



**Anti-Corruption and
Anti-Bribery Policy
Policy
(Effective from, 31-01-2025)**

Contents

| | |
|--|---|
| 1. Objective | 3 |
| 2. Scope | 3 |
| 3. Definition... .. | 3 |
| 4. Policy Framework..... | 4 |
| 5. Reporting Violations | 6 |
| 6. Breach of Anti-bribery and Anti-corruption Policy | 6 |
| 7. Training & Awareness..... | 7 |
| 8. Review..... | 7 |

1. **Objective:**

The Company is committed to carrying out its business in an honest, open and ethical manner. Prevention of bribery and corruption is important to the Company, as failure to prevent bribery and corruption would affect the reputation of the Company; and the trust reposed by the customers and stakeholders. Recognizing this threat, the Company has drafted this Anti-Bribery & Anti-Corruption Policy (the “**Policy**”) with an objective to achieve zero tolerance to bribery and corruption.

2. **Scope:**

This Policy applies to all stakeholders, any other person associated with the Company and such persons who may be acting on behalf of the Company. This Policy sets out the minimum standards that must be followed at all times.

3. **Definition:**

(i) **Bribe / Bribery:** means the offering, promising, giving, receiving, soliciting or accepting of a financial or other advantage, or any other thing of value, with the intention of influencing or rewarding the behaviour of a person in a position of trust to perform a public, commercial or legal function to obtain or retain a commercial advantage. Bribes are payments made in the form of money or anything of more than modest value in return for a business favour or unfair advantage. For e.g. gifts taken or received to unfairly influence a business outcome, facilitation payments made for facilitating the performance of a routine action etc.

(ii) **Stakeholders:** Shall mean to include but not limited to directors, employees working at all levels and grades (whether permanent or fixed term), vendors/service providers, suppliers and any other person / entity acting for and on behalf of the Company.

4. Policy Framework:

(i) Bribes

- a) The Company prohibits all forms of bribery and corrupt practices.
- b) The Company conducts its business lawfully and ethically and expects every Stakeholder to conduct its business with integrity.

(ii) Gifts/ Donations/ Fees/ Legacies/ Loans

- a) The Company prohibits solicitation or acceptance of any gifts /donations hospitality/entertainment of more than modest value from a constituent of the Company or from any subordinate employee or from existing / potential clients or third parties having business dealings with Company that could potentially influence Company's decisions.
- b) However, the Company acknowledges the exchange of nominal gifts or souvenirs of nominal value which are customarily given on special events/ occasions and are infrequent in nature. In any case, such gifts shall not be lavish or in the form of cash or cash equivalents. All persons need to exercise sound judgment in identifying inappropriate, frequent or material gifts and shall avoid the same to maintain integrity and independence.
- c) All employees shall make choices, take decisions and make recommendations on merit alone and shall refrain from doing anything which is or may be contrary to any law, rules, regulations and established practices
- d) No employee shall place himself under any financial or other obligations to any individual or organisation which may influence him in the performance of his official duties.
- e) No employee of the Company shall accept a loan from Company's customer or supplier.
- f) No employee shall solicit or receive anything in value for making a loan. Employees shall not accept a fee for the performance of any act that the Company could have

performed without the sanction of the Competent Authority.

(iii) Conflict of interest

- a) Company expects its employees to maintain the highest levels of professional and personal integrity to avoid situations in which an individual's personal interest may conflict or appear to conflict with either the interest of the Company or its stakeholders.
- b) A conflict of interest may exist when an employee is involved in an activity or has a personal (direct or indirect, by himself or through any relative) interest that in the opinion of the Company can interfere with the employee's objectivity in performing Company's duties and responsibilities. For the purpose of this clause, the term 'relative' shall have the meaning ascribed to the said term in the Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014.
- c) Employees of the Company shall endeavor to avoid situations that may lead to an actual or potential conflict between person's private interest and the interest of the Company, including its affiliates and subsidiaries. While it may be difficult to list all the situations of conflict of interest, the following are illustrative examples of some of the situations, which may constitute a Conflict of interest:
 - an employee engages in any relationship or activity which might detrimentally conflict with the business of the Company.
 - An employee or their relative receives improper personal benefits as a result of his official position in the Company.
 - an employee is in a position to make, influence or benefit from the decisions relating to a transaction.
- d) If such and other instances of conflict of interest exist due to any historical reasons, adequate disclosures by the interested employees should be made to the management. No employee shall represent the Company in a transaction where he or she has material connection or financial interest. Company will not give preferential treatment to any outside interest of Employees.

5. Reporting Violations:

- (i) All Stakeholders are encouraged to raise concerns about any issue or suspicion of non-compliance with this Policy through the Company's Vigil mechanism.
- (ii) The Company aims to encourage genuine reporting of non-compliance and will support anyone who raises *bona-fide* concerns under this policy.
- (iii) The Company endeavours that no one suffers any detrimental treatment on account of reporting in good faith about potential bribery or other corruption related offence.
- (iv) The Company will investigate all the allegations relating to bribery and corruption and take legal or disciplinary action as may be deemed appropriate. All reports under this Policy would receive confidential treatment and the Company would protect the identity of any person who reports violation.
- (v) Any reporting in bad faith or with frivolous and *mala-fide* reason will be considered a violation of the Code of conduct, and the reporter may be subject to appropriate action as deemed fit.

6. Breach of Anti-bribery and Anti-corruption Policy:

- (i) Failure to comply with this Policy or any misrepresentation or violation may be grounds for disciplinary action to be initiated by the Company. In respect of vendors, it may lead to termination of services. Non-awareness of this Policy shall not be an excuse for misrepresentation.
- (ii) Bribery is a criminal offence. The defaulting employee will be accountable whether she/he accepts/pays a bribe herself/himself or authorizes, assists, or conspires with someone else to violate this Policy or an anti-corruption/anti-bribery law. Such cases may be referred by the Company to the law enforcement agencies for further action.

7. Training & Awareness

The Company is seized of the reputation risk threat posed by bribery and corruption. One of the main identified strategies to overcome this threat is by having a well-informed and committed team of employees. Employees should be aware of their responsibilities as individuals and their obligations towards the Company to protect its reputation and foster its business. This is achieved through training and awareness programmes conducted by the Company.

8. Review

The Policy will be reviewed annually by HRD with the approval of the Company's Board of Directors. Regular revisions to Anti-Bribery and Anti - Corruption Policy shall also be ensured as and when required by any statute or by any change in internal policies of the Company.
