



JAI BALAJI INDUSTRIES LIMITED

ANTI-BRIBERY AND VIGILANCE POLICY

1. Introduction

This Anti-Bribery and Vigilance Policy ("ACV Policy") is committed to upholding the highest standards of ethical conduct and preventing all forms of bribery and corruption. The Policy applies to all directors, officers, employees, and agents of the Company, as well as any third parties acting on behalf of the Company.

The Policy is designed to comply with all applicable laws and regulations, including the Prevention of Corruption Act, 2013 ("POCA"), Companies Act, 2013, the Indian Penal Code, 1860 ("IPC"), and the extra-terrestrial acts: Foreign Corrupt Practices Act, 1977 ("FCPA") and U.K. Bribery Act (UKBA) of 2011.

This policy is to be read in conjunction with the "Whistle Blower Policy - Vigil Mechanism for Directors and Employers".

2. Policy Statement

The Company has a zero-tolerance approach to bribery and corruption. The Company prohibits all forms of bribery and corruption, whether direct or indirect, domestic or foreign.

Bribery is defined as offering, promising, or giving anything of value to a public official or any other person for the purpose of obtaining or retaining business or an advantage in the conduct of business. Corruption is defined as any act or omission that constitutes an abuse of entrusted power for private gain.

3. Scope of the Policy

The Policy applies to all activities of the Company, including but not limited to:

- **Business transactions:** All business transactions, including marketing, sales, procurement, and contracting.
- **Government interactions:** All interactions with government officials, including but not limited to legislators, regulators, and customs officials.
- **Third-party relationships:** All relationships with third parties, including agents, consultants, and distributors.

4. Prohibited Conduct

The following are examples of prohibited conduct under the Policy:

- Offering or promising anything of value to a public official or any other person in exchange for business or an advantage.
- Providing entertainment, gifts, or hospitality to a public official or any other person in excess of what is considered reasonable and customary.
- Making payments to third parties for the purpose of facilitating bribery or corruption.
- Failing to report suspected bribery or corruption.

5. Reporting Obligations

All directors, officers, employees, and agents of the Company are required to report any suspected bribery or corruption to the Company's Audit Committee / Chairman of Audit Committee. Reports can be made anonymously through the Company's whistleblower hotline.

The Audit Committee/ Chairman of Audit Committee will investigate all reported allegations of bribery or corruption and take appropriate disciplinary action, up to and including termination of employment.

6. Training and Awareness

The Company will provide training to all directors, officers, employees, and agents of the Company on the Policy and its requirements.

The Company will also provide regular communication and awareness-raising activities to promote a culture of ethical conduct and compliance with the Policy.

7. Monitoring and Review

The Company will regularly monitor the effectiveness of the Policy and make updates as needed.

The Company will also conduct periodic risk assessments to identify and mitigate bribery and corruption risks.

8. Governance

The Audit Committee/Chairman of Audit Committee is responsible for overseeing the implementation and enforcement of the Policy.

The Audit Committee/Chairman of Audit Committee will report on the implementation of the Policy to the Board of Directors on an annual basis.

9. Waivers

Any waiver of the Policy must be approved in writing by the Board of Directors.

10. Disclaimer

This Policy is not intended to provide legal advice. If you have any questions about the Policy or its application, please consult with legal counsel.