

**Bharat  
RASAYAN LIMITED**

UNIT-I

UNIT-II

Regd. Off. : 1501, Vikram Tower, Rajendra Place, New Delhi - 110008  
Ph. : +91-11-43661111 (30 lines) • Fax : +91-11-43661100, 41538600  
E-mail : info@bharatgroup.co.in • Website : www.bharatgroup.co.in  
CIN : L24119DL1989PLC036264

## **ETHICS, ANTI-BRIBERY & ANTI-CORRUPTION POLICY**

### **PREAMBLE**

Bharat Rasayan Limited (the Company) is committed to high ethical standards, doing open and fair business, follow best practices of corporate governance and support the business reputation at the appropriate level.

Bribery and corruption are criminal offences that can result in the imposition of fines and/or imprisonment, exclusion from tendering public contracts and damage to the reputation of the Company. The purpose of this policy is to set out our responsibilities and the responsibilities for those working for the Company, in observing and upholding the Company's position against bribery and corruption and to provide information and guidance to those working for the company on how to recognize red flags and deal with potential bribery and corruption.

For the avoidance of doubt it is clarified that notwithstanding anything contained herein, this Policy is not intended and shall not apply to or prohibit legitimate business expenses, including promotional expenses, transactional expenses, payments to business partners, and other expenditures for legitimate purposes pertaining to the operations of the Company.

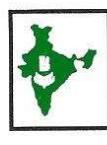
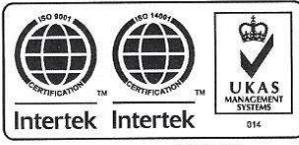
### **DEFINITIONS**

**"Anti-Corruption Laws"** shall mean any applicable anti-corruption laws, including the (Indian) Prevention of Corruption Act, Central Act No.49\1988 ("PCA"), the U.S. Foreign Corrupt Practices Act of 1977, as amended ("FCPA"), the UK Bribery Act, 2010, the applicable financial recordkeeping and reporting requirements of the U.S. Currency and Foreign Transaction Reporting Act of 1970, as amended, the U.S. Money Laundering Control Act of 1986, as amended, the (Indian) Prevention of Money Laundering Act, 2002., and any other anti-money laundering or anticorruption laws in effect in India;

**"Bribe" or "Bribery"** means an inducement, payment, reward or advantage offered, promised or provided to a public servant or to any other commercial party in order to corruptly gain any illegal commercial, contractual, regulatory or personal advantage. It is illegal to directly or indirectly offer a Bribe or receive a Bribe. Such bribe, when made with the requisite corrupt intent, may be anything of value such as gifts, inside information, sexual or other favors, corporate hospitality or entertainment, offering employment to a relative, trading information, payment or reimbursement of travel expenses, charitable donation or social contribution, abuse of function - and can pass directly or through a third party.

**"Corruption"** means any willful conduct by any Company Personnel in in connection with Company business, that would violate the Anti-Corruption Laws;

**"Government Official"** means (i) an officer, agent or employee of a government, government-owned enterprise (or any agency, department or instrumentality thereof) or political party, or public international organization established under an international treaty (ii) an agent, officer, or employee of any entity owned by a government. Retired employees, officers, employees, or any person who are not currently or at the time of the relevant conduct acting in any capacity for or on behalf of either a government, its departments, agencies, instrumentalities, or quasi- or partially-government controlled or owned entities; any public international organisation



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established under an international treaty to which India is a signatory; or a political party in India, are not considered to constitute "Government Officials."

## OBJECTIVES

The aims and objectives of the Policy are to inter alia:

- encourage employees and directors to
  - act honorably and with integrity in all business dealings of the Company.
  - identify and address appropriately any potential conflicts of interest
  - recognise the duty of confidentiality to the Company's relationships and give it the highest importance
- initiate steps to ensure that no financial or other inducements are offered or accepted by or on behalf of the Company.
- encourage employees and Directors to be vigilant and to act diligently in good faith.
- monitor and investigate instances of alleged corruption.
- take action against any individual(s) involved in corruption.
- minimize the risk of involvement of all employees and Directors in corruption related activities;
- form a common understanding for all stakeholders that the Company opposes bribery and corruption in any form;
- provide advice, information and training on ethics to all our employees at all levels and locations.
- Not to enter into any other unethical act or omission

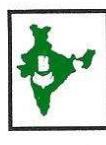
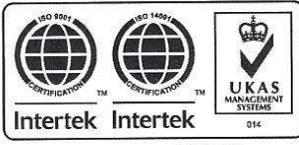
## APPLICABILITY

The Policy would be applicable w.e.f 1<sup>st</sup> July 2020 to all individuals working for the Company at any location and at all levels and grades, including directors, employees (whether regular, fixed-term or temporary), consultants, contractors, trainees, seconded staff, home-workers, casual workers and agency staff of the Company, volunteers, interns, and others acting on the Company's behalf and instructions ("Company Personnel"), in the course of their engagement for or on behalf of the Company.

## POLICY

"**Corrupt Practices**" will be considered - giving or receiving financial or other inducements, intermediation in giving or receiving financial or other inducements, malpractice, misuse of official authority, facilitation payments, illegal use of the official position by a person to receive benefits in the form of money, property or other assets, services, and any rights to himself or to other persons or illegal provision of benefits or rights by other persons.

In view of the above, the Directors and the employees of the Company are strictly prohibited, whether directly or indirectly, personally or through the mediation of third parties, to be involved in corrupt activities, offer, give, promise, request and receive payments or make payments to simplify administrative, bureaucratic and other formalities in any form including cash, valuables, services or other benefits to any person or from any persons or organizations, including governments and local authorities, government officials, private companies and its representatives.



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### **REPORTING OF VIOLATIONS**

All employees are encouraged to raise concerns about any actual or suspected cases of bribery and corruption at the earliest possible stage. Where anyone believes the Guidelines are not being complied with or they are being asked to carry out any act not in compliance with these Guidelines, these concerns must be raised immediately with the immediate superior. If the immediate superior is not the appropriate person, then the employee's concerns must be brought directly to the attention of the Head of Legal.

### **RESPONSIBILITY**

The members of the Board of Directors, and employees of all functions of the Company, regardless of position and designation, are responsible for compliance with the principles and requirements of the Policy, who violate these principles and requirements.

### **AMENDMENTS**

The right to interpret/amend/modify this Policy vests in the Board of Directors of the Company.