

ANTI BRIBERY AND ANTI CORRUPTION POLICY

I. INTRODUCTION:

Sudhir Power Limited (hereinafter referred to as “SUDHIR” or “the Company”) is committed to conduct business in accordance with highest ethical standards within prescribed rules and applicable laws of the land. We take a zero-tolerance approach to bribery and corruption and requires its employees including contractual employees/consultants on-boarded with the company and also its vendors/suppliers/service providers/contractors and sub-contractors/agents to fully comply with requirements of all applicable anti-corruption laws and regulations prevalent in the country, Code of Conduct, Social and Ethical Policy and that of this Policy.

II. PURPOSE:

- a. The purpose of this Anti-Bribery and Anti-Corruption Policy (“ABAC Policy”) is to outline guiding principles and adequate procedures to prevent any activity or conduct relating to bribery, facilitation payments, or corruption.
- b. It requires all its associates to recognize questionable transactions, behaviour or conduct, and to take steps to comply, record and report such behaviour or conduct.

III. SCOPE AND APPLICABILITY:

- a. This ABAC Policy is applicable to our Company and all activities undertaken for or by the Company directly or indirectly.
- b. The principles and obligations outlined in this Policy apply to all associates of Sudhir Group. As such, each and every one is responsible for adhering to these standards in Sudhir Group business interactions.

IV. DEFINITIONS

- a) **Bribery** means to obtain or accept or attempt to obtain or promise for giving, receiving, soliciting or accepting of financial or other advantages, or any other thing of value, to influence or reward the behaviour of a person who is in a position of trust to perform a public, commercial or legal function to retain or obtain a commercial advantage. Bribes are payments made in the form of money or anything else of value in return for a business favour or advantage.

- b) **Corruption** is dishonest, improper and usually unlawful conduct intended to secure a benefit undertaken by a person or organization entrusted with authority to attain illicit benefit or abuse power for one's private gain.
- c) **Facilitation payments** are unofficial payments made to secure or expedite a routine action by authorized official.
- d) **Kickbacks** are payments made in return for a business favor/advantage.
- e) **Gift** means any item of considerable value, given to/received from a party that has business dealings with the organization.

V. WHAT IS PROHIBITED?

It is prohibited for any of the associates to:

- a) Accept an offer of a gift of any size from any Third Party which is in negotiation with, or is submitting a proposal with SUDHIR.
- b) 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.
- c) 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.
- d) Accept or solicit any payment, advantage, gift or hospitality from Third Party that you know or suspect is being offered with the expectation that it will obtain a business advantage for them.
- e) Threaten or retaliate against, another employee who has refused to commit a bribery offence or who has raised concerns under this Policy.
- f) Engage in any activity that might lead to a breach of this Policy

VI. RESPONSIBILITY OF INDIVIDUALS

Every individual covered by this policy must guarantee that they have read and understood this policy and must comply with this policy's terms and conditions at all times. It is the duty of all those who work for us or under our control to prevent, detect and report corruption. All individuals should avoid and prevent any activity that could result in any violation of this policy, or propose it. Individuals must notify their reporting manager or consult with any suitable member of the Human Resource (HR) team as quickly as possible if they think or suspect or have reason to think or suspect that a violation of this policy has happened or may happen in the future.

VII. IMPLEMENTATION

It is Human Resources Department responsibility for ensuring that this policy is complied with by all the employees. At branch and factory level, the respective heads are responsible for implementing this policy.

VIII. DISPLAY & COMMUNICATION OF POLICY

The Policy shall be displayed to all associates through HR portal of the Company, under a prominently visible tab.

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