

Anti Corruption/Bribery Policy

POLICY STATEMENT

We conduct all of our business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business practices and enforcing effective systems to counter bribery.

Bribery is a serious criminal offence in jurisdictions; we therefore take our legal responsibilities very seriously.

The purpose of this policy is to:

- a) Set out our responsibilities, and the responsibilities of those working for us, in observing and upholding our position on bribery and corruption; and
- b) Provide information and guidance to all on how to recognize and deal with bribery and corruption issues within or outside Sparkline.

APPLICABILITY

This policy applies to all individuals working for Sparkline anywhere in the world and at all levels And grades, including employees (whether regular, fixed-term or temporary), consultants, contractors, trainees, home-workers, casual workers and agency staff, interns, agents, sponsors, or any other person associated with us, or any of our Branches or their employees, wherever located.

DEFINITION

Bribery is a giving or taking any gift, loan, fee, reward or other advantage to or from any person as an inducement to do something which is dishonest, illegal or a breach of trust.

GIFTS AND HOSPITALITY

This policy does not prohibit normal, reasonable, appropriate, modest and bona fide corporate hospitality (given and received) to or from third parties if its purpose is to improve our company image, present our products and services, or establish cordial relations.

This policy recommends that employees always assess the purpose behind any hospitality or entertainment. Hospitality or entertainment with the intention of improperly influencing anyone's decision-making or objectivity, or making the recipient feel unduly obligated in any way, should never be offered or received. Employees should always consider how the recipient is likely to view the hospitality. Similarly employees must also decline any invitation or offer of hospitality or entertainment when made with the actual or apparent intent to influence their decisions.

The giving or receiving of gifts can in some cases influence, or appear to influence, decision-making, for example by persuading the recipient to favour the person who made the gift over his own employer.

As such, associates should think very carefully before making, or receiving, gifts. Gifts can occasionally be offered to celebrate special occasions (for example religious holidays or the birth of a child) provided such gifts are moderate in value, occasional, appropriate, totally unconditional, and in-fitting with local business practices.

No gift should be given or accepted if it could reasonably be seen improperly to influence the decision-making of the recipient. In addition some types of gifts will clearly never be acceptable including gifts that are illegal or unethical, or involve cash or cash equivalent (e.g. loans, stock options, etc).

Furthermore, by way of non-exhaustive example, the use of a customer's holiday home, or an invitation to his/her family to join him on a foreign business trip, or the extension of a trip at the customer's expense to include a holiday etc, are at all times unacceptable, and associates should not in any way indulge in such practices.

It is acceptable to offer modest promotional materials to contacts e.g. branded pens, Stationery (whose value is less than Rs.500/-). Use of one's position with the Company to solicit a gift of any kind is not acceptable. However, the Company allows employees occasionally to receive unsolicited gifts of a very low intrinsic value (Less than Rs.500/-) from business contacts provided the gift is given unconditionally and not in a manner that could influence any decision-making process.

If in any particular situation you are in doubt, always consult with your supervisor or manager. All senior leaders are expected to exhibit highest levels of integrity while discharging their duties; if they face any dilemma they should consult HR or the managing director for such matters.

Finally, employees should never personally pay for gifts or hospitality in order to avoid this policy. Employees should also be mindful of, and respect, the policies of the recipients of gifts and hospitality.

WHAT IS NOT ACCEPTABLE

It is not acceptable to:

- a) give, promise to give, or offer, a payment, gift or hospitality to secure an improper business advantage or to reward a business advantage already given;
- b) give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to "facilitate", expedite or reward a routine or other procedure;
- c) accept payment from a third party knowing or suspecting it is offered with the expectation that it will obtain a business advantage for them;
- d) induce another individual or associate to indulge in any of the acts or omissions.

e) threaten or retaliate against another associate who has refused to commit a bribery offence or who has raised concerns under this policy; or

f) engage in any activity that might lead to a breach of this policy.

RECORD KEEPING

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.

All must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review or HR Review.

Employees must ensure that all expense claims relating to hospitality, gifts or expenses incurred to 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.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts should be kept "off-book" to facilitate or conceal improper payments.

RAISING A CONCERN/COMPLAINT

Employees are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, s/he should raise the matter with his/her HOD or consult with Human Resource (HR) team. Concerns should be reported by following the procedure set out in the Whistleblower Policy which is available on DMS.

PROTECTION

Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. Sparkline aims to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

DONATIONS

The Company does not make contributions to political parties which are so made to influence any decision or gain a business advantage. The Company only makes charitable donations that are legal and ethical under local laws and practices.

Approved By



Managing Director

30/12/2016
Date