



**ANTI-CORRUPTION AND ANTI-BRIBERY
& ANTI-MONEY LAUNDERING POLICY
OF
JAYASWAL NECO INDUSTRIES LIMITED**

Preamble

Jayaswal Neco Industries Limited (hereinafter referred to as 'JNIL, or 'The Company'), has a quest for competitive excellence that consists of its commitment to an inclusive approach, lawful and ethical conduct, and adherence to our core values- viz., transparency, integrity, honesty, and respect for people. This Anti-Corruption and Anti-Bribery & Anti-Money Laundering Policy ("Policy") emphasizes JNIL's zero-tolerance approach to bribery, corruption and money laundering. This Policy establishes the principles to deal with respect to anti-bribery, anti-corruption and anti-money laundering laws. This Policy provides information and guidance about how to recognize, deal and report the instances of bribery, corruption and money laundering.

Purpose of this Policy

The purpose of this Policy is to ensure that employees and workers of JNIL conduct business in an ethical manner and understand and adhere to the requirements of all applicable anti-bribery, anti-corruption and anti-money laundering laws and best practices. This Policy provides information and guidance to those working for and with JNIL on how to recognize and deal with issues concerning Bribery, Corruption and Money Laundering. For the purpose of dealing with our Global Third Parties, JNIL shall comply with all applicable local laws and regulations that aim to prevent Bribery, Corruption and Money Laundering.

Scope of Policy

The principles and obligations outlined in this Policy apply to JNIL, its Employees, and Third Parties (if acting on behalf of JNIL). Subject to applicable laws, JNIL shall ensure that all of its associates and affiliates adopt and implement a similar policy. This Policy may apply to the partnerships and joint ventures that JNIL is involved with if mutually accepted. Best effort will be used in order to have this agreed upon by the partnerships and joint ventures as such, each and everyone is responsible for adhering to these standards in all business interactions.

Definitions

"Anti-Corruption Laws", "Anti-Bribery Laws" and "Anti-Money Laundering Laws" means all applicable anti-corruption, anti-bribery and anti-money laundering laws / statutes / regulations / guidelines / codes stipulated by the relevant governmental authorities.

"Gifts, Hospitality, and Donations/Favors" means anything of value, including, but not limited to, money, stored-value cards, gratuities, commissions, rebates, loans, loan guarantees, payment of debts, transportation, use of property, charitable donations, medical treatments, medication, entertainment, hospitality, travel, internships (paid or unpaid), employment opportunities, admission opportunities, goods, or services.

"JNIL" means Jayaswal Neco Industries Limited and all of its associates & affiliates.

"Policy" means "Anti-Corruption and Anti-Bribery & Anti-Money Laundering Policy".

"Charitable Donation" is financial or other support provided to a) an organization recognized as a charitable organization under local laws; b) an organization or informal group primarily organized to provide a community or public benefit or c) an organization or informal group that is organizing an event to provide a community or public benefit.

"Employee" For the purposes of this Policy, employee includes all individuals working at all levels and grades (whether permanent "full-time", "part-time", "fixed-term" or "temporary"), including but not limited to trainees, permanent or non-permanent workers and agency staff, volunteers, interns, duly authorized agents or any other person working under the supervision and associated with JNIL.

"Entertainment" refers to any form of entertainment, including, but not limited to tours and cultural, social, and sports events.

“Government Official” is broadly construed to include:

- any elected or appointed person that performs a (national or international) government function;
- any employee or other person acting for or on behalf of a government official, agency, instrumentality, or enterprise that performs a government function;
- any political party, officer, employee, or other person acting for or on behalf of a political party, or
- any candidate for public office;
- any employee or person acting for or on behalf of a public international organization; or
- any employee or other person acting for or on behalf of any entity that is wholly or partially government-owned or controlled as well as any public service employee or international organization employee.

“Third Party” includes but is not limited to any natural persons and individuals that represent Third Parties, as well as juristic persons (companies/organizations) such as vendors, consultants, agents acting on behalf of JNIL, sales/implementation partners, contractors, subcontractors that either have a direct/indirect relationship with JNIL, franchisors, business contacts, customers, Government Entities and Government Officials.

“Money Laundering” means as defined and understood under the Prevention of Money Laundering Act, 2002 (PMLA).

Policy Statement

The Company is committed to complying with all laws and regulations which govern all the operations of the Company in every office/plant location. This Policy explains our responsibility to comply with Anti-Corruption, Anti-Bribery and & Anti-Money Laundering laws (as applicable). The Company has a zero-tolerance attitude towards Corruption, Bribery and Money Laundering. The company is therefore committed to doing business ethically and expects its employees to follow and practice ethical business practices.

Any violation of this Policy may result in disciplinary action, up to and including dismissal in appropriate circumstances. It is therefore extremely important that employees must familiarize themselves with this Policy and strictly adhere to it.

Gifts, Hospitality and Donations

In developing or retaining commercial relationships, the act of giving or getting corporate hospitality can play a suitable role. Gifts and hospitality, however, are not advisable if they generate real or perceived conflicts of interest or otherwise seem to affect a choice or influence a decision. Employees are forbidden to accept donations, discounts, favors, or services from an existing or potential client, competitor, supplier or service provider. Extra care must be taken in functions such as procurement and sales.

The employees shall never directly or indirectly offer to pay or authorize an offer to pay money or anything of value to a government official or any other person or entity, which is intended to influence the judgment of the recipient, intended to secure preferential treatment or improper advantage for the company or intended as a gratification for taking a decision/action favoring the company.

Financial and Non-Financial advantages include, but are not limited to:

- Cash
- Cash equivalents, such as gift cards, vouchers, loans
- Gifts, Entertainment, or Hospitality
- Charitable Donations
- Educational, employment or other valuable opportunities

Working with the Government/Regulator

While dealing with the Government or regulatory (industry/tax/municipal etc.) officials, the Company must adhere to the highest standards of business conduct. All payments to Government Entities must be for the legitimate delivery of our goods/services. Payments that are made to gain or retain an improper business advantage are prohibited. Where necessary, Employees and Third Parties should be prepared to submit documentation about the goods that were provided with information such as the type of products, quantity, date of delivery, name of the contact at the Government Entity, and similar information. The Company must not offer, provide or solicit anything of economic value in return for any special treatment or favor and do not employ a relative of any Government official in return for any favors.

If Government Officials are using their power to demand illegal payment, Employees and Third Parties do not yield to this demand but contact a reporting manager or consult an appropriate member of the Human Resources (HR) team.

Charitable Contributions

The Company makes charitable contributions that are legal and ethical under local/ national law and practices. Charitable contributions can only be given to needy people/organizations. All donations must be: transparent and properly recorded in the company's books and records; documented with a receipt or have a letter of acknowledgment from the charity to ensure that the donations receive the proper tax treatment and; be compliant with local laws, regulations or local or Business Unit internal policies

Facilitation payments & Kickbacks

The Company prohibits employees making or accepting, facilitation payments or "kickbacks" of any kind. Typically, facilitation payments are tiny, informal payments made by an official to secure or speed up a routine action. Typically, kickbacks are payments made in exchange for a benefit. All persons covered by this policy must prevent any activity that may result in the facilitation payment or kickback.

Transactions with Third Parties

In coordination with Corporate Compliance, all relevant departments of JNIL are responsible to establish adequate registration/selection, due diligence and engagement processes as outlined in the Company's Code of Conduct. Third Parties working with/for JNIL should adhere this Policy in true letter and spirit. Employees must be careful when agreeing on prices and payment terms with Third Parties as some types of compensation arrangements can be used or viewed as bribes. Prices must be commercially reasonable and commensurate with the deliverables. The deliverables that are provided for the agreed price must be clearly defined and documented and the payments of the price must be clear and accurate. Any performance-based reimbursement conditions shall be agreed upon on a contractual basis.

Money Laundering

Acts of money laundering are strictly prohibited. The Employees are strictly prohibited from undertaking any acts of Money Laundering. The Employees must ensure compliance with Applicable Laws in relation to Money Laundering, and implement the necessary measures as required under Applicable Laws to adequately prevent, detect, and respond to the risks of Money Laundering and terrorist financing.

Questions about this Policy

- No policy can anticipate every possible situation that might arise. Employees and Third Parties are encouraged to discuss with the concerned, any questions about specific facts and circumstances that may implicate provisions of this Policy.

- Any questions regarding this Policy shall be raised with a reporting manager or consult an appropriate member of the Human Resources (HR) team.
- If confronted with a situation in which there is any doubt or uncertainty about the legality of a payment, expenditure or other action, he/she should contact his/her Departmental head for advice before proceeding.

Responsibility of Individuals

Every individual covered by this Policy must guarantee that they have read and understood this policy and must comply with this policy's terms and conditions at all times. It is the duty of all those who work for the Company or are under its control to prevent, detect and report corruption. All individuals should avoid and prevent any activity that could result in any violation of this policy. Individuals must notify their reporting manager or consult with any suitable member of the Human Resources (HR) team as quickly as possible if they think or suspect or have reason to think or suspect that a violation of this policy has happened or may happen in the future.

Any person who breaches any of the terms of this policy shall face disciplinary action that may lead to the level of his dismissal.

Reporting potential misconduct/non-conformance and Protection

All employees/ workers are encouraged to raise issues or suspicion of any concerns of malpractice at the earliest possible stage. If they are unsure whether a particular act constitutes bribery or corruption or money laundering, they should raise the matter with their reporting manager or consult an appropriate member of the Human Resources (HR) team. HR, the responsible people for the whistle-blower line or any supervisor receiving reports of suspected violations of this Policy must report all details to MD/JMD/ED.

The Company encourages openness and any issue/concern raised in good faith would be supported by the company under this policy, even if the issue/ concern turns out to be mistaken. The company would ensure that any employee/ worker would not suffer detrimental treatment as a result of refusing to take part in bribery/ corruption/money laundering or because of reporting about an issue or concern.

Detrimental treatment would include disciplinary action, dismissal or unfavorable treatment. Any employee/ worker who believes that they have faced such treatment should report the same to the Human Resource Head.

Training & Communication

Dissemination of this Policy for new employees shall be carried out at the time of induction. This Policy will also be shared with all current employees. If any employee has any query about this Policy, he/ she should contact their reporting/ departmental head.

Responsibility and Implementation

It is the company's Human Resources Department's responsibility to ensure that this policy is complied with by all the employees. At the office and site levels, the respective heads are responsible for implementing this policy.

Monitoring & Review

All respective responsible persons will monitor the efficiency and review this policy's execution, considering its suitability, adequacy and efficiency on a regular basis. Any recognized improvements will be produced and integrated as quickly as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery, corruption and money laundering. All employees

are responsible for the success of this policy and should ensure they use it to disclose any suspected wrongdoing as and when it comes to their notice. Individuals are invited to comment on this policy and suggest ways in which it might be improved.