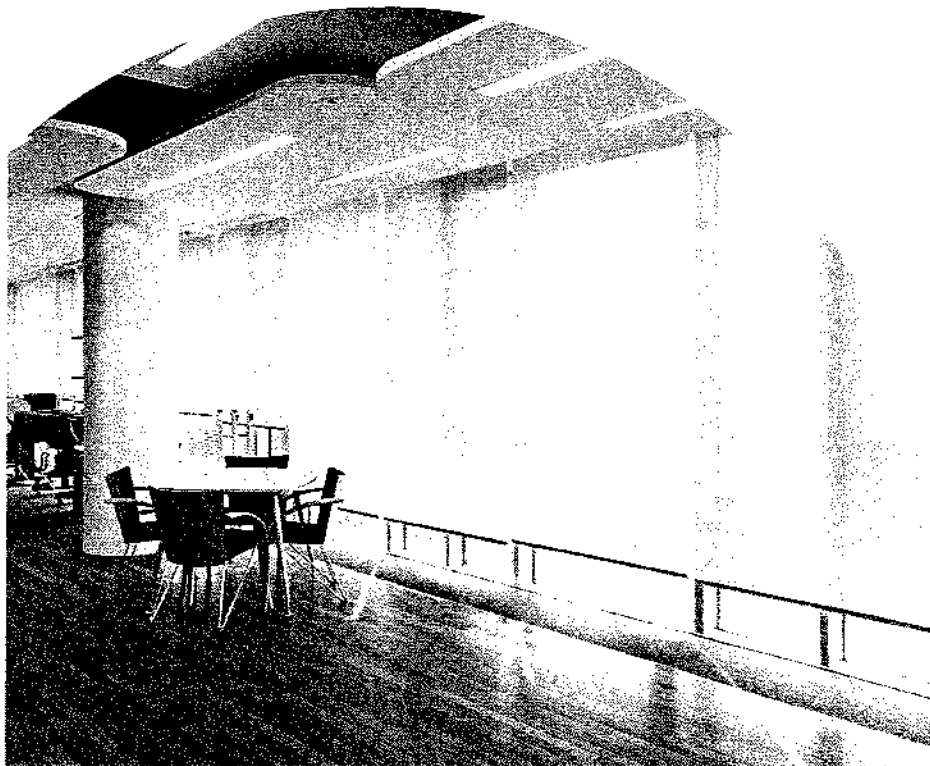
Working under the influence of drugs or alcohol can impair your judgment, impact workplace safety, and jeopardize our ability to maintain necessary security clearances. It's important both to avoid and report work-related substance abuse. Remember, too, that when there is reasonable suspicion of alcohol- or drug-related impairment or a work-related accident, as allowable by law DXC may request that employees submit to testing.

Examples of substance abuse can include:

- ▶ Irresponsible consumption of alcohol before working, while working, or while on company property or other locations where company work is performed. This should not be confused with occasional responsible consumption of alcohol at company-sponsored events, which is permissible.
- ▶ Possessing, using, purchasing, selling, or otherwise distributing illegal drugs while working or while on company property or other locations where company work is performed.
- ▶ Possessing or using legal prescription drugs in amounts or in ways other than as prescribed. Purchasing, selling, or otherwise distributing legal prescription drugs while working or while on company property or other locations where company work is performed.
- ▶ Performing any work for the company or being on company property or locations where company work is performed while inappropriately and irresponsibly impaired by alcohol or illegal drugs.
- ▶ Operating company equipment or driving on company business while impaired by alcohol or drugs, whether legal or illegal.

Prevent substance abuse by:

- ▶ Reporting suspected substance abuse in the workplace
- ▶ Remembering that possession of any illegal substance, like illegal or unlawfully obtained prescription drugs, is strictly prohibited
- ▶ Seeking treatment if you need help staying drug-free or dealing with alcohol problems.





Health and Safety

Who We Are

We protect the health and safety of ourselves and our colleagues by preventing injuries, following safety rules, and reporting accidents and unsafe conditions.

What We Do

Use good judgment and common sense. Comply with all health and safety laws, policies, and regulations that apply to your work.

Health and safety compliance looks like:

- ▶ Wearing or using any provided or recommended safety equipment
- ▶ Taking all required training
- ▶ Reporting any suspected hazards or unsafe working conditions
- ▶ Seeking help if you have questions.

Additional Information: Environment, Health and Safety

How We Do It

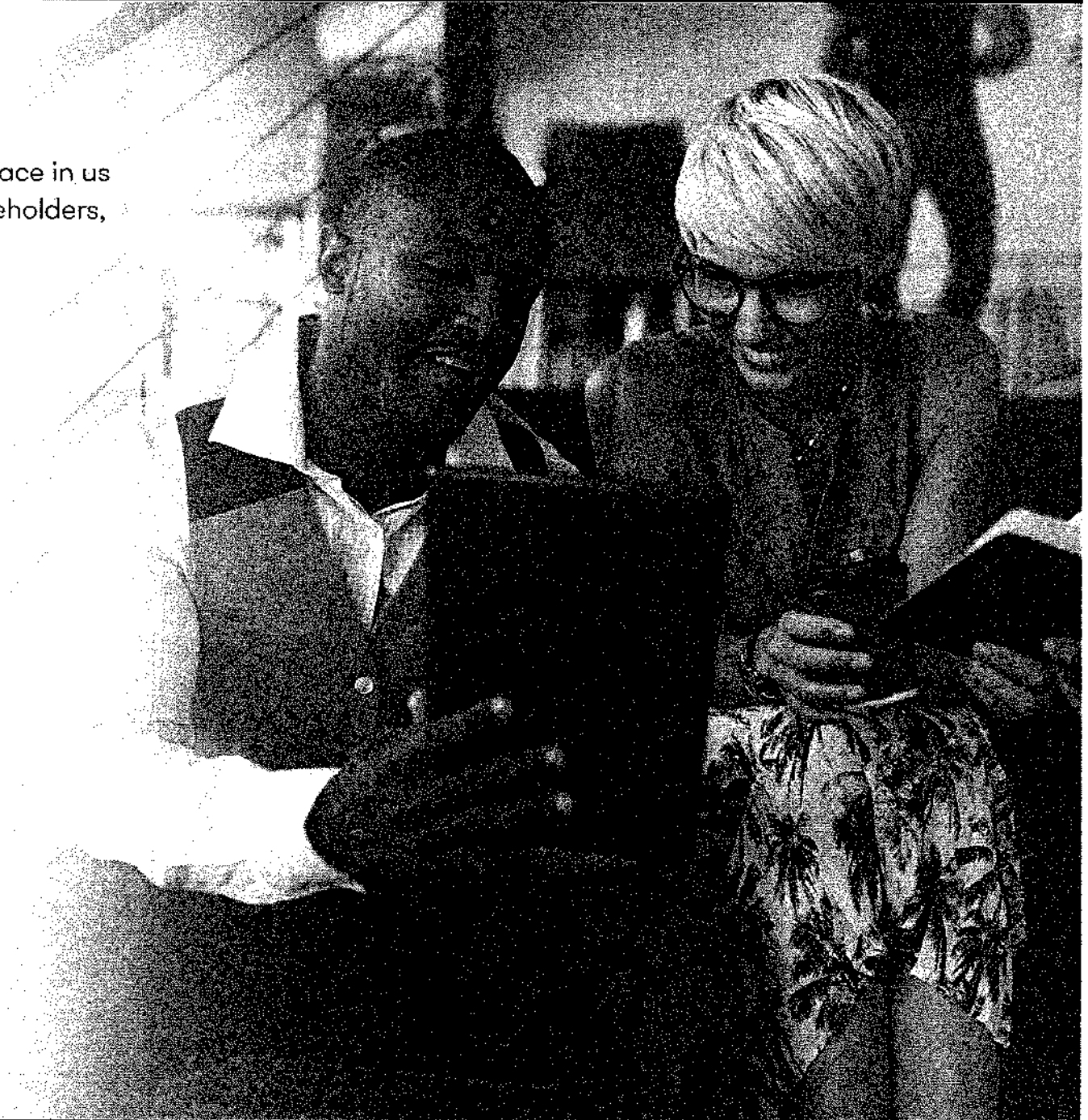
- ▶ Know and comply with security guidelines and talk to your manager if you still have questions.
- ▶ **Speak up** about personal injuries, property damage, or suspected risks.
- ▶ Protect your colleagues and promote a culture of safety whenever possible.

Deepening Trust

We work to preserve the trust people place in us and do what's best for our clients, stakeholders, and the community.

Topics:

- ▶ Compliance with Government Contracting Laws and Regulations
- ▶ Bribery and Kickbacks
- ▶ Personal Data and Privacy Law
- ▶ International Trade
- ▶ Insider Trading
- ▶ Money Laundering
- ▶ Gifts, Entertainment, and Hospitality
- ▶ Antitrust and Competition Laws
- ▶ Fair Dealing
- ▶ Supplier Relationships



Compliance with Government Contracting Laws and Regulations

Who We Are

We understand that strict laws apply when it comes to providing services to the government. We comply with all such laws and regulations and work hard to be a most trustworthy and reliable partner to all of our public sector clients.

What We Do

Working with the Government

When doing business with government representatives, be honest, ethical, and fair. Always work to provide high-quality products and services. Compete fairly and take action to eliminate fraud, waste, and abuse. If you suspect misconduct or if you believe a government official is abusing his or her authority in exchange for DXC's services or as a condition to do something the government official is not obligated to do, you should **speak up**. We trust you to acknowledge and respect government contracting rules, and to avoid placing our valued clients in tempting circumstances that could cause violations.

Contracting Requirements

As a government contractor, we're subject to many industry-specific laws and regulations, and it's especially important that we realize how legal compliance impacts the public trust. If you serve a government client, you have a responsibility to know, understand, and comply with any and all unique legal requirements and restrictions that apply to that work. In the public sector, effective legal and regulatory compliance is especially important to winning and retaining business. Remember, the penalties for our compliance failures—suspension and debarment among them—are very significant.

How We Do It

- ▶ Be a responsibly informed partner to your client. You have a personal and professional obligation to stay current with the legal requirements that apply to your job.
- ▶ Promote procurement integrity—never seek confidential or source selection information before a contract is awarded, and never use another contractor's non-public bid or proposal information inappropriately.
- ▶ Never discuss employment opportunities with current or former government employees without first consulting Legal.
- ▶ Protect classified or otherwise **confidential or controlled information** in accordance with law and contract delivery requirements.
- ▶ Protect the government-furnished property to which you are given access.
- ▶ Make sure that any certification, representation, report, or other information you submit to a government on DXC's behalf is accurate, complete, and truthful.
- ▶ Maintain accurate and complete business records. See **Accurate Recordkeeping** and **Timekeeping and Other Cost Charging** for more information.
- ▶ Make sure you understand any restrictions on **gift-giving** and always comply with applicable **anti-bribery laws**.
- ▶ **Speak up** about any behavior that could put our government contracts at risk.
- ▶ Get help from the ECO or Legal if you have questions or need assistance.

IN FOCUS: Compliance with U.S. Government Contracting Laws

As a contractor to U.S. federal, state, and local government, DXC's business is very highly regulated and subject to many laws with certain strict rules about procurement, negotiation, contract award and protest, staffing, subcontracting, delivery, invoicing, direct and indirect cost accounting, financial reporting, and audit. In the federal arena, most of these rules are set forth in laws that are implemented by the Federal Acquisition Regulation and incorporated as terms and conditions in our contracts.

During pursuit and capture, for example, we take care to abide by several long-standing statutes—including the Procurement Integrity Act, the Truth in Negotiations Act, and the Anti-Kickback Act—that are aimed at reducing fraud, waste, and abuse when contracts are procured and negotiated. We're therefore careful to seek legal advice before discussing employment opportunities with current and even former government personnel. We never improperly solicit or obtain contractor bid and proposal or source selection information; we're always truthful with cost and pricing data, and we're never party to a kickback in exchange for a government contract.

During delivery, we're likewise careful to avoid violations of federal and state false claims statutes, also aimed squarely at contractor fraud. When we knowingly bill for services inaccurately—with improper time charges, for example, or for the services of personnel whose experience does not match a contract's requirements—our business records and invoices may constitute a false claim that could subject the company and our employees to significant fines, penalties, and other legal liability. To avoid false claims allegations and costly related litigation, we acknowledge our obligation to make and keep accurate and complete business records.

U.S. government contracting laws are unique and extremely complex. We acknowledge our obligation for compliance, and we commit to seeking assistance from DXC's compliance and legal teams when necessary. For more information, see the [Public Sector Compliance Manual](#).

As a U.S. federal program manager, I find that employee satisfaction and turnover can be a real challenge to keeping my contract staffed and my delivery on track. Finding qualified replacements for departing staff can be tough. So some of us are asked to do more, and others are brought on and trained up on the job. As long as the work gets done and our client is happy, isn't that okay?

While it's great to deliver on time and keep your client happy, we must take great care to avoid violations of the False Claims Act, which establishes liability and imposes steep penalties on companies which, among other things, knowingly use a false record to present the government a false claim for payment. When we fail to match our personnel to contractually required labor categories or qualifications—even if over-qualified or fewer staff manage to get the work done—our invoices may invite false claims exposures that are costly to defend and challenging to overcome.

Honor our CLEAR Values by ...
Dedicating to the highest brand
of business ethics and integrity.

Bribery and Kickbacks

Who We Are

DXC has zero tolerance for bribery, kickbacks, and other improper payments. We're committed to succeeding on the merits of our competitive offerings and the value we bring to clients. That's why we do not make or take bribes or kickbacks to or from anyone to obtain, retain, or direct business, or to secure any other business advantage—nor does the company permit any other person or entity to do so on its behalf—at any time, in any public- or private-sector market, or in any circumstance.

What We Do

Anti-bribery laws prohibit anyone from offering, accepting, receiving, or giving bribes. Bribes are typically defined as financial or other advantages given or received for the purpose of improperly influencing a business decision. Penalties for violating anti-bribery laws can be severe, so follow our policies, and avoid even the appearance of impropriety.

Bribes can include anything of value, including:

- ▶ Cash or cash equivalents (like gift cards), credits, and discounts
- ▶ Kickbacks
- ▶ Gifts in any form
- ▶ Hospitality gestures, job offers, and personal favors
- ▶ Favorable loans and debt forgiveness
- ▶ Political contributions and charitable donations.

Government officials. Know that strict rules apply when working with government officials. In a bribery and corruption context, the term “government official” is broad and not only refers to elected officials, but employees of government agencies, government-controlled enterprises, or international organizations. At DXC, it's not uncommon for our healthcare clients to be government-controlled enterprises.

Facilitation payments. Facilitation payments are payments made to low-level government officials to expedite or “take care of” routine government actions. These payments are illegal in some countries and are prohibited under our policies.

Prevent corruption by:

- ▶ Committing to good **third-party risk management practices**, both when partners are initially selected and during their engagement while working on our behalf.
- ▶ Exercising care in your interactions with government representatives.
- ▶ Maintaining accurate business records.



IN FOCUS: Good Third-Party Risk Management

- ▶ Joint venture, subcontractors, and other business partners and representatives which are used in the effort to capture new business or which are contracted for services in delivery must be evaluated for corruption related risks and monitored over time. These partners introduce what's commonly known as "third-party risk," and the legal and other consequences of their corrupt actions on our behalf will be assigned to DXC.
- ▶ For this reason, a risk-based integrity review, or "due diligence," is required when we engage third parties. Risk-based "due diligence" allows DXC to review a proposed business partner's past, to ask questions of and come to know its principles, to understand its ownership and whether any conflicts of interest may be present, to evaluate the scope and compensation and other proposed business terms, to convey our position on corruption and bribery and our expectations for compliance with law, and to ensure our written agreement contains adequate protections against the business partner's unlawful conduct.

Can I leverage a good supplier relationship to overcome cost constraints that limit my ability to entertain clients?

No, you may not. Any and all business courtesies and client entertainment must comply with DXC policy and the law. Arrangements with suppliers to repurpose DXC monies are fraudulent kickback schemes that violate supplier agreements and create improper off-books funds that violate DXC policy, accounting rules, and the law. Depending on the circumstances—including the client, the status of the contract, and the use of the funds—your decision to "leverage a good supplier relationship" for entertainment could expose DXC and you to criminal violations of local or transnational bribery laws, like the U.S. FCPA and the U.K. Bribery Act, which prohibit direct or indirect bribery and improper payments in order to obtain or retain business.

I've heard that political contributions and charitable donations can be problematic in some business contexts. Why?

In most cases, political contributions and charitable donations are important, and legitimate, components of a comprehensive corporate strategy. This is true for DXC, which makes policy in these areas to carefully control and otherwise authorize giving in keeping with our objectives and the law. However, contributions and donations otherwise permissible under DXC policies are expressly prohibited if they are provided with corrupt intent in exchange for favorable treatment, to obtain or retain business, or to secure any other improper advantage. So, if we're not careful with our political contributions and charitable giving during an open tender or while we're gearing up to re-compete a big job, those contributions may be seen as "quid pro quo" efforts to win or keep business and invite exposures under bribery laws. This is why it's so important to know our policies and stay aligned with corporate expectations.

Additional Information:

[Third-Party Risk Management Policy](#)

[Anti-Corruption Policy](#)

[Business Amenities Policy](#)



How We Do It

- ▶ Know how to recognize a bribe.
- ▶ Take care when working with government representatives, and know whether your client is considered a government official.
- ▶ Know your third-party partners and intermediaries. Monitor their activities carefully.
- ▶ Provide political contributions and charitable donations only as permissible under DXC policy and never with corrupt intent.
- ▶ Provide gifts and hospitality only as permissible under DXC policy and never with corrupt intent.
- ▶ Never use un-reimbursed personal funds to circumvent company policies.
- ▶ Never establish undisclosed or unrecorded funds or assets for any purpose.
- ▶ Avoid even the appearance of anything improper.

Personal Data and Privacy Law

Who We Are

In the digital information world of DXC clients and other stakeholders, the protection of personal data about individuals is essential to building and holding trust. We respect the privacy of our clients, our client customers, our employees and our business partners, and we handle their personally identifiable information ("PII"), protected health information ("PHI"), and other sensitive personal information (collectively, "Personal Data") with due care.

What We Do

At work, you may be entrusted with Personal Data about our clients, business partners, or employees. Personal Data may include, but is not limited to:

- ▶ Business contact information, like names, business titles, email addresses, and telephone numbers
- ▶ Employment data, like utilization, billability, and skill profiles
- ▶ Financial data, including hourly rates, salaries, benefits, and time entries
- ▶ Private contact information, such as home addresses, private telephone numbers, or personal email addresses
- ▶ Images and videos of individual people
- ▶ Personal health-related information about illnesses or disabilities
- ▶ Unique identifiers, such as employee IDs or social security numbers, or anything else that could be used to identify someone.

Always protect Personal Data from unauthorized access and disclosure. Always be sure to collect, store, use, or otherwise handle this information in accordance with our policies, contractual obligations, and applicable law—keeping in mind that privacy laws may carry very explicit requirements in some countries. Recognize further that access to Personal Data should be limited only to the minimum of data required and only by those who are authorized to have it and who have a legitimate business need for the information.

Get help from the ECO or Legal if you have questions or need assistance.

Additional Information:

[Privacy and Data Protection Policy](#)

I received a call from someone claiming to be a high-level employee at DXC, but his name didn't sound familiar. He requested personal information about a couple of our employees. What should I do?

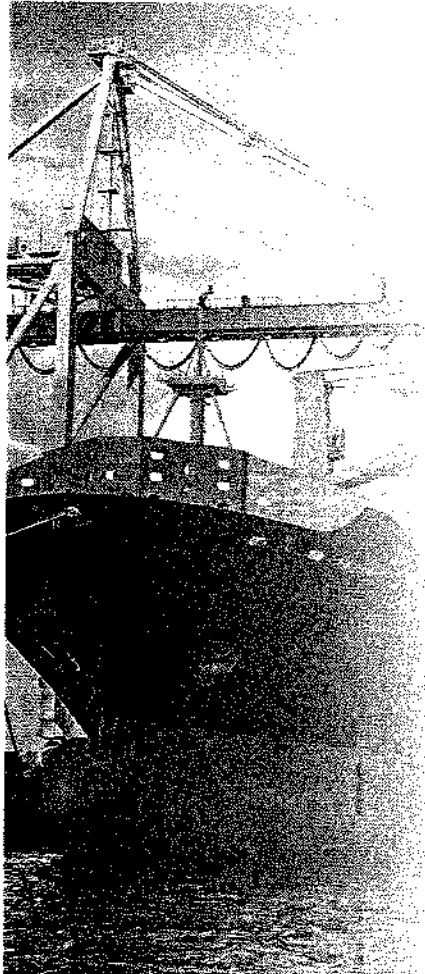
Be cautious. Do what you can to confirm the person:

- ▶ Is a DXC employee
- ▶ Is authorized to receive the information
- ▶ Has a legitimate business need-to-know.

If the answer to one of these check points is "NO," or if you are unsure, then don't share personal information. In this case, it's best to politely direct the person for any such information request to Human Resources.

How We Do It

- ▶ Learn to recognize the kind of information likely considered "Personal Data."
- ▶ Acknowledge and abide by DXC policies and requirements for the authorized collection, use, storage, and transfer of Personal Data.
- ▶ Understand that Personal Data is typically governed by law, which is often different from one country to the next, and usually very explicit about what we may and may not do with Personal Data.
- ▶ Make sure you are aware of and adhere to the laws and contractual obligations applicable to the Personal Data in your possession.
- ▶ Refuse to disclose Personal Data without explicit authorization to do so.



International Trade

Who We Are

As a company that does business in countries around the world, we're subject to the requirements of many nations' trade compliance laws. We're committed to compliance with these, and, as appropriate, to compliance with related and applicable boycott and sanctions regimes.

What We Do

Trade compliance laws govern where and with whom we can do business. These laws are complex and vary widely around the world. The consequences for violating trade compliance laws are severe—among them, suspension or loss of export privileges—and can significantly impact our operations and client satisfaction.

If your job involves the movement of goods, technology, or information (see **Confidential and Controlled Information**) across international borders, know and comply with the laws that apply to your work. Understand that in any transaction, the laws of more than one country may apply. Assistance is available from Legal or the ECO if you have questions about your responsibilities or if you suspect a violation of any trade compliance laws.

Additional Information:

International Trade Policy

How We Do It

- ▶ Know and comply with applicable trade compliance laws.
- ▶ Understand that the laws of more than one country may apply to a particular transaction.
- ▶ Contact Legal or the ECO if you have questions or suspect a violation of the law, Code, or our policies.

Insider Trading

Who We Are

Trading based on inside information is not only unethical, but also illegal. We take our obligation to prevent insider trading seriously.

What We Do

In your work, you may have access to information about our company or a third party that's not available to the public. If this non-public information is material, and therefore likely considered important to an investor in a decision to buy, sell, or hold stock or other securities, then it could be considered "inside information." Trading based on inside information is illegal. "Tipping," or passing along inside information to others, is also illegal.

Inside information can include material non-public information about:

- ▶ Mergers and acquisitions
- ▶ Changes in leadership
- ▶ Financial projections
- ▶ Significant business deals.

Never trade inside information or share it with others until after it's been released to the public. Be careful to avoid even the appearance of an improper transaction. If you're ever unsure whether information has been released to the public or if you can share it, seek help from Legal before taking action.

Additional Information:

Insider Trading Policy

How We Do It

- ▶ Accept personal responsibility to determine whether and when we possess inside information that would prohibit lawful trading.
- ▶ If you are in a DXC role that confers insider status automatically, acknowledge and follow company policies regarding the exchange of DXC securities.
- ▶ Be aware that insider trading prohibitions apply in all circumstances, whether we're currently employed by DXC or our employment has ended.

I'm a designated DXC insider. Can my spouse trade DXC securities freely?

No, your spouse is subject to the same insider trading restrictions as you, and so may only trade DXC securities as our insider trading policy allows. This means the exchange of DXC securities by you, your spouse, or any other member of your immediate family, or any other person living in your home is limited.

Generally speaking, trading by you, your spouse, your immediate family, and other household residents is permissible only when DXC declares the restrictions lifted and then only if you, your spouse, and the others are not in possession of material, non-public information about DXC or its trading partners. This is important—even when restricted periods end and a so-called "trading window" opens, no one who has material, non-public information about DXC, or about any other company including any of DXC's current or prospective customers, suppliers, or affiliates, may purchase, sell, or recommend the purchase or sale, of any security in any of these companies.

Insider trading policy violations are serious misconduct that can invite legal exposures and company sanctions. We all must proceed cautiously and only in accordance with company policy and the law.

Money Laundering

Who We Are

We closely monitor every transaction and take measures to prevent money laundering and other financial crimes.

What We Do

Money laundering occurs when the proceeds of illegal activity are transferred through legitimate businesses to make them appear legitimate, or "clean." It's important to have an awareness for money laundering risk, and to prevent our legitimate business operations from being used to support illegitimate criminal activity.

Warning signs of money laundering can include:

- ▶ Large cash payments
- ▶ Attempts to avoid recordkeeping requirements
- ▶ Payments to individuals not involved in the transaction.

Prevent financial crimes by:

- ▶ Following the law, regulations, and our policies
- ▶ Knowing who's behind every transaction
- ▶ Conducting business with only reputable companies involved in legitimate business transactions
- ▶ Watching out for and reporting suspicious activity.

Additional Information:

[Anti-Corruption Policy](#)



Honor our CLEAR Values by ...
Being proactive and staying alert
to signs of money laundering and
other financial crimes.

Gifts, Entertainment, and Hospitality

Who We Are

Gifts, donations, sponsorships, entertainment, and hospitality can help us build positive relationships. However, they can also create a conflict of interest, which is why we're always careful to comply with the law and our policies.

What We Do

From time to time, it may feel appropriate in the course of everyday business to offer a gift or to provide hospitality to a customer or business partner. However, when these courtesies are offered or provided for an improper purpose, they may violate law; and even if they do not, they may simply create expectations that DXC would rather avoid.

As such, DXC takes great care to control the giving of gifts and hospitality. When we desire to extend these gift and hospitality courtesies, we do so ethically, with honest intent, and in keeping with our CLEAR Values and management policies.

As with giving gifts and providing hospitality, DXC takes care to control the acceptance by employees of business courtesies. We're always mindful to avoid conflicts of interest, and even the appearance of impropriety. This is especially true for those of us who are in procurement roles or who otherwise have authority to award contracts to service providers.

Additional Information:

Business Amenities Policy

Charitable Giving and Volunteerism Policy

How We Do It

- ▶ Know the rules when it comes to giving gift, hospitality, or entertainment amenities.
- ▶ Understand that government employees are often subject to stricter requirements.
- ▶ Avoid conflicts of interest or the appearance of anything improper.

IN FOCUS: Strict US Amenities Rules

U.S. federal, state, and local government employees are often subject to more stringent requirements. Generally, infrequent gifts and refreshments that do not exceed USD \$20 in value or refreshments provided as part of a widely attended event are permitted. But dinner, sport and theater tickets, and other offers of entertainment and hospitality are not.

We respect these rules and understand that we may find ourselves in situations where our clients may be tempted to violate them. If you ever find yourself in such a situation or if you're unsure whether a gift or offer of entertainment or hospitality is permitted under our policies, contact the ECO.

IN FOCUS: Community Investment

When we're invited to participate in community investment alongside our clients, it's important to ensure there is not an implied trade or exchange with any donation or sponsorship. While community investment is a wonderful way to build client relationships, it must not be used as a means to exchange favorable business outcomes.

Gifts, donations, sponsorships, entertainment, and hospitality are acceptable if they are:

- ▶ Infrequent
- ▶ Modest in value and with honest intent
- ▶ Ethical and transparent
- ▶ Provided in compliance with applicable law and the policies of the recipient
- ▶ Not offered in exchange for favorable business decisions.

Antitrust and Competition Laws

Who We Are

Close collaboration among marketplace participants is an increasingly common and acceptable way for companies to serve their clients in new and exciting ways. And the alliance partnerships that are so important to DXC's independence are examples of how such collaboration can deliver unique solutions to complex client problems.

Importantly however, we form these partnerships not to control the market, but to serve clients better. And our commitment to the principles of fair competition means we pursue and manage our alliance agreements, joint ventures, mergers, and acquisitions lawfully and only to provide legitimate, innovative client solutions and services.

What We Do

Competition Laws

As a company, we work closely with competitors through our alliance partnerships in order to deliver unique solutions to complex client problems. We're committed to engaging in these partnerships ethically, and work to serve clients in new and exciting ways with integrity, consistent with our CLEAR Values.

Antitrust, or "competition" laws as they're sometimes known, prohibit competitor agreements that unfairly restrict or limit competition, create a monopoly, or abuse a dominant industry position. These laws are complex and violations can have severe consequences. So interact fairly with competitors and refrain from making agreements that could violate the law or could impact others' ability to compete in the marketplace. Keep in mind that even casual conversations, emails, or social media communications can be seen as anti-competitive. If you ever have questions about what to do in a given situation, seek help from Legal or the ECO.



Honor our CLEAR Values by ...
Doing business fairly with
our competitors.

Never make agreements with competitors, whether formally or informally, to:

- ▶ Fix prices
- ▶ Divide markets, territories, or customers
- ▶ Interfere with a competitive bidding process
- ▶ Prevent other companies from entering the market
- ▶ Refuse to work with a customer or supplier.

Conferences and industry trade shows bring competitors together, which can increase the risk of a discussion about competitively sensitive matters. We depend on you to use good judgment at these gatherings, and to avoid any discussions that could violate anti-competition laws.

Gathering Competitive Information

As part of our commitment to fair competition, we gather competitive information responsibly and appropriately. Obtain information only from public sources—never inappropriately from clients or other third parties. Follow our policies and don't accept information that you suspect is confidential or was obtained improperly. Refuse any improper offer of bid, proposal, or source selection information. If you receive information that you think may have been obtained illegally, contact Legal or the ECO.

I recently hired an employee who used to work for a DXC competitor. Before she left, she worked on a response to an RFP we're interested in pursuing. Since she works with DXC now, I can ask her about her former company's response, right?

No. Asking a former employee for details about a confidential bid not only would violate our policies, but could also violate the law. You should never ask a former employee of a competitor for confidential or proprietary information, especially information relating to a competitive bid.

My colleague recently left DXC to lead mobile application services at our competitor. It will be strange competing for client contracts against someone with whom I've worked so closely and who's become my good friend. Can't we figure a way to be sure we both get our fair share of the market's opportunities?

Be very careful here. Written or even verbal agreements to cooperate as competitors in an effort to divide opportunities between you is illegal under most antitrust and competition laws. Remember, DXC competes fiercely, fairly, and lawfully for the business it seeks—even when former colleagues and friends turn up among the competition. Don't collaborate unlawfully.

Additional Information:

[Anti-Trust and Competition Compliance Policy](#)

Fair Dealing

Who We Are

The way we do business can have a lasting effect on our reputation. That's why we work honestly and ethically with clients and third parties.

What We Do

Develop and maintain honest relationships with everyone with whom you work:

- ▶ Make sure that your communications and representations are accurate and truthful.
- ▶ Protect confidential information.
- ▶ Honor our CLEAR Values. Never take unfair advantage of an individual or third party through manipulation, fraud, abuse, or any other unfair business practice.
- ▶ Avoid conflicts of interest.

I spoke with a client who was interested in one of our products and she asked if we could deliver it by a specific date. Even though I knew we couldn't deliver the product in that timeframe, I promised her that we would in order to make the sale. As long as the client purchases the product, it doesn't matter what I promise, right?

No, that's not right. You have a responsibility to be honest in your communications with clients. If you know that we can't deliver a product by a certain date, you shouldn't make a promise to do so, even to make a sale.

Supplier Relationships

Who We Are

Choosing the right partner to respond to our clients' unique challenges is key to our ability to guide them through innovative change. We practice due diligence and only work with suppliers who meet our high standards.

What We Do

If you're responsible for selecting suppliers, follow our procurement process. Exercise due diligence and choose companies whose values align with ours.

Evaluate suppliers based on objective criteria, such as:

- ▶ Price
- ▶ Quality
- ▶ Services
- ▶ Social, environmental, and ethical responsibilities
- ▶ DXC's objectives and goals.

After selecting a supplier, monitor their activities closely to ensure that they continue to meet contractual obligations and represent us with integrity. Hold them accountable and **Speak Up** if you suspect a violation of our Code, the law, or our policies.

Additional Information:

[Anti-Corruption Policy](#)

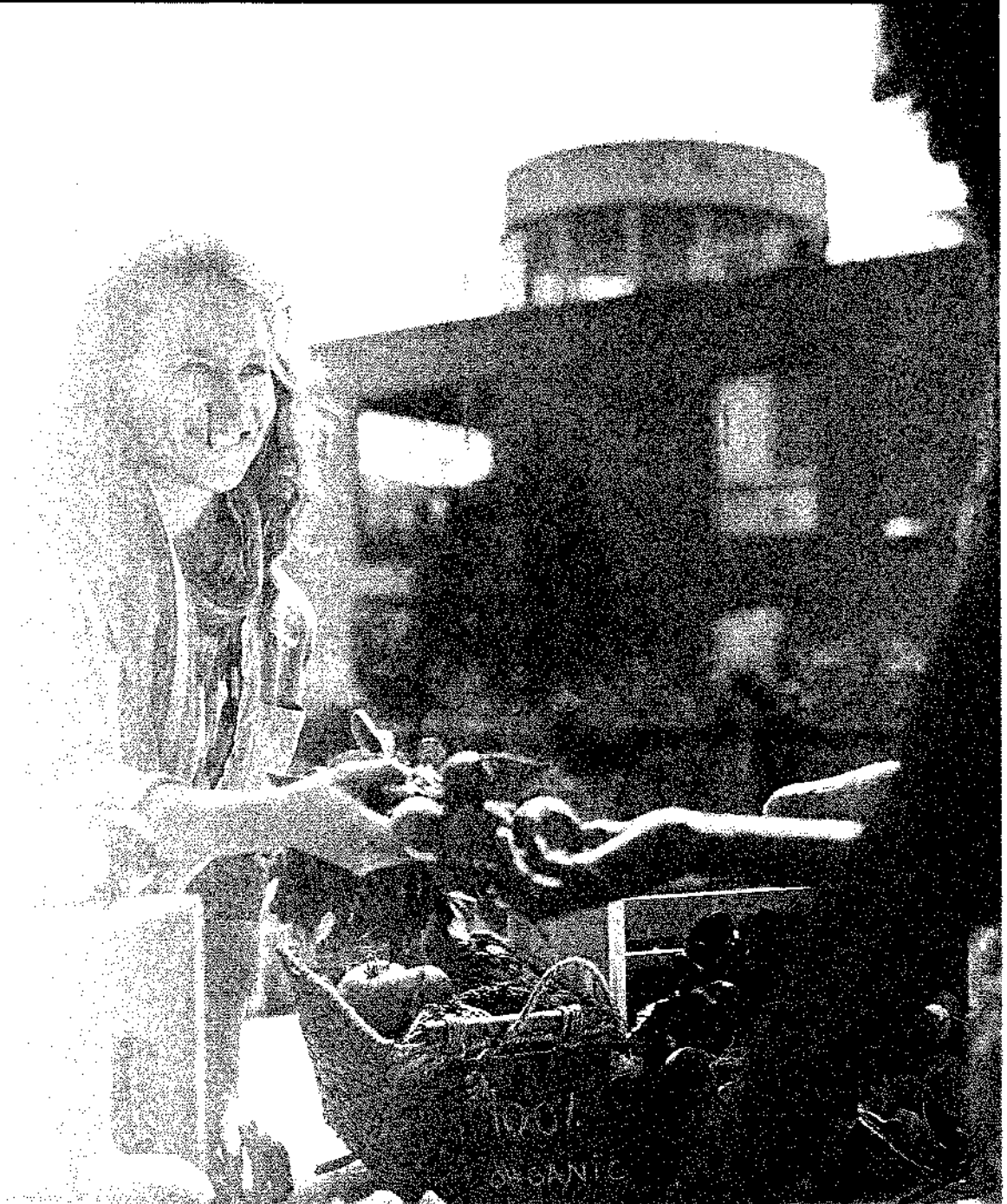
[Ethical and Legal Business Conduct Policy](#)

Supporting Communities

We recognize the interdependent nature of our business, society, and the environment. That's why we strive to operate sustainably and work to help others along the way.

Topics:

- ▶ Human Rights
- ▶ Protecting the Environment
- ▶ Investing in Our Communities
- ▶ Political Activities and Lobbying



Human Rights

Who We Are

We respect human rights and the dignity of people everywhere we operate, at every stop along our supply chain.

What We Do

Fair Employment Practices

We are committed to fair employment practices and abide by employment laws in the markets where we operate. Specifically, we:

- ▶ Ensure safe and secure working conditions.
- ▶ Treat others fairly and with dignity.
- ▶ Do not engage in human rights abuse or conduct business with those who do.
- ▶ Prohibit child labor and the use of forced labor.
- ▶ Protect workers' rights to engage in collective bargaining.
- ▶ Understand our special duty as a U.S. government contractor to ensure our operations are not used to support human trafficking.



Modern Slavery

Refer to our Modern Slavery statement, which sets out the steps our company takes to ensure that slavery and human trafficking do not occur within our business or our supply chain.

Conflict Minerals

We're also committed to the responsible sourcing of conflict minerals. We adhere to laws that require disclosure of their use, and we encourage our suppliers and indirect suppliers to adopt similar standards.

Additional Information:

Human Rights Policy

How We Do It

- ▶ Comply with all employment laws everywhere we do business.
- ▶ Prohibit human trafficking and the use of child or forced labor.
- ▶ Immediately report any suspected activity that violates our Code, the law, or our policies.

Honor our CLEAR Values by ...
Cultivating relationships with
partners who share our values
and commitment to high
ethical standards.

Protecting the Environment

Who We Are

We aim to ensure prudent stewardship across our operations to limit our climate and environmental impact.

What We Do

We aim to meet or exceed all environmental protection requirements everywhere we operate. We set global goals to reduce our energy usage, greenhouse gas emissions, and waste and to optimize our resource efficiencies. That's why we empower each employee to take immediate action to reduce our carbon footprint regardless of role or responsibility.

If you see potential environmental issues, you're encouraged to speak with managers about ways to resolve them. Additionally, we encourage you to look for ways to conserve energy, water, and natural resources in the workplace.

I notice that a few employees leave their PC on when they leave for the day. Should I say something?

Absolutely. It's no secret that turning off your PC when you're not using it saves energy. Leaving your PC on unattended may also pose a security risk. We encourage you to voice your concern.

Additional Information:

[Environment, Health
and Safety Policy](#)

IN FOCUS: Reduce, Reuse, Recycle

Avoiding, reducing, reusing, and recycling can help cut down paper use and lower costs. For example, a few simple changes to the way you deal with paper can involve your staff in environmentally friendly processes while saving DXC money:

- ▶ **Avoid** using paper unnecessarily. Before printing, consider whether it's sufficient simply to read on screen.
- ▶ **Reduce** your paper needs by printing double-sided, smaller font.
- ▶ **Reuse** by encouraging staff to use scrap paper for message-taking.
- ▶ **Recycle** by separating paper waste from general waste.





Investing in Our Communities

Who We Are

We invest in the communities where we work, live, and do business. We understand this brings out the best in our people and our company.

What We Do

We value the personal involvement of our employees in charitable, educational, and other community organizations whose goals are aligned with DXC's. To enable our employees to make a difference locally and globally, our DXC Foundation provides structured programs to invest in and develop communities around the world. These programs are tailored to support DXC's giving strategy through a variety of financial and non-financial partnerships with charitable organizations.

We encourage our people to give their time and skills through community investment. When supporting DXC Foundation initiatives, employees are eligible to volunteer up to two hours per month of company time per our volunteering policy. Time given to non-DXC Foundation initiatives are also valued and may be celebrated, however these individual contributions must be made with the employee's own time and resources.

With community involvement, employees have an opportunity to grow their skills, strengthen civic ties, deepen relationships with other DXC employees, and make a positive social impact in the world.

Additional Information:

[Charitable Giving and
Volunteerism Policy](#)

Political Activities and Lobbying

Who We Are

We recognize that feeling empowered in our personal lives can make us more energized in the workplace. That's why—separate and apart from the authorized activities of DXC's government affairs specialists—we respect an employee's right as a private person to engage in political activities.

What We Do

Employee Politics—DXC employees are encouraged to be involved in the political process and civic affairs as private persons, free to express their personal politics and to support any candidate of their choosing. We may not, however, use DXC resources or receive reimbursement from DXC for any expenditure in connection with these private political activities. As well, we may not endorse any candidate on DXC's behalf without preapproval to do so.

DXC Politics—From time-to-time there will be candidates whose positions align with DXC's business and stockholder interests. In these instances, DXC may support these candidates with contributions from one or more duly registered Political Action Committees (PACs).

While eligible directors and employees are free to contribute to the DXC PAC, no director or employee will ever be **required** to make a contribution. As well, DXC does not make contributions to political parties or individual candidates, and will not urge employee contributions to any single party or candidate.

Likewise, DXC will sometimes engage in the legislative process, in order to voice our position on statutory and regulatory matters affecting our business.

Any and all political activity by or on behalf of DXC—whether in the United States or elsewhere—is conducted in accordance with leading practices and the law. Therefore, DXC discloses all PAC receipts and disbursements and all legislative lobbying activities in periodic disclosure reports that may be required by law.

Remember:

- ▶ Never speak on behalf of DXC without express authorization to do so. Take no unauthorized steps personally to associate DXC with any political party, position, or candidate.
- ▶ Only certain members of DXC management and Government Affairs personnel are authorized to lobby on DXC's behalf. And all authorized lobbying activities shall be disclosed or otherwise reported as required by law. No one other than those who are authorized may lobby on behalf of DXC.
- ▶ Use personal funds to support your political activities on your time. You may not use DXC monies, facilities, equipment, or communications systems to support your private political activities.
- ▶ Your political contributions are your own. Do not contribute to political parties or individual candidates on DXC's behalf.

Additional Information:

[Government Affairs Policy](#)

