



ARTIFICIAL INTELLIGENCE POLICY

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Access List

List of users	Access type	Type of Media	Retention Period
AIMS Governance Body/Committee	Read/Write/Delete	Soft Copy	Default
CRO Management	Read/Write/Delete	Soft Copy	Default
CRO Team	Read/Write	Soft Copy	Default
Mphasis employees	Read	Soft Copy	Default

All policies/supplements are subject to local laws where Mphasis and its subsidiaries operate.

These policies/supplements are subject to change without prior notification.

Document Control

Notice of Compliance
Adherence to ethical AI guidelines, including fairness, accountability, and transparency in all AI-driven operations is responsibility of the all employees, contractors, and external vendors involved in the creation, deployment, management, and oversight of AI systems at Mphasis. The Artificial Intelligence Management related policies described herein define the assurance that AI technologies are developed, deployed, and used ethically, legally, and responsibly across all operations at Mphasis. Non-compliance with the required measures and behaviors outlined in this policy could pose significant business and legal risk to Mphasis and may create a potential for legal actions that could significantly impact Mphasis' operations and damage its business assets and reputation. Therefore, compliance with this policy and all Mphasis AIMS related policies, are mandatory conditions for employment for all Mphasis people, as well as any third parties (such as outsourcing providers, contractors, alliance partners, clients, etc.) that access Mphasis AI systems or data. No one is permitted to circumvent the AIMS mechanisms provided by Mphasis for any reason. Failure to comply with this policy will be reported and disciplinary action may be taken. Such action may include, but is not limited to, reprimand, financial penalties, termination of employment, and/or legal action. Note: The Company's policies mandate what must be done and standards tell individuals how to be compliant with policy.

Exception

All people and all Mphasis systems must comply with the statements in this policy immediately.

Where a longer transition is required to achieve compliance, a documented business justification must be submitted with proposed timelines as an Exception to CRO for approval.

Any exceptions to this Policy must be clearly documented and submitted to the CRO team for evaluation and approval. Only exceptions which have been approved are valid.

Contact Information

For any question regarding this policy, please contact:

Group	Chief Risk Office
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Classification

Classification: Public

- Do not forward or copy data in part or full without explicit permission of Mphasis CRO management
- At a minimum, this Policy will be reviewed/updated annually

This change history must be updated when any edits are made to this document.

Please contact the CRO team (CRO@mphasis.com) to request changes.

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1.0 Introduction

Artificial Intelligence (AI) technologies are becoming increasingly integral to organization's operations, influencing business processes to customer interactions and decision-making. Mphasis recognizes at senior levels the need to ensure that AI development, deployment, and managing practices are aligned with our core values and maintain ethical standards.

This Artificial Intelligence policy document outlines the guiding principles and governance framework for developing, deploying, and governance artificial intelligence systems at Mphasis. The policy is intended to ensure that all AI systems operate in a transparent, accountable, and lawful manner while protecting the rights of individuals and promoting fairness, inclusivity, and innovation and Mphasis business operates smoothly and without interruption for the benefit of its customers, shareholders and other stakeholders.

To provide such, Mphasis has implemented an Artificial Intelligence Management System (AIMS) in line with the International Standard for Artificial Intelligence Management System, ISO/IEC 42001. This standard defines the requirements for an AIMS based on internationally recognized best practice.

2.0 Scope

The AIMS encompasses all activities related to the development, provision, and usage of AI systems, ensuring ethical AI development, maintaining transparency in AI provision, and promoting responsible AI usage for client delivery services and support functions.

3.0 Policy Statement

Artificial Intelligence Policy¹

Mphasis and its subsidiaries are committed to the ethical, responsible and socially beneficial development, deployment and use of artificial intelligence technologies. This policy outlines the principles, guidelines, and responsibilities for all employees involved in AI-related activities.

Mphasis shall strive this by:

- Establishing and maintaining an effective ethical and responsible Artificial Intelligence Management System.
- Embedding principles of accountability, fairness, transparency, technical robustness and societal wellbeing across our AI activities.²
- Performing risk assessment periodically for Artificial Intelligence Management System.
- Applying security measures, supplement testing and evaluation initiatives to mitigate the identified risks and achieve identified Artificial Intelligence objectives.
- Complying with the legal, regulatory, contractual requirements and the guidelines for trustworthy AI systems as presented in ISO 42001, the International Standard for Artificial Intelligence Management System.
- Fostering an ethical AI culture focused on safety and responsibility.
- Reviewing the effectiveness of the Artificial Intelligence Management System through cross-functional governing body to provide governance oversight, while impact assessments and ongoing monitoring ensure the safety and fairness of operational systems.³
- Continually monitoring and improving the effectiveness of the Artificial Intelligence Management System.

Chief Executive Officer (CEO)



¹ ISO / IEC 42001:2023 (5.2) & (A.2.2)

² ISO / IEC 42001:2023 (5.2) & (A.2.3)

³ ISO / IEC 42001:2023 (5.2) & (A.2.4)

4.0 Principles and Ethical Considerations

4.1 Effectiveness

Mphasis will ensure the effectiveness of implementation, management, and utilization of Artificial Intelligence (AI) technologies by aligning AI initiatives with the organization's strategic objectives, business goals and by assuring that each AI project should have a clear purpose and measurable outcomes that contribute to our overall mission and vision.

4.2 Fairness & Bias Evaluation

Mphasis AI systems will be regularly tested for biases during development and deployment to avoid unfair outcomes. The use of AI systems will similarly avoid bias, discrimination, or unfair treatment.

4.3 Transparency & Explainability

Mphasis will ensure transparency and explainability in the development and use of AI technologies, openly communicating with stakeholders on how AI is being used in our products and services, especially when AI has an impact on individuals' rights, privacy, or decision-making.

- Procedures shall be established for ensuring the transparency of the content generated using AI. This may include providing information on the use of sources of the data and algorithms as well as the assumptions and limitations of the algorithms used.
- End users of the AI should be made aware of the limitations of the system and understand the potential risks associated with using the content. This may include providing information on the accuracy and reliability of the generated content, as well as any limitations or biases inherent in the data or algorithms used.
- Records of the data and algorithms used to generate the content, as well as any modifications or adjustments made to the system over time should be retained as appropriate.

4.4 Data Privacy and Data Protection

Mphasis respect individuals' privacy rights and will implement robust data protection controls in compliance with applicable data protection laws and regulations, while using data ethically.

- All activities and usage involving AI should be done in accordance with Mphasis/Client security policies & procedures, relevant laws, and regulations.

- Risk assessments/reviews should be conducted and appropriate remedial measures to be undertaken before embarking on any new AI initiative whether for internal use or for delivering services to clients.
- Employees must not upload/discard Mphasis or Client confidential, personnel, Intellectual Property (IP), or any other sensitive information directly or through third-party plug-ins/applications into AI applications or tools. This is exempted for only proper and approved business cases while ensuring compliance with security policies.
- All data used in the AI related activities shall be stored securely with data encryption & other security measures in place to protect against unauthorized access or data breaches.
- Access for AI & related data should be granted only on a need-to-know basis and appropriate access control measures should be implemented.
- AI integrations with Third-party vendors/platforms must be reviewed to ensure that security and privacy controls are in place.
- All activities related to AI should comply with privacy policies and compliance requirements of Mphasis and/or its clients.
- Employees shall be aware of the privacy risks associated with using AI and shall not use it to create content that compromises the privacy of individuals or organizations.
- If any privacy related information is processed in AI related activities or tools, then a privacy impact assessment (PIA) should be performed, and the Data Privacy Office (DPO) should be involved. The PIA should identify any privacy risks associated with using the tool and the recommended measures to mitigate these risks should be implemented.

4.5 Ethical and Acceptable Use of AI

Mphasis will ensure that AI systems will be developed and deployed in alignment with ethical guidelines, ensuring fairness, transparency, and accountability and will be used in ways that respect human rights, freedom, dignity and to enhance societal well-being and do not cause harm or violate ethical standards.

- Employees shall not use AI for any illegal or unethical purposes or to engage in harmful or malicious activities.
- Employees must use AI in a respectful and professional manner and refrain from using profanity, discriminatory language, or any other form of communication that could be perceived as offensive.
- Wherever required based on the risks, usage restrictions for AI shall be established and followed. They may include limitations on the amount or type of data that can be processed using AI, as well as restrictions on the types of content that can be generated using AI.
- AI ideation and planning must incorporate ethical considerations, including fairness, transparency, accountability, and the avoidance of bias in AI systems.

- The potential social and environmental impacts of AI projects must be evaluated and documented during the planning phase.

4.6 Accountability and Responsibility

Mphasis will define clear roles and responsibilities for AI-related decisions and will ensure transparency within the organization regarding which team members are involved in AI decision-making, making sure that accountability is assigned appropriately for AI system behavior and outcomes and always ensuring human involvement.

4.7 Compliance with Legal and Regulatory Standards

Mphasis will ensure that all AI systems will comply with applicable laws, regulations, and industry standards. Regular reviews and updates will be conducted to ensure ongoing compliance with evolving legal frameworks.

- Output from AI should be compliant with intellectual property rights of Mphasis and / or its clients. Employees should be aware of the intellectual property implications of using AI.
- *Copyright, Trademarks, Patents*: Employees should not use Generative AI to create content that infringes on the copyright, trademarks, or patents of others. This includes but is not limited to:
 - Using copyrighted material without permission or creating content that is substantially like existing copyrighted material.
 - Using trademarks without permission or creating content that is likely to cause confusion with existing trademarks.
 - Creating content that incorporates patented technology without permission.
- **Licensing**: Employees should ensure that they have the necessary licenses and permissions to use any intellectual property that is incorporated into the content generated using AI.
- **Attribution**: All content generated using AI should be properly attributed to the appropriate author or source.

4.8 Safety & security

Mphasis will develop and manage AI systems securely to safeguard against unauthorized access, usage, disclosure, disruption, alteration, or destruction of data.

4.9 Robustness, Sustainability and Resiliency

All AI systems developed and deployed by Mphasis will have ability to perform consistently as intended under variety of conditions Ex: noisy, incomplete adversarial inputs, changes in data i.e. training data to unseen data minimizing the risk of

overfitting, provide stability during minor changes to inputs, parameter or external conditions like climate changes or economic crisis.

AI resilience is the ability of an AI system to withstand unexpected adverse events and quickly recover to intended performance and functionalities. The AI systems developed and deployed by Mphasis will have better resiliency Ex: Fault tolerance, adaptability, redundancy and recovery mechanism to recover quickly without significant loss in performance.

5.0 AI Development and Deployment Guidelines

5.1 ISO 42001 Processes

Mphasis AI management system incorporates ISO 42001 guidelines, including impact assessment, risk assessment, life cycle documentation, monitoring, issue management and incident response processes.

5.2 Data Quality

Mphasis will ensure that data used for AI model training is accurate, representative, and up to date. Regular data quality assessments will be performed to mitigate potential biases.

- Quality and reliability of the data shall be ensured before they are used with AI as they can have a significant impact on the accuracy and usefulness on the output of AI.
- Appropriate controls shall be established so that the inputs to AI systems are not tampered with and ensure that the input data is not malicious in nature.
- A process shall be established to ensure data quality and address potential biases within the data used for AI development

5.3 Model Explainability

The AI models will be interpretable and defined where possible, or accompanied by equivalent documentation explaining development, testing and responsibilities to engender trust and enable users and stakeholders to understand the reasoning behind the model's outputs.

5.4 Human Oversight

Mphasis will maintain human oversight over AI systems to intervene and correct unintended consequences or errors.

5.5 Testing and Evaluation

Before deployment, AI models will undergo rigorous testing and evaluation through our structured testing methodology, verified through internal audit to ensure model accuracy, reliability, performance and safety.

- The use of AI shall be reviewed, monitored, and audited to ensure that it is being used in accordance with the company's policies, relevant laws, and regulations. ⁴
- Content generated using AI should be reviewed to ensure that the content is accurate, appropriate, and aligned with the company's values and policies. It should also ensure the compliance to all relevant laws and regulations

6.0 Roles and Responsibilities

6.1 AI Governance Board/Committee

In its endeavor to be a leader in practice and development of AI systems and solutions, management has formed Mphasis Ethical and Responsible AI Committee⁵, Chaired by the *Chief Compliance, Ethics and Risk Officer*. The Committee is comprised of business leaders and representatives from Next Labs (Mphasis R&D team), practice teams, legal department, Delivery leaders and HR teams. The Committee, with prior approval of the Chairperson, can also invite external speakers and experts from academia, legal and regulatory or business, whose specialties are at the interface between ethics and AI technology.

- The roles and responsibilities of the diversified representatives in Mphasis Responsible AI committee members includes:
- **General Counsel & Chief Compliance, Ethics & Risk Officer:** Oversee legal and risk aspects.
- **Business Heads:** Ensure alignment of AI initiatives with business goals.
- **Practice Leads:** Drive AI practice development and integration.
- **Head of Next Lab:** Foster innovation and technical excellence.
- **Head of Delivery:** Ensure effective implementation and delivery.

⁴ ISO / IEC 42001:2023 9.1

⁵ ISO / IEC 42001:2023 (A.3.2) Roles and Responsibilities

- **CISO:** Safeguard against security threats.
- **Privacy Head:** Manage Data Privacy concerns.
- **Head of Enterprise Risk & Security Compliance:** Ensure compliance with client contracts.
- **Vendor and Client Contracting Teams:** Contractually mitigate AI risks with third parties.
- **HR Teams** - TFG and L&D: Focus on talent management and continuous learning.
- An **AI Governance Board/Committee** will oversee the implementation and compliance with this policy. This body will ensure that AI systems align with ethical standards, legal requirements, and organizational goals.⁶
- Review and approve AI projects and initiatives to ensure alignment with the policy's core principles.

6.2 Department Heads and Managers

- Ensure that AI projects within their departments adhere to the AI Policy.
- Promote awareness of AI-related ethical, legal, and operational standards among team members.
- Report any concerns or non-compliance issues to the AI Governance Committee.

6.3 AI Developers and Data Scientists

- Develop AI models and systems in accordance with the principles outlined in this policy.
- Conduct bias testing, validation, and regular audits to ensure fairness, accuracy, and reliability of AI systems.
- Maintain documentation and ensure the transparency of AI processes.

6.4 Compliance and Legal Teams

- Monitor changes in laws and regulations related to AI and update the policy accordingly.
- Conduct legal reviews of AI projects to ensure compliance with data protection, privacy, and other relevant laws.
- Investigate and address any reported violations of the AI Policy.

6.5 Chief Information & Security Officer (CISO)

- Ensure AI Technology related policies and procedures are defined, documented and approved.

⁶ ISO / IEC 42001:2023 (A.3.3)

- Assess and define security requirements for AI systems and technologies.
- Perform Risk Assessments and Impact Assessments of the AI systems⁷
- Perform internal audits and ensure adequate mitigation of the identified risks.⁸
- Investigate and manage security incidents pertaining to AI systems.

6.6 All Employees

- Participate in relevant AI ethics and compliance training.
- Report any ethical concerns or potential non-compliance issues related to AI use within the organization.
- Adhere to the principles and practices outlined in this policy in all AI-related activities.

7.0 Stakeholder Commitment

7.1 Informed Consent & Transparency

Mphasis will provide the necessary information to the users or the interested parties of AI systems.⁹

Mphasis will establish an AI awareness program to educate all their employees and contract staff for ethical and safe use of AI systems and technologies.¹⁰

When an AI system impacts stakeholders in any meaningful way, Mphasis will inform them about the involvement of AI in their interactions with our products or services, gather explicit consent where applicable and provide ways to address AI-related issues.¹¹

⁷ ISO / IEC 42001:2023 6.1.2, 8.2 & 6.1.4, 8.4

⁸ ISO /IEC 42001:2023 9.2

⁹ ISO/IEC 42001:2023 A 8.2

¹⁰ ISO / IEC 42001:2023 7.3

¹¹ ISO /IEC 42001:2023 A 8.4

Mphasis will determine and document their obligations to reporting relevant information about the AI system to the interested parties.¹²

Mphasis will establish a process for internal and external communication pertaining to AI Management System.¹³

7.2 Feedback Mechanism

Mphasis will establish a feedback mechanism for stakeholders and users to report issues or concerns related to our AI technologies. These reports will be used for improvements, reassessments and policy updates.¹⁴

8.0 Compliance and Regulation

8.1 Legal & Regulatory Compliance

Mphasis will comply with all applicable laws and regulations related to AI, including EU AI Act, data protection, intellectual property, and anti-discrimination laws and continually monitor changes in AI ethics regulations across jurisdictions where we operate and update internal policies for alignment.

8.2 External Guidelines

Where applicable and to the extent practicable, Mphasis will incorporate relevant external AI ethics and policy guidelines published by reputable industry associations, academic organizations, and governmental bodies.

9.0 Continuous Improvement

9.1 Ongoing Evaluation:

Mphasis will continually assess this AI Policy's effectiveness and the impact of AI technologies on our operations and stakeholders and adapt our practices accordingly.¹⁵

¹² ISO /IEC 42001:2023 A 8.5

¹³ ISO / IEC 42001:2023 7.4

¹⁴ ISO /IEC 42001:2023 A 8.3

¹⁵ ISO / IEC 42001:2023 10.1

9.2 Research and Development

Mphasis will support research and development efforts to advance responsible AI, ensuring that our AI systems evolve to meet emerging ethical standards.

10.0 AI Objectives and Strategy

- As a “*leading IT services company*”, AI has the power to *accelerate*, by adding significant enterprise value and bolstering our competitive advantage. We will *build, buy, and/or sell* AI [*components, systems, and/or applications*], and aim to apply AI in various functions and use cases.¹⁶
- However, we also foresee challenges to responsible *procurement, development, deployment, supply, and/or use* of AI, given the context of our organization and of our use cases. This includes [*regulatory requirements, areas of deficient organizational capacity or governance, industry-specific data challenges*].¹⁷
- With these potential benefits and challenges in mind, a long-term AI business strategy will be developed, documented, and implemented. The **key objectives** that will guide this strategy are as follows¹⁸:
 - (a) This strategy will align with *Mphasis’s* broader objectives and commitments, including [*e.g., achieving Mphasis ESG goals, investing in leadership by historically marginalized groups within and beyond the organization*].
 - (b) Recognizing the need for bespoke, flexible, and unobtrusive organizational adaptation for AI, the contents of this AI Policy shall be used as an augmenting layer on top of *Mphasis’s* existing governance, policies, and processes.¹⁹
- While *Mphasis’s* AI strategy will evolve into a complete practice over time, the urgency of AI risks requires that *Mphasis* identify areas of highest priority as a *developer, procurer, and/or supplier* of AI:

For bought AI systems²⁰:

- Responsibly buying AI needs following consideration:

¹⁶ Aligned with NIST AI RMF MAP 1.3 and ISO/IEC 42001.

¹⁷ Aligned with ISO/IEC 42001 4.1.

¹⁸ Aligned with NIST AI RMF MAP 1.3 and ISO/IEC 42001 6.2 and B.6.1.2.

¹⁹ Aligned with ISO/IEC 42001 A.2.3 and NIST AI RMF GOVERN 1.2.

²⁰ Aligned with ISO/IEC 42001 A.10.3. It focuses on managing supplier relationships.

- (a) A rigorous and principle-driven procurement process that sufficiently weighs marketplace options and comprehensively assesses the risks attached to potential suppliers and their product or service.
- (b) A legal means to clarify liability and other requirements with suppliers, to whatever extent is not articulated by regulation.
- (c) Role- and system-specific training and educational materials for employees such that procured AI can be used safely and responsibly; and

For build AI systems:

- Responsibly building AI needs following consideration:
 - (a) A product management program that balances the forward inertia of innovation with the necessary governance gates and other processes, such as AI Impact Assessments, to sufficiently manage risk.
 - (b) Processes and tools to enable systematic and comprehensive documentation of AI systems throughout their life cycle, in accordance with regulatory requirements.
 - (c) Responsible AI training for all technical and nontechnical roles involved in an AI system's life cycle across design, development, deployment, and operation; and

For sold AI systems²¹:

- Responsibly selling AI needs following consideration:
 - (d) Development of audience-specific guidance and documentation for each AI system, such as for potential buyers, users, or the public.
 - (e) A legal means to clarify liability and other requirements with buyers, to whatever extent is not articulated by regulation.
 - (f) Regular assessment of downstream impacts of AI products, enabled by transparency and shared learning agreements with buyers while also protecting users' privacy and other rights; and

Mphasis maintains a commitment to continually improve the suitability, adequacy, and effectiveness of this AI Policy and of its AI management system.²²

²¹ Aligned with ISO/IEC 42001 A.10.4. It focuses on managing customer relationships.

²² Aligned with ISO/IEC 42001 10.1. An organization's AI management system, in accordance with the scope of ISO/IEC 42001, refers to the collective body of management structures and processes established for an organization to responsibly perform their role with respect to AI systems (e.g. to use, develop, monitor or provide products or services that utilize AI). This AI Policy has been designed as a top-level framework for an organization's AI management system.

REFERENCE(s)

Control Number	ISO standard reference	Control Objective	Description
A.2.2	ISO 42001	AI Policy	The organization shall document a policy for the development or use of AI systems.

Definitions and Acronyms

Artificial Intelligence

Artificial Intelligence (AI) is the simulation of human intelligence in machines, enabling them to perform tasks that typically require human thinking, such as learning, reasoning, problem-solving, understanding language, and recognizing patterns. AI systems are designed to analyze data, identify patterns, and make decisions or predictions, often with minimal human intervention.

Artificial Intelligence Management System (AIMS)

An AI management system is a structured framework within organizations for the responsible oversight of AI technologies. It encompasses practices for the deployment, operation, and continual improvement of AI applications, ensuring ethical use, transparency, and accountability in AI-related processes and decisions.

AI Systems

An AI system is a machine-based system designed to operate with varying levels of autonomy and that may exhibit adaptiveness after deployment and that, for explicit or implicit objectives, infers, from the input it receives, how to generate outputs such as predictions, content, recommendations, or decisions that can influence physical or virtual environments –(OECD)

Risk

The concept of risk combines three ideas: it selects an event, and then combines its probability with its potential impact. It asks two questions: what is the probability that a particular event will occur in the future? And what negative impact would this event have if it actually occurred? So, a high risk event would have both a high probability of occurring and a big negative impact if it occurred. The concept of risk is always future oriented: it worries about the impact events could have in the future.

Risk Assessment

A risk assessment combines two techniques: a risk analysis and a risk evaluation.

Impact Assessment

Formal, documented process by which the impacts on individuals, groups of individuals, or both, and societies are identified, evaluated and addressed by an organization developing, providing or using products or services utilizing artificial intelligence