

ANTI-BRIBERY AND ANTI-CORRUPTION (ABAC) POLICY

Effective Date	Responsible Dept.	Approved by	Version	Approval Date
06.11.2023	Company Affairs / Human Resources	Board of Directors	1	06.11.2023
			2	02.08.2025

PREMABLE

Epigral Limited ('Epigral' or 'the Company') values maintaining high standards on transparency and strong moral principles in dealing with all the stakeholders.

With this objective, EPIGRAL at all levels promote no tolerance towards any forms of bribery, corruption, kickbacks, gifts, payments or any kind of consideration solicited, from or given to any person, to secure advantage in business transactions / dealings, thereby following the best practices of Corporate Governance and upholding the reputation of EPIGRAL across the business community in India and Overseas.

GENERAL DEFINITION

'Bribery' - offering, giving, receiving, or soliciting of any item of value to influence the actions of an official, or other person, in charge of a public or legal duty.

'Corruption' - a form of dishonesty or a criminal offense which is undertaken by a person or an organization which is entrusted in a position of authority, in order to acquire illicit benefits or abuse power for one's personal gain.

PURPOSE

The purpose & objective of this policy is to –

- a. Identify and prevent bribery and corruption to ensure that the business is conducted in ethically and socially responsible manner.
- b. Educate, through training & communication, the officials of the Company and third parties dealing on behalf of the Company to understand the circumstances that may lead to bribery and unethical business conducts.
- c. Taking disciplinary actions / remedial steps towards any incidences of actual or suspected bribery or corruption, in order to uphold values of EPIGRAL.



SCOPE AND APPLICABILITY

The policy applies to all directors & officers of the Company ('Officers') and also expects third parties representing the Company including advisers, consultants, agents, distributors, suppliers, partners and independent contractors ('Representatives'), to comply with principles of this policy.

The Policy reflects the standards that needs to be continuously adhered to by any officers or representatives performing activities / services on behalf of the Company.

GENERAL RULE

Officers and Representatives are strictly prohibited, whether directly or indirectly through the mediation of third parties, to be involved in any of bribery / corrupt activities, whether specifically mentioned herein or defined in any Indian / Foreign Laws (having reference to the location of the business engagement) to secure advantage in business transactions / dealings.

IDENTIFICATION OF BRIBERY / CORRUPT ACTIVITIES

Following activities mentioned herein, but limited to, constitute bribery / corrupt activities:

1. Promising, making, giving or authorizing, directly or indirectly, of any unauthorized benefits (in cash or kind):
 - a. to influence actions of others for obtaining / gaining undue advantage for EPIGRAL, for themselves, their relatives / friends / associates / agencies or otherwise.
 - b. to government officials / departments, other entities, agents or representatives to "facilitate" or expedite a routine procedure.
2. Illegal use of the official position to receive benefits in the form of money, property or other assets, services, and any rights.
3. Giving or accepting of gifts, hospitality, entertainment with the intention of influencing others conduct or secure undue advantage which can either be in form of cash, gift cards, meal coupon, accommodation, excess to events, etc.
4. However, if the gifts, hospitality, entertainment are given or taken as per the regular policy of the Company and is reasonable, proportionate and recorded properly shall be exempted from be considered as bribery or corruption.
5. Political / Charitable donations made with the intention of receiving personal, financial, commercial or political benefits. However, if Political / Charitable donations made as per the Company's policy and properly recorded, the same shall be exempted from be considered as bribery or corruption.



Apart from limited prohibitions outlined herein above, Officers and Representatives are required to exercise their judgement in assessing whether any arrangement could be perceived to be corrupt or otherwise inappropriate.

PREVENTATION OF BRIBERY / CORRUPT ACTIVITIES

All persons covered within the scope of this policy need to confirm that they are aware and understood the policy in letter and spirit of the law and that it is their duty to prevent, detect and report corruption.

All Officers and Representatives are encouraged to raise concerns about any actual or suspected cases of bribery and corruption and where anyone believes that the guidelines mentioned in this Policy are not being complied with or they are being asked to carry out any act not in compliance with this Policy, these concerns must be raised immediately with the immediate superior and/or the Management of EPIGRAL.

All Officers and Representatives raising concerns shall at all times be protected from any kind of discrimination or retaliation.

RAISING CONCERNS / REPORTING MECHANISM

The reporting mechanism set out in the Policy, invites all Officers / Representatives to act responsibly to uphold the reputation of the Company. The Policy aims to provide a mechanism to ensure that concerns are properly raised, appropriately investigated and addressed. The Company recognizes this mechanism as an important enabling factor in administering good governance practices.

Officers / Representatives are encouraged to raise concerns about any ABAC issue or suspicion of malpractice or any case of corrupt practice or any breach of this ABAC Policy or applicable ABAC law at the earliest possible stage. If he/she is unsure whether a particular act constitutes bribery or corruption or if he/she has any other queries, these should be raised with the respective immediate superior and the compliance officer at the following email address: helpdesh@epigral.com.

Officers / Representatives shall raise their concerns or queries through reporting mechanism as provided in the "Whistle Blower Policy", available on the website of the Company under Investor Section. Any concerns / queries raised / reported and/or disposed shall form part of report under Whistle Blower Policy which is placed before the Audit Committee on quarterly basis.

No personnel who in good faith, reports a violation of the ABAC Policy shall suffer harassment, retaliation or adverse employment consequences.

Any person reporting any conduct of bribery or corruption, if he/she so desires or requests, his/her identity would be not be disclosed and kept secret.



The Anti-Bribery and Anti-Corruption (ABAC) policy will supplement the existing systems and procedures in the Company to uphold its 'Zero Tolerance' approach towards bribery and corruption. The provisions of this ABAC Policy shall be in addition to and to be read in conjunction with the following Policies:

- a. Code of Ethics and Conduct
- b. Whistle Blower Policy
- c. Any other relevant policies as may be implemented from time to time by the Company.

TRAINING & COMMUNICATION

Human Resource department must familiarize all the employees with the commitment expected from them in curbing the bribery and corruption activities and similar familiarization is expected from business executives while dealing with third parties.

The Company at regular interval needs to conduct training program for effective prevention and detection of bribery / corrupt activities thereby adherence to social & ethical values of EPIGRAL. Training will be conducted either on-line or in-person or a combination of both and will be administered by the Compliance Officer

DISCIPLINARY AND REMEDIAL MEASURES

If any instance of bribery or corruption is identified, EPIGRAL management shall initiate appropriate investigation and if the charges are proved, disciplinary action will be taken against the concerned Officers / Representatives which will be followed by remedial steps to confine the future bribery and corrupt practice / activities.

RESPONSIBILITY AND AMENDMENTS

The Board of Directors of EPIGRAL has overall responsibility and oversight for the implementation and monitoring of this Policy. The right to interpret/amend/modify this Policy vests in the Board of Directors of EPIGRAL.



Maulik Patel
Chairman & Managing Director
(DIN: 02006947)

