



Anti-bribery and corruption policy

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Revision History

Version No.	Author	Published Date	Sections Changed	Description of Changes
1.0		02-06-2023		New Policy for Anvaya Technologies LLC

1. Objective

Anvaya Technologies LLC (or the "Company") is committed to the prevention, deterrence and detection of fraud, bribery and all other corrupt business practices. It is Anvaya Technologies LLC's policy to conduct all its business activities with honesty, integrity and the highest possible standards and vigorously enforce its ethical business practice, wherever it operates throughout the world, of not engaging in bribery or corruption.

2. Scope and Applicability

This Anti-bribery and Anti-corruption Policy (this "Policy") applies to all individuals working for Anvaya Technologies LLC at all levels and grades, including directors, senior executives, officers, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees or any other person associated with Anvaya Technologies LLC (collectively referred to as "You" or "you" in this Policy).

In this Policy, "Third Party(ies)" means any individual or organization, who / which come into contact with Anvaya Technologies LLC or transact with Anvaya Technologies LLC and includes actual & potential customers, suppliers, business contacts, consultants, intermediaries, representatives, subcontractors, agents, advisers, joint ventures and government & public bodies (including their advisers, representatives and officials, politicians and political parties).

3. Details

A bribe is an inducement, payment, reward or advantage offered, promised or provided to any person in order to gain any commercial, contractual, regulatory or personal advantage. It is illegal to directly or indirectly offer a bribe or receive a bribe. It is also a separate offence to bribe a government/public official. "Government/public official" includes officials, whether elected or appointed, who hold a legislative, administrative or judicial position of any kind in a country or territory.

A bribe may be anything of value and not just money -- gifts, inside information, sexual or other favors, corporate hospitality or entertainment, offering employment to a relative, payment or reimbursement of travel expenses, charitable donation or social contribution, abuse of function -- and can pass directly or through a third party. 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 often results from patronage and is associated with bribery.

3.1. Examples of bribery:

- **Offering a bribe** - example: offering a potential client, tickets to a major sporting event, but only if they agree to do business with XYZ Company. This would be an offence as making such an offer is to gain a commercial advantage. It may also be an offence for the potential client to accept the offer. Providing clients with hospitality is acceptable, provided the requirements, set out in section titled "Gifts and hospitality" are followed.
- **Receiving a bribe** – An employee works in the Supply Chain Management Department

in a logistic company. A regular supplier offers a job for the employee's relative, but makes it clear, that in return they expect the employee to use his influence to ensure the logistic company continue to do business with the supplier.

- **Bribing an official** – An employee is asked to arrange for the record payment to be made to a customs official to speed up the administrative process of clearing our goods through customs.

"Red flags" that may indicate bribery or corruption are set out in Annexure A to this Policy.

4. Gifts and hospitality

Employees or members of their immediate families (spouse, son/daughter) should not provide, solicit or accept cash or its equivalent, entertainment, favors, gifts or anything of substance to or from competitors, vendors, suppliers, customers or others that do business or are trying to do business with Anvaya Technologies LLC. Loans from any persons or companies having or seeking business with Anvaya Technologies LLC, except recognized financial institutions, should not be accepted. All relationships with those who Anvaya Technologies LLC deals with should be cordial but must be on an arm's length basis. Nothing should be accepted, nor should the employee have any outside involvement, that could impair, or give the appearance of impairing, an employee's ability to perform his/her duties or to exercise business judgment in a fair and unbiased manner.

This Policy does not prohibit normal and appropriate hospitality, entertainment and promotional or other similar business expenditure, such as calendars, diaries, pens, meals and invitations to sporting events (given and received), to or from Third Parties. However, the key determining factor for appropriateness of the gift or hospitality and/or its value would be based on facts and circumstances under which such gift or hospitality is provided.

The practice of giving gifts and hospitality is recognized as an established and important part of doing business. However, it is prohibited when they are used as bribes. Giving gifts and hospitality varies between countries and sectors and what may be normal and acceptable in one country may not be so in another. To avoid committing a bribery offence, the gift or hospitality must be:

- a) Reasonable and justifiable in all the circumstances.
- b) Intended to improve the image of Anvaya Technologies LLC, better present its products and services or establish cordial relations.

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

- a) It is not made with the intention of influencing a Third Party to obtain/ 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 favors / benefits or for any other corrupt purpose.
- b) It complies with local laws and customs.
- c) It does not include cash.

- e) It is appropriate in the circumstances. For example, in some countries it is customary for small gifts to be given at Ramadan, Diwali, Christmas or festival time.
- f) Considering the reason for the gift or hospitality, it is of an appropriate type and value and given at an appropriate time.
- g) It is given openly, not secretly and in a manner that avoids the appearance of impropriety.
- h) Any token gift of value of AED 100 in the normal course is acceptable.

Examples of Token Gifts:

- Corporate calendar, pens, mugs, books, T-shirts, bouquet of flowers or a pack of sweets or dry fruits. Any other gifts costing a maximum of AED 200 in value is also included.
- Participating in lunch / dinner offered by client is permitted.

If the gifts or hospitality given or received is more than a token gift or meal/ entertainment in the ordinary course of business, you must obtain prior written approval from your vertical head.

5. What is not acceptable?

It is not acceptable for any employee of Anvaya Technologies LLC (or someone on his / her behalf) to:

- 1) Accept an offer of a gift of any size from any Third Party which is in negotiation with, or is submitting proposal with Anvaya Technologies LLC.
- 2) Give, promise to give or offer, any payment, gift, hospitality or advantage with the expectation or hope that a business advantage will be given or received or to reward a business advantage already given.
- 3) Give, promise to give or offer, any payment, gift or hospitality to a government official, agent or representative to "facilitate" or expedite a routine procedure.
- 4) Accept or solicit any payment, advantage, gift or hospitality from a Third Party that you know or suspect is being offered with the expectation that it will obtain a business advantage for them.
- 5) Threaten or retaliate against, another employee who has refused to commit a bribery offence or who has raised concerns under this Policy.
- 6) Engage in any activity that might lead to a breach of this Policy.

The points stated above are illustrative in nature and in no way intend to limit the applicability of this Policy.

6. Bystander Attitude

If an employee willfully ignores or turns a blind eye to any evidence of corruption or bribery within his/her department and/or around him/her, (bystander) it will 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 willful blindness or bystander attitude can, depending upon the circumstances, carry the same disciplinary action as an intentional act.

7. Enablement payments and/or kickbacks

Neither an employee of Anvaya Technologies LLC nor any person acting on behalf of Anvaya Technologies



LLC shall make and shall not accept facilitation payments or "kickbacks" of any kind. "Enablement Payments" are typically small, unofficial payments made to secure or expedite a routine government action by a government official. "Kickbacks" are typically payments made to commercial organizations in return for a business favor/advantage, such as a payment made to secure the award of a contract. You must avoid any activity that might lead to or suggest that Enablement Payment or Kickback will be made or accepted by Anvaya Technologies LLC.

Enablement Payments are known to be prevalent in many countries and industry sectors. There may be concerns, that the inability to make such payments may cause difficulties in doing business in some jurisdictions and that this may result in loss of income or contract. The guidance set out below is intended to help support you in circumstances when you are asked to make Enablement Payments.

8. Guidance on how to avoid making Enablement Payments

Corrupt government officials demanding payments to perform routine government actions may often put people acting on behalf of Anvaya Technologies LLC in very difficult positions. Therefore, there is no easy solution to the problem. However, the following steps may help: Insist on official receipts for any payments you make, report suspicions, concerns, queries and demands for Facilitation Payments to the higher ups and to local enforcement authorities and refuse to make such payments.

9. Blackmail / Extortions

We remain committed to our policy of not making Enablement Payments. The only limited exception to this is in circumstances where you or the Third Parties are left with no alternative but to make payments to protect against loss of life, limb or liberty. In such circumstances, you make the payment and it is your immediate responsibility to contact your Manager and the Whistleblower Committee via whistleblower@anvayatec.com as soon as possible after the event, so that the incident can be properly recorded, reviewed and accounted for with the authorities.

10. Charitable donations

As part of its corporate citizenship activities, Anvaya Technologies LLC may support local charities or provide sponsorship, for example, to sporting 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. Appropriate prior approval from the concerned authority is needed.

11. Business relationships

Anvaya Technologies LLC expects all Third Parties doing business with Anvaya Technologies LLC to approach issues of bribery and corruption in a manner that is consistent with the principles set out in this Policy. Anvaya Technologies LLC requires all Third Parties to cooperate and ensure compliance with these standards, to continue the business relationship.

In order to maintain the highest standards of integrity, with respect to any dealings with a Third Party, you

must ensure that:

- 1) Employees and associates shall conduct due diligence enquiries to review the integrity records of any Third Party before entering a commercial relationship with them.
- 2) Employees and associates shall fully document the engagement process and the final approval of the selection of any Third Party.
- 3) Employees and associates shall implement a program to provide appropriate information on this Policy to all Third Parties engaged in business relationship with Anvaya Technologies LLC.
- 4) Employees and associates shall ensure that:
 - a) Each Third Party within your work area are fully briefed on this Policy and have made a formal commitment in writing to abide by it.
 - b) Fees and commissions agreed will be appropriate and justifiable remuneration for legitimate services rendered.
 - c) Contractual agreements will include appropriate wording making it possible to withdraw from the relationship if any of the Third Parties fail to abide by this Policy.

In the event of any doubt on the integrity of a Third Party, it is the employee's responsibility to contact his/her Manager and the Whistleblower Committee via whistleblower@anvayatec.com as soon as possible.

12.What is expected of an Anvaya Technologies LLC employee

Anvaya Technologies LLC employees must be ethical in all that they do. Every employee must ensure that he/she shall read, understand and comply with this Policy. If any employee has doubts or concerns, he/she should contact his / her Manager or the Whistleblower Committee.

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Anvaya Technologies LLC or under Anvaya Technologies LLC's control. Employees are required to avoid any activity that might lead to or suggest a breach of this Policy.

Employees must notify his/her Manager and the Whistleblower Committee by mail to whistleblower@anvayatec.com as soon as possible if you believe or suspect that a breach of or conflict with this Policy has occurred or may occur in the future.

Any employee who breaches this Policy will face disciplinary action, which could result in dismissal. We reserve our right to terminate our contractual relationship with you if you breach this Policy. Any breach of this Policy would also result in imposition of large fines/ imprisonment on the individual/ the Company as the case may be or termination of contract with a Third Party. Also vendor found to breach this policy will be black-listed and will not have any future dealings.

13.Record-keeping

Employees must ensure all expenses claims relating to hospitality, gifts or expenses incurred to Third Parties are submitted in accordance with our expenses policy and specifically record the reason for the expenditure with appropriate approvals.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts will be kept "off-book" to facilitate or conceal improper payments and the same is ensured through effective monitoring and auditing mechanisms in place.

Employees must follow all the procedures laid out in other policies (available in the respective intranet portal) which help in anti-bribery and corruption due diligence on suppliers, potential joint venture parties, clients and other Third Parties.

14.How to Raise a Concern

Every person, to whom this policy applies too, is encouraged to raise their concerns about any bribery issue or suspicion of malpractice 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 their respective Manager and/or the Whistleblower Committee via whistleblower@anvayatec.com.

15.Victim of bribery and corruption? What needs to be done?

It is his/her responsibility to inform/report it to their respective Managers and the Whistleblower Committee via whistleblower@anvayatec.com soon as possible if you are offered a bribe by a third party, you are asked to make one, suspect that this may happen in the future or believe that you are a victim of another form of corruption or other unlawful activity. You must refuse to accept or make the payment from or to a third party, explain our policy against accepting or making such payment and make it clear that the refusal is final and non-negotiable because of this Policy. If you encounter any difficulty making this refusal, you should seek assistance from your Manager.

16.Safety and Protection

Those who refuse to accept or offer a bribe or those who raise concerns or report another's wrong- doing, are sometimes worried about possible repercussions. We encourage openness and will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken. We are committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in bribery or corrupt activities or because of reporting their suspicion in good faith that an actual or potential bribery or other corruption offence has taken place or may take place in the future. If any employee believes that he/she has suffered any such treatment, he/she should inform your Manager or the Whistleblower Committee via whistleblower@anvayatec.com immediately.

17.Responsibility

The Head HR has overall responsibility for ensuring that this Policy complies with our legal and ethical obligations and that all those under our control comply with it.

Managers at all levels are responsible for ensuring that those reporting to them are made aware of and understand this Policy, adhere to it and also monitor compliance of it.



The Compliance/HR team is responsible for this Policy and for monitoring its use and effectiveness (and dealing with any queries on its interpretation). Management at all levels is responsible for ensuring that those reporting to them are made aware of and understand this Policy and attend regular training on how to implement and adhere to it.

Every person to whom this policy applies is responsible for the success of this Policy and should ensure that he/she should use it to disclose any suspected activity or wrong-doing.

18.Amendment to the policy

We are committed to continuously reviewing and updating our policies and procedures based on the learning. This is so even when Anvaya Technologies LLC enters new market/ sector/ country which may pose a risk under this Policy. The Compliance/HR team will monitor the effectiveness and review the implementation of this Policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Therefore, this document is subject to modification. Any amendment or waiver of any provision of this Policy must be approved in writing by the Directors. The Policy will be reviewed and audited from time to time which requires cooperation from all concerned.

19.Review of the Policy

The Directors hereby empowered to bring about necessary changes to above Policy as and when required at any stage for the Company, on behalf of the Company.

Annexure A

Potential risk situations: "Red flags"

The following is a list of possible red flags that may arise during the course of your employment for Anvaya Technologies LLC and which may raise concerns under anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only. If you encounter any of these red flags while working for Anvaya Technologies LLC, you have responsibility to report them promptly to your Manager and the Whistleblower Committee as set out in "[How to Raise a Concern](#)".

- a) *You suspect or become aware that a Third Party engages in, or has been accused of engaging in, improper business practices.*
- b) *You learn that a Third Party has a reputation for paying bribes or requiring that bribes are paid to them or has a reputation for having a "special relationship" with foreign government officials.*
- c) *A Third Party demands lavish entertainment, hospitality or gifts before commencing or continuing contractual negotiations or provision of services.*
- d) *A Third-Party request that you provide employment or some other advantage to a friend or relative.*
- e) *You receive an invoice from a Third Party that appears to be nonstandard or customized.*
- f) *A Third Party insists on the use of side letters (i.e., agreed terms in a letter or other document outside the written contract between the parties) or refuses to put the agreed terms in a written contract.*
- g) *You notice that we have been invoiced for a commission or fee payment that appears large given the services stated to have been provided.*
- h) *Third Party requests/ requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us;*
- i) *You are offered an unusually generous gift or offered lavish hospitality by a Third Party.*



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No part of this Policy and its contents shall be reproduced, replicated, published in any form by any means, electronic or mechanical including photocopy or any information storage or retrieval system nor should the contents be disclosed to any third parties without the express written authorization of HR Manager of the Company.

Anvaya reserves the right to modify the policy and its applicability from time to time.