

 <b>Ind-Swift</b> LABORATORIES LIMITED	<b>Ind - Swift Laboratories Ltd.</b>	Doc. No - HR/ABMS/12
	<b>Anti Bribery &amp; Corruption Policy</b>	Rev. no - 00
		Issue date - 01.06.2025

## Purpose

To ensure that, in accordance with its commitment to working in a manner that is ethical, legal and consistent with its values and mission, ISLL practices a zero-tolerance approach to bribery and corruption.

### Scope - this Policy applies to:

**Directors of ISLL, ISLL employees, volunteers/interns and to consultants, contractors, partner organizations and their employees or any other person or body associated with ISLL and performing services on behalf of ISLL.\***

## Background

Under the Bribery Act 2010, it is illegal to indulge in bribery or corruption anywhere in the world. The responsibility is on ISLL to implement adequate procedures to prevent such acts by individuals working for or on our behalf.

ISLL recognizes that many of our employees and partner organizations work in challenging, insecure environments and we would not expect anyone to risk life, limb or freedom to uphold this policy (note that threat to life, limb or freedom to undertake a bribe would be considered extortion and is illegal under a different Act).

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Policy No. Rev. No. (Concerned SME)	Head-HR	Managing Director
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## Policy statement

ISLL is committed to fostering an organizational culture in which bribery is never acceptable. In accordance with the Bribery Act, ISLL understands bribery to mean:

- the offering, promising, giving, accepting or soliciting of money, a gift or other advantage as an inducement to do something that is illegal or a breach of trust in the course of carrying out an organization's activities;
- inducing a person to perform improperly a relevant function or activity;
- rewarding a person for the improper performance of such a function or activity.

ISLL will implement Anti-Bribery Procedures which will include:

- ensuring that all those covered by the scope of ISLL's Anti-Bribery Policy understand the definition of bribery and the meaning of its "zero-tolerance" stance towards bribery and corruption within their day to day activities;
- identifying high risk areas for the organization with relation to bribery and ensuring appropriate mitigation is in place;
- undertaking appropriate due diligence in respect of third parties associated with or performing services on behalf of ISLL.
- monitoring and reviewing such procedures at the most senior levels of the organization within the reporting framework of ISLL's Risk Register;
- providing appropriate protection for "whistleblowers" and thoroughly investigating any allegations of bribery; and
- addressing instances of bribery or corruption of any kind whenever or wherever they occur in association with ISLL.

## Procedures

These procedures cover bribery in relation to the following areas:

1. Direct payments
2. Facilitation payments
3. Payments under duress
4. Gifts and hospitality

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5. Partners
6. Suppliers, contractors and other third parties
7. Procurement

Please note that ISLL employees who accept a bribe or take part in an act of bribery may be subject to disciplinary action and may be reported to the relevant authorities by ISLL.

## 1. Direct Payments

ISLL has a zero-tolerance approach to making or receiving direct payments to induce improper or illegal behavior. If you are invited or encouraged to give or receive a bribe you should:

- state that ISLL operates a zero-tolerance policy towards bribery and that therefore you cannot participate in the bribe offered;
- if pressure is exerted, restate the case with reference to the Bribery Act 2010 confirming that you and ISLL face the risk of prosecution;
- report the offering of a bribe to the Governance Team who will keep a log of reports of bribery so that ISLL can continue to monitor and mitigate the risks faced in undertaking its activities and where appropriate provide more substantial guidance in resisting bribes.

## 2. Facilitation payments

ISLL has a zero-tolerance approach to making or receiving facilitation payments. If you are invited to make or receive a facilitation payment you should:

- state that ISLL operates a zero-tolerance policy towards bribery and that therefore you cannot participate in the bribe offered;
- if pressure is exerted restate the case with reference to the Bribery Act 1996 confirming that you and ISLL face the risk of prosecution;
- Report the offering of a bribe to the Governance Team who will keep a log of reports of bribery so that ISLL can continue to monitor and mitigate the risks faced in undertaking its activities and where appropriate provide more substantial guidance in resisting bribes.

## 3. Payments under duress

ISLL remains mindful of the personal risk faced by employees in undertaking its work and aims to mitigate, to

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the fullest extent possible, against the risk of employees being forced to make payments under duress. To mitigate against such risks each program should therefore undertake the following:

- a risk assessment which addresses the likelihood of being forced to make a payment under duress (ideally a risk register listing the risks identified should be maintained);
- an assessment of how each risk can be realistically mitigated if possible (for example, avoiding particularly troublesome border crossing points, allowing more time at customs or borders, and remaining knowledgeable regarding current local law can often allow better resistance to a bribe).

Should the payment of a bribe be critical to personal safety, the following procedure should be followed:

- pay the bribe needed to allow for personal safety to be maintained;
- when back in a safe environment report the incident to the Ethics committee, who will keep a log of such reports so that ISLL can continue to monitor and mitigate the risks faced in undertaking its activities and where appropriate provide more substantial guidance in resisting bribes and protecting employee's personal safety while undertaking ISLL activity; and discuss with the Ethics committee whether this incidence should be reported to an appropriate body and undertake the reporting as agree.

#### **4. Gifts, Hospitality and Entertainment:**

ISLL has a zero-tolerance approach to making or receiving gifts and hospitality to induce improper or illegal behavior. If you are offered a gift or hospitality and you believe that it is intended to induce such behavior, it should be refused stating that it is not in accordance with ISLL's Anti-Bribery Policy, with an explanation of the reasons if appropriate. All such offers should then be reported to the Governance Team who will keep a log of gifts and hospitality offered to ISLL employees in such circumstances.

If a gift or hospitality is offered and it is reasonably understood that no improper conduct is intended, the recipient must abide by the following rules:

- A gift or hospitality may be accepted when:
  - the value is low
  - the acceptance of the gift does not improperly influence any decision-making; and
  - to refuse to accept the gift or hospitality would cause offence.

Note that cash gifts cannot be accepted by ISLL employees.

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- If you do accept a gift or hospitality, the following procedure should be followed:
  - Where practical, gifts should be placed in a common area so that ISLL can benefit from them. If this is not practicable, low value gifts may be retained.
  - If the gift is not one of low value and it is not practical for it to be shared by the organization, it should be handed to the HR department who will deal with the gift in accordance with ISLL policy.

For further information on the receipt of gifts and hospitality and for the rules regarding when gifts and hospitality may be offered, ISLL employees should refer to the Entertainment and Gifts section of ISLL's Expenses Policy and Procedure.

### 4. Partner organizations:

ISLL's Anti-Bribery Policy extends to all partner organizations that ISLL works with. Before entering into partnerships (and for partnerships already existing at the time of this policy) the following should be undertaken:

- The Program leading the partner relationship should ensure that ISLL's Anti-Bribery Policy and zero-tolerance approach is communicated appropriately to the partner organization and their staff.
- Appropriate due diligence should be conducted before entering into partnerships. This should involve seeking information about partner's controls, including their Anti-Bribery policies and procedures. Guidance should be sought from the Finance and Governance teams regarding the practicalities of conducting this due diligence.
- MoUs and sub-grant agreements should always incorporate appropriate anti-bribery clauses.
- If the partner organization is found to be involved with practices that contravene this Anti-Bribery Policy this must be reported to the Governance Team for immediate action.

### 5. Suppliers, contractors and other third parties

ISLL's Anti-Bribery Policy and zero-tolerance approach should be communicated to suppliers, contractors and other third parties. Before entering contracting arrangements with such parties, the risk of bribery should be assessed and appropriate due diligence should be conducted.

The Program undertaking the contracting arrangements should ensure that the appropriate level of due diligence has been undertaken and should seek guidance from the Governance and Finance teams where appropriate.

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Written contracts with suppliers, contractors and other third parties should incorporate appropriate anti-bribery clauses.

If the supplier, contractor or third party is found to be involved with practices that contravene this Anti-Bribery Policy, this must be reported to the Governance Team for immediate action.

## 6. Procurement

ISLL employees must undertake procurement in accordance with ISLL's Procurement, Purchasing & Consultancy (Contracts for Services) Policy & Procedure. In addition, those undertaking procurement should be aware of the risk of bribery or corruption during these procedures and maintain a zero-tolerance approach. ISLL's Anti-Bribery Policy should be communicated to those we are inviting to tender for providing services to ISLL.

If potential suppliers do attempt to contravene ISLL's Anti-Bribery Policy, their services should not be procured by ISLL. The Governance Team should also be informed of the incident for it to be logged.

## Conflicts of interest

A conflict of interest is a situation in which an individual's personal interests, or interests that they owe to another body, may (or may appear to) influence or affect their decision making. Members of Council, relevant participants at governance meetings and employees should refer to ISLL's Conflict of Interest Policy for guidance on managing conflicts of interest that may arise.

## Whistleblowing

Whistleblowing is the disclosure, by employees, of information in the public interest that relates to suspected wrong doing or dangers at work.

## Reporting

Incidents of bribery and/or the offer or receipt of gifts or hospitality should be reported to the Ethics Committee Team by completing the Bribery Report Form.

## Appendix 1:

**Extortion:** The unlawful use of one's position to obtain money/favors through coercion or threats. The act of securing money, favors etc., by intimidation or violence; blackmail.

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**Facilitation payment:** Usually small payments made to secure or expedite the performance of a routine or necessary action, to which the payer of the facilitation payment has legal or other entitlement. A "sitting fee" (defined below) is an example of a facilitation payment.

**Sitting fee:** A fee to ensure the attendance at a meeting, which they are already obliged to attend through existing contractual/salaried arrangements.

**Gifts and hospitality:** These can range from small gifts (such as diaries) to expensive hospitality (tickets for major events, holidays etc.). Extravagant gifts and hospitality may be used to disguise bribes that are intended to induce improper behavior:

- **Gift:** Money, goods, services or loans given ostensibly as a mark of friendship or appreciation. A gift is professedly given without expectation of consideration or value in return. A gift may be used to express a common purpose and the hope of future business success and prosperity. It may be given in appreciation of a favor done or a favor to be carried out in the future. A gift has no role in the business process other than that of marking and enhancing relations or promoting the giver's enterprise by incorporating a logo or message on a promotional item.
- **Hospitality:** Includes entertaining, meals, receptions, tickets to entertainment, social or sports events, participation in sporting events, such activities being given or received to initiate or develop relationships between business people. The distinction between hospitality and gifts can blur, especially where the giver of the hospitality does not attend and act as host.

As an organization, ISLL meets the last of these definitions, therefore ALL those employed by/associated with ISLL, whatever their nationality and employment status, are included. Therefore, this definition includes all those employed by, and undertaking activity on behalf of, ISLL wherever they are based in the world.

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