CHRYSALIS SERVICES · POLICY

Code of Conduct and Ethics

The standards of integrity and professional behaviour we expect from everyone who works with us

Legal entity	Chrysalisis Services Private Limited ("Chrysalis Services" or "the Company") CIN U74140TN2020PTC134552 · Registered office: Chennai, Tamil Nadu
Version	Version 1.0
Policy owner	Human Resources (Sarutha Narayanan, Senior Executive – HR)
Review cycle	Annually, or earlier if the law or our operations change. Next review due by November 2027.
Applies to	Employees, interns, directors, consultants, associates, freelancers and field investigators, and anyone acting on behalf of the Company. Expectations of partners and suppliers are set out in Annexure A.

1. Purpose and our commitment

Chrysalis Services exists to help corporates, foundations and social sector organisations make their social investments count. Our clients rely on us to tell them the truth about what is working, and the communities we study rely on us to treat them with dignity and to represent their realities faithfully. Both forms of trust depend on how each of us behaves, every day, in every engagement.

This Code of Conduct and Ethics ("the Code") sets out the standards of integrity and professional behaviour that the Company expects from everyone who works for it or on its behalf. It translates our values of Integrity, Accountability, Purpose and Excellence into practical commitments, and it explains how to raise a concern when something does not feel right.

The Code does not attempt to anticipate every situation. Where it is silent, we expect people to act in the spirit of the Code, to apply sound judgement, and to seek guidance before acting when they are unsure.

2. Scope and applicability

This Code applies to the following people, wherever they are located and whether they work from home, from a client office or in the field:

- all employees of the Company, including full-time, part-time, probationary and contractual employees, management trainees and interns;
- directors and the senior leadership of the Company;
- consultants, associates, freelancers, field investigators and enumerators engaged by the Company; and
- any other person who represents the Company or acts on its behalf.

Clients, donors, NGO partners, vendors and other third parties are not bound by this Code directly, but the Company expects them to uphold equivalent standards in their dealings with us. The expectations of partners, associates and suppliers are summarised in **Annexure A**, and the Company may include them in contracts and engagement terms.

The Code is to be read together with the Employee Handbook and the Company's related policies, in particular the Human Rights Protection Policy, the Policy on Prevention, Prohibition and Redressal of

Sexual Harassment at the Workplace (POSH Policy) and the Child Protection Policy. Where a specific policy contains more detailed provisions, that policy will apply in addition to this Code.

3. Our core principles

Principle	What it means in practice
Integrity	We are honest and transparent in every interaction, we do not misrepresent facts or findings, and we do the right thing even when no one is watching.
Independence	Our assessments, evaluations and recommendations are based on evidence and professional judgement, not on commercial pressure or personal interest.
Accountability	We take ownership of our commitments, we correct our mistakes openly, and we accept responsibility for the consequences of our decisions.
Respect and dignity	We treat colleagues, clients, partners and community members with respect, and we do not tolerate discrimination, harassment or exploitation of any kind.
Confidentiality	We protect the information entrusted to us by clients, partners, colleagues and research participants, and we use it only for the purpose for which it was shared.
Purpose	We keep the interests of communities and beneficiaries at the centre of our work, and we do no harm in the course of it.

4. Integrity in our professional work

4.1 Independence and objectivity

Much of our work involves third-party assessment of programmes that our clients have funded. Our value to clients rests on the independence of that judgement. Accordingly, every person covered by this Code must:

- design methods, select samples and analyse data in a manner that is objective and capable of withstanding independent scrutiny;
- report findings as the evidence shows them, including findings that are unfavourable to a client, an implementing partner or the Company itself;
- never alter, suppress or soften a finding because a client, partner or colleague has asked for it, unless the request is supported by evidence that the finding is factually wrong; and
- record any disagreement with a client about findings, and escalate it to the engagement lead and, where necessary, to the Managing Director.

4.2 Honest reporting of impact

The Company will not overstate outcomes or impact to clients, funders or the public. All figures in our reports, proposals, case studies and marketing material must be traceable to verifiable source data. Estimates, projections and illustrative figures must be clearly labelled as such. Fabricating, falsifying or selectively presenting data, including survey responses, attendance records, photographs or case stories, is a serious breach of this Code.

4.3 Accurate representation of the Company

Proposals, credentials, tender responses and declarations must describe the Company's experience, people, certifications and capabilities accurately. Client names may be used in external material only where the Company has approved such use. Any self-declaration made to a client or authority, including due-diligence questionnaires, must be complete and truthful, and must be signed only by an authorised signatory.

5. Anti-bribery and anti-corruption

The Company has zero tolerance for bribery and corruption in any form. No person covered by this Code may offer, promise, give, request, agree to receive or accept, directly or through anyone else, any money, gift, favour or other advantage that is intended to improperly influence a business decision or the performance of a function, or that would reasonably be seen as doing so.

This prohibition applies equally to dealings with private parties (including client staff, CSR committee members, NGO representatives and vendors) and to dealings with public officials. The Company is also subject to the Prevention of Corruption Act, 1988, as amended, under which a commercial organisation may itself be liable where a person associated with it gives an undue advantage to a public servant.

In particular, the following are prohibited:

- facilitation or "speed" payments to any official to expedite a routine action;
- commissions, kickbacks or referral fees from NGOs, implementing agencies or vendors in return for recommending, selecting or favourably assessing them;
- payments or benefits to client employees to win, retain or extend an engagement or empanelment; and
- routing any payment through a third party, relative or intermediary to achieve what would be prohibited if done directly.

Any person who is asked for a bribe, or who suspects that one has been offered or paid, must report it immediately through the channels in Section 15.

6. Gifts, hospitality and entertainment

Modest courtesies are a normal part of professional relationships, but they must never create an obligation or the appearance of one. The following rules apply:

- Gifts given or received must not exceed **₹2,000 in value per gift**. Any gift offered above this value must be politely declined or, where declining would cause offence, accepted on behalf of the Company and declared to Human Resources within seven days.
- Cash, cash equivalents (such as gift cards, vouchers or digital wallet credits), loans and personal favours must never be given or accepted, irrespective of value.
- No gift or hospitality of any value may be accepted from an NGO, implementing partner or vendor whose work is currently being assessed, evaluated or recommended by the person concerned.
- Business hospitality, such as a working meal, must be reasonable, infrequent and directly connected to a legitimate business purpose.
- No gift or hospitality may be offered to a public official without the prior written approval of the Managing Director.

Human Resources maintains a gifts and hospitality register. Every declared gift, its approximate value and its disposal will be recorded in the register.

7. Conflicts of interest

A conflict of interest arises when a personal, family, financial or other interest could influence, or could reasonably appear to influence, a person's judgement in the course of their work for the Company. Conflicts are not always wrongdoing, but undisclosed conflicts are. Every person covered by this Code must:

- disclose in writing to their reporting manager and Human Resources any actual or potential conflict as soon as they become aware of it;
- disclose any close personal or family relationship with a person employed by, or holding a position in, a client, an NGO or a vendor with which they are working;
- step away from any decision, assessment, recommendation or procurement in which they have a conflict, unless the Managing Director has approved, in writing, how the conflict will be managed; and
- obtain prior written approval for any outside employment, consultancy or business activity, as required by the Outside Employment (Moonlighting) Policy in the Employee Handbook.

Employees will be asked to confirm annually that they have disclosed all relevant interests.

8. Fair competition and responsible procurement

The Company competes on the quality of its work. We do not discuss or agree pricing, bids or allocation of clients with competitors, and we do not obtain competitors' confidential information through improper means. When the Company engages vendors, field agencies, associates or consultants, the selection must be based on merit, capability and value, and must be documented.

9. Confidentiality and data protection

9.1 Confidential business information

Information about clients, their CSR plans and budgets, NGO partners, proposals, pricing and the Company's own business is confidential. It must be used only for the purpose for which it was shared, stored only on Company-approved systems, and disclosed only to those who need it for their work. This obligation continues after a person's engagement with the Company ends.

9.2 Personal data of employees, research participants and beneficiaries

The Company handles personal data responsibly and in accordance with applicable law, including the Information Technology Act, 2000 and the Digital Personal Data Protection Act, 2023 and the rules made under it, as they come into force. In practice this means that we:

- collect only the personal data that is necessary for a defined purpose, with valid consent or another lawful basis;
- do not collect sensitive attributes, such as caste, religion, health status or similar information, unless the research design requires it and the Company's internal ethics review has approved it;
- anonymise or de-identify data at the earliest practicable stage, and never include identifying details of beneficiaries in reports, presentations or marketing material without informed consent;

- store data only on Company-approved systems with appropriate access controls, and never on personal devices, personal email accounts or personal cloud storage; and
- report any actual or suspected loss, theft or unauthorised disclosure of data to the reporting manager and Human Resources immediately.

10. Responsible use of technology and AI tools

Technology, including generative AI, can help us work better, but it must be used in a manner that protects confidentiality and the quality of our work. Every person covered by this Code must:

- use only Company-provided accounts and Company-approved tools for client work, and never use personal accounts of AI tools for any client or Company work;
- never enter client confidential information, personal data of research participants or beneficiaries, or non-public financial information into any tool that the Company has not approved for that purpose;
- review, verify and take personal responsibility for every output produced with the help of AI before it is used or shared, particularly figures, citations and legal or regulatory references; and
- use Company IT resources primarily for business purposes, in line with the Company's IT usage practices.

11. Research ethics and safeguarding

Our assessments and studies frequently involve direct engagement with communities, including women, children, persons with disabilities and other people in vulnerable situations. All research involving human participants must be reviewed through the Company's internal ethics review process before field deployment, and must follow the principles of informed consent, voluntary participation, confidentiality, cultural sensitivity and protection from harm. Any contact with children must comply with the Company's Child Protection Policy. Participant wellbeing always takes precedence over research objectives.

12. A respectful and safe workplace

The Company is committed to a workplace, whether physical, remote or in the field, that is free from discrimination, harassment, bullying and intimidation. Decisions on recruitment, pay, development, promotion and separation must be based on merit and must not be influenced by gender, caste, religion, race, ethnicity, age, disability, marital status, pregnancy, sexual orientation, gender identity, political opinion or any other personal characteristic unrelated to the work.

Sexual harassment is addressed through the POSH Policy and the Internal Committee constituted under it. Conduct in online meetings, chats and other digital channels is held to the same standard as conduct in person. The Company's commitments on fair wages, working conditions and the prohibition of forced and child labour are set out in the Human Rights Protection Policy.

13. Conduct in the field and with communities

- Treat every community member with courtesy and respect, communicate in a language they understand, and respect local customs and community governance structures.
- Do not make promises of benefits, payments, jobs or services that the Company or the client has not authorised.

- Do not photograph, record or film any person without their informed consent and, for children, the consent of a parent or guardian.
- Do not consume alcohol or intoxicating substances while on duty or in the course of fieldwork.
- Take reasonable care of personal safety, follow the Company's travel arrangements, and inform the engagement lead promptly of any incident or safety concern.

14. Political neutrality, public communications and company assets

14.1 Political neutrality

The Company is politically neutral. No contribution, in cash or in kind, may be made to any political party, candidate or political cause on behalf of the Company. Employees may participate in political activity in their personal capacity and in their own time, provided they do not use Company resources or suggest that they represent the Company. Any relationship with a politically exposed person that could be relevant to the Company's business must be disclosed to the Managing Director.

14.2 Public statements and social media

Only the Managing Director, or persons authorised by the Managing Director, may speak to the media or make public statements on behalf of the Company. When using social media in a personal capacity, employees must not disclose confidential information, must not post content about clients, partners or research participants without approval, and must make clear that the views expressed are their own.

14.3 Company assets and accurate records

Company assets, including laptops, software licences, data and funds, must be protected and used for legitimate business purposes. Timesheets, expense claims, invoices, attendance records and financial books must be complete, accurate and supported by genuine documentation. Any attempt to falsify a record, or to process a payment that has no legitimate business purpose, is a serious breach of this Code.

15. Speaking up and raising concerns

Every person covered by this Code is encouraged, and is expected, to raise a concern promptly if they become aware of conduct that may breach this Code, any Company policy or the law. Concerns may be raised through any of the following channels:

Channel	How to reach it
Reporting manager	In person, by phone or in writing.
Human Resources	Sarutha Narayanan, Senior Executive – HR sarutha@chrysalis-services.in
Managing Director	K. Sudhir Rao, in person or in writing.
Concerns involving the Managing Director	In writing to the Lead, Consulting Services (Apoorva Pandey), who will arrange for the concern to be reviewed independently, including through an external reviewer where appropriate.
Sexual harassment	The Internal Committee, as set out in the POSH Policy.
Child safeguarding	The Child Protection Officer, as set out in the Child Protection Policy.

Concerns may be raised anonymously, although providing contact details makes it easier to investigate and to give feedback. Every concern will be acknowledged, assessed and, where warranted, investigated fairly and promptly by a person who is independent of the matter. The identity of the person raising the concern will be kept confidential to the extent possible, consistent with a fair investigation and the requirements of law.

15.1 Protection against retaliation

The Company will not tolerate retaliation of any kind, including dismissal, demotion, denial of opportunity, harassment or exclusion, against anyone who raises a concern in good faith or assists in an investigation, even if the concern is not ultimately substantiated. Retaliation is itself a serious breach of this Code. A concern that is shown to have been raised knowingly false or with malicious intent may result in disciplinary action.

16. Responsibilities of managers

Managers carry additional responsibility. They are expected to lead by example, to make sure that their team members understand this Code, to create an environment in which people feel safe to raise concerns, to respond to concerns promptly and without retaliation, and to escalate any potential breach to Human Resources or the Managing Director.

17. Breaches and consequences

A breach of this Code will be dealt with under the Disciplinary Policy in the Employee Handbook. Depending on the seriousness of the breach, the consequences may include a warning, withholding of increments or incentives, suspension or termination of employment or engagement, recovery of losses, and, where the conduct may be unlawful, a report to the appropriate authorities. For consultants, associates and vendors, a breach may result in termination of the engagement or contract.

18. Training, acknowledgement and review

Every employee will receive this Code at induction and will be asked to sign the acknowledgement in **Annexure B**. Refresher communication will be provided at least once a year. Consultants, associates and field investigators will be briefed on the Code before they start work on a Company engagement. Human Resources will review this Code annually and recommend amendments to the Managing Director.

Annexure A: Expectations of partners, associates and suppliers

The Company works with NGOs, implementing agencies, field agencies, freelance associates, consultants and suppliers. In all work connected with the Company, we expect each of them to:

1. comply with all applicable laws, including laws on anti-corruption, labour, data protection, child protection and the prevention of sexual harassment;
2. refrain from offering or accepting bribes, kickbacks, commissions or improper benefits, and report any such request to the Company;
3. disclose any conflict of interest that is relevant to the work;
4. respect the human rights of their workers and of the communities they engage, and not use forced, bonded or child labour;
5. treat research participants and beneficiaries with dignity, obtain informed consent, and follow the Company's Child Protection Policy whenever children are involved;
6. maintain a workplace free from sexual harassment, with a functioning complaints mechanism as required by law;
7. keep confidential all information received from the Company and its clients, and protect personal data;
8. represent data, results and credentials truthfully, and never fabricate or manipulate data; and
9. report any concern relating to the Company's staff or engagements through the channels in Section 15 of this Code.

The Company may conduct reasonable due diligence on these matters and may suspend or terminate an engagement where these expectations are not met.

Annexure B: Acknowledgement

I confirm that I have received, read and understood the Chrysalis Services Code of Conduct and Ethics. I agree to comply with it and with the related policies referred to in it. I understand that a breach of the Code may lead to disciplinary action, including termination of my employment or engagement. I confirm that I have disclosed any actual or potential conflict of interest that I am aware of.

Name	
Designation / role	
Signature	
Date	