

# Anti- Bribery and anti-Corruption

## 1.0 Spirit and Objective of the Policy

Amara Raja is committed to the prevention, deterrence and detection of fraud, bribery and all other corrupt business practices. It is ARG's policy to conduct all of its business activities with honesty, integrity and the highest possible ethical standards and vigorously enforce its business practice, wherever it operates throughout the world, by not engaging in bribery or corruption.

This Anti-bribery and Anti-corruption Policy (this "Policy") applies to all employees (defined as per Standing Orders under Clause 3.0), including Directors and all stake holders associated with ARG.

## 2.0 The Policy

- In this Policy, "stake holders" means any individual or organization, who / which come into contact with ARG or transact with ARG and also includes actual and potential employees, trainees, contract staff, potential clients, suppliers, business contacts, consultants, intermediaries, representatives, subcontractors, agents, advisers, joint ventures and government & public bodies.
- A bribe is an inducement, payment, reward or advantage offered, promised or provided to any person in order to gain any commercial, contractual, regulatory or personal advantage. It is illegal to directly or indirectly offer a bribe or receive a bribe. It is also an offence as per Prevention of Corruption Act, 1988 to bribe a government/ public official. "Government/ public official" includes officials, whether elected or appointed, who hold a legislative, administrative or judicial position of any kind in a country or territory.
- Presents, gifts, mementoes etc., which are permitted under the Corporate Gifts policy will not be deemed as bribe or corrupt practice.
- A bribe may be anything of value and not just money i.e., inside information, sexual or other favors, corporate hospitality or entertainment, offering employment to a relative, payment or reimbursement of travel expenses, charitable donation or social contribution, abuse of function and can pass directly or through a third party. Corruption includes wrongdoing on the part of an authority or those in power through means that are illegitimate, immoral or incompatible with ethical standards. Corruption often results from patronage and is associated with bribery.

## 3.0 Applicability of the Policy

It is not acceptable for any employee of ARG (or someone on his / her behalf) to:

- Accept an offer of a gift of any size from any Third Party which is in negotiation with, or is submitting a proposal with ARG
- Give, promise to give or offer, any payment, gift, hospitality or advantage with the expectation or hope that a business advantage will be given or received or to reward a business advantage already given.
- Give, promise to give or offer, any payment, gift or hospitality to a government official, agent or representative to "facilitate" or expedite a routine procedure.
- Accept or solicit any payment, advantage, gift or hospitality from a Third Party that you know or suspect is being offered with the expectation that it will obtain a business advantage for them.
- Threaten or retaliate against, another employee who has refused to commit a bribery offence or who has raised concerns under this Policy.
- Engage in any activity that might lead to a breach of this Policy.

## Business relationships

ARG expects all stake holders doing business with ARG to approach issues of bribery and corruption in a manner that is consistent with the principles set out in this Policy. ARG requires all Stake holders doing business with ARG to cooperate and ensure compliance with these standards, to continue the business relationship.

In order to maintain the highest standards of integrity, with respect to any dealings with the stake holders doing business with us we must ensure that:

- Employees and associates shall conduct due diligence enquiries to review the integrity records before entering a commercial relationship with them.
- Employees and associates shall fully document the engagement process and the final approval of the selection.
- Employees and associates shall implement a program to provide appropriate information on this Policy to all engaged in business relationship with ARG

## 4.0 Responsible for the Policy

- The Head of Business / CEO / Branch Admin Manager has overall responsibility for ensuring that all employees should comply with the policy.
- Managers at all levels are responsible for ensuring that those reporting to them are made aware of and understand this Policy.
- The Compliance/ HR team is responsible for this Policy and for monitoring its use and effectiveness (and dealing with any queries on its interpretation). Management at all levels is responsible for ensuring that those reporting to them are made aware of and understand this Policy and adhere to it.
- Every person to whom this policy applies is responsible for the success of this Policy and should ensure that he / she should use it to disclose any suspected activity or wrong-doing.
- Misconduct in relation to bribery or corruption will be dealt with in relation to disciplinary policy and Certified Standing orders. (Ref: sec: 18.05 and 19.0)

## 5.0 Expected Behaviours and Cultural Impact

- Amara Raja Group is committed to ensure that a culture of openness, honesty and integrity is encouraged and maintained. This will lead to zero tolerance towards fraud, bribery and corruption.
- Amara Raja Group employees are committed to take on stand on fraud, corruption and they are positively encouraged to raise any concerns that they may have on these issues. Such concerns will be treated in confidence, properly investigated and fairly dealt with.

## 6.0 General Information:

- In case of any question that arises to the interpretation of the policy any clauses thereof or as to any rights or obligations arising from the policy, the decision of the Group HR Head shall be final and binding.
- The Management reserves the right to withdraw, amend, alter or modify the policy at any point of time without giving any notice.