



SOP for Anti-Bribery Policy

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I. PHILOSOPHY:

The Company's philosophy on Corporate Governance is the creation of long-term stakeholder value through the adoption of a best-in-class Corporate Governance Framework and adherence thereto. It aims to conduct its business in accordance with the highest ethical standards and in compliance with anti-bribery laws. The Company has zero tolerance for corruption and bribery.

1. OBJECTIVES:

The principal objective of this SOP is:

- To provide information and understanding on bribery and corruption and its forms (Annexure I) and expected actions for dealing with instances involving bribery and corruption.
- To provide guidance to all the parties covered under the Anti-bribery Policy
- To set internal processes and procedures for implementing the Anti Bribery Policy of the Company
- To foster a business environment that is free of corruption through reporting and redressal.
- To endeavour that internal and external stakeholders take reasonable measures to ensure their daily activities do not involve corrupt activities directly or indirectly.
- To refrain from non-compliance with acts, codes and policies related to integrity and anti-corruption
- To mitigate risks and implications of any untoward incident in violation of the Anti-Bribery Policy.
- To enumerate disciplinary action for non-compliance with acts, codes and policies

2. SCOPE & APPLICABILITY:

The 'Scope and Applicability' as enumerated in Anti-bribery Policy is reproduced below: The Anti Bribery policy shall be applicable and binding on all employees (temporary or permanent), directors, officers of the Company and its subsidiaries, Joint venture Partner(s) and Associate Companies, the Policy is also applicable to all third parties including but not limited to vendors, distributors, resellers, business partners, suppliers, contractors, subcontractors, or agents working on its behalf to abstain from engaging in any form of bribery or corruption.

II. DIRECTIVES:

The Anti Bribery Policy ('the Policy') together with the SOP provides guidance on how to deal with any improper solicitation, bribery and other corrupt activities and issues that may arise while doing business. Any violation of the Policy will not be tolerated and shall lead to inquiry, investigations, and disciplinary actions including termination of employment or contract along with penalties, claim for damages and criminal proceedings.

III. STRUCTURE AND RESPONSIBILITIES:

The multi-tier governance structure supports the Company's anti-bribery and anti-corruption commitment further ensuring effective implementation and governance of the Anti-Bribery Policy in true spirit.

1. Board of Directors ('Board'):

The Board shall formulate, evaluate, and approve the 'Anti-bribery Policy' and upgradations thereto based on recommendations from the CSR & ESG Committee. The Board is responsible for ensuring the proper functioning of the governance systems relating to bribery and corruption. The Risk Management Committee shall monitor risks relating to bribery and corruption.

2. CSR & ESG Committee:

CSR & ESG Committee in their role under the structure and for ensuring compliance and reporting thereunder, shall:

- recommend amendments in the Policy, if any to the Board.
- recommend vision and targets aimed at zero tolerance towards non-compliance and review its functioning.
- advise the ESG Council on the implementation and functioning of the Policy and SOP.

3. ESG Council & Working Group:

The ESG Council shall:

- review and recommend amendments in the Policy, if any, to the CSR & ESG Committee.
- support implementation of the Policy by amending the Anti-Bribery Standard Operating Procedures and training modules from time to time.
- monitor and review the implementation of the Anti-Bribery Policy, SOP, training and applicable system.
- recommend training calendar, process reviews, refresher sessions and educational programs on compliance and awareness about the bribery, corruption, and ethical conduct for internal stakeholders, employees, third parties and external stakeholders.

4. Management team:

(i) The Management team, comprising of Senior Managerial Personnel (SMPs), in their managerial role as Business Heads and Function Heads of the Company as a part of their managerial role, shall be responsible with respect to their function to:

- communicate, demonstrate and promulgate the Policy.
- ensure the Policy is communicated effectively to all internal and external stakeholders that they engage with from time to time.
- endeavour to promulgate and communicate the Policy to all third parties that they are dealing with.
- endeavour adequate training conducted for their respective department on the Policy and Standard Operating Procedure at regular intervals.
- create adequacy of checks and balances, internal control systems and effective operation within their respective functions.
- promulgate a zero-tolerance approach towards non-compliance with the policy and SOP thereof.
- promulgate job rotation of employees based on work allocation and region.
- Minimise the opportunity for potential bribery instances that may occur within the business activities.
- identify and enlist within their respective function probable forms of corruption such as bribes, gifts, entertainment and expenses, donations and sponsorships, political contributions and facilitation payments.

- Disseminate policy and SOPs to all employees through digital or physical mode including new employees at the time of on-boarding.
- Develop Compliance KPIs toward employee engagement and awareness of the compliance program.
- Encourage and guide disclosing instances of bribery.
- redress issues pertaining to implementation of the Policy, SOP and trainings.
- monitor the implementation of the Policy within the function.

5. Human Capital (Employees):

The Employees whether on-roll, off-roll, contractual or fixed term shall:

- always act ethically and with integrity.
- seek guidance and training on identification and compliance relating to bribery, corruption, fraud and money laundering.
- report any incidence of gratification, bribery or corruption to the person specified in Section vi below as soon as the employee has knowledge or becomes aware of such incidence.
- not give, agree to give, promise or offer to or accept from any person/party, any form of gratification or bribery either voluntarily or when asked to do so in the conduct of the Group's business for personal benefit or for the benefit of the Group.
- attend the trainings and programmes at regular intervals.
- provide yearly confirmation on Anti Bribery through HR system.
- promulgate and communicate the anti-bribery commitment and zero tolerance policy of the Company in their dealings with all internal and external stakeholders.
- aid team members, employees, third parties and other stakeholders to identify report and redress potential bribery instances and ensure the issues are addressed through inclusive training.
- disseminate and promulgate the policy to internal and external stakeholders.
- achieve KPIs aimed at employee engagement and awareness of the compliance program.
- identify within their respective function and dealings with internal stakeholders, external stakeholders or third parties all probable forms of corruption such as bribes, gifts, entertainment and expenses, donations and sponsorships, political contributions and facilitation payments and minimize the opportunity that may occur within the business activities and receive or give or offer any form of bribe.
- mitigate risk relating to bribery.
- confirm compliance with the various policies and codes of the Company.
- ensure that they read and confirm the Policy and Standard Operating Process and participate in training and refresher sessions conducted by the Company.
- Report to CO at speakup@polycab.com, all sorts of bribery and corruption in relation to other employees and third parties immediately upon becoming aware.

Points 1 to 5 above represent 'internal stakeholders'.

6. External Stakeholders:

The External Stakeholders shall comply and confirm compliance with the laws relating to anti-bribery and anti-corruption. The Policy being applicable to all third parties including but not limited to vendors, dealers, distributors, resellers, business partners, suppliers, contractors, consultants, service providers, subcontractors, or agents working on behalf of the Company, or third parties, the Company shall engage with its stakeholders and endeavour to ensure communication of the of compliance relating to the Policy.

The external stakeholders shall endeavour to seek trainings from the Company and comply with the SOP, Policy. The Stakeholders are further encouraged to conduct regular trainings in their respective organisations to create awareness on compliances related to anti-bribery and anti-corruption.

IV. SYSTEMS:

Governance systems and tools are devised to provide guidance and ensure compliance with the Anti-bribery Policy which includes:

1. Understanding Bribery and Corruption and its forms
2. Identification of Compliances and associated risk
3. Practice tools aiding compliance
4. Structured reporting of a concern
5. Investigation
6. Independent audit, assurance and due diligence

The Governance System within the organization as applicable to the respective function is in conformity with the anti-bribery Policy.

1. Understanding Bribery and Corruption & its forms

Understanding bribery and identifying bribery instances is a crucial step in upholding the company's commitment to ethical conduct and integrity. All employees play a vital role in maintaining a culture that discourages bribery and corruption. By being vigilant, recognizing red flags, and promptly reporting suspicions, we can collectively contribute to a transparent and trustworthy business environment. Annexure I provide different forms of bribery.

2. Identification of compliances and associated risk

This SOP provides a well-defined and structured system for risk mitigation wherein the stakeholders identify compliances and risks associated with the compliance of the anti-bribery policy and take mitigating actions in order to minimise the impact of the risks on the Company and its stakeholders.

The stakeholders identified in the multi-tier structure shall familiarise themselves and other internal and external stakeholders to answer questions when faced with instances of bribery and corruption amongst others forms of unethical behaviour:

- i. **Who can communicate?**
Any person
- ii. **With whom to communicate?**
Whistle Officer
- iii. **What to communicate?**
Instances of bribery or corruption whether within the organisation or otherwise
- iv. **When to communicate?**
Immediately upon knowledge
- v. **How to communicate?**
Vide email to 'speakup@polycab.com'
- vi. **The languages in which to communicate?**
Any language

3. Practice tools aiding compliance:

a) Recruitment

The recruitment of employees shall be based on approved selection criteria to ensure that only the most qualified and suitable candidates are employed. This is crucial to

ensure that no element of corruption is involved in the hiring procedure of employees. In line with this, proper background checks should also be conducted in order to ensure that the potential employee has not been convicted of any bribery or corruption cases. More detailed background checks should be undertaken while hiring employees for management team positions, as they would be tasked with decision-making obligations.

b) Training & Communication:

ESG Council of the Company will provide training documents on the policy as part of the induction process for all new employees. Employees will also receive regular, relevant training/updates on how to adhere to this policy and will be asked annually to formally accept that they will comply with this policy. The company's anti-bribery policy and zero-tolerance attitude will be clearly communicated to all suppliers, contractors, business partners, and any third parties at the outset of business relations. Providing advice and guidance to personnel on the Governance system and issues relating to bribery.

c) Upgradation and continuous improvement:

Carry out regular reviews of the anti-bribery policy, procedures, training and programme including internal audits, provide resulting reports to top management and the Board and take necessary actions to improve the system. There shall be a continuous endeavour to develop internal controls and systems to prevent and mitigate the risk of bribery.

d) Record-Keeping

For the Anti-bribery Policy and SOP, the records shall include but not limited to communication of Company's commitment (to implement the anti-bribery compliance programme etc.), implementation of the anti-bribery policy/ SOP, report of activities in relation to the corruption prevention etc., and the relevant staff must retain for at least eight (8) years, all records, operational work documents, other documents, and transactions to enable Company to comply with any requests from the relevant authorities.

e) Separation of Duties

Each function shall adopt requisite checking mechanisms for separation of duties within their respective function.

4. Structured Reporting of a concern

Any misconduct observed or reported within the organization shall be subject to investigation and disciplinary action. The process is enumerated in the Code of Conduct and reproduced as Annexure II.

5. Investigation

The Whistle Committee will investigate any reported allegations as per the Investigation Policy. The Whistle Committee shall maintain utmost 'confidentiality' and ensure adequate protection is provided to the Whistle Blower. The Whistle Committee shall update the Audit Committee Chair and report directly to the Audit Committee. All reports will be handled confidentially, and the investigation may involve the documentation of all relevant facts, including persons involved, times and dates. The Committee shall take recommended actions depending upon the outcome of the investigation, including disciplinary steps where appropriate, action to correct any behaviour in breach of this policy or other unfavourable treatment connected with raising a concern.

6. Assurance and due diligence

The Stakeholders shall undertake need-based due diligence to aid in decision-making about the initiation or continuation of the relationship with the internal and external stakeholders including employees, suppliers, service providers, customers and third parties. The stakeholders may seek guidance from the multi-tier structure. Any unsatisfactory findings from the due diligence shall be treated as red flags by the stakeholder and risk mitigated prior to the intended or continued business dealings and exercise discretion before proceeding with the relationship. The internal stakeholders for customers with a positive trace of public officials, and the staff have decided to commence the relationship whereby the interests are also not prohibited by the Company's Code of Conduct Policy, the disclosure in the financing procurement proposal is mandatory. The Board or its Committee may conduct internal audits/assurances, as and when required.

V. EVALUATION

a. Structured reporting of a concern

The Stakeholders are encouraged and aided to raise genuine concerns about possible improprieties in the business conduct to the Whistle Officer / Committee of the Company as per the procedure laid down in the Whistle Blower Policy. The Whistle Committee shall ensure that no whistle blower suffers detrimental treatment for refusing to collaborate or reporting their suspicion in good faith on actual, contemplated or potential instances of bribery or other corruption forms. The Company shall not tolerate retaliation in any form against anyone for raising concerns or reporting what they genuinely believe to be improper, unethical, or inappropriate behaviour and all the allegations shall be treated confidentially.

b. Compliance with the Policy:

Every employee and other stakeholder of the Company shall act with integrity and ensure that they read, understand, and comply with the anti-bribery policy and this SOP document. The prevention, detection and reporting of bribery and other forms of corruption shall be the responsibility of all those working for the Company or under its control. All the employees shall sign a declaration at the time of joining as per the attached **Annexure III**. Violation or breach of this policy shall result in disciplinary action, up to and not limited to termination of contract, suspension or termination of employment with the Company.

c. Waiver & amendment of the Policy and SOP:

This document to be read together with the anti-bribery policy of the Company. The Compliance team will monitor the effectiveness and review the implementation of the Policy, regularly considering its suitability, adequacy and effectiveness. This document is subject to modification. Any change of the guideline shall be approved by the Compliance Officer. The management shall have the overriding right to withdraw or amend the guideline at its own discretion as it deems fit from time to time. The decision of the management shall be final and binding.

Annexure I – Understanding Bribery and Corruption & its forms.

1. Definitions:

“Corruption” is dishonest behaviour by those in positions of power, such as managers or government officials. This is defined as misuse of power for personal gain.

“Bribery” refers to the offering, giving, soliciting, promising or receiving of any item of value as a means of influencing the actions or decisions of an individual to obtain an improper business advantage.”

2. Identification of Bribery and Corruption:

i. Measures assisting stakeholders in identifying instances of bribery and corruption include:

- Comprehensive Training and Awareness Programs,
- Defined Policies and Procedures,
- Established Reporting under Whistle blower Mechanism and Risk mitigation
- Whistle blower Protection
- Regular Audits and Monitoring,
- Transparent Business Practices,
- Disciplinary Measures and Consequences,
- Continuous Improvement

ii. Stakeholders shall not:

- Give, agree to give, promise, or offer to any person any gratification payment, gift, hospitality or other benefit with the intention of receiving or retaining a business or advantage in return, or to reward any business received or retained.
- Accept any offer from any person he knows or suspects, is made with the intent that the Group will provide or retain a business or advantage for that person or any other person.
- Give, agree to give, promise or offer any gratification to a Government official in any country to facilitate or speed up a routine or necessary procedure.
- Threaten or retaliate against any person who refuses to offer or declines any form of gratification or bribery or who has raised concerns about possible bribery or corruption.

iii. Forms of Bribery

Bribery involves the offering, giving, receiving, or soliciting of something of value to influence the actions of an individual in a position of trust, often for personal gain or advantage. Different forms of Bribery are as follows:

- Money (or cash equivalent such as shares)
- Unreasonable gifts, entertainment or hospitality
- Sponsored travel
- Kickbacks
- Unwarranted rebates or excessive commissions
- Unwarranted allowances or expenses
- “Facilitation” payments
- Political or charitable contributions
- Anything else of value.

iv. Trainings

The training shall address the following issues in relation to different forms of bribery as provided in Annexure II:

- a) Company's anti-bribery policy, procedures and governance system, and their duty to comply;
- b) Risk and the damage to them and the Company resulting from bribery;
- c) Recognize and respond to solicitations or bribe offers;
- d) Prevent and avoid bribery and recognize key bribery risk indicators;
- e) Contribution to the effectiveness of the governance system, including the benefits of improved anti-bribery performance and of reporting suspected bribery;
- f) Potential consequences of not conforming with the Governance system requirements;
- g) How and to whom to report any concerns;
- h) Information on available training and resources.

v. Illustrative List and guidelines

➤ Gifts, Entertainment, Hospitality & Travel:

Employees and agents are required to comply with the Company's Code of Conduct or any other policy and procedures relating to the receipt of gifts, entertainment, hospitality and sponsored travel.

Offering or receiving any gift, entertainment, hospitality and sponsored travel that may be perceived to unfairly influence a business relationship must be strictly avoided. They should only be provided and received to or from third parties so long as it is reasonable, modest and bonafide, and if the purpose of the same is to improve Company's image or establish a cordial relationship.

Employees and agents must not request, accept, offer or provide gifts, entertainment, hospitality and sponsored travel to induce, support or reward improper conduct in connection with any business or anticipated future business involving the Group. There should also be explicit, clear and internally transparent criteria to determine the selection of guests to be invited to the Company corporate hospitality event. Reasonable due diligence should be exercised, particularly when the arrangements involve public officials.

Employees and agents must never avoid their obligation to declare or seek approval before accepting or giving any business gift and entertainment by paying personally for it in circumstances where they would otherwise be required to declare or seek approval for it. Gifts and entertainment must get the necessary approval from the management team of the Company. One may accept the gift if the value of the same is not more than rupees 5,000 on the occasion of festivals. All receipts of gifts, entertainment, hospitality and sponsored travel must be declared to the management team within 48 hours of receiving it or as soon as practically possible thereafter. The declaration must be made in the employee's best interests.

In addition, when giving or receiving gifts, entertainment, hospitality, sponsored travel or any other benefit, directly or indirectly, to or by the employee, the employee must make sure that:

- it is aimed at nothing more than general relationship building;
- could not be perceived as an attempt to gain influence in respect of any particular matter;
- is lawful in the country in which made.

In the event the employee is unable to decline or return a gift with an actual value of more than 1,000 rupees, the employee must declare and surrender such gift. The Compliance Officer, subject to his due considerations, will have the right to decide based on the following:

- (i) Donate the gift to charity; or
- (ii) Register it as a Company's property to be used publicly by all employees; or
- (iii) Decorate it as a display item; or
- (iv) Share it with other employees; or
- (v) Retain all the gifts and utilise them later as lucky draw items during the Company's event etc.; or
- (vi) Permit it to be retained by the employee.

The giving or receiving gifts or hospitality is acceptable under the Anti Bribery Policy if all the following requirements are met:

- a. It is not made with the intention of influencing a third Party to obtain or retain business or a business advantage or to reward the provision or retention of business or a business advantage or in explicit or implicit exchange for benefits or for any other corrupt purpose.
- b. It complies with local laws and customs.
- c. It does not include cash or a cash equivalent.
- d. It is given openly, not secretly and in a manner that avoids the appearance of impropriety.
- e. It is given (evidencing the same in writing) by or on behalf of an existing client to appreciate good work by employees working for that client.
- f. It is of normal and appropriate value and made on an occasional basis e.g., the exchange of gifts on festivals like Diwali, Christmas etc.

Examples of entertainment events could include golf, movies, orchestra, theatre, etc. As for corporate hospitalities, the examples could include dining, conferences, training, open-house, event tickets or invitations for events, additional discounts given on items bought from customers' companies etc. In the event the employees find that corporate hospitality is beneficial to foster healthy business relationships, the staff could pursue the same, but it has to be declared.

All staff are required to comply with the policies and procedures of the Company and maintain expenses within the entitlement limits when carrying out entertainment activities. Any indication of/ potential breach of limit shall obtain CO's approval via email (at least 3 working days prior to the event).

All expenses incurred to provide the gifts, entertainment, hospitality & travel must be properly kept, documented and recorded for audit purposes.

Dealing with Public Officials:

Public officials include immediate family members, close associates and companies related to such individuals in their capacity as directors, members of management or beneficial owners.

Family members are individuals who are related to a public official either directly or through marriage. A family member of the public officials includes his/ her parents, siblings, spouse, children, and spouse's parents (biologically and non-biologically). A

close associate is any individual closely connected to public officials, either socially or professionally.

An individual who is closely connected to a public official may include the public official's:

- a. extended family members, such as relatives (biological and non-biological relationship);
- b. financially dependent individuals (i.e., persons salaried by the public official such as drivers, bodyguards, secretaries);
- c. business partners or associates;
- d. prominent members of the same organisation as the public official;
- e. individuals working closely with the public official (i.e., work colleagues); or
- f. close friends.

All employees are prohibited from paying for non-business travel, entertainment and corporate hospitality for any public official or his/ her family members at any amount without permission from the CO. If approval is obtained to provide gift, entertainment or corporate hospitality to public officials, the staff must ensure that the gift (only corporate gift is allowed), entertainment or corporate hospitality is not excessive and lavish, and must be commensurate with the official designation of the public official and not his personal capacity.

The staff may consider the following factors in determining whether a family member or close associate of a public official who no longer holds a prominent public function should be considered as high risk:

- a. the level of informal influence that the public official could still exercise, even though he no longer holds a prominent public function; and
- b. whether the public official's previous and current functions are linked by the fact that the public official continues to deal with the Company/ business.

➤ **Facilitation Payments:**

Facilitation payments are unofficial payments, no matter how small, made to public official in order to secure, expedite actions or increase the speed at which they do their job. All employees and service providers must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback is made or accepted by the Group. The Company and its service providers should not make, nor accept, facilitation payments or "kickbacks" of any kind.

Facilitation payments need not necessarily involve cash or other financial asset, it may be any sort of advantage with the intention to influence them in their duties. Company prohibits accepting or obtaining, either directly or indirectly, facilitation payments from any person for the benefit of the employee himself or for any other person. The reason underlying this prohibition is that facilitation payment is seen as a form of bribery and corruption. All persons must not offer, promise, give, request, accept or receive anything which might reasonably be regarded as a facilitation payment. If the staff receive a request or offered facilitation payments, he/ she must immediately report to CO (or as provided under Whistle Blower Policy).

➤ **Charitable Contribution & Sponsorship:**

As part of its corporate citizenship and Corporate Social Responsibility activities, Company may support local charities, for example, sports or cultural events. We only make charitable donations that are legal and ethical under local laws and practices and also within the corporate governance framework of the organization.

Any CSR, donations and sponsorship activities conducted must not be used as a conduit to circumvent, avoid, or evade the laws or regulatory requirements. More importantly, it shall not be used to facilitate corruption, illegal and money laundering activities.

The following guidelines should be followed before donating to a charitable entity or a donation under its social development programs:

- The donation should generate publicity or goodwill for the Group and/or demonstrate the Group's commitment to the community.
- The donation must not be related to, dependent on, or made in order to win or influence a business deal or decision or advantage.
- The donation must be given directly to the relevant charity or organization and not to an individual.

➤ **Political Contributions:**

Company does not make or offer monetary or in-kind political contributions to political parties, political party officials or candidates for political office. The Company encourages employees to participate in the political election process by voting. Employees may choose to make personal political contributions as appropriate within the limits established by the law. Company has the right to engage and communicate its views and position on issues of public interest that have an important impact on the Company.

➤ **Conflict of Interest:**

Conflicts of interest arise when there is personal interest that can be considered to have potential interference with that person's objectivity in performing duties or exercising judgement for or on behalf of the Group. Employees must avoid situations in which their personal interest would conflict with their duties and responsibilities. Employees must not use their position, official working hours, the Group's resources and assets, or information available to them for personal gain or to the Group's disadvantage. The employees shall at all times comply with policy on Anti-bribery.

➤ **Wilful Blindness:**

If an employee wilfully ignores or turns a blind eye to any evidence of corruption or bribery within his department or around him, it shall also be taken against the employee. Although such conduct may be "passive", i.e., the employee may not have directly participated in or may not have directly benefited from the corruption or bribery concerned, the wilful blindness to the same can, depending upon the circumstances, shall carry the same disciplinary action as an intentional act.

➤ **Red Flags:**

Identifying potential bribery instances often involves recognizing red flags that indicate unethical behaviour. Employees should be vigilant and attentive to the following signs:

a) **Unusual Financial Transactions:**

Be cautious of transactions involving large amounts of money, irregular payment methods, or payments to unusual recipients, especially if the purpose is unclear.

b) Lack of Transparency:

If transactions lack proper documentation or transparency, it might suggest an attempt to conceal unethical activities.

c) Disproportionate Benefits:

Identify situations where individuals or entities receive disproportionately favorable treatment, contracts, or benefits without valid reasons.

d) Third-Party Relationships:

Exercise caution when dealing with third parties, such as vendors, agents, or intermediaries, who have a history of questionable practices or lack credibility or claiming unexplained expenses.

e) Unexplained Entertainment and Gifts:

Unusually lavish gifts, entertainment, or hospitality offered or received may raise suspicions of bribery.

f) Rapid or Unjustified Business Gains:

Instances where parties experience sudden and unexplained success could indicate bribery or corrupt practices.

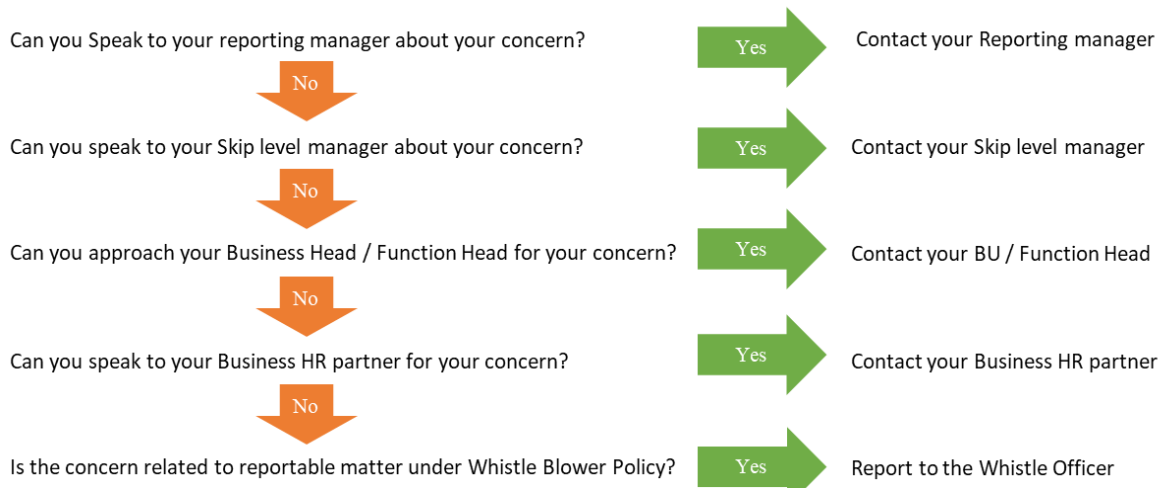
g) Pressure to Act Unethically:

If an employee is being coerced, pressured, or encouraged to participate in activities that seem unethical, it's important to raise concerns.

Annexure II

Speak Up

Each one of us has a responsibility to speak up if we see something unsafe, unethical, retaliatory, or potentially harmful. If you need help, seek clarity want to raise a concern, please refer to the 'SPEAK UP' decision tree below:



Investigation

The purpose of this Investigation Policy within the Anti-Bribery Policy SOP is to establish clear guidelines and procedures for conducting investigations into suspected violations of the Anti-Bribery and Corruption Policy. This policy aims to ensure that all investigations are conducted impartially, thoroughly, and in compliance with applicable laws and regulations.

The Company shall investigate the complaint as per the applicable policies and procedures of the Company. The outcome of the investigation shall be reported to the Disciplinary Committee for further action.

Disciplinary action

Employees, contractors, agents and all the other stakeholders of the Company are encouraged to report any suspected violations through the company's established reporting channels. Upon receiving a report of a suspected violation, the whistle-blower committee will initiate an internal investigation. The severity of the violation will be assessed based on factors such as the nature and extent of the violation, the intent of the individual(s) involved, the potential harm to the company's reputation, and any legal implications. The results of the investigation will be used to determine appropriate disciplinary actions, which may include verbal or written warnings, suspension, termination of employment or contract, or legal action as outlined in the Disciplinary Action section of this SOP.

Annexure III

Declaration by the Employee:

To,
The Compliance Officer
Polycab India Limited

DECLARATION: ANTI-BRIBERY AND CORRUPTION DECLARATION

I, Mr./Ms.....Employee Code
.....confirm that I have gone through the Anti-Bribery Policy of the
Company and having understood the same I declare that I will not engage in any activity,
practice or conduct which are in contravention of the clauses of the Guidelines, including but
not limited to the Prevention of Corruption Act 1988 or any equivalent local law applicable to
the Company. In case any violation or intended violation by any party, I will report
immediately the same to the relevant authorities.

Signature:

Date: