



Baanyan
software services, inc.

EMPLOYEE HANDBOOK

Welcome to Baanyan!

Starting a new job is exciting, but at times can be overwhelming. This Employee Handbook has been developed to help you become acquainted with our organization and answer many of your initial questions.

As an employee of Baanyan, the importance of your contribution cannot be overstated. Our goal is to provide the finest-quality products and services to our clients and to do so more efficiently and economically than our competitors. By satisfying our clients' needs, they will continue to do business with us and will recommend us to others.

You are an important part of this process because your work directly influences our organization's reputation.

We are glad you have joined us, and we hope you will find your work to be both challenging and rewarding.

Sincerely,

Raghu Daripalli

President

Section 1: The Way We Work

A Word About This Handbook	4
Equal Employment Opportunity	5
Americans with Disabilities Act	5
A Word About our Employee Relations Philosophy	5
Non-Harassment	6
Sexual Harassment	7
Categories of Employment	8
Immigration Reform and Control Act	8
New Employee Orientation	8
Suggestions and Ideas	9
Talk to Us	9

Section 2: Your Pay and Progress

Recording Your Time	10
Paycheck Deductions	10
Garnishment/Child Support	11
Performance Reviews	11

Section 3: Time Away From Work and Other Benefits

Employee Benefits	12
Holidays	12
Vacation	13
Jury Duty	13
Military Leave	14
Witness Leave	14
Education Leave	14
Medical Insurance	15
Dental Insurance	15
Vision	16
COBRA	16
Disability Leave	17
Federal Family and Medical Leave Act	18
Short-Term Disability Insurance	18
Family Leave	23
Social Security	24
Unemployment Insurance	24
Workers' Compensation	24
Professional Development	24

Section 4: On the Job

Conduct at Client's Office	26
Use of Client Telephones	26
Attendance and Punctuality	26
Business Hours	26
Meal Time	26
Access to Personnel Files	26
Standards of Conduct	27
Client and Public Relations	27
Solicitation and Distribution	27
Changes in Personal Data	28
Care of Equipment	28
Employment of Relatives	28
Employee Referral Bonus	28
Travel/Expense Accounts	28
Personal Telephone Calls	28
Internet Usage	29
Acceptable Use of Electronic Communications	30
Laptop Security	32
Dress Policy	32
Protecting Organization Information	32
Social Media Policy	33
Conflict of Interest/Code of Ethics	36
Contact with the Media	36
Recording Devices in the Workplace	36
If You Must Leave Us	37

Section 5: Safety in the Workplace

Each Employee's Responsibility	38
Workplace Violence	39
Workplace Searches	40
Good Housekeeping	40
Smoking in the Workplace	40
No Weapons in the Workplace	40
In An Emergency	40
Substance Abuse	41
Receipt of Handbook	42

THE WAY WE WORK

A Word About This Handbook

This Employee Handbook contains information about the employment policies and practices of the organization. We expect each employee to read this Employee Handbook carefully, as it is a valuable reference for understanding your job and the organization. The policies outlined in this Employee Handbook should be regarded as management guidelines only, which in a developing business will require changes from time to time. The organization retains the right to make decisions involving employment as needed in order to conduct its work in a manner that is beneficial to the employees and the organization. This Employee Handbook supersedes and replaces any and all prior Employee Handbooks and any inconsistent verbal or written policy statements. Except for the policy of at-will employment, which can only be changed by the president of the organization in a signed written contract, the organization reserves the right to revise, delete and add to the provisions of this Employee Handbook at any time without further notice. All such revisions, deletions or additions to the Employee Handbook must be in writing and must be signed by the president of the organization. No oral statements or representations can change the provisions of this Employee Handbook.

The provisions of this Employee Handbook are not intended to create contractual obligations with respect to any matters it covers. Nor is this Employee Handbook intended to create a contract guaranteeing that you will be employed for any specific time period.

OUR ORGANIZATION IS AN AT-WILL EMPLOYER, THIS MEANS THAT REGARDLESS OF ANY PROVISION IN THIS EMPLOYEE HANDBOOK EITHER YOU OR THE ORGANIZATION MAY TERMINATE THE EMPLOYMENT RELATIONSHIP AT ANY TIME, FOR ANY REASON, WITH OR WITHOUT CAUSE OR NOTICE. NOTHING IN THIS EMPLOYEE HANDBOOK OR IN ANY DOCUMENT OR STATEMENT, WRITTEN OR ORAL, SHALL LIMIT THE RIGHT TO TERMINATE EMPLOYMENT AT-WILL. NO OFFICER, EMPLOYEE OR REPRESENTATIVE OF THE ORGANIZATION IS AUTHORIZED TO ENTER INTO AN AGREEMENT – EXPRESS OR IMPLIED – WITH ANY EMPLOYEE FOR EMPLOYMENT FOR A SPECIFIED PERIOD OF TIME UNLESS SUCH AN AGREEMENT IS IN A WRITTEN CONTRACT SIGNED BY THE AUTHORIZED PERSONNEL OF THE ORGANIZATION.

This Employee Handbook refers to current benefit plans maintained by the organization. Refer to the actual plan documents and summary plan descriptions if you have specific questions regarding the benefit plan. Those documents are controlling. Likewise, if a written contract is inconsistent with the Employee Handbook, the written contract is controlling.

Equal Employment Opportunity

Our organization is committed to equal employment opportunity. We will not discriminate against employees or applicants for employment on any legally-recognized basis [“protected class”] including, but not limited to: veteran status, uniform service member status, race, color, religion, sex, national origin, age, physical or mental disability or any other protected class under federal, state or local law.

In New Jersey, the following are a protected class: race, creed, color, national origin, ancestry, age, marital status, domestic partnership status, civil union status, affectional or sexual orientation, gender identity or expression, genetic information, sex, atypical hereditary cellular or blood trait, nationality, refusing to submit to a genetic test or make available the results of a genetic test to an employer, disability, liability for service in the U.S. military, and religious practice or observance.

You may discuss equal employment opportunity related questions with the human resources manager or any other member of management.

Americans with Disabilities Act

Our organization is committed to providing equal employment opportunities to otherwise qualified individuals with disabilities, which may include providing reasonable accommodation where appropriate. In general, it is your responsibility to notify the human resources manager of the need for accommodation. Upon doing so, the human resources manager may ask you for your input or the type of accommodation you believe may be necessary or the functional limitations caused by your disability. Also, when appropriate, we may need your permission to obtain additional information from your physician or other medical rehabilitation professionals.

A Word About our Employee Relations Philosophy

We are committed to providing the best possible climate for maximum development and goal achievement for all employees. Our practice is to treat each employee as an individual. We seek to develop a spirit of teamwork; individuals working together to attain a common goal.

In order to maintain an atmosphere where these goals can be accomplished, we provide a comfortable and progressive workplace. Most importantly, we have a workplace where communication is open and problems can be discussed and resolved in a mutually respectful atmosphere. We take into account individual circumstances and the individual employee.

We firmly believe that with direct communication, we can continue to resolve any difficulties that may arise and develop a mutually beneficial relationship.

Non-Harassment

We prohibit harassment of one employee by another employee, supervisor or third party for any reason [“protected class”] including, but not limited to: veteran status, uniform service member status, race, color, religion, sex, national origin, age, physical or mental disability or any other protected class under federal, state or local law. Harassment of third parties by our employees is also prohibited.

In New Jersey, the following are a protected class: race, creed, color, national origin, ancestry, age, marital status, domestic partnership status, civil union status, affectional or sexual orientation, gender identity or expression, genetic information, sex, atypical hereditary cellular or blood trait, nationality, refusing to submit to a genetic test or make available the results of a genetic test to an employer, disability, liability for service in the U.S. military, and religious practice or observance.

The purpose of this policy is not to regulate the personal morality of employees. It is to ensure that in the workplace, no employee harasses another for any reason or in any manner. The conduct prohibited by this policy includes conduct in any form including but not limited to e-mail, voicemail, chat rooms, Internet use or history, text messages, pictures, images, writings, words or gestures.

While it is not easy to define precisely what harassment is, it includes: slurs, epithets, threats, derogatory comments or visual depictions, unwelcome jokes and teasing.

Any employee who feels that (s)he is a victim of such harassment should immediately report the matter to one of the following members of management who have been designated to receive such complaints: Human Resources Manager at (732) 414-7392, 399 Thornall Street, 1st Floor, Edison, NJ 08837 or Raghu Daripalli, President at (732) 414-7441, 399 Thornall Street, 1st Floor, Edison, NJ 08837. If an employee makes a report to any of these members of management and the manager either does not respond or does not respond in a manner the employee deems satisfactory or consistent with this policy, the employee is required to report the situation to one of the other members of management designated in this policy to receive complaints.

The organization will investigate all such reports as confidentially as possible. Adverse action will not be taken against an employee because he or she, in good faith, reports or participates in the investigation of a violation of this policy. Violations of this policy are not permitted and may result in disciplinary action, up to and including discharge.

Sexual Harassment

Any type of sexual harassment is against organization policy and may be unlawful.

We firmly prohibit sexual harassment of any employee by another employee, supervisor or third party. Harassment of third parties by our employees is also prohibited. The purpose of this policy is not to regulate the morality of employees. It is to ensure that in the workplace, no employee is subject to sexual harassment. While it is not easy to define precisely what sexual harassment is, it may include: unwelcome sexual advances, requests for sexual favors, and/or verbal or physical conduct of a sexual nature including, but not limited to, sexually-related drawings, pictures, jokes, teasing, uninvited touching or other sexually-related comments. The conduct prohibited by this policy includes conduct in any form including but not limited to e-mail, voicemail, chat rooms, Internet use or history, text messages, pictures, images, writings, words or gestures.

Sexual harassment of an employee will not be tolerated. Violations of this policy may result in disciplinary action, up to and including discharge. There will be no adverse action taken against employees who report violations of this policy in good faith or participate in the investigation of such violations. Any employee who feels that (s) he is a victim of sexual harassment should immediately report such actions in accordance with the following procedure. All complaints will be promptly and thoroughly investigated as confidentially as possible.

1. Any employee who believes that (s)he is a victim of sexual harassment or has been retaliated against for complaining of sexual harassment, should report the situation immediately to one of the following members of management who have been designated to receive such complaints: Human Resources Manager at (732) 414-7392, 399 Thornall Street, 1st Floor, Edison, NJ 08837 or Raghu Daripalli, President at (732) 414-7441, 399 Thornall Street, 1st Floor, Edison, NJ 08837. If an employee makes a report to any of these members of management and the manager either does not respond or does not respond in a manner the employee deems satisfactory or consistent with this policy, the employee is required to report the situation to one of the other members of management designated in this policy to receive complaints.
2. The organization will investigate every reported incident immediately. Any employee, supervisor or agent of the organization who has been found to have violated this policy may be subject to appropriate disciplinary action, up to and including immediate discharge.
3. The organization will conduct all investigations in a discreet manner. The organization recognizes that every investigation requires a determination based on all the facts in the matter. We also recognize the serious impact a false accusation can have. We trust that all employees will continue to act responsibly.
4. The reporting employee and any employee participating in any investigation under this policy have the organization's assurance that no reprisals will be taken as a result of a sexual harassment complaint. It is our policy to encourage discussion of the matter, to help protect others from being subjected to similar inappropriate behavior.

Categories of Employment

INTRODUCTORY PERIOD: Full-time and part-time regular employees are on an introductory period during their first 90 days of employment.

During this time, you will be able to determine if your new job is suitable for you and your supervisor will have an opportunity to evaluate your work performance. However, the completion of the introductory period does not guarantee employment for any period of time thereafter.

FULL-TIME EMPLOYEES regularly work at least a 40+ hour workweek.

PART-TIME REGULAR EMPLOYEES regularly work 25 hours or more each week.

In addition to the preceding categories, employees are also categorized as "exempt" or "non-exempt." **NON-EXEMPT EMPLOYEES** are entitled to overtime pay as required by applicable federal and state law. **EXEMPT EMPLOYEES** - Pursuant to applicable federal and state laws, exempt employees are not entitled to overtime pay, and are not subject to certain deductions to their salary under the organization's policies. Upon hire, your supervisor will notify you of your employment classification.

Immigration Reform and Control Act

In compliance with the federal Immigration Reform and Control Act of 1986 (IRCA), as amended, and any state law requirements, if applicable, our organization is committed to employing only individuals who are authorized to work in the United States.

Each new employee, as a condition of employment, must complete the Employment Eligibility Verification Form I-9 and present documentation establishing identity and employment eligibility.

If an employee is authorized to work in this country for a limited time period, the individual will be required to submit proof of renewed employment eligibility prior to expiration of that period to remain employed by the organization.

New Employee Orientation

Upon joining our organization, you were given this copy of our Employee Handbook. After reading this Employee Handbook please sign the receipt page and return it to your manager. You will be asked to complete personnel, payroll and benefit forms.

If you lose your Employee Handbook or if it becomes damaged in any way, please notify your manager as soon as possible to obtain a replacement copy.

Your manager is responsible for the operations of your department. (S) he is a good source of information about the organization and your job.

Suggestions and Ideas

We are always interested in your constructive ideas and suggestions for improving our operations. Your suggestions should be submitted in writing to your manager.

After we investigate your suggestion, you will be notified whether it is feasible to be put into practice.

We believe that suggestions indicate initiative. With your approval, we will place the written suggestion in your personnel file and consider it at the time of your performance review.

Talk to Us

We encourage you to bring your questions, suggestions and complaints to our attention. We will carefully consider each of these in our continuing effort to improve operations. If you feel you have a problem, present the situation to your manager so that the problem can be settled by examination and discussion of the facts. We hope that your manager is able to satisfactorily resolve most matters.

If you still have questions after meeting with your manager or if you would like further clarification on the matter, request a meeting with the human resources manager. (S) he will review the issues and meet with you to discuss possible solutions.

Finally, if you still believe that your problem has not been fairly or fully addressed, request a meeting with the president.

Your suggestions and comments on any subject are important, and we encourage you to take every opportunity to discuss them with us. Your job will not be adversely affected in any way because you choose to use this procedure.

If at any time you do not feel comfortable speaking with your manager or the next level of management, discuss your concern with any other member of management with whom you feel comfortable.

Your Pay and Progress

Recording Your Time

Non-exempt employees must record their hours on the computer. Exempt employees may be required to accurately record their time worked in accordance with federal and state wage and hour law. All employees subject to this policy are required to accurately record all time worked. The workweek starts on Sunday and ends on Saturday

Paycheck Deductions

The organization is required by law to make certain deductions from your paycheck each pay period. Such deductions typically include federal and state taxes and Social Security (FICA) taxes. Depending on the state in which you are employed and the benefits you choose, there may be additional deductions. All deductions and the amount of the deductions are listed on your pay stub. These deductions are totaled each year for you on your Form W-2, Wage and Tax Statement.

It is the policy of the organization that exempt (salaried) employees' pay will not be "docked," or subject to deductions, in violation of salary pay rules issued by the United States Department of Labor and any corresponding rules issued by the state government, as applicable. However, the organization may make deductions from employees' salaries in a way that is permitted under federal and state wage and hour rules.

Employees will be reimbursed in full for any isolated, inadvertent, or improper deductions, as defined by law. Thus, exempt employees may be subject to the following salary deductions, except where prohibited by state law, but only for the following reasons:

- Absences of one or more full days for personal reasons, other than sickness or disability; or
- Absences of one or more full days due to sickness or disability, if there is a plan, policy, or practice providing replacement compensation for such absences; or
- Absences of one or more full days before eligibility under such a plan, policy, or practice or after replacement compensation for such absences has been exhausted; or
- Suspensions of one or more full days for violations of safety rules of major significance; or
- Suspensions of one or more full days for violations of written workplace conduct rules, such as rules against sexual harassment and workplace violence; or
- Payment of actual time worked in the first and last weeks of employment, resulting in a proportional rate of an employee's full salary; or
- Any unpaid leave taken under the Family and Medical Leave Act; or
- Negative paid-time-off balances, in whole-day increments only.

If questions or concerns about any pay deductions arise, employees may discuss and resolve them with the Human Resources Department.

Garnishment/Child Support

When an employee's wages are garnished by a court order, our organization is legally bound to withhold the amount indicated in the garnishment order from the employee's paycheck. Our organization will, however, honor federal and applicable state guidelines that protect a certain amount of an employee's income from being subject to garnishment.

Performance Reviews

Your performance is important to our organization. Once each year, generally in January and in June, your manager will review your job progress within our organization and help you set new job performance plans.

Our performance review program provides the basis for better understanding between you and your manager, with respect to your job performance, potential and development within the organization.

New employees will generally be reviewed at the end of their introductory period.

Time Away From Work and Other Benefits

Employee Benefits

Our organization has developed a comprehensive set of employee benefit programs to supplement our employees' regular wages. Our benefits represent a hidden value of additional income to our employees.

This Employee Handbook describes the current benefit plans maintained by the organization. Refer to the actual plan documents and summary plan descriptions if you have specific questions regarding the benefit plan. Those documents are controlling.

The organization reserves the right to modify its benefits at any time. We will keep you informed of any changes.

Holidays

Our organization normally observes the following holidays during the year:

- New Year's Day
- Memorial Day
- Independence Day
- Labor Day
- Thanksgiving Day
- Day After Thanksgiving Day
- Christmas

In addition to the above holidays, you receive five floating holidays that are designated by management each year.

If one of the above holidays falls on Saturday, it normally is observed on the preceding Friday. If a holiday falls on Sunday, it normally is observed on the following Monday.

Full-time and part-time regular employees are eligible for paid holidays immediately upon hire.

Exempt employees will receive holiday pay in compliance with state and federal wage and hour laws.

Part-time regular employees are eligible for holiday pay in proportion to the number of hours they normally are scheduled to work.

Non-exempt employees must work their scheduled workday before and after the holiday in order to be paid for the holiday, unless they are absent with prior permission from the human resources manager.

Vacation

Full-time employees are eligible for paid vacation time. Vacation is calculated according to the calendar year. During your initial year of employment, you earn vacation on a prorated basis to be taken the following year. The human resources manager will inform you of the amount of vacation and the date on which you become eligible. Thereafter, you receive vacation as follows:

Upon completion of your introductory period, you will begin to earn 0.833 days of vacation each month, up to a maximum of ten days of vacation, to be taken the following year.

After five years of employment, and each year thereafter, you earn 1.25 days of vacation each month, up to a maximum of fifteen days of vacation, to be taken the following year.

Submit vacation requests in writing at least ninety days in advance to the human resources manager. When possible, vacation requests are granted, taking into account operating requirements. Length of employment may determine priority in scheduling vacation times.

Vacation pay is not granted in lieu of taking the actual time off. However, vacation time can be carried over to the following year, up to a maximum of ten days with special management approval. Vacation can be carried forward for one calendar year, earned but unused vacation from year 1 of employment will expire in year 3 of employment.

No more than fifteen days of vacation can be taken at one time without special management approval. Eligible employees who provide at least 2 weeks' advance notice of their resignation will be paid for accrued but unused vacation, unless state law dictates otherwise. All other employees will not be paid for accrued but unused vacation upon termination.

Carried forward vacations if unused in the next calendar year will be forfeited.

Jury Duty

Full-time employees summoned for jury duty are paid their normal rate of pay for up to two days. Thereafter, the leave is unpaid. All other employees are granted an unpaid leave in order to serve.

Employees must provide the organization with a copy of the court payment records in order to be compensated.

Exempt employees may be provided time off with pay when necessary to comply with state and federal wage and hour laws.

We reserve the right to request proof of jury service issued by the Court upon return.

Make arrangements with the human resources manager as soon as you receive your summons.

We expect you to return to your job if you are excused from jury duty during your regular working hours.

Military Leave

Employees who are required to fulfill military obligations in any branch of the Armed Forces of the United States or in state military service will be given the necessary time off and reinstated in accordance with federal and state law.

The time off will be unpaid, except where state law dictates otherwise. Exempt employees may be provided time off with pay when necessary to comply with state and federal wage and hour laws.

Accrued vacation may be used for this leave if the employee chooses. Military orders should be presented to the human resources manager and arrangements for leave made as early as possible before departure. Employees are required to give advance notice of their service obligations to the organization unless military necessity makes this impossible. You must notify the human resources manager of your intent to return to employment based on requirements of the law. Your benefits may continue to accrue during the period of leave in accordance with state and federal law.

Additional information regarding military leaves may be obtained from the human resources manager.

Witness Leave

Employees are given the necessary time off without pay to attend, participate or prepare for a court proceeding. We ask that you notify the human resources manager of the need to take witness leave as far in advance as is possible.

Exempt employees may be provided time off with pay when necessary to comply with state and federal wage and hour laws.

Education Leave

All full-time employees who have completed one year of employment are eligible for an unpaid education leave of absence to attend college full-time. Education leaves may not exceed four months during which time no benefits will accrue.

Your application for an education leave of absence must be made and approved by the human resources manager prior to registration.

We will make reasonable efforts to return you to the same or similar position you held prior to the leave, unless business conditions dictate otherwise. For more information about an education leave of absence, please ask the human resources manager.

Medical Insurance

Eligible full-time employees may enroll in a single, a single plus one dependent or a family contract immediately upon hire.

Information and enrollment forms may be obtained from the human resources manager.

To assist you with the cost of this insurance, our organization pays a portion of a single, a single plus one dependent or a family contract. You are responsible for paying the balance through payroll deduction.

Participating employees are also covered under our medical insurance plan's prescription drug program.

A booklet containing the details of the plan and eligibility requirements may be obtained from the human resources manager.

Refer to the actual plan document and summary plan description if you have specific questions regarding this benefit plan. Those documents are controlling.

Upon termination you may be entitled to continuation or conversion of the group medical insurance plan in accordance with the terms of the policy and/or applicable state and federal law. For more information, contact the human resources manager.

Dental Insurance

Eligible full-time employees may enroll in a single, a single plus one dependent or a family contract immediately upon hire.

Information and enrollment forms may be obtained from the human resources manager.

To assist you with the cost of this insurance, our organization pays a portion of a single, a single plus one dependent or a family contract. You are responsible for paying the balance through payroll deduction.

A booklet containing the details of the plan and the eligibility requirements may be obtained from the human resources manager.

Refer to the actual plan document and summary plan description if you have specific questions regarding this benefit plan. Those documents are controlling.

Upon termination you may be entitled to continuation or conversion of the group dental insurance plan in accordance with the terms of the policy and/or applicable state and federal law. For more information, contact the human resources manager.

Vision Insurance

Eligible full-time employees may enroll in a single, a single plus one dependent or a family contract immediately upon hire.

Information and enrollment forms may be obtained from the human resources manager.

A booklet containing the details of the plan and the eligibility requirements may be obtained from the human resources manager.

Refer to the actual plan document and summary plan description if you have specific questions regarding this benefit plan. Those documents are controlling.

Upon termination you may be entitled to continuation or conversion of the group dental insurance plan in accordance with the terms of the policy and/or applicable state and federal law. For more information, contact the human resources manager.

COBRA

You and your covered dependents will have the opportunity to continue medical and/or dental benefits for a period of up to 36 months under the provisions of the Consolidated Omnibus Budget Reconciliation Act (COBRA) when group medical and/or dental coverage for you and your covered dependents would otherwise end due to your death or because:

- your employment terminates, for a reason other than gross misconduct; or
- your employment status changes due to a reduction in hours; or
- your child ceases to be a "dependent child" under the terms of the medical and/or dental plan; or
- you become divorced or legally separated; or
- you become entitled to Medicare.

In the event of divorce, legal separation, or a child's loss of dependent status, you or a family member must notify the plan administrator within 60 days of the occurrence of the event.

The plan administrator will notify the individuals eligible for continuation coverage of their right to elect COBRA continuation coverage.

For more information regarding COBRA, you may contact the human resources manager.

Disability Leave

Full-time and part-time regular employees are eligible for an unpaid disability leave immediately upon hire. Disability leave due to non-occupational illness, injury or pregnancy-related disability is not to exceed twelve weeks.

Granting this leave prior to the completion of the eligibility period and/or beyond the maximum period stated above may be required as a reasonable accommodation in accordance with the Americans with Disabilities Act.

Employees requesting leave must provide written notice of the disability, including a doctor's certificate stating the nature of the disability and the expected date of return to work.

If you qualify for a leave under the Family and Medical Leave Act, we will continue to maintain health benefits under the same terms and conditions applicable to employees not on leave. Otherwise, to the extent allowed by the insurance contract, we will continue to provide medical insurance and dental insurance coverage for employees on authorized disability leave for the full length of the disability. During this time you will be responsible for paying your portion of the monthly premium(s). When you are able to return to work, give us at least one week's advance written notice. Include a doctor's certificate stating that you are medically able to return to your normal duties. We reserve the right to require a physical examination by a physician of our own choosing prior to your resumption of duties, as allowed by state law.

If your leave is covered by the Family and Medical Leave Act, we will return you to the same or an equivalent position, consistent with our policy. Otherwise, we will return you to the same or similar position you held prior to the disability leave, subject to our staffing and business requirements. Your continued absence from work beyond your disability (as determined by your physician) will be deemed a voluntary termination of your employment.

This leave may run concurrently with the Federal Family and Medical Leave Act and/or any other leave where permitted by state and federal law.

Federal Family and Medical Leave Act

Eligible employees may take up to 12 weeks of unpaid family/medical leave within a 12-month period and be restored to the same or an equivalent position upon their return to work.

To be eligible for family/medical leave, you must satisfy both of the following conditions:

1. Worked for the organization for at least 12 months and for at least 1,250 hours in the past 12 months; and
2. At the time leave is requested either: (a) worked at a worksite with 50 or more employees or (b) worked at a worksite with less than 50 employees if 50 or more employees are employed within 75 miles of the worksite.

Eligible employees may take family/medical leave for any of the following reasons:

1. The birth of your child and to care for such child; or
2. The placement of a child with you for adoption or foster care, and in order to care for the newly placed son or daughter; or
3. To care for a spouse, child, or parent ("covered relations") with a serious health condition; or
4. Because of your own serious health condition that renders you unable to perform an essential function of your position.
5. Because of any qualifying exigency arising out of the fact that the spouse, son, daughter, or parent of the employee is on active duty (or has been notified of an impending call or order to active duty) in the Armed Forces (including National Guard or Reserves) in support of a contingency operation.
6. For a spouse, son, daughter, parent or next of kin to care for a service member who is undergoing medical treatment, recuperation, or therapy, is otherwise in "outpatient status," or is otherwise on the temporary disability retired list, for a serious injury. A "serious injury" is one incurred by the service member in the line of duty on active duty in the Armed Forces that may render the service member medically unfit to perform the duties of the service member's office, grade, rank or rating.

Details About Various Types of Leave Under This Policy

Any leave due to the birth and care of such child or the placement of a child for adoption or foster care, and care of the newly placed child, must be completed within one year of the date of birth or placement of the child.

If you request leave because of a birth, adoption or foster care placement of a child or to care for a family member or service member, any accrued paid vacation, personal days or family leave must be used first as part of your family/medical leave.

An eligible employee who is the spouse, son, daughter, parent or next of kin of a covered service member shall be entitled to a total of 26 workweeks of leave during a single, 12-month period to care for the service member. During the single 12-month period, eligible employees shall be entitled to a combined total of 26 workweeks of leave under the FMLA.

If you request leave because of your own serious health condition or to care for a covered relation with a serious health condition or a service member any accrued paid vacation, personal days or family leave must be used first as part of your family/medical leave.

The substitution of paid leave time for unpaid leave time does not extend the 12-week leave (or 26-week service member leave) period. Also, your family/medical leave may run concurrently with other types of leave.

Health Benefits

During an approved family/medical leave, the organization will maintain your health benefits under the same terms and conditions applicable to employees not on leave.

- If paid leave is substituted for unpaid family/medical leave, the organization will deduct your portion of the health plan premium as a regular payroll deduction.
- If your leave is unpaid, you must pay your portion of the premium by making arrangements with the human resources manager.
- Your health coverage may cease if your premium payment is more than 30 days late. If your payment is more than 30 days late, we will send you a letter to this effect. If we do not receive your co-payment within 15 days of this letter, your coverage will cease.

If you elect not to return to work at the end of the leave for at least 30 calendar days, you will be required to reimburse the organization for the cost of the premiums paid by the organization for maintaining coverage during your unpaid leave unless you cannot return to work because of a serious health condition or because of other circumstances beyond your control.

Spouses Working For the Same Employer

When spouses are employed by this organization, they are entitled to a combined total of up to 12 weeks' leave: (1) for birth, adoption, or foster care and in order to care for such a child; or (2) to care for a parent with a serious health condition. Each individual is entitled to 12 weeks' leave because of his or her own serious health condition or to care for the serious health condition of his or her child or spouse without counting leave time taken by the other spouse.

The aggregate number of workweeks of leave to which both that a husband and wife may be entitled to may be limited to 26 weeks during the 12-month period when service member leave is taken.

Intermittent Leave

Leave due to a serious health condition may be taken intermittently (in separate blocks of time due to a single health condition) or on a reduced leave schedule (reducing the usual number of hours you work per workweek or workday) if medically necessary.

Any service member leave may be taken intermittently (in separate blocks of time due to a single health condition) or on a reduced leave schedule (reducing the usual number of hours you work per workweek or workday). If the leave is unpaid, the organization will adjust your salary based on the amount of time actually worked. In addition, while you are on an intermittent or reduced- schedule leave, the organization may temporarily transfer you to an available alternate position that better accommodates your recurring leave and that has equivalent pay and benefits.

Requesting Leave

You must complete the appropriate family/medical leave forms. These forms are available from the human resources manager.

If your need for family/medical leave is foreseeable, you must give 30 days' prior written notice. If this is not possible, you must give notice to the human resources manager as soon as is practicable (within one or two business days of learning about your need for leave). Failure to provide such notice may be grounds for delay of leave. If your need is because of a planned medical treatment, attempt to schedule the treatment to avoid disrupting the organization's operations.

Medical Certification for a Serious Health Condition

If you are requesting leave because of your own or a covered relation's serious health condition or to care for a service member, the appropriate health care provider must supply medical certification. Obtain a medical certification form from the human resources manager. If possible, you should provide the medical certification within 15 days after you request leave. If you provide at least 30 days' notice of your need for medical leave, you should provide the medical certification before your leave begins. If you do not provide the required medical certification in a timely manner, your leave may be delayed until it is provided.

The organization, at its expense, may require an examination by a second health care provider designated by the organization, if it has reason to doubt the medical certification you initially provide. If the second health care provider's opinion conflicts with the original medical certification, the organization, at its expense, may require a third, mutually agreeable, health care provider to conduct an examination and provide a final and binding opinion. The organization may require subsequent medical recertification. Failure to provide requested certification within 15 days if such is practical may result in delay of further leave until it is provided.

Tracking Your Leave

The 12-month period in which 12 weeks of leave may be taken is the 12-month period measured forward from the date FMLA leave begins.

Reporting While on Leave

If you take leave because of your own serious health condition or to care for a covered relation with a serious health condition, contact the human resources manager on a prescheduled basis regarding the status of the leave and your intention to return to work. In addition, you must give notice as soon as is practicable (within two business days if feasible) if the dates of leave change or are extended or initially were unknown.

Returning To Work

If you take leave because of your own serious health condition (except if you are taking intermittent leave), you must provide fitness-for-duty certification that you are able to resume work before you return. Obtain return-to-work fitness-for-duty forms from the human resources manager.

Employees failing to complete the return-to-work medical certification form will not be permitted to resume work until it is provided.

Certain highly compensated employees or "key employees" may be denied restoration to their prior or equivalent position. Key employees are those salaried employees who are among the highest paid ten percent of employees within 75 miles of the worksite. Denial is based on the following conditions:

1. The denial is necessary to prevent substantial economic injury to the employer;
2. The employer has notified the employee of his or her "key" employee status as well as its decision to deny restoration should the leave take place or continue; and
3. The employee elects not to return to work after being notified of the employer's decision.

No Work While On Leave

The taking of another job while on family or medical leave or any other authorized leave may lead to disciplinary action, up to and including discharge.

State and Local Family and Medical Leave Laws

Where state or local family and medical leave laws offer more protection or benefits to employees, the protection or benefits provided by such laws will apply.

Short-Term Disability Insurance

All employees who have met the minimum earning requirements are eligible for short-term disability insurance. This insurance is designed to provide income for you when you are absent from work for more than seven calendar days due to non-occupational illness, injury or pregnancy-related disability.

The benefits are calculated as a percentage of your salary up to a weekly maximum, as specified by law, for up to 26 weeks. The cost of this insurance is shared between the organization and the employee.

Provide written notice including a doctor's certificate stating the nature of the disability and your expected date of return to work. Disability insurance information may be obtained from the human resources manager.

Family Leave

All employees who have worked 1,000 hours in the previous 12 months of consecutive employment are eligible to receive up to 12 weeks of unpaid family leave within a 24 month period. The 24 month period is measured rolling backward from the date leave is used.

Family leave may be used only in the event of a birth or adoption of a child or to provide care due to the serious health condition of a child, spouse, civil union partner, parent or your spouse's parent.

Unless prevented by a medical emergency, you must provide notice to the human resources manager of your need for leave as soon as possible. In the case of a leave in connection with the serious health condition of a family member, you must provide notice no later than 30 days prior to the leave, except where emergent circumstances warrant shorter notice. You may be required to provide a certification issued by a licensed health care provider prior to the organization granting a request for family leave.

Leave taken due to the birth or adoption of a child may begin any time within one year of the birth or placement for adoption. Such leave must be taken consecutively, unless the organization agrees to permit the employee to take this leave on an intermittent or reduced leave schedule. Leave taken due to the serious illness of a child or covered family member may be taken consecutively or, if medically necessary, on an intermittent basis if prior notice is given in a manner that is reasonable and practical and the employee makes a reasonable effort to schedule the leave so as not to disrupt unduly the operations of the organization. Where intermittent leave is taken, the employer may require the employee to transfer to an alternative position having the equivalent pay and benefits for which the employee is qualified and which better accommodates recurring periods of leave than does the employee's regular position.

Where more than one employee from the same family, for example husband and wife, or a brother and sister) requests family leave at the same time, the employer shall grant leave to no more than one employee from the family, provided such employees are otherwise eligible for the leave.

You are entitled to return to your previous or similar position, unless during such leave the organization has experienced a reduction in force or layoff and you would have lost your position had you not been on a family leave.

Consistent with the organization's policies, you may be required to substitute certain accrued paid leave time for unpaid family medical leave.

This leave may run concurrently with the Federal Family and Medical Leave Act and/or any other leave where permitted by state and federal law.

Social Security

During your employment, you and the organization both contribute funds to the federal government to support the Social Security program. This program is intended to provide you with retirement benefit payments and medical coverage once you reach retirement age.

Unemployment Insurance

Upon separation from employment, you may be entitled to state and federal unemployment insurance benefits. Information about unemployment insurance can be obtained from the human resources manager.

Workers' Compensation

On-the-job injuries are covered by our Workers' Compensation insurance policy. This insurance is provided at no cost to you. If you are injured on the job, no matter how slightly, report the incident immediately to the human resources manager. Consistent with applicable state law, failure to report an injury within a reasonable period of time could jeopardize your claim. We ask for your assistance in alerting management to any condition that could lead to or contribute to an employee accident.

Professional Development

Our organization believes in supporting the individual growth of its employees. To encourage employee development, our organization offers a professional development reimbursement program to eligible employees who attend job-related seminars.

To participate in this program, you must be a full-time employee who has completed one year of employment.

Approval from the human resources manager must be received prior to registration for the seminar. Our organization will pay the full cost of approved job-related seminars.

In an effort to keep our organization informed of new developments, we ask that you share any new information presented at the seminar with the rest of the staff.

Code of Conduct

At Baanyan, we assume that most people are intelligent and well-intended, and we're not inclined to tell people what to do. However, we want every Baanyan employment to be a safe and productive environment for everyone. To that end, this code of conduct spells out the behavior we support and don't support at work place.

The core of our approach is this:

We don't condone harassment or offensive behavior, at work places or anywhere. It's counter to our company values. More importantly, it's counter to our values as human beings.

We're voicing our strong, unequivocal support of appropriate behavior by all employees at work location. We invite you to help us make work location, a place that is welcoming and respectful to all employees, regardless of race, gender, gender identity and expression, age, sexual orientation, disability, physical appearance, national origin, ethnicity, or religion.

Examples of harassment include offensive comments, verbal threats or demands, sexualized images in public spaces, intimidation, stalking, harassing photography or recording, sustained disruption of events, and unwelcome physical contact or sexual attention. Harassment also includes slights and negative messages, both unintended and intentional, based solely on appearance (sometimes called microaggressions).

On the Job

Conduct at Client's Office

The nature of our organization may require that employees perform work connected with a client's assignment at the client's office. The importance of professional conduct when working in a client's office cannot be emphasized enough. Professional conduct is a broad term that is open to many interpretations. The following guidelines describe appropriate conduct when working at a client's office:

- Limit discussions with client's employees to matters that concern their department and level of responsibility. Long, personal discussions with client personnel are discouraged. Such disruptions of work will only offend client executives and client employees.
- Do not discuss internal affairs with client personnel.
- Avoid comments or criticisms involving other companies and their particular work or fees.
- Refrain from discussing shortcomings or idiosyncrasies of client employees.
- Avoid conversations involving client matters in all public places.
- Avoid discussing procedural problems with management while client employees are present.
- Purchase items from a client at normal sale prices.
- Do not borrow money from a client unless the client's business involves lending money.
- Do not solicit clients for charitable donations.
- Accept token gifts from clients only if they are non-monetary and valued at less than \$25. Gift offers that exceed \$25 must be reported to the human resources manager.
- Entertain clients only after first receiving approval from your manager.

Use of Client Telephones

When working at a client's office, keep telephone usage to a minimum. Do not disclose the location and telephone number of your client assignment to outsiders. Direct all telephone calls to our organization to ensure the identities of our clients are protected. Messages will then be relayed to staff members working at the client's place of business.

Personal calls must be made from outside the client's office. Incoming personal calls or calls from other clients are not permitted.

Attendance and Punctuality

Attendance and punctuality are important factors for your success within our organization. We work as a team and this requires that each person be in the right place at the right time.

If you are going to be late for work or absent, notify the human resources manager as far in advance as is feasible under the circumstances, but before the start of your workday.

Personal issues requiring time away from your work, such as doctor's appointments or other matters, should be scheduled during your nonworking hours if possible.

If you are absent for three days without notifying the organization, it is assumed that you have voluntarily abandoned your position with the organization, and you will be removed from the payroll.

Business Hours

Because of the nature of our business, your work schedule may vary depending on your job. Our normal business hours are 9:00 a.m. to 6:00 p.m., Monday through Friday. Check with the human resources manager if you have questions about your hours of work.

Meal Time

A 60-minute, unpaid meal break should be taken each day. The human resources manager is responsible for approving the scheduling of this time.

Access to Personnel Files

Upon written request, you may inspect your own personnel file up to two times each year. Inspections will be held on organization premises in the presence of an organization official. Contact the human resources manager to arrange a time to view these records. You will be permitted to review records related to your qualification for employment, compensation and disciplinary action. You are not permitted access to any letter of reference maintained by the organization. If you disagree with the accuracy of any statement in the records and no correction can be agreed upon, you may submit an explanatory statement, which will be attached to the records.

For more information, contact the human resources manager.

Standards of Conduct

Each employee has an obligation to observe and follow the organization's policies and to maintain proper standards of conduct at all times. If an individual's behavior interferes with the orderly and efficient operation of a department, corrective disciplinary measures will be taken.

Disciplinary action may include a verbal warning, written warning, suspension with or without pay, and/or discharge. The appropriate disciplinary action imposed will be determined by the organization. The organization does not guarantee that one form of action will necessarily precede another.

The following may result in disciplinary action, up to and including discharge: violation of the organization's policies or safety rules; insubordination; unauthorized or illegal possession, use or sale of alcohol or controlled substances on work premises or during working hours, while engaged in organization activities or in organization vehicles; unauthorized possession, use or sale of weapons, firearms or explosives on work premises; theft or dishonesty; physical harassment; sexual harassment; disrespect toward fellow employees, visitors or other members of the public; performing outside work or use of organization property, equipment or facilities in connection with outside work while on organization time; poor attendance or poor performance. These examples are not all inclusive. We emphasize that discharge decisions will be based on an assessment of all relevant factors.

Nothing in this policy is designed to modify our employment-at-will policy.

Client and Public Relations

Our organization's reputation is built on excellent service and quality work. To maintain this reputation requires the active participation of every employee.

The opinions and attitudes that clients have toward our organization may be determined for a long period of time by the actions of one employee. It is sometimes easy to take a client for granted, but if we do we run the risk of losing not only that client, but his or her associates, friends or family who may also be clients or prospective clients.

Each employee must be sensitive to the importance of providing courteous treatment in all working relationships.

Solicitation and Distribution

To avoid unnecessary annoyances and work interruptions, solicitation by an employee of another employee is prohibited while either person is on working time.

Employee distribution of literature, including handbills, in work areas is prohibited at all times.

Trespassing, soliciting or distribution of literature by non-employees on these premises is prohibited at all times.

Changes in Personal Data

To aid you and/or your family in matters of personal emergency, we need to maintain up-to-date information.

Changes in name, address, telephone number, marital status, number of dependents or changes in next of kin and/or beneficiaries should be given to the human resources manager promptly.

Care of Equipment

You are expected to demonstrate proper care when using the organization's property and equipment. No property may be removed from the premises without the proper authorization of management. If you lose, break or damage any property, report it to your manager at once.

Employment of Relatives

A supervisor may not hire or supervise an individual if that individual and the supervisor have an on-going romantic relationship, including but not limited to, marriage, or if that individual is a member of the supervisor's immediate family. The term "immediate family" refers to parents, children, sisters, brothers, nieces, nephews or other family members residing in the same household.

In the case of marriage of persons within the same department, an effort will be made to assign comparable job duties so as to minimize problems of supervision, safety, security and morale.

Employee Referral Bonus

The organization will pay a referral bonus to any employee who refers an applicant to our organization who is ultimately hired by the organization to a full-time or part-time regular position. The bonus is payable upon completion of the newly hired employee's first six months of employment. The referring employee must still be employed with the organization at the time the bonus is to be given. Employee referrals must be directed to the human resources manager.

Personal Telephone Calls

It is important to keep our telephone lines free for client calls. Although the occasional use of the organization's telephones for a personal emergency may be necessary, routine personal calls should be kept to a minimum.

Personal cellular telephones must be turned off or set to a silent alert during working hours while on organization premises.

Employees are prohibited from using cellular telephones to text message during working hours while on organization premises.

Travel/Expense Accounts

The organization will reimburse employees for reasonable expenses incurred through pre-approved business travel or entertainment. All cash advances must be accounted for and expense receipts are required.

The following business expenses will be reimbursed:

- Travel Expense
- Automobile/Mileage
- Lodging
- Tips
- Business Meals (in accordance with our per diem rates; room service excluded)

This list is not all-inclusive. See the human resources manager regarding additional reimbursable business expenses.

Internet Usage

As a growing organization, we recognize the need to stay on the cutting edge of technology. This is one of the reasons we allow employees to have access to the Internet.

The Internet is intended for business use only. Use of the Internet for any non-business purpose, including but not limited to, personal communication or solicitation, purchasing personal goods or services, gambling and downloading files for personal use, is strictly prohibited.

Our organization's policies against sexual and other types of harassment apply fully to Internet usage, including the use of instant messaging programs. Violations of those policies are not permitted and may result in disciplinary action, up to and including discharge. Therefore, employees are also prohibited from displaying, transmitting and/or downloading sexually explicit images, messages, ethnic slurs, racial epithets or anything that could be construed as harassment or disparaging to others.

Consistent with applicable federal and state law, the time you spend on the Internet may be tracked through activity logs for business purposes. All abnormal usage will be investigated thoroughly. Employees learning of any misuse of the Internet shall notify a member of management. Violation of this policy may result in disciplinary action up to and including discharge.

Acceptable Use of Electronic Communications

This policy contains guidelines for Electronic Communications created, sent, received, used, transmitted, or stored using organization communication systems or equipment and employee provided systems or equipment used either in the workplace, during working time or to accomplish work tasks. "Electronic Communications" include, among other things, messages, images, data or any other information used in e-mail, instant messages, voice mail, fax machines, computers, personal digital assistants (including Blackberry or similar text messaging devices), pagers, telephones, cellular and mobile phones including those with cameras, Intranet, Internet, back-up storage, information on a memory or flash key or card, jump or zip drive or any other type of internal or external removable storage drives. In the remainder of this policy, all of these communication devices are collectively referred to as "Systems."

Employees may use our Systems to communicate internally with co-workers or externally with customers, suppliers, vendors, advisors, and other business acquaintances for business purposes.

All Electronic Communications contained in organization Systems are organization records and/or property. Although an employee may have an individual password to access our Systems, the Systems and Electronic Communications belong to the organization. The Systems and Electronic Communications are accessible to the organization at all times including periodic unannounced inspections. Our Systems and Electronic Communications are subject to use, access, monitoring, review, recording and disclosure without further notice. Our Systems and Electronic Communications are not confidential or private. The organization's right to use, access, monitor, record and disclose Electronic Communications without further notice applies equally to employee-provided systems or equipment used in the workplace, during working time, or to accomplish work tasks.

Although incidental and occasional personal use of our Systems that does not interfere or conflict with productivity or the organization's business or violate policy is permitted, personal communications in our Systems are treated the same as all other Electronic Communications and will be used, accessed, recorded, monitored, and disclosed by the organization at any time without further notice. Since all Electronic Communications and Systems can be accessed without advance notice, employees should not use our Systems for communication or information that employees would not want revealed to third parties.

Employees may not use our Systems in a manner that violates our policies including but not limited to Non-Harassment, Sexual Harassment, Equal Employment Opportunity, Protecting Organization Information, Solicitation and Distribution, and Internet Usage. Employees may not use our Systems in any way that may be seen as insulting, disruptive, obscene, offensive, or harmful to morale. Examples of prohibited uses include, but are not limited to, sexually-explicit drawings, messages, images, cartoons, or jokes; propositions or love letters; ethnic or racial slurs, threats, or derogatory comments; or any other message or image that may be in violation of organization policies.

In addition, employees may **not** use our Systems:

- To download, save, send or access any defamatory, discriminatory or obscene material;
- To download, save, send or access any music, audio or video file;
- To download anything from the internet (including shareware or free software) without the advance written permission of the Systems Supervisor;
- To download, save, send or access any site or content that the organization might deem “adult entertainment;”
- To access any “blog” or otherwise post a personal opinion on the intranet;
- To solicit employees or others;
- To attempt or to gain unauthorized or unlawful access to computers, equipment, networks, or systems of the organization or any other person or entity;
- In connection with any infringement of intellectual property rights, including but not limited to copyrights; and
- In connection with the violation or attempted violation of any law.

An employee may not misrepresent, disguise, or conceal his or her identity or another’s identity in any way while using Electronic Communications; make changes to Electronic Communications without clearly indicating such changes; or use another person’s account, mail box, password, etc. without prior written approval of the account owner and without identifying the actual author.

Employees must always respect intellectual property rights such as copyrights and trademarks. Employees must not copy, use, or transfer proprietary materials of the organization or others without appropriate authorization.

All Systems passwords and encryption keys must be available and known to the organization. Employees may not install password or encryption programs without the written permission of our Systems Supervisor. Employees may not use the passwords and encryption keys belonging to others.

Numerous state and federal laws apply to Electronic Communications. The organization will comply with applicable laws. Employees also must comply with applicable laws and should recognize that an employee could be personally liable and/or subject to fine and imprisonment for violation of applicable laws.

Violations of this policy may result in disciplinary action up to and including discharge **as well as possible civil liabilities or criminal prosecution**. Where appropriate, the organization may advise legal officials or appropriate third parties of policy violations and cooperate with official investigations. We will not, of course, retaliate against anyone who reports possible policy violations or assists with investigations.

If you have questions about the acceptable use of our Systems or the content of Electronic Communications, ask your manager for advance clarification.

Laptop Security

Each employee provided with a laptop is responsible for the physical security of the laptop. All laptops acquired for or on behalf of the organization are organization property. The Laptop must be locked up and stored in a secure location when it is not in the immediate possession of the authorized user. In addition, the user must return the laptop immediately upon request of the organization. A laptop user must notify your manager immediately if the laptop is lost, stolen, misplaced, or damaged. All work created or performed on the laptop is organization property. The laptop is subject to inspection by the organization at any time without further advance notice. The laptop must be used in a manner that complies with all organization policies including the Acceptable Use of Electronic Communications, Non-Harassment, Sexual Harassment, Equal Employment Opportunity, Protecting Organization Information, Solicitation and Distribution and Internet usage.

Violations of this policy may be grounds for disciplinary action up to and including immediate termination of employment.

Dress Policy

Employees are expected to maintain the highest standards of personal cleanliness and present a neat, professional appearance at all times.

Our clients satisfaction represents the most important and challenging aspect of our business. Whether or not your job responsibilities place you in direct client contact, you represent the organization with your appearance as well as your actions. The properly-attired individual helps to create a favorable image for the organization, to the public and fellow employees. The organization maintains a business casual environment. All employees should use discretion in wearing attire that is appropriate for the office and client interaction.

Protecting Organization Information

Protecting our organization's information is the responsibility of every employee, and we all share a common interest in making sure information is not improperly or accidentally disclosed. Do not discuss the organization's confidential business with anyone who does not work for us. You may be required to sign a non-compete and/or a nondisclosure agreement as a condition of your employment, in accordance with state and federal law.

All telephone calls regarding a current or former employee's position/compensation with our organization must be forwarded to the human resources manager.

The organization's address shall not be used for the receipt of personal mail.

Social Media Policy

At Baanyan, we understand that social media can be a fun and rewarding way to share your life, work and opinions with family, friends and co-workers around the world. However, using social media also poses certain risks and responsibilities. To assist you in making responsible decisions about your use of social media, we have established the following guidelines for appropriate use of social media.

This policy applies to all associates who work for Baanyan Systems Integrators, Inc. or one of our subsidiary companies throughout the world.

Guidelines

In the fast paced world of electronic communication *social media* is described in many ways. For the purpose of this policy *Social media* is described as all means of communicating or posting information or content of any sort on the Internet, including to your own or someone else's web log or blog, journal or diary, personal web site, social networking or affinity web site, web bulletin board or a chat room, whether or not associated or affiliated with Baanyan, as well as any other form of electronic communication.

Ultimately, you are solely responsible for what you post online. Before creating online content, consider some of the risks that are involved. Keep in mind that any of your conduct that adversely affects your job performance, the performance of fellow associates or otherwise adversely affects members, customers, suppliers, people who work on behalf of Baanyan or Baanyan legitimate business interests may result in disciplinary action.

Always be:

aware of the rules that need to be followed
fair and courteous
truthful and accurate
appropriate and respectful

Carefully read these guidelines, the Baanyan Conflict of Interest / Code of Ethics Policy, the Baanyan Acceptable Use of Electronic Communication, the Internet Usage Policy and the Discrimination & Harassment Prevention Policies, and ensure your postings are consistent with these policies. These policies are located in the Baanyan Employee Handbook. Inappropriate postings that may include discriminatory remarks, harassment, and threats of violence or similar inappropriate or unlawful conduct will not be tolerated.

Always be fair and courteous to fellow associates, customers, members, suppliers or people who work on behalf of Baanyan. Also, keep in mind that you are more likely to resolve work related complaints by speaking directly with your co-workers or by utilizing Baanyan's Open Door Policy than by posting complaints to a social media outlet. If you decide to post complaints or criticism, avoid using statements, photographs, video or audio that reasonably could be viewed as malicious, obscene, threatening or intimidating, that disparage customers, members, associates or suppliers, or that might constitute

harassment or bullying. Examples of such conduct might include offensive posts meant to intentionally harm someone's reputation or posts that could contribute to a hostile work environment on the basis of race, sex, disability, religion or any other status protected by law or company policy.

Be truthful and accurate when posting information or news related items. If you make a mistake, correct it quickly. Be open about any previous posts you may have changed. The Internet archives almost everything; therefore, even deleted postings can be searched. Never post any false information or rumors about Baanyan, fellow associates, members, customers, suppliers, and people working on behalf of Baanyan or our competitors.

Maintain the confidentiality of Baanyan's private or confidential information. This includes but is not limited to: information regarding the development of systems, processes, products, and technology. Do not post internal reports, policies, procedures or other internal business-related confidential information.

Respect financial disclosure laws. It is illegal to communicate inside information to others. Do not create a link from your blog, website or other social networking site to an Baanyan website without identifying yourself as an Baanyan associate.

Do not represent yourself as a spokesperson for Baanyan. If Baanyan is a subject of the content you are creating, disclose the fact that you are an Baanyan associate and make it clear that your views do not represent those of Baanyan, fellow associates, members, customers, suppliers or people working on behalf of Baanyan. If you do publish a blog or post online related to the work you do or subjects associated with Baanyan, make it clear that you are not speaking on behalf of Baanyan. It is best to include a disclaimer such as "The postings on this site are my own and do not necessarily reflect the views of Baanyan."

Social Media usage at work

Refrain from using social media which are not approved by Baanyan during work hours or on equipment we provide, unless it is work-related as authorized by your manager or consistent with the Company Equipment Policy. Do not use Baanyan email addresses to register on social networks, blogs or other online tools utilized for personal use.

Retaliation

Baanyan prohibits taking negative action against any associate for reporting possible nonconformity from this policy or for cooperating in an investigation. Any associate who retaliates against another associate for reporting possible nonconformity from this policy or for cooperating in an investigation will be subject to disciplinary action.

Media inquiries

All media inquiries should be directed to Baanyan Management. Associates should not speak to the media on Baanyan's behalf without proper approval.

Conflict of Interest/Code of Ethics

An organization's reputation for integrity is its most valuable asset and is directly related to the conduct of its officers and other employees. Therefore, employees must never use their positions with the organization, or any of its clients, for private gain, to advance personal interests or to obtain favors or benefits for themselves, members of their families or any other individuals, corporations or business entities.

The organization adheres to the highest legal and ethical standards applicable in our business. The organization's business is conducted in strict observance of both the letter and spirit of all applicable laws and the integrity of each employee is of utmost importance. Employees of the organization shall conduct their personal affairs such that their duties and responsibilities to the organization are not jeopardized and/or legal questions do not arise with respect to their association or work with the organization.

Contact with the Media

All media inquiries regarding the organization and its operations must be referred to the president. Only the president is authorized to make or approve public statements pertaining to the organization or its operations. No employees, unless specifically designated by the president, are authorized to make those statements.

Recording Devices in the Workplace

Except as otherwise provided for in this policy, no employee may photograph, tape, or otherwise record any person, document, conversation, communication, or activity that in any way involves the organization or employees of the organization, any clients or any other individual with whom the organization is doing business or intending to do business in any capacity (for example, vendors, suppliers, consultants, attorneys, or independent contractors). The authorized copying of documents in the ordinary course of business for the benefit of the organization is not prohibited by this policy.

“Photographing,” “taping,” and “recording” under this policy include taking still or video pictures (film or digital), or recording any conversation or communications, regardless of whether the conversation or communication takes place in person, over the telephone, or via any other communications device or equipment, and regardless of the method used to tape or record (for example, tape recorder, video recorder, mechanical recording, or wire-tapping equipment), and regardless of where the conversation or communication takes place, i.e., on or off the organization's premises. “Taping” or “recording” also include photographing or recording digital images through cameras of any kind (for example, camera phones, PDA cameras, or concealed cameras). Limited exceptions will apply where the photographing, taping, or recording is being conducted by an individual who has been provided advance written authorization for the activity by an authorized member of organization management. Violations of this policy may result in disciplinary action against the offending employee(s), up to and including termination of employment. Where the conduct engaged in is illegal, violators may also be subject to prosecution under applicable federal, state, or local laws.

If You Must Leave Us

Should you decide to leave your employment with us, we ask that you provide your manager with at least three weeks' advance written notice. Your thoughtfulness is appreciated and will be noted favorably should you ever wish to reapply for employment with the organization.

Employees, who are rehired following a break in service in excess of six months, other than an approved leave of absence, must serve a new initial introductory period whether or not such a period was previously completed. Such employees are considered new employees from the effective date of their reemployment for all purposes, including the purposes of measuring benefits.

Our organization does not provide a "letter of reference" to former employees. Generally, we will confirm upon request our employees' dates of employment, salary history and job title.

Additionally, all resigning employees should complete a brief exit interview prior to leaving. All organization property, including this Employee Handbook, must be returned upon termination. Otherwise, the organization may take action to recoup any replacement costs and/or seek the return of organization property through appropriate legal recourse.

You should notify the organization if your address changes during the calendar year in which

Each Employee's Responsibility

Safety can only be achieved through teamwork at our organization. Each employee, supervisor and manager must practice safety awareness by thinking defensively, anticipating unsafe situations and reporting unsafe conditions immediately.

Please observe the following precautions:

- Notify the human resources manager of any emergency situation. If you are injured or become sick at work, no matter how slightly, you must inform the human resources manager immediately.
- The use of alcoholic beverages or illegal substances during working hours will not be tolerated. The possession of alcoholic beverages or illegal substances on the organization's property is forbidden.
- Use, adjust and repair machines and equipment only if you are trained and qualified.
- Know the proper lifting procedures. Get help when lifting or pushing heavy objects.
- Understand your job fully and follow instructions. If you are not sure of the safe procedure, don't guess; just ask the human resources manager.
- Know the locations, contents and use of first aid and firefighting equipment.
- Comply with OSHA standards and/or applicable state job safety and health standards as written in our safety procedures manual.

A violation of a safety precaution is in itself an unsafe act. A violation may lead to disciplinary action, up to and including discharge.

Workplace Violence

Violence by an employee or anyone else against an employee, supervisor or member of management will not be tolerated. The purpose of this policy is to minimize the potential risk of personal injuries to employees at work and to reduce the possibility of damage to organization property in the event someone, for whatever reason, may be unhappy with a organization decision or action by an employee or member of management.

If you receive or overhear any threatening communications from an employee or outside third party, report it to the human resources manager at once. Do not engage in either physical or verbal confrontation with a potentially violent individual. If you encounter an individual who is threatening immediate harm to an employee or visitor to our premises, contact an emergency agency (such as 911) immediately.

All reports of work-related threats will be kept confidential to the extent possible, investigated and documented. Employees are expected to report and participate in an investigation of any suspected or actual cases of workplace violence and will not be subjected to disciplinary consequences for such reports or cooperation.

Violations of this policy, including your failure to report or fully cooperate in the organization's investigation, may result in disciplinary action, up to and including discharge.

Workplace Searches

To protect the property and to ensure the safety of all employees, clients and the organization, the organization reserves the right to conduct personal searches consistent with state law, and to inspect any packages, parcels, purses, handbags, brief cases, lunch boxes or any other possessions or articles carried to and from the organization's property. In addition, the organization reserves the right to search any employee's office, desk, files, locker, equipment or any other area or article on our premises. In this regard, it should be noted that all offices, desks, files, lockers, equipment, etc. are the property of the organization, and are issued for the use of employees only during their employment. Inspection may be conducted at any time at the discretion of the organization.

Persons entering the premises who refuse to cooperate in an inspection conducted pursuant to this policy may not be permitted to enter the premises. Employees working on or entering or leaving the premises who refuse to cooperate in an inspection, as well as employees who after the inspection are believed to be in possession of stolen property or illegal substances, will be subject to disciplinary action, up to and including discharge, if upon investigation they are found to be in violation of the organization's security procedures or any other organization rules and regulations.

Good Housekeeping

Good work habits and a neat place to work are essential for job safety and efficiency. You are expected to keep your place of work organized and materials in good order at all times. Report anything that needs repair or replacement to the human resources manager.

Smoking in the Workplace

Our organization is committed to providing a safe and healthy environment for employees and visitors. Smoking is not permitted.

Violations of this policy may result in disciplinary action, up to and including discharge.

No Weapons in the Workplace

Possession, use or sale of weapons, firearms or explosives on work premises, while operating organization machinery, equipment or vehicles for work-related purposes or while engaged in organization business off premises is forbidden except where expressly authorized by the organization and permitted by state and local laws. This policy applies to all employees, including but not limited to, those who have a valid permit to carry a firearm.

Employees who are aware of violations or threats of violations of this policy are required to report such violations or threats of violations to the human resources manager immediately.

Violations of this policy will result in disciplinary action, up to and including discharge.

In An Emergency

The human resources manager should be notified immediately when an emergency occurs. Emergencies include all accidents, medical situations, bomb threats, other threats of violence, and the smell of smoke. If the human resources manager is unavailable, contact the nearest organization official.

Should an emergency result in the need to communicate information to employees outside of business hours, the human resources manager will contact you. Therefore, it is important that employees keep their personal emergency contact information up to date. Notify the human resources manager when this information changes.

When events warrant an evacuation of the building, you should follow the instructions of the human resources manager or any other member of management. You should leave the building in a quick and orderly manner. You should assemble at the pre-determined location as communicated to you by the human resources manager to await further instructions or information.

Please direct any questions you may have about the organization's emergency procedures to the human resources manager.

Substance Abuse

The organization has vital interests in ensuring a safe, healthy and efficient working environment for our employees, their co-workers and the clients we serve. The unlawful or improper presence or use of controlled

substances or alcohol in the workplace presents a danger to everyone. For these reasons, we have established as a condition of employment and continued employment with the organization the following substance abuse policy.

Employees are prohibited from reporting to work or working while using illegal or unauthorized substances. Employees are prohibited from reporting to work or working when the employee uses any controlled substance, except when the use is pursuant to a doctor's orders and the doctor advised the employee that the substance does not adversely affect the employee's ability to safely perform his or her job duties.

In addition, employees are prohibited from engaging in the unlawful or unauthorized manufacture, distribution, sale or possession of illegal or unauthorized substances and alcohol in the workplace including: on organization paid time, on organization premises, in organization vehicles, or while engaged in organization activities. Our employees are also prohibited from reporting for duty or remaining on duty with any alcohol in their systems. Employees are further prohibited from consuming alcohol during working hours, including meal and break periods. This does not include the authorized use of alcohol at organization-sponsored functions or activities.

Your employment or continued employment with the organization is conditioned upon your full compliance with the foregoing substance abuse policy. Any violation of this policy may result in disciplinary action, up to and including discharge.

Consistent with its fair employment policy, the organization maintains a policy of non-discrimination and reasonable accommodation with respect to recovering addicts and alcoholics, and those having a medical history reflecting treatment for substance abuse conditions. We encourage employees to seek assistance before their substance or alcohol use renders them unable to perform their essential job functions or jeopardizes the health and safety of themselves or others. The organization will attempt to assist its employees through referrals to rehabilitation, appropriate leaves of absence and other measures consistent with the organization's policies and applicable federal, state or local laws.

The organization further reserves the right to take any and all appropriate and lawful actions necessary to enforce this substance abuse policy including, but not limited to, the inspection of organization issued lockers, desks or other suspected areas of concealment, as well as an employee's personal property when the organization has reasonable suspicion to believe that the employee has violated this substance abuse policy.

This policy represents management guidelines. For more information, please speak to the human resources manager.

Receipt of Employee Handbook and Employment-At-Will Statement

This is to acknowledge that I have received a copy of the Baanyan Software Services, Inc. Employee Handbook and I understand that it contains information about the employment policies and practices of the organization. I agree to read and comply with this Employee Handbook. I understand that the policies outlined in this Employee Handbook are management guidelines only, which in a developing business will require changes from time to time. I understand that the organization retains the right to make decisions involving employment as needed in order to conduct its work in a manner that is beneficial to the employees and the organization. I understand that this Employee Handbook supersedes and replaces any and all prior Employee Handbooks and any inconsistent verbal or written policy statements.

I understand that except for the policy of at-will employment, which can only be changed by the president of the organization in a signed written contract, the organization reserves the right to revise, delete and add to the provisions of this Employee Handbook at any time without further notice. All such revisions, deletions or additions to the Employee Handbook will be in writing and will be signed by the president of the organization. I understand that no oral statements or representations can change the provisions of this Employee Handbook.

I understand that this Employee Handbook is not intended to create contractual obligations with respect to any matters it covers and that the Employee Handbook does not create a contract guaranteeing that I will be employed for any specific time period.

THIS ORGANIZATION IS AN AT-WILL EMPLOYER. THIS MEANS THAT REGARDLESS OF ANY PROVISION IN THIS EMPLOYEE HANDBOOK, THE ORGANIZATION OR I MAY TERMINATE THE EMPLOYMENT RELATIONSHIP AT ANY TIME, FOR ANY REASON, WITH OR WITHOUT CAUSE OR NOTICE. NOTHING IN THIS EMPLOYEE HANDBOOK OR IN ANY DOCUMENT OR STATEMENT, WRITTEN OR ORAL, SHALL LIMIT THE RIGHT TO TERMINATE EMPLOYMENT AT-WILL. NO OFFICER, EMPLOYEE OR REPRESENTATIVE OF THE ORGANIZATION IS AUTHORIZED TO ENTER INTO AN AGREEMENT—EXPRESS OR IMPLIED— WITH ME OR ANY EMPLOYEE FOR EMPLOYMENT FOR A SPECIFIED PERIOD OF TIME UNLESS SUCH AN AGREEMENT IS IN A WRITTEN CONTRACT SIGNED BY THE PRESIDENT OF THE ORGANIZATION.

I understand that this Employee Handbook refers to current benefit plans maintained by the organization and that I must refer to the actual plan documents and summary plan descriptions as these documents are controlling.

I have read and understand the Vacation Policy in this Employee Handbook.

I also understand that if a written contract is inconsistent with the Employee Handbook, the written contract is controlling.

If I have questions regarding the content or interpretation of this Employee Handbook, I will ask the human resources manager or a member of management.

Employee Name: _____ Initials _____ Date _____