

Title:	APAR – Anti-Corruption & Anti-Bribery Policy (“ACAB Policy”)
Effective from:	1 st July 2023
Released by:	Chairman & Managing Director
Date of Issue:	1 st July 2023
Version:	v1/ 2023



Background

Integrity and ethical behaviour are the foundations of APAR’s Code of Conduct. APAR is committed to maintaining the highest ethical standards in all aspects of its operations. Our Code of Conduct requires that the Company, its employees, and anyone acting on behalf of the Company obey company policies and all applicable laws in any country where APAR operates, including specific anti-corruption laws. This policy should be read in conjunction with APAR’s Code of Conduct and Whistle Blower Policy.

Objective

The objective of this Policy is to provide a guideline to prevent corruption and bribery and promote transparency, integrity, and accountability within the organization that ensure:

- Compliance with applicable anti-bribery laws;
- Creating awareness about APAR’s emphasis on ethical business practices and its zero-tolerance approach towards conduct that is in breach of this Policy;
- Effective Implementation of ACAB Policy by incident reporting, investigation and compliance.

Scope

This Policy extends to all the Company’s domestic and international operations, and applies to all employees, directors, agents, contractors, consultants, suppliers, partners, customers, and any other individuals or entities associated with APAR who can all raise concerns at any level of the organization.

Definitions

Anti-Bribery and Anti-Corruption Laws in respect of a APAR Group entity means all applicable anti-bribery and anti-corruption laws/ statutes/ regulations/ guidelines/ codes stipulated by relevant governmental authorities in India and in the countries where such APAR Group entity carries out business operations.

Corruption: It refers to any form of abuse of power or position for personal or organizational gain, including but not limited to extortion, embezzlement, favouritism, nepotism, and any other unethical conduct.

Bribe/ Bribery: It involves inducement, offering, giving, receiving, or soliciting anything of value to influence a decision or action in a way that is dishonest or unlawful.

Guiding Principles/ Commitments:

- 1) Bribery and corruption are prohibited in all business dealings, whether with public officials or private sector business partners. APAR have a zero-tolerance policy for corruption and bribery in any form.

- 2) All Personnel must comply with applicable local, national, and international anti-corruption and anti-bribery laws.
- 3) If some conduct is permissible under this Policy, but if it contravenes the rules and regulations of the jurisdiction concerned, such rules and regulations shall prevail and be followed by the persons to whom this Policy applies.
- 4) APAR encourage Personnel to promptly report any suspected or actual incidents of corruption or bribery. The Company has an Ethics Committee in place which plays the role of an independent Anti-Bribery Compliance Function.
- 5) The contact details of all the members of Ethics Committee are available at the internal portal. In addition, an email id ethics.taskforce@apar.com, is in place for all stakeholders to raise their concerns.
- 6) As outlined in the Whistle Blower Policy, APAR is committed to protecting whistle-blowers and will not tolerate any retaliation against individuals who report corruption or bribery in good faith. This ACAB Policy is complementary to the Whistle Blower Policy.
- 7) APAR's suppliers are also required to maintain integrity standards which are satisfactory to the Company and all suppliers need to subscribe and provide separate consent to APAR's Supplier Code of Conduct.

Charitable contributions and Sponsorship

As part of Corporate Social Responsibility (CSR) activities, or otherwise, the APAR may support local charities or provide sponsorship to events, for example, sporting or cultural events, that are legal, ethical, permissible under local laws and practices, and within the scope of the CSR policy and corporate governance framework of APAR. Any payment to a charity, domestic or foreign, should be in accordance with the applicable law and backed by prior approval either Board of Directors/ CSR Committee or Managing Directors of the Company, as the case may be.

Political activities and payments

- 1) APAR is apolitical. Any contributions if made to the political parties should strictly be in accordance with the provisions of the Companies Act 2013 and other applicable laws of India, and/ or applicable laws of any other jurisdiction where APAR may operate.
- 2) Payment or use of corporate assets of any type as payment, directly or indirectly, to any person, business, political organization, or public official, for any purpose that is not in accordance with applicable laws, is strictly prohibited.

Prevention measures:

- 1) Each APAR personnel shall ensure that he / she reads, understands and complies with this Policy. They should at all times, avoid any activity that might lead to, or suggest, a breach of this policy.
- 2) APAR will regularly assess the risks of corruption and bribery within the organization and develop measures to mitigate those risks.
- 3) Before entering into business relationships with third parties, APAR will conduct due diligence to ensure that they adhere to ethical and legal standards.
- 4) All Personnel will receive anti-corruption and anti-bribery training to raise awareness of the risks and consequences associated with corrupt practices.
- 5) Personnel are required to follow the clear policy regarding the giving and receiving of gifts as per APAR's Code of Conduct. These activities must not compromise ethical standards or legal obligations.

Investigations:

The Ethics Committee shall either initiate investigation itself or issue directives to investigate a matter as and when required.

The Ethics Committee shall ensure that any violation of this Policy noticed by them or brought to their notice, is immediately reported to ethics.taskforce@apar.com in confidence along with reasons for suspicion and available evidence.

Disciplinary action for non-compliance:

Ethics Committee shall conduct periodic reviews in accordance with its guidelines. APAR Employees who violate this Policy shall be subject to disciplinary actions which may include one or more of the following:

- Counselling
- Formal apology
- Censure
- Recovery of financial loss incurred, if any
- Down-gradation of Designation and Grade
- Reduction in compensation
- Withholding of Promotion
- Legal Action
- Voluntary resignation
- Termination of employment
- In exceptional cases, as determined by the Ethics Committee, any other penalty may be imposed.
- Business Partners, such as consultants, vendors, suppliers, agents, contractors or such other representatives having contractual obligations with the Company, that violate this Policy may be subject to the imposition of large fines / penalties as the case may be in addition to the immediate termination of commercial/ business relationships with APAR.

This Anti-Corruption and Anti-Bribery Policy is a fundamental component of APAR's commitment to maintaining the highest ethical standards. It is essential that all Personnel understand and comply with this Policy. Violations will be taken seriously, and the organization will take appropriate action to enforce it.

This policy is part of the APAR Sustainability Framework, and this policy is oversighted by APAR Board of Directors.

The content and robustness of implementation of this policy will be reviewed periodically and revised accordingly.