



ANTI-CORRUPTION AND ANTI-BRIBERY POLICY

Version	Approved by	Summary of changes	Board approval on	Date of release
Version 1	Board	Initial	13.03.2019	13.03.2019

I. OBJECTIVE

The aim and objectives of the Policy are:

- To initiate the steps to reduce the bribery and corruption risks to the business of the Company by setting out clear guidelines.
- Taking firm and vigorous action against any individual(s) involved in corruption.
- To encourage employees to be vigilant and to act diligently in good faith.

II. SCOPE

For the purpose of this policy, the term employee includes On Roll Employees, Off Roll Employees, Contractual Employees, apprentice of Bikaji Foods International Limited (“BFIL” or “Company”).

III. APPLICABILITY

The policy is applicable to all employees of the BFIL.

IV. DEFINITION

The term Corruption/ Bribery means the misuse of public power for private profit or the misuse of entrusted power for private gain. Bribery is the offer, promise or payment of cash, gifts or even excessive entertainment or an inducement of any kind offered or given to a person in a position of trust to influence that person’s views or conduct or to obtain an improper advantage. Bribery and corruption can be taken in many forms, including the provision or acceptance of:

- Cash payments;
- “Consulting” relationships;
- Kick back;
- Political contributions;
- Charitable contributions;
- Social benefits; or
- Gifts, travel, hospitality and reimbursement of expenses.

V. WAIVER

There is no permitted deviation or waiver from this policy.

VI. DISCIPLINE

Any employee, who violates the terms of this Policy will be subject to disciplinary action. Any employee, who has direct knowledge of potential violations of this Policy but fails to report such potential violations to the management of the Company will be subject to disciplinary action. Any employee, who misleads or hinders investigators inquiring into potential violations of this Policy will be subject to disciplinary action. In all cases, disciplinary action may include termination of employment and/ or civil/ criminal prosecution, as per the law of the land. Any third-party agent, who violates the terms of this Policy, who knows of and fails to report to BFIL's management about the potential violations of this Policy or who misleads investigators making inquiries into potential violations of this Policy, may have their contracts re – evaluated or terminated, they are also subject to criminal/ civil prosecution under the law of the land.

VII. EMPLOYEE RESPONSIBILITY

As an employee of BFIL, you must ensure that you read, understand and comply with the information contained within this policy and with any training or other anti-bribery and corruption information you are given.

If you have any reason to believe or suspect that an instance of bribery or corruption has occurred or will be occurred in future that breaches this policy, you must notify it to the Company's ombudsmen appointed for ethical business practice enforcement by the top management.

VIII. HOW TO RAISE A CONCERN

If you suspect that there is an instance of bribery or corruption activities occurring in relation to BFIL, you are encouraged to raise your concerns at as early stage as possible. If you're uncertain about whether a certain action or behavior can be considered bribery or corruption, you should write to your line manager, immediate senior, HOD, Top Management. If you have reason to believe that this is not the right channel to clear your doubts, please take them to the ombudsmen without any fear of retribution. Your interests will be protected irrespective of the accuracy of your suspicion.

IX. WHAT TO DO, IF YOU ARE A VICTIM OF BRIBERY OR CORRUPTION

You must write your HOD, as soon as possible, if you are offered a bribe by anyone, if you are asked to make one, if you suspect that you may be bribed or asked to make a bribe in the near future or if you have any reason to believe that you are a victim of another corrupt activity.

X. PROTECTION

If you refuse to accept or offer a bribe or you report a concern relating to potential act(s) of bribery or corruption, BFIL understands that you may feel worried about potential

repercussions. BFIL will support anyone, who raises concerns in good faith under this policy; even if investigation finds that they were mistaken.

BFIL will ensure that no one suffers any detrimental treatment, as a result of refusing to accept or offer a bribe or other corrupt activities or because they reported a concern relating to potential act(s) of bribery or corruption.

If you have any reason to believe you've been subjected to unjust treatment, as a result of a concern or refusal to accept a bribe, you should inform your line manager or the compliance manager immediately.

Malafide use of this policy is an act of corruption. Where an employee approaches the ombudsperson with a false complaint or suspicion with the objective of causing hurt to another employee, that is mal fide use of this policy.

BFIL is a zero-tolerance employer. If an employee is terminated on grounds of corruption, the said fact will be recorded in their employment record and will be mentioned in all future reference checks made for that employee by any agency.

XI. TRAINING AND COMMUNICATION

BFIL will provide training on this policy as a part of the induction process for all new employees. Employees will also receive training annually on how to adhere to this policy and will be asked to formally accept that they will comply with this policy.

BFIL's anti-bribery and anti-corruption policy and zero-tolerance attitude will be clearly communicated to all the suppliers, contractors, business partners and any third party at the outset of business relations and as appropriate thereafter.

As a good practice, all businesses should provide their employees with anti-bribery training, where there is a potential risk of facing bribery or corruption during work activities. BFIL will provide relevant anti-bribery and corruption training to employees, where we feel that their knowledge of how to comply with the Bribery Act needs to be enhanced.

XII. RECORD KEEPING

BFIL will keep detailed and accurate financial records and will have appropriate internal controls in place to act as evidence for all payments made. We will declare and keep a written record of the amount and reason for hospitality or gifts accepted and given and understand that gifts and acts of hospitality are subject to managerial review.

XIII. AMENDMENT

The Board of Directors of the Company in consultation with the management of the Company can amend this Policy, as and when deemed fit. Any or all clauses of this Policy would be subject to revision/ amendment in accordance with the Rules, Regulations, Notifications etc., on the

subject, as may be issued by relevant statutory authorities, from time to time. In case where any amendment(s), clarification(s), circular(s) etc., issued by the relevant authorities are not consistent with/ are in addition to/ are in derogation of the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc., shall prevail upon the provisions of this Policy and this Policy shall stand amended accordingly from the effective date, as laid down under such amendment(s), clarification(s), circular(s) etc.