



ANTI-CORRUPTION AND ANTI-BRIBERY POLICY

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Version 1.0

Content

1. About this Policy
2. Persons who must comply
3. Bribery
4. Gifts and Hospitality
5. Third Party Compliance
6. Anti-Corruption Compliance and Training
7. Reporting of any Bribe or Corrupt Practice
8. Offence
9. Review and Evaluation

1. About this Policy

The purpose of this anti-corruption and anti-bribery policy (“**Policy**”) is to ensure the conduct of business in an honest and ethical manner through compliance with the anti-corruption laws in India. Antony Waste Handling Cell Limited, (the “**Company**” and together with its subsidiaries and affiliates, the “**Group**”), through this Policy, sets out rules to enable all Persons (as defined below) to recognize and take steps to prevent any practice not in accordance with applicable Anti-Corruption Laws (as defined below). The Company takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all of its business dealings and relationships.

Bribery and corrupt practices, in India, are governed by the Prevention of Corruption Act, 1988, the Indian Penal Code, 1860, Prevention of Money Laundering Act, 2002, Central Vigilance Commission Act, 2003 and Lokayukta Acts of various states (“**Anti-Corruption Laws**”).

2. Persons who must comply

This Policy applies to all individuals working for any member of the Group, including directors, senior managers, officers, employees at all levels (whether permanent, fixed-term or temporary), internal and external consultants, interns, staff, casual workers, agency staff, volunteers, and agents, as well as third parties and intermediaries who are engaged to undertake any business or other services on behalf of any member of the Group (all such individuals, entities, third parties and intermediaries are collectively referred to in this Policy as “**Persons**”).

3. Bribery

Bribery is committed when:

- (a) a person provides an offer or promises a gift, reward, favour, or any other advantage to a public servant in order to gain any commercial, contractual, regulatory or personal advantage or benefit for such person, any member of the Group, or any other person; or
- (b) a person induces a public servant to act illegally, dishonestly or in furtherance of a breach of trust.

Bribery includes offering, promising, giving, accepting or seeking a bribe. All forms of bribery are strictly prohibited.

Without limiting the generality of the foregoing, all Persons must not:

- (a) provide or offer any payments, gifts, entertainment, hospitality, recruitment opportunity or other benefit to a third party in the expectation that a business advantage will be received in return, or to reward any business received;
- (b) accept any offer, payment, gift, entertainment, hospitality, recruitment opportunity or other benefit from a third party that such Person knows or suspects is made with the expectation that a business advantage will be provided in return to such third party or anyone else;
- (c) make any political, community or charitable contributions without prior written approval from the Company; or
- (d) make any Facilitation Payments.

For the purposes of this Policy:

- “**Facilitation Payments**” means unofficial payments made to public servants in order to facilitate, secure, or expedite the performance/non-performance of a routine or necessary action or procedure. Facilitation Payments are sometimes referred to as 'speed' money or 'grease' payments or ‘good-will money’.
- A “**gift**” is any item of value, whether gratuitous monetary and non-monetary benefit, and includes, but is not limited to, items such as cash, precious metals, stones, jewelry, art or intangible items such as discounts, services, loans, and favours. It may also include meals, entertainment, hospitality, vacations, trips, use of vacation homes, tickets to sporting or music events, outings, vendor familiarization trips, and use of recreational facilities.
- “**public servant**” has the meaning given to that term in the Anti-Corruption Laws.

All Persons should at all times be truthful, accurate, co-operative and courteous while representing any member of the Group before any government, public servant and government agencies. Each member of the Group shall comply with government procurement regulations and shall be transparent in all its dealings with government agencies.

4. **Gifts and Hospitality**

This Policy does not prohibit the giving or receiving of reasonable and appropriate gifts which:

- (a) are of low intrinsic value;

- (b) have been made in the normal course of business and which are not (and could not be seen as) an inducement or reward for any preferential treatment;
or
- (c) do not include any promise that would result in any advantage for the Person or any member of the Group.

5. Third Party Compliance

The Company can be held liable for acts of bribery committed by a third party. In order to mitigate any potential liability for acts of third parties, the Company requires the following steps to be taken by all Persons when engaging third parties to undertake any business or other services on behalf of any member of the Group:

- (a) ensuring that appropriate due diligence of such third party is undertaken; and
- (b) ensuring that such third parties comply with this Policy, including incorporating provisions of adherence to the Anti-Corruption Laws and this Policy in agreements with third parties, where appropriate.

All Persons involved in supplier selection on behalf of any member of the Group must follow the Company's processes and adhere to the system of internal controls in respect of supplier selection. The selection of suppliers should never be based on the receipt or promise of a gift or other benefit.

6. Anti-Corruption Compliance and Training

As part of the Company's ongoing commitment to anti-corruption compliance, all Persons must review and familiarise themselves with this Policy.

All Persons must participate in regular anti-corruption compliance training programs. The training may be conducted online or in person, as determined by the Company from time to time. Each Person will be notified that they are required to take the training. Those required to take such training must do so within the notified timeframe and repeat the training as and when required. Failure to do so without justification will be viewed as a breach of this Policy by the Person and could result in suspension and/or termination of employment by or representation of the relevant member of the Group (as applicable).

The Company's Human Resources Department shall maintain training materials and attendance records.

7. Reporting of any Bribe or Corrupt Practice

If any Person is offered a bribe, or is asked to make one, or if any Person suspects that any bribery, corruption or other breach of this Policy has occurred or may occur, such Person must notify the Compliance Officer of the Company as soon as possible. Any Person who is unsure of whether an act constitutes a bribe or corrupt practice should raise the matter with their reporting manager or the Compliance Officer of the Company.

No Person who in good faith reports a violation of this Policy shall suffer harassment, retaliation or adverse employment consequences.

8. Offence

This Policy (as amended by the Company from time to time) will be deemed to form a part of the employment contract for each employee of every member of the Group.

Any employee who breaches this Policy will face disciplinary action, which could result in immediate termination of their employment on account of gross misconduct or otherwise.

In addition to enforcement of disciplinary proceedings by the Company (which includes termination of employment), any Person who contravenes the Anti-Corruption Laws may be subject to criminal proceedings, which could result in imprisonment and/or fines.

9. Review and Evaluation

The Company will monitor the effectiveness and review the implementation of this Policy, considering its suitability, adequacy and effectiveness. The Company reserves the right to vary and/or amend the terms of this Policy from time to time.
