

**ANTI-BRIBERY AND ANTI-CORRUPTION POLICY****A. OBJECTIVE**

Kesoram Industries Limited (hereinafter referred to as the "The Company") places utmost importance on its reputation as a trusted and reliable partner. Engaging in bribery or corruption not only undermines that trust and reputation but may also result in legal and financial consequences for the company and individuals. This policy is a pledge to uphold the highest ethical standards, adhere to all relevant legal frameworks and ensure fair and transparent conduct in everything the company does.

**B. SCOPE OF THE POLICY**

This Anti-Bribery and Anti-Corruption Policy ("Policy") binds and governs everyone associated with the company, in all its forms and functions, across all levels. It encompasses directors, officers, employees, and all those who interact with the company in the course of business.

The guidelines in the Policy should be read in conjunction with the Code of Conduct for Board of Directors and Senior Management and Whistle-Blower Policy.

**C. DEFINITIONS**

**"Bribery"** is the offering, promising, or granting any undue advantage, benefit, or inducement with the intent to improperly influence the conduct of an individual in connection with their official duties or position, or in connection with, any activity or transaction, to obtain or retain an improper advantage or benefit.

**"Corruption"** includes wrongdoing on the part of an authority, or those in power, through means that are illegitimate, immoral, or incompatible with ethical standards. Corruption includes giving or accepting bribes or inappropriate gifts.

**"Gift"** is anything of value and would encompass any gratuitous monetary or non-monetary benefit. It includes tangible items such as cash, precious metals, stones, jewelry, art, and any of their equivalents, and also intangible items such as discounts, services, loans, favours, special privileges, advantages, benefits and rights that are not available to the general public.

A "gift" also includes meals, entertainment, hospitality, vacations, trips, use of vacation homes, tickets to sporting or music events, outings, and use of recreational facilities unless they fall within reasonable bounds of value and occurrence.

Page 1 of 3

Kesoram Industries Limited  
Cement Division

P + 08441 - 276005 / 276391

Unit : Vasavadatta Cement Works : Post. Sedam - 585 222.  
Tq. Sedam, Dist. Kalaburagi, KarnatakaCorporate Office :  
E : corporate@kesoram.netRegistered Office : Birla Building, 8th Floor, 9/1, R.N. Mukherjee Road, Kolkata-700 001,  
CIN - L17119WB1919PLC003429

## **D. POLICY PRINCIPLES**

### **1. PROHIBITED CONDUCT**

Offering, promising, giving or accepting any form of consideration, (including gifts and/or hospitality, commission, compensation), to/from any individual, such as government officials, third parties/business partners, with the anticipation of receiving preferential treatment in business dealings, influencing business outcomes, or seeking commercial advantages, especially to expedite routine procedures.

Engaging in any form of intimidation or coercion to pressure another party into committing a bribery offense.

Knowingly handling or concealing the proceeds of crime, including bribery or corruption.

Engaging in any activity that might lead to a breach of this policy and non-compliance with applicable laws and regulations.

### **2. GIFTS**

Offering or accepting a monetary gift, irrespective of its size and nature including cash, vouchers, or any instrument readily convertible to cash of any denomination is strictly prohibited in the course of business whether with or without the intention of influencing business outcomes or securing unfair advantages.

Non-monetary courtesies/gifts of modest value, exchanged openly and transparently within the business context, are permissible, provided that they do not compromise the recipient's ability to make fair and unbiased business decisions. Furthermore, such courtesies/gifts should be given without any intent to improperly influence outcomes or secure unfair commercial advantages.

### **3. HOSPITALITY**

This policy does not prohibit normal business hospitality, so long as it is appropriate, modest, and bona fide, aimed at promoting our corporate image or establishing cordial relations to foster ethical business relationships.

To comply with anti-corruption laws and ethical practices, a company should offer gifts or hospitality to government officials or third parties only when deemed appropriate, legal, and authorized by the internal Delegation of Authority (DOA). Such offerings must be non-cash, clearly documented for transparency, and strictly adhere to the Prevention of Corruption (Amendment) Act 2018.

## **E. GOVERNANCE**

Senior management and respective department heads oversee compliance with this Policy and have the main responsibility for putting it into action and ensuring its effectiveness. However, Employees are personally accountable for complying with this policy and relevant laws and regulations.

## **F. TRANSPERANCY AND DOCUMENTATION**

All gifts and hospitality offered or received must be documented, such documentation should include specific details pertaining to the occasion, the nature of the gift/hospitality, the individuals involved, and the business purpose served.

#### **G. REPORTING MECHANISM**

Every individual associated with the company, including but not limited to employees, officers, directors, agents, associates, and other stakeholders, bears the responsibility of promoting a culture of integrity by actively preventing and reporting any action or circumstance that could lead to, or be perceived as, a violation of this Policy. Failure to report or address suspected corruption or bribery within their purview will be considered as policy violation, regardless of direct participation in the act.

Such individuals may raise concerns or queries to the Vigilance Officer of the Company through the 'Whistle-blower Policy' which is intended to encourage and enable them, to raise serious concerns internally. Every effort will be made to maintain the confidentiality of the whistleblower's identity, subject to the limitations imposed by applicable legal provisions.

Any individual who, in good faith, reports or addresses suspected corruption or bribery within their purview will be protected against retaliation. The company encourages open communication and assures confidentiality for those who come forward to uphold the principles outlined in this policy. Any act of retaliation against a good-faith reporter will be treated with the utmost seriousness and will be subject to prompt and appropriate disciplinary action.

#### **H. NON-COMPLIANCE CONSEQUENCES**

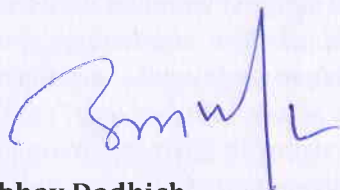
Individuals who commit violations of this policy may face disciplinary action under the company's disciplinary procedure. Serious violations may be considered gross misconduct and could lead to immediate dismissal, followed by legal action if warranted by the circumstances and applicable laws. Furthermore, any financial losses incurred to the company due to such violation will have to be fully reimbursed.

Any attempt to influence our employees or representatives through bribery, threats, coercion, or inducements of any kind will be dealt with in accordance with applicable laws and regulations.

#### **I. TRAINING AND COMMUNICATION**

The company conducts training and awareness programs focused on anti-bribery and anti-corruption. These programs aim to equip employees with the necessary knowledge and skills to recognize prevent, and report any instances of bribery or corruption within the organization.

Committed to open communication and ethical practices, our anti-bribery and anti-corruption policy is readily accessible on our website. This accessibility ensures that all third-parties are well-informed about our policy and our commitment to integrity and compliance.



**Abhay Dadhich**  
**Chief Operating Officer**