

ANTI BRIBERY CORRUPTION



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ANTI BRIBERY & CORRUPTION POLICY

1. PREFACE

Sanden Vikas (India) Private Limited is committed to prevention, deterrence and detection of fraud, bribery and all other corrupt business practices. We are committed to conducting all our business activities with honesty, integrity and the highest possible ethical standards. We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. We remain bound by local and national laws.

CORE VALUES OF SANDEN VIKAS

Sanden Vikas has scripted a success story by following its Core Values of Truth, Honesty, Integrity; Respect and Discipline; Customer Delight; Collaboration, and Challenge and Innovation over the past four decades. These core values and business philosophy form part of our endeavors and constitute the foundation of our position as an industry leader.

2. OBJECTIVE

- i. To outlay minimum standard that must be complied with in all countries of the Company's business and operations.
- ii. To outline guiding principles and adequate procedures to prevent any activity or conduct relating to bribery, facilitation payments, or corruption.
- iii. To educate all employees of Sanden Vikas about the laws framed to prevent bribery and corruption and prevent the violation of these laws.
- iv. To understand the terms related to bribery (inappropriate entertainment, gifts, etc.)
- v. To maintain records of any such incidents

3. SCOPE

- i. This Policy applies to all the units/verticals/subsidiary or holding companies of the Sanden Vikas.
- ii. This policy applies to all Employees and relevant Third Parties of the Company and shall be communicated to them at the outset of our business relationship and as appropriate thereafter.
- iii. This policy applies in all countries or territories where the Company operates. Where local customs, standards, laws or other local policies apply that are stricter than the provision of this policy, the stricter rules must be complied with. However, if this policy stipulates stricter rules than local customs, standards, laws or other local policies, the stricter provisions of this policy shall apply.

4. CORE PRINCIPLES

Sanden Vikas is committed to the prevention, deterrence & detection of fraud, bribery, and other corrupt business practices. We are committed to conducting all our business activities with honesty, integrity, and the highest possible ethical standards. We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. We remain bound by local and national laws.

5. GENERAL PROCESS GUIDELINES

5.1 DEFINITIONS

a) "Bribery" / "Corruption": Bribery occurs when one person offers, pays, seeks or accepts a payment, gift, favor, or a financial or other advantage from another to influence a business outcome improperly, to induce or reward improper conduct or to gain any

commercial, contractual, regulatory or personal advantage. It can be direct or indirect through Third Parties.

Bribery also includes giving, offering or promising to give to Public Officers any money, entertainment, gifts and other benefits in exchange for their duties unfairly, which are prohibited by the applicable laws and regulations.

Public Officials: (i) any public officials belonging to the legislative, administrative or judicial departments of the countries or regions where a Sanden Subsidiary is located or the foreign countries or regions thereof, (ii) the persons engaged in the public services under the laws and regulations of countries or regions, and (iii) a member or staff of the public international companies.

b) “Company”: All subsidiaries and affiliated companies of Sanden Vikas

c) “Conflict of Interest”: Occurs when an individual or company is involved in multiple interests, one of which could possibly corrupt, or be perceived to corrupt, the motivation for an act in another, detailed guidelines for conflict of interest are covered in The Vigil Policy.

d) “Donation”: A Donation is a voluntary contribution in the form of monetary or non-monetary gifts to a fund or cause for which no return service or payment is expected or made. Contributions to industry associations or fees for memberships in companies that serve business interests are not necessarily considered Donations.

e) “Employee”: For the purposes of this policy this includes all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, home-workers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or joint ventures or their employees, wherever they are located.

f) “Gifts, Invitations & Hospitality”: Invitations given or received to social functions, sporting events, meals and entertainment, gifts or customary tokens of appreciation.

g) “Intermediary”: Includes but is not limited to Agents, distributors, consultants, sales representatives, implementation partners, sales partners.

h) “Sponsorship”: Sponsorship is about partnering with external companies to deliver mutual benefits through an exchange of monies, products, services, content or other intellectual property.

i) “Third Party”: Any individual or company you meet during your work for us. This includes actual and potential customers, suppliers, business contacts, Intermediaries, government and public bodies, including their advisors, representatives and officials, politicians and political parties.

5.2 GIFTS, INVITATIONS & HOSPITALITY

1. This policy does not prohibit normal and appropriate hospitality (given and received) to or from Third Parties.
2. You are prohibited from accepting a gift or giving a gift to a third party in the following situations:
 - i. It is made with the intention of influencing a Third Party to obtain or retain business, to gain a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favors or benefits.
 - ii. It is given in your name and not in the name of the company.

- iii. It includes cash or a cash equivalent (such as gift certificates or vouchers).
 - iv. It is of an inappropriate type and value and given at an inappropriate time (e.g. during a tender process).
 - v. It is given secretly and not openly.
3. We appreciate that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied for is whether in all circumstances the gift or hospitality is reasonable, justifiable and is proportionate. The intention behind the gift should always be considered.
 4. The policy will include gifts or bribe extended directly to the employee/stakeholder concerned and also the related family member.

5.3 RESPONSIBILITY OF EMPLOYEE

1. It is not acceptable for you (or someone on your behalf) to:
 - i. Give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given.
 - ii. Give, promise to give, or offer, payment, gift or hospitality to the Third Party to 'facilitate' or expedite a routine procedure.
 - iii. Accept payment from a Third Party that you know, or suspect is offered with the expectation that it will obtain a business advantage for them.
 - iv. Accept a gift or hospitality from a Third Party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by us in return.
 - v. Threaten or retaliate against another Employee who has refused to commit a bribery offence or who has raised concerns under this policy; or
 - vi. Engage in any activity that might lead to a breach of this policy or perceived breach of this policy.
2. It is your responsibility to ensure that all accounts, invoices, memoranda and other documents and records relating to dealings with Third Parties, such as customers, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept 'off-book'.
3. You must declare and keep a written record of all Gifts, Invitations & Hospitality according to Company practice accepted or offered, which will be subject to managerial review.
4. You must ensure all expense claims relating to Gifts, Invitations & Hospitality or expenses incurred to Third Parties are submitted in accordance with the Company's expenses policy and specifically record the reason for the expenditure.
5. The prevention, detection, and reporting of any form of Bribery & Corruption are the responsibility of all Employees. You must notify the Vigilance Officer as soon as possible if you are offered a bribe, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.
6. All Employees have the responsibility to read, understand, and comply with this policy. You should always avoid any activity that might lead to, or suggest, a breach of this policy.
7. Any Employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.
8. Employees are encouraged to raise concerns about any instance, or suspicion, of malpractice at the earliest possible stage through their line manager or other available reporting mechanisms.

6. PROTECTION

Employees who refuse to take part in bribery or corruption, or report in good faith under this policy their suspicion that an actual or potential bribery or other corruption offense has taken place or may take place in the future will be protected from detrimental treatment/retaliation. Detrimental treatment includes dismissal, disciplinary action, threats, or other unfavorable treatment connected with raising concerns, more detailed guidelines are part of The Vigil Policy.

7. GOVERNANCE

The management has overall responsibility for ensuring this policy complies with our legal and ethical obligations.

It is the joint responsibility of the management and all the employees to comply with the policy guidelines and ensure effective implementation of the same in its letter and spirit.

Any violation of the policy guidelines should be informed to the Vigilance Officer for necessary action.

8. MONITORING & REVIEW

This policy and procedure will be reviewed every two years from the date of implementation. Reviews will be initiated by Corporate HR. Where changes in employment legislation occur that directly affect this policy, and procedure will be reflected with immediate effect and communicated through Unit HR.

- i. Training will be conducted to promote awareness and compliance with the policy.
- ii. All employees and stakeholders are expected to understand and uphold the principles outlined in the policy.
- iii. The document is the property of Sanden Vikas, and it is intended for limited circulation as per management discretion.
- iv. Management reserves the right to change or update the policy without prior notice.