

POLYCAB

POLYCAB INDIA LIMITED

ANTI-BRIBERY POLICY

<i>Particulars</i>	<i>Date</i>	<i>Version</i>
<i>Policy adopted</i>	<i>May 10, 2022</i>	<i>1.0</i>

1. Preamble:

Polycab India Ltd.'s (Polycab / Company) values are essential for our success. Transparency is one of our core values wherein we are upfront, visible, and consistent in our actions. We treat everyone equally and are guided by the intent of doing what is right. The Company aims to conduct its business in accordance with the highest ethical standards and in compliance with both the letter and spirit of all applicable laws.

“Corruption is recognized to be one of the world's greatest challenges. It is a major hindrance to sustainable development, with a disproportionate impact on poor communities and is corrosive on the very fabric of society.” (United Nations Global Compact).

Corruption is a crime in many countries, and the Company and its employees can be prosecuted for violating the law whether or not the corrupt practice took place within the governing jurisdiction. In India, any corrupt practices can be penalized under the Indian Penal Code, 1860 and the Prevention of Corruption Act, 1988. Company expects strict adherence to the code of conduct, the Anti Bribery Policy and the relevant laws.

2. Purpose:

Bribery and corruption are not only against Company values but are illegal and can expose both the employee and the Company to fines and penalties, including imprisonment. In addition, publicity surrounding participation in corrupt activity could severely harm the Company's reputation, the public's trust in Polycab. This policy is designed to guide us in conducting our business professionally, honestly and with utmost integrity to ensure monitoring, prevention and detection of bribery and all other corrupt business practices.

The Company prohibits offering, promising, giving or authorizing others to give anything either directly or indirectly, to any person or entity which may be construed as a payment in exchange of a favour. Compliance with the provisions of anti-bribery policy is mandatory, in case of non-compliance can be penalized for corruption under the Indian Penal Code, 1860 and the Prevention of Corruption Act, 1988.

3. Scope & Applicability:

The policy shall be applicable and binding on all employees (temporary or permanent), directors, officers of the Company and its subsidiaries, Joint venture Partner(s) and Associate Companies, The Policy is also applicable to all third parties including but not limited to vendors, distributors, resellers, business partners, suppliers, contractors, subcontractors, or agents working on behalf of the Company or third parties to abstain from engaging in any form of bribery or corruption.

4. Definitions:

“**Policy or This Policy**” means this Anti Bribery Policy

“Bribery” refers to the offering, giving, soliciting, promising or receiving of any item of value as a means of influencing the actions or decision of an individual to obtain an improper business advantage.

“Any Item of value” is anything that provides a tangible or intangible benefit to the recipient.

This term should be interpreted broadly to include:

- a. Monetary gifts like Cash, stock, bonds, gift cards or other cash equivalents;
- b. Free goods or services
- c. Inside information,
- d. Sexual or other favors,
- e. Travel expenses, meals, hospitality or entertainment,
- f. Offering employment
- g. Payment or reimbursement of personal expenses,
- h. Charitable donation or political contribution, or any form of value.
- i. Sponsorships or honoraria;
- j. Personal or business advantages
- k. Personal use of company facilities or equipment;

“Corruption” is dishonest behavior by those in positions of power, such as managers or government officials. This is defined as misuse of power for personal gain.

“Gift and Hospitality” means any item or service given to someone without the expectation of payment or anything in return.

“Government Officials” includes:

- a. Any elected or appointed official, member of a legislative body, or judge;
- b. Employees or representatives of foreign or domestic Government department, agency, public international organization, political party etc.
- c. Any person acting in an official capacity for or on behalf of a government or a government department, government agency, or of a public international organization.
- d. Any employee of a foreign or domestic political party or any person acting on behalf of a political party;
 - Any relative of the parties listed above.
 - Any other person who is considered to be a public official according to applicable laws, regulations.

5. Prohibition of Bribery:

The Company and its employees are prohibited from giving, promising, offering, or authorizing any item of value to government or private entities to obtain or retain business or improper advantage, or to improperly influence decision or actions of a government official or any private entity.

Polycab also prohibits payments to any third party which includes vendors, agents, distributors, resellers, business partners, suppliers, contractors, sub-contractors or any representatives, acting for or on behalf of the Company or on the instructions of the Employees of Company where there is reason to know or suspect that all or part of such payment will be passed on to another person as bribery. All third parties are strictly prohibited from making corrupt payments on Company's behalf.

Facilitation payments such as payment for obtaining an ordinary license or business permit, custom clearance, Tax approvals are also prohibited under this policy.

Similarly, employees shall never ask for or accept any item of Value from a supplier, customer, a business partner or any other person to provide any improper advantage.

Laws and regulations governing the bribery are as follows:

- Indian Penal Code – 1860
- Prevention of Corruption Act, 1988
- Lokpal and Lokayuktas Act, 2013
- The Foreign Corrupt Practices Act, 1977
- The UK Bribery Act, 2010
- Benami Transactions (Prohibition) Act, 1988.
- Prevention of Money Laundering, 2002.

6. Gifts and Hospitality:

This policy does not prohibit appropriate hospitality in the normal course of business (given and received) to or from third parties so long as it is reasonable, modest, and bonafide, and if its purpose is to improve Company's image, present our products and services, or establish cordial relations. A gift is an item given to someone without the expectation of payment or anything in return. Gifts in any form including but not limited to meals, accommodations, entertainment or hospitality of any kind is not permissible in exchange of any inappropriate benefit or favor. All gifts and hospitality must be exchanged in a transparent manner and must be properly documented in accordance with Company's policies and procedures.

Before giving a gift or providing hospitality or entertainment to anyone, the Company must make sure that this action does not damage the reputation of the Company.

Giving or receiving of gifts or hospitality is not prohibited if:

- It does not include cash or a cash equivalent,
- It complies with the applicable laws,
- It is given in open and transparent manner and not secretly;
- It is not made with the intention to obtain any improper benefit.
- It is culturally appropriate and customary for the occasion;

Generally, low-cost, promotional items that display Company's logo (e.g., pens, notepads, calendars) are appropriate Gifts.

One may accept the gift if the value of the same is not more than rupees 1000 on the occasion of festivals.

The Chairman and Managing Director / Chief Financial Officer must review and approve in advance any proposed Gift which is not meeting above threshold.

7. Political Contributions:

A Political contribution means any payment, gifts, subscriptions made to support political parties, politicians or political leaders.

The Company should not make any political contribution to obtain any immoral favor or benefit unless such contribution is permitted by law or any appropriate authority.

8. Donations:

Charitable donations such as a gift of cash or property made to a non - profit organization and are lawful under the applicable laws and regulations are only allowed to be made by the Company. It must be properly documented. Any other donations that lead to any improper advantage or benefit are not allowed.

9. Training and Awareness:

The Company mandates all the employees to participate in the anti-bribery training every year. Company shall ensure appropriate communication of this policies to all the employees.

10. Responsibilities:

Every employee or other person working for and on behalf of the Company must:

- Ensure compliance with the terms and conditions mentioned in the Anti-Bribery Policy.
- Should not offer or accept from any person any bribes, facilitation payments, or any other improper benefits.
- Report any conflict of interest with any present or prospective employees, third parties, suppliers and customers.
- If you receive an offer of bribe or to be a part of a corrupt act, immediately report the matter to the reporting manager.
- Conduct due diligence and ensure appropriate documentation with third party to ensure compliance with this policy and Supplier Code of Conduct.
- Prevention, detection and reporting of bribery and other forms of corruption.
- Participate in anti-bribery training

11. Record keeping:

The Company must ensure that books, records and accounts accurately, clearly and fairly reflect and document all business dealings. All employees must maintain and provide fair, accurate, complete information about the gifts or hospitality offered or accepted together

with supporting documents. Strict adherence to internal controls is key to combat corruption.

12. Reporting of Violations:

All those covered under Anti-Bribery Policy must comply with this policy and report any concern or information that they may have in relation to the violation of the said policy. All claims will be kept confidential and proper investigation will be conducted.

Violation of the policy of the Company can be reported through the Whistle Blower Mechanism. Please refer to Whistle Blower Policy on how the complaint can be raised. Any violation of the policy will not be permitted, and may lead to conducting investigations, or taking disciplinary actions including termination of employment along with statutory penalties.

13. Amendment:

The Company reserves the right to vary and/or amend the terms of this Policy from time to time.
