

Anti-Bribery and Anti-Corruption Policy Manual
Alten Calsoft Labs (India) Private Limited Internal Document
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Revision History

Version	Change Description	Sections	Date	Author	Approver
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1.0	Approved Document	All	22-Sep-22		Sai Satyam

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Purpose and Scope of this Document

Anti-Bribery and Anti-Corruption Policy Manual shall apply to all employees employed by **M/s. Alten Calsoft Labs (India) Private Limited** and all other branches existing and future come into existence in this group either in Karnataka or anywhere else in India

This document outlines Anti-Bribery and Anti-Corruption Policy Manual applicable to employees, including Permanent employees (whether on probation or confirmed), Temporary employees and casual employees at Alten Calsoft Labs (India) Pvt Ltd. and encompasses the statutory regulations for the employees of Alten Calsoft Labs (India) Pvt Ltd.

The update frequency of this document is once in a year. If there is any major change in setup, it will be reviewed during the year as well. The version available on intranet will always be considered current.

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1. Anti-Bribery and Anti-corruption Policy Statement and Purpose

This Anti-Bribery and Anti-corruption Policy (the "ABAC Policy" or "Policy") apply to all of the Alten Calsoft Labs India Private Limited includes its subsidiaries and affiliates ("ACL" or "Company") employees. Company directors, officers, employees engaged directly or indirectly, wherever located regardless of grade and position, in terms of all dealings and transactions in all countries where the Company operates (the "Employees").

The basic tenets of anti-bribery and anti-corruption are postulated in the ACL Code of Conduct. This ABAC Policy has been formulated and designed to provide a framework for ensuring compliance with various legislations governing bribery and corruption globally and contains principles that show the way forward for engaging in ethical conduct.

This ABAC Policy forms an integral part of the ACL's internal rules and Code of Conduct. ACL practices a zero-tolerance approach to bribery and corruption and is committed to act professionally and fairly in all its business dealings and relationships and in implementing and enforcing effective systems to counter bribery and corruption in any form.

ACL mandates compliance with all applicable anti-bribery and anti-corruption laws in all markets and jurisdictions in which it operates. Bribery is a serious criminal offence in jurisdictions in which the Company operates, including India (Prevention of Corruption Act, 1988, "PCA"), the United Kingdom (UK Bribery Act, 2010, "UKBA"), the United States of America (Foreign Corrupt Practices Act, 1977, "FCPA") and other applicable laws where bribery is a serious offence. Different statutes adopt different yardsticks to determine whether or not a particular act or omission is an offence thereunder; thus, an act may be an offence under one statute, but not under another. The FCPA makes it a federal crime for companies or individuals to bribe government officials in non-U.S. countries in order to obtain or retain business, or to secure improper business advantages. The FCPA also requires public companies or issuers (U.S. and non-U.S. companies that trade securities on a U.S. stock exchange), to keep accurate books and records, and to have an adequate system of internal financial and accounting controls. The UKBA prohibits bribery in both, the public and private sectors. Under the PCA, bribery of government officials and agents, whether directly or indirectly, is strictly prohibited.

Each Employee must exercise his/her own judgement and use good common sense. If they have any doubts over appropriate behavior, Employees should refer to the assistance and advisory resources set up by ACL and are asked to contact their manager or the Head of Legal and Ethics.

The ABAC Policy may be reviewed whenever appropriate.

1. Bribery and Corruption

Bribe is anything of value, including money, gifts and entertainment, other business courtesies, hospitality, or personal gratification given, offered, or received in an attempt to influence a person's behavior, in order to obtain or retain business, or to secure an unfair benefit or advantage.

Corruption is dishonest behavior by those in positions of power, such as managers or Government Officials. Corruption can include giving or accepting bribes or inappropriate gifts, under-the-table payments or benefits, diverting funds, laundering money, and defrauding investors.

2. Prohibited Activities:

- a. It is prohibited, directly or indirectly, for any Employee of ACL to offer, give, request or accept any bribe to or from any person or company in order to gain commercial, contractual or regulatory advantage for ACL, or in order to gain any personal advantage for an individual or anyone connected with the individual in a way that is unethical;
- b. This Policy requires Employees:
 - i. Not to offer, promise or make any bribe or unauthorized payment or inducement of any kind to anyone;
 - ii. Not to request or accept any kind of bribe or unusual payment or inducement that would not be authorized by ACL in the ordinary course of business;
 - iii. To refuse any bribe or unusual payment and to do so in a manner that is not open to misunderstanding or giving rise to false expectation; and to report any such offers;
 - iv. Not to make Facilitation payments and Kickbacks. Facilitation Payments are small expediting or grease payments made to Government Officials to facilitate or expedite the performance of a routine, non-discretionary governmental action that a Government Official is already obligated to perform, such as issuing certain permits, licenses, visas and mail. Facilitation payments do not include any decision by a Government Official to award new business or to continue business with a Company. A kickback is a form of negotiated bribery in which a commission is paid to the bribe-taker as a Quid Pro Quo for services rendered. The remuneration (money, goods or services handed over) is negotiated ahead of time. The kickback varies from other kinds of bribes in that there is implied collusion between agents of the two parties, rather than one party extorting the bribe from the other. The

purpose of kickback is usually to encourage the other party to cooperate in the illegal scheme. ACL will not tolerate or condone such payments / kickbacks being made.

- v. To report any breaches of this Policy's principles or standards or of any associated.

3. Criminal Offence (as defined in IPC)

- i). It is a criminal offence to:

- a. Offer a bribe.
- b. Accept a bribe.
- c. Fail to prevent a bribe (only applies to commercial organizations)

- ii). Employees and any individuals acting on behalf of ACL should be made aware that if they are found guilty by a court of committing bribery, embezzlement or fraudulence an individual could face prosecution as per the norms of IPC (Indian Penal Code).

4. Gifts and Hospitality

A gift is anything of value and would encompass any complimentary financial or non-monetary benefit. It includes tangible items such as cash, precious metals, stones, jewelry, art, and any of their equivalents, but also intangible items such as discounts, services, loans, favours, special privileges, advantages, benefits and rights that are not available to the general public. A “gift” also includes meals, entertainment, hospitality, vacations, trips, use of vacation homes, tickets to sporting or music events, outings, vendor familiarization trips, and use of recreational facilities. Offering or receiving gifts in order to win or keep business is unethical and, in many cases illegal.

As a general guide, the giving or receiving of gifts or hospitality may be acceptable if it meets all the following requirements:

- i) Is bona-fide and made in the normal course of business and does not create the appearance (or an implied obligation) that the gift giver is entitled to preferential treatment, an award of business, better prices, or improved terms of sale or service;
- ii) Complies with local laws and customs (including cultural and religious festivals) and is not prohibited under applicable law;
- iii) Would not influence, or appear to influence, or cause a conflict of interest for the gift giver or receiver;

- iv) Does not include cash or cash equivalents, gold or other precious metals, gems or stones;
- v) Does not include any form of services or non-cash benefits such as promise of employment;
- vi) Disclosure of the same does not cause embarrassment to the giver or receiver or to the company in question;
- vii) Is fully documented and supported by original receipts and accurately recorded in the books of accounts;
- viii) Is given openly, not secretly and in a manner that avoids the appearance of impropriety

5. Political Contributions

ACL will not support any specific political party nor makes any political contributions. No Employee shall use his job title or Company affiliation in connection with political activities.

6. Enforcement

This ABAC Policy imposes on all Employees specific responsibilities and obligations that will be enforced through standard disciplinary measures. All officers, employees and agents are responsible for understanding and complying with the Policy, as it relates to their jobs. Every Employee has an obligation to:

- Be familiar with applicable aspects of the Policy and communicate them to subordinates;
- Ask questions if the Policy or action required to take in a particular situation is unclear;
- Properly manage and monitor business activities conducted through third-parties;
- Be alert to indications or evidence of possible wrongdoing; and
- Promptly report violations or suspected violations through appropriate channels.

Any Employee who has reason to believe that a violation of this Policy has occurred, or may occur, must promptly report this information to his or her supervisor, the next level of supervision, or Legal Counsel.

Retaliation in any form against an employee who has, in good faith, reported a violation or possible violation of this Policy is strictly prohibited. Employees who

violate this Policy will be subject to disciplinary action, up to and including dismissal /disengagement. The emphasis of disciplinary action is on prevention,

justice and rehabilitation. When seeking guidance and/or reporting concerns, the following contacts and reporting options are available at ACL Intranet.

7. Monitoring and Review

The Legal Counsel shall monitor the effectiveness and review the implementation of this Policy regularly considering its suitability, adequacy and effectiveness. Any improvements identified shall be made as soon as possible. Internal control systems and procedures shall be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

ACL reserves the right to vary and/or amend the terms of this ABAC Policy from time to time.

Sai Satyam,
CFO

Appendix 1 - Declaration of Understanding form – Template

This declaration is intended to be completed by all Employees.

DECLARATION OF UNDERSTANDING OF THE ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

Iconfirm that I have read the ACL's ABAC Policy.

I also confirm that I have understood the requirements of the Policy and my responsibilities in relation to this document.

I understand that if I am party to any breach of the Policy then it could be regarded as Gross Misconduct and that this may result in disciplinary action, up to and including dismissal/disengagement, in accordance with the ACL's disciplinary procedures.

Signed:

Name:

Designation:

Date:

Please sign and return this form to your ACL HR contact.