



ANTI CORRUPTION & BRIBERY POLICY

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Corporate Identity Number: L24100GJ2007PLC051093

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ANTI CORRUPTION & BRIBERY POLICY – ACUTAAS CHEMICALS LIMITED

POLICY STATEMENT:

This Anti-bribery and Anti-Corruption Policy (“**Policy**”) provides a framework for ensuring compliance with national and international legislations governing bribery and corruption.

The Policy reflects the commitment of **ACUTAAS CHEMICALS LIMITED** (“**Company**”) and its management for maintaining highest ethical standards while undertaking open and fair business dealings, following the best practices of corporate governance and enhancing the Company’s reputation.

PURPOSE:

The purpose of this policy is to set out responsibilities and provide guidance on dealings that could pose threat of bribery and corruption, with government and nongovernment organizations and individuals. We are committed to act professionally and fairly in all our business dealings and in implementing effective systems to counter bribery and corruption in any form.

APPLICABILITY:

The principles set forth in this policy are applicable to all associates and business partners across ACUTAAS CHEMICALS LIMITED and its affiliates. It is therefore, the responsibility of all associates and business partners to follow and adhere to all elements described in the policy. In countries where there are more stringent applicable laws, regulations or industry codes, Acutaas Chemicals requires compliance with the most restrictive requirement and the principles set out in this Policy shall stand superseded in those specific countries.

DEFINITIONS:

Bribery: "Bribery" means the offering, promising, giving, receiving, soliciting or accepting of a financial or other advantage, or any other thing of value, with the intention of influencing or rewarding the behaviour of a person in a position of trust to perform a public, commercial or legal function or to obtain or retain a commercial advantage. Bribery includes any attempt to do any of the foregoing as well. Bribes are payments made in the form of money or anything else of value in return for a business favour or advantage.

Associates: Associates stands as a collective term for all individuals working at all the levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, volunteers, service providers, seconded staff, casual workers and agency staff, agents, or any other person associated with the Company or their Associates, wherever located.

Business Partner: Business Partner is a collective term used for Consultants, vendors, contractors, agents, intermediaries, API manufacturers etc. and Associates of such third parties with whom Company enters into contract(s).

Facilitation Payments: Facilitation payments are unofficial payments made to secure or expedite a routine government action by a government official.

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Kickbacks: Kickbacks are typically payments made in return for a business favour or advantage.

A. POLICY FRAMEWORK: -

There are numerous forms of bribery and corrupt practice, but the following areas pose the greatest risk:

Bribe, Facilitation Payments or Kickbacks:

Company prohibits all forms of Bribery and corruption practices involving, but not limited to, Government Official or a private sector person or company.

Company conducts its business lawfully and ethically and expects every Stakeholders to conduct its business with integrity.

No Associate shall ever:

Directly or indirectly offer or pay, or authorize an offer or payment, of money or anything of value to a government official, Healthcare Professionals, or any other person or entity (including in the private sector), which is:

- Intended to influence the judgment of the recipient in exercising his or her job responsibilities, or
- Intended to secure preferential treatment or an improper advantage for Company, or
- Intended as gratification for the recipient having decided or acted in a way that benefited Company.

Directly or indirectly request or accept any money or item of value, which is:

- Intended to influence the judgment or conduct of an Associate in his or her job responsibilities, or
- Intended as gratification for a decision or act in a way that benefits the person or entity giving the item of value.

Gifts, Hospitality and Entertainment:

No gifts including cash gifts, hospitality or entertainment may be offered or provided in exchange for any favour (or promise of any favour) for or benefit to Company under any circumstances to any Government Official or any private person.

However, Company acknowledges that exchange of nominal gifts or souvenirs of a nominal value (e.g. bouquets, pens, calendars, diaries etc.) which are customarily given on special events/ occasions and are infrequent in nature. In any case, such gifts shall not be lavish or in the form of cash or cash equivalents, and any such instances and offers or receipt (whether accepted or not by any person directly or indirectly) should be immediately reported to the Head-Human Resources. All persons need to exercise sound judgment in identifying inappropriate, frequent or material gifts and shall avoid the same to maintain integrity and independence.

Reasonable and appropriate hospitality is not prohibited, if the person offering it is in attendance. However, it shall be strictly limited to meals as may be offered (to and/ or received) and only if it is reasonable and justifiable in all circumstances, taking into account reason and nature, appropriate type,

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value, given at an appropriate time and not made with the intention of influencing or to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits.

While conducting business abroad, employees are advised to seek legal advice or guidance of Head-Human Resources before giving or accepting gifts, as the giving or acceptance of gifts may be construed to be unlawful under the local laws.

The giving or receipt of gifts by a Person is not prohibited, if:

- It complies with this Policy and all applicable anti-bribery and anti-corruption laws;
- There is a legitimate business purpose to support gifts related expenses and are not given or received in return for a favour / favourable treatment or to refrain from doing something disadvantageous to Company;
- Considering, the reason and nature of the gift, it is of an appropriate type and value and given at an appropriate time; and
- Gifts are not offered to or accepted from politicians or political parties or Government Officials.

Political Contributions:

Company should not, without Board approval, make monetary payments or contributions in kind to political party members or candidates, even as a contribution towards charitable activities undertaken by them.

B. GOVERNMENT AGENCIES:

Company may have to interact with government agencies in a number of roles, including: as shareholders, as regulators, as customers, as suppliers or as policymakers. In most countries, giving gifts and donations to government functionaries and agencies is illegal, and attracts civil as well as criminal penalties. Therefore, additional precautions should be taken when dealing with government functionaries and agencies in any capacity.

- Employees should always be truthful and accurate when dealing with government officials and agencies.
- When doing business with a government agency or with a representative of a government agency, the company should always maintain detailed records of all transactions. The operating team should be fully aware of the laws relating to the provisions of hospitality, payments or gifts to government officials of the country in which they are operating.
- Government officials or employees should not be engaged to perform legal, consulting or other services related to a matter within the scope of their official duties, or the duties and responsibilities of the agency by which the individual is employed.

C. REPORTING CONCERNS

Associate who have any concerns about ethics or potentially improper actions should report using the Whistle blower Policy. The Whistle blower Policy provides that

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- Disclosures should be made to the Chairman of the Audit Committee and all disclosures will be appropriately investigated.
- No unfair treatment will be meted out to an Associate who raises concerns under the Whistle blower Policy. This means the Associate will be supported in providing evidence about his concerns and protected from threats or any abuse of power or other unfair treatment as a result of having raised a good faith concern.
- Any attorney, auditor or consultant working for the company may report evidence of a material violation of the law, breach of fiduciary duty or any similar violation by the company or any of its agents to the Company Secretary or the Chief Executive Officer of the company (or a person acting in an equivalent capacity).
- Company's Whistle blower Policy provides further information on making protected disclosures about suspected misconduct.

D. ENFORCEMENT - DISCIPLINARY APPROACH

Company's Policy shall be promoted and enforced consistently amongst Stakeholders with clear and consistent disciplinary consequences to anyone who violates the Policy. We reserve the right to terminate a contractual relationship with any Stakeholder if they breach this Policy. Failure to ensure compliance with this Policy could lead to serious consequences for Stakeholders, including but not limited to:

- Dismissal/ termination of employment
- Termination of business relationship
- Reputational damage
- Reporting to regulatory authorities
- Conviction of offender under the applicable laws and regulations
- Personal criminal liability including fines and/ or imprisonment.

E. TRAINING AND COMMUNICATION

As part of the prevention, identification and detection of Anti-bribery and Anti-corruption issues, trainings and risk assessments shall be conducted. Training on this Policy shall form part of the induction process for new Employees at all levels working in areas that are susceptible to ABAC risk. Post joining and completion of induction process, such new appointees must undergo the same trainings as scheduled for existing Employees. Existing Employees at all levels, shall receive regular, relevant trainings on how to implement and adhere to this Policy throughout the term of their relationship with Company. Associates may be required to give an annual certification confirming their compliance with this Policy.

F. WAIVER AND AMENDMENT OF THE POLICY

Company shall review and update the policies and procedures based on annual assessment, the learning and any changes in relevant laws and regulations.
