



BIRLA CORPORATION LIMITED

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

Preamble:

The Anti-Bribery and Anti-Corruption Policy ("**Policy**") of Birla Corporation Limited ("BCL"/ "Company") has been developed in alignment with various policies of the Company, rules and regulations adopted by the Company and in conformance with the legal and statutory framework of Anti-Bribery and Anti-Corruption legislation prevalent in India. The Policy reflects the commitment of the Company and its management for maintaining highest ethical standards while undertaking open and fair business and culture, following the best practices of corporate governance and enhancing the Company's reputation at appropriate levels.

Purpose:

This Policy emphasises the Company's zero tolerance approach to bribery and corruption and sets out the responsibilities of the Company and those individuals acting on its behalf in observing and upholding the Company's position on bribery and corruption. The Policy provides necessary information and guidance on how to recognise and deal with bribery and corruption issues. The purpose of this Policy is to establish clear rules to ensure compliance with all applicable Anti-Bribery and Anti-Corruption laws.

Applicability:

This Policy applies to all individuals working for the Company, its subsidiaries, affiliates at all levels and grades.

This includes directors, officers, employees (whether regular, fixed-term or temporary), consultants, advisors, retainers, contractors, trainees, seconded staff, home-workers, casual workers and agency staff, volunteers, interns, agents, sponsors, vendors, customers or any other person associated with the Company, or any of its subsidiaries or their employees, wherever located.

This Policy sets out the minimum standard that must be followed at all times. Where any local regulations are stricter than this Policy, they will take precedence over this Policy.

Definitions:

"Bribe/ Bribery" means the offering, promising, giving, receiving, soliciting or accepting of a financial or other advantage, or any other thing of value, with the intention of influencing or rewarding the behaviour of a person in a position of trust to perform a public, commercial or legal function to obtain or retain a commercial advantage. Bribes are payments made in the form of money or anything of value in return for a business favour or advantage.

"Third Party(ies)" means individual who, organisation which, transacts with or enter into an arrangement with the Company and includes customers, suppliers, landlord/lessors, service contractors, intermediaries, business contractor, consultant, representative, subcontractor, agents, advisors, business development agents, shipping agents and freight forwarders, custom agents, sales agents, joint venture partner, co-investors, licensees, travel agents, Real estate agents, broker, lawyers, accountants, tax advisors, political advisors, liaisoning personnel and public bodies.

"Corruption" includes wrongdoing on the part of an authority or those in a position to exercise power of doing or not doing an act through means that are illegitimate, immoral, inappropriate or incompatible with ethical standards. Corruption often results from patronage and is associated with bribery.

What is not acceptable:

It is not acceptable to:

- a) give, promise to give, or offer, a payment, gift or hospitality to secure or award an improper business advantage;
- b) accept payment from a third party knowing or suspecting it is offered with the expectation that it will obtain a business advantage for them;
- c) induce another individual or associate to indulge in any of the acts prohibited in this Policy;
- d) threaten or retaliate against another associate who has refused to commit a bribery offence or who has raised concerns under this Policy;
- e) engage in any activity that might lead to a breach of this Policy.

Gifts and Hospitality:

The Company does not prohibit normal business hospitality, i.e., giving and receiving of gifts and hospitality without any mala-fide intentions, or in other words, where nothing is expected in return and helps form positive relationships with third parties where it is proportionate and properly recorded. Wherever it is customary to exchange gifts e.g. ahead of or during the course of festive seasons, social functions like marriages etc., giving or receiving gifts of reasonable value on such occasions is part of societal culture and business practice. This does not constitute bribery and consequently such actions are not considered a breach of this Policy. Further all the employees are expected to adhere to the guidelines issued by management from time-to-time in this regard.

In addition, this Policy does not prohibit normal business hospitality, so long as it is reasonable, appropriate, modest, and bona fide corporate hospitality, and if its purpose is to improve the Company's image, present products and services, or establish cordial relations.

Facilitation Payments and Kickbacks:

The Company prohibits making or accepting, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure an action by an official. Kickbacks are typically payments made in return for a business favour or advantage. All associates must avoid any activity that might lead to a facilitation payment or kickback being made or accepted.

Charitable Donations/ Contributions:

This Policy does not prohibit charitable donations/ contributions that are legal and ethical under local laws and practices and within the scope of Corporate Social Responsibility Policy and Corporate Governance framework of the Company and ensures that the charity or a support is for a legitimate cause, and that donations are not being used as a channel for Bribery.

Political Contributions:

The Company or its subsidiaries do not directly or indirectly contribute, make payments or provide property or services, to any candidates running for public office. Political contribution in accordance with applicable law may be made only after necessary approvals of the Board of

Directors of the Company. Any BCL employee who wishes to make a political contribution in his or her personal capacity, must ensure that he or she does not imply it to be a contribution made on behalf of the Company.

Reporting Violations:

It is the duty of all those covered under Anti-Bribery and Anti-Corruption Policy to comply with this Policy and report any concern or information that they may have in relation to the violation of this provision of this document in respect of anti-bribery. The report shall be submitted to the Vigilance Officer as described in the Vigil Mechanism/ Whistle Blower Policy of the Company.

BCL aims to encourage genuine reporting of non-compliance and will support anyone who raises concerns in good faith under this Policy.

BCL endeavours that no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion of an actual or potential Bribery or other corruption related offence.

BCL will take all reports raised seriously and, where appropriate, investigate all allegations relating to Corruption and Bribery and take legal or disciplinary action as may be deemed appropriate including but not limited to counselling, recovery of financial loss, censure, reduction in compensation, downgrading of designation/grade and termination.

Business Partners, such as consultants and representatives who violate this Policy may be subject to such actions as deemed appropriate including warning, imposition of fines/penalties and termination of commercial/business relationships with BCL and/or its subsidiaries.

Any use of the reporting procedures in bad faith or in a false or frivolous manner will be considered a violation of the code of conduct, and the reporter may be subject to disciplinary action, up to and including termination.

Communication:

This Policy shall be displayed to all the employees through internal portal of the Company.

Review of this Policy:

The Board of Directors will monitor the effectiveness and review the implementation of this Policy, considering its suitability, adequacy and effectiveness.

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

Date of Original adoption / Revision	Effective date of the Policy
04.02.2023	04.02.2023