

ANTI-BRIBERY & ANTI-CORRUPTION POLICY

Techindia Nirman Limited requires its employees and workers to act honestly and with integrity at all times and to safeguard the resources for which they are responsible. In this context Company is committed to ensuring that opportunities for corruption and bribery are eradicated. These principles are based on the commitment to fundamental values of integrity, transparency, and accountability. Techindia Nirman Limited aims to create and maintain a trust-based and inclusive internal culture in which there is zero tolerance for bribery and corruption including facilitation payments.

This Policy sets out for the control of actual and suspected corruption and bribery within Techindia Nirman Limited, and the processes to be followed in the event of actual or suspected instances of corruption or bribery being discovered.

Techindia Nirman Limited will re-examine its links with any third parties it has reasonable grounds to suspect are involved in bribery or corruption. It will not hesitate to take appropriate legal and/or disciplinary action against employees and third parties who breach the Company's anti-bribery and anti-corruption policy.

1. Background

- Bribery and corruption are criminal offences, punishable for individuals by up-to 10 years imprisonment and if company is found to take part in corruption, Company would face an unlimited fine and face damage to its reputation. Therefore, Techindia Nirman Limited takes legal responsibility very seriously.
- The company will uphold all laws relevant to countering to bribery and corruption in all the jurisdiction in which it operates. It remains bound by local, national and international laws.

2. What is Bribery & Corruption?

- Bribe means a financial or other inducement or reward for action which is illegal, unethical, a breach of trust or improper in any way. Bribes can take the form of money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or any other advantage or benefit. It can be direct or indirect through Third Parties or Agent.
- Bribery includes offering, promising, giving, accepting, or seeking a bribe.
- Corruption is the abuse of entrusted power or position for personal gain. Corruption often results from patronage and is associated with bribery.

3. Scope of the Anti-bribery & Anti-corruption Policy (the 'Policy')

- This Policy applies to all Employees [Full time, part time and those on contractual assignments] in the territories where the company conducts the business and provides the minimum standard of behavior expected from them. This policy is also applicable to relevant Third Parties or agent of the Company.
- Breach of applicable anti - corruption laws may also result in criminal, civil and regulatory penalties for Techindia Nirman Limited and / or its employees including fine and imprisonment, and severe reputational damage for company. Compliance with the policy is therefore of fundamental importance.
- This policy set out minimum standards to help company employees prevent, detect, and report public corruption and commercial bribery.

- This policy applies in all countries or territories where the Company operates. Where local customs, standards, laws or other local policies apply that are stricter than the provision of this policy, the stricter rules will be complied with. However, if this policy stipulates stricter rules than local customs, standards, laws or other local policies, the stricter rules of this policy shall apply.

4. Responsibility for the Policy

- The board of directors has overall responsibility for ensuring this policy shall comply with all legal and ethical obligations, and that all those under control of company shall comply with it.
- Line management have primary and day-to-day responsibility for implementing this policy, monitoring its use and effectiveness, dealing with any queries about it, and auditing internal control systems and procedures to ensure they are effective in countering bribery and corruption.
- Management at all levels are responsible for ensuring that they exemplify the principles outlined in this policy and ensure that their team understand and comply with this policy.

5. Compliance with the Policy

- All Employees have the responsibility to read, understand and comply with this policy. They should at all times, avoid any activity that might lead to, or suggest, a breach of this policy.
- The prevention, detection and reporting of any form of bribery and corruption are the responsibility of all employees. Employees must notify Company's Whistle Blower Officer as soon as possible, if they offered bribe, are asked to make one, suspect that it may happen in the future, or believe that they are a victim of another form of lawful activity or are aware of any bribe paid or received by any colleague or third party.
- Specifically, Employees must not :-
 - give or offer any payment, gift, hospitality or other benefit in the expectation that a business advantage will be received in return, or to reward any business received;
 - accept any offer from a third party that you know or suspect is made with the expectation that we will provide a business advantage for them or anyone else;
 - give or offer any payment (sometimes called a facilitation payment) to a government official in any country to facilitate or speed up a routine or necessary procedure;
 - accept a gift or hospitality from a third party if employees know or suspect that it is offered or provided with an expectation that a business advantage will be provided by Company in returned;
 - threaten or retaliate against another employee who has refused to commit a bribery offence or who has raised concerns under this policy; or
 - engage in any activity that might lead to a breach of this policy.
- If Employees believe or suspect that a conflict with this policy has occurred, or may occur in the future, then he must notify to his line manager or report it in accordance with Company Whistleblowing Policy as soon as possible.
- Employees are encouraged to raise concerns about any issue or suspicion of bribery or corruption in any parts of Company's business or supply chains of any supplier tier at the

earliest possible stage.

- If Employee believe or suspect a breach of this policy has occurred or that it may occurs, he must notify to his line manager or report it in accordance with Company's

Whistleblowing Policy as soon as possible.

- If employees are unsure about whether a particular act within any tier of supply chains constitutes bribery or corruption, raise it with line manager or report it in accordance with company's Whistleblowing Policy as soon as possible.

6. Gifts and Hospitality

- This policy does not prohibit the giving or accepting of reasonable and appropriate hospitality for legitimate purposes such as building relationships, maintaining image or reputation, or marketing Techindia Nirman Limited's products and services.
- A gift or hospitality will not be appropriate if it is unduly lavish or extravagant or could be seen as an inducement or reward for any preferential treatment (for example, during contractual negotiations or a tender process).
- Gifts must be of an appropriate type and value depending on the circumstances and taking account of the reason for the gift. Gifts must not include cash or cash equivalent (such as vouchers) or be given in secret. Gifts must be given in Company name, not any employee name.
- Promotional gifts of low value such as branded stationery may be given to or accepted from existing customers, suppliers and business partners.

7. Record Keeping

- Any gifts offered (whether accepted or not) should be notified to the Line Management.
- All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers should be prepared with strict accuracy and completeness. Accounts must not be kept "off-book" to facilitate or conceal improper payments.
- The Company will keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to, and receiving payments from, third parties.
- Employees must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review.
- Employees must ensure that all expense claims relating to hospitality, gifts or expenses incurred for third parties are submitted in accordance with the Company's applicable policy and specifically record the reason for such expenditure. Employees shall further ensure that all expense claims shall comply with the terms and conditions of this policy.

8. Protection from Retaliation

- Techindia Nirman Limited aim to encourage openness and commitment to ensuring no one suffers any detrimental treatment/retaliation for refusing to take part in bribery or corruption, or report genuine concern in good faith under this policy their suspicion that an actual or potential bribery or other corruption offence has taken place or may take place in the future.

- Detrimental treatment includes dismissal, disciplinary action, threats, or other unfavorable treatment connected with raising a concern. If Employee believe that he has suffered any such treatment, then he should inform line manager immediately.

9. Breach of this Policy

11.1 Any employee who breaches this policy will face disciplinary action, which may result in any of the following –

- Formal Apology
- Counselling
- Written Warning and a copy of it maintained in the employee's file
- Change of work assignment or Transfer
- Suspension or termination of services of the employee found guilty of the offence.

10. Communication and Awareness of this Policy

Techindia Nirman Limited's Zero Tolerance approach to Bribery and Corruption in business and supply chains must be communicated to all suppliers, contractors, and business partners at the outset of our business relationship with them and reinforced as appropriate thereafter.

11. Reporting Mechanism.

11.1 Every Person, to whom this policy applies, is encouraged to raise their concerns about any bribery issue or suspicious of malpractice at the earliest stage.

11.2 The Company has formulated the Whistle Blower Policy with a view to provide a mechanism for its employees to raise concerns on any violations of Company Policies especially with respect to legal or regulatory requirements or financial irregularities etc. (For more details, refer to the procedure for reporting and dealing with disclosures under the Whistle Blower Policy).

11.3 Whistle blowers are encouraged to put their names to their disclosures. However, individuals may raise concerns anonymously.

11.4 Once an employee's disclosure or concern has been submitted, it will be jointly reviewed by the Whistle Blower Officer.

11.5 The Audit Committee shall conduct such investigations in a timely manner and shall submit a written report containing the findings and recommendations to the Management as soon as practically possible.

11.6 The Whistle Blower Team and Management will jointly decide the action to be taken on the recommendations.
