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## Anti – Bribery & Anti – Corruption Policy

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PTC India Limited (PTC) Anti Bribery and Anti-Corruption Policy is committed to follow all applicable laws & regulations and respects lawful customs of the law of land. In India, few of the provisions of law related to Anti Bribery & Anti-Corruption policy is as follows:

- The Companies Act, 2013 also has provisions to prevent corruption in corporate sector.
- In addition to the Prevention of Corruption Act, 1988, the Bharat Nyay Sanhita 2024, (“BNS”), Prevention of Money Laundering, 2002, shall also apply to offences relating to or resulting in corruption and bribery and resolutions available.

In conformity with that, PTC is committed to act and build business relationships based on integrity and fairness. Hence, PTC has adopted a “Zero Tolerance” approach to bribery and corruption.

1. **Scope & Applicability:** This policy is applicable and binding on all employees working for us at all levels and grades, including Directors, Senior executives, Officers, Employees (whether permanent, fixed-term or temporary, contractual), consultants, vendors, suppliers, contractors, trainees, seconded staff, casual workers, volunteers, interns, agents, or any other person associated with us (PTC). This policy must be read in conjunction with our Code of Business Ethic available on our website [www.ptcindia.com](http://www.ptcindia.com).
2. **Purpose:** The purpose of this model Anti-Bribery and Anti-Corruption Policy (“ABAC Policy”) is to ensure that Company sets up adequate procedures in order to prevent Company's involvement in any activity relating to bribery, facilitation payments, or corruption, even where the involvement may be unintentional. It requires employees, directors, and officers of the Company and third parties subject to this ABAC Policy to recognize questionable transactions, behaviour, or conduct, and to take steps to record, comply and follow procedures set in place to deal with such behaviour or conduct.
3. The guidelines in this ABAC Policy supplement the Code of Business Ethics Policy and should be read in conjunction with:
  - a) PTC Conduct Rules 2020;
  - b) The Whistleblower Policy;
  - c) Any guidance published pursuant to this policy;
  - d) Any other relevant policies that may be implemented occasionally.

4. Code of conduct or policy alone cannot cover every possible situation, Company relies on the Persons to use good judgment and to speak up when they have either questions or concerns.

**Anti-Bribery & Anti- Corruption:** Under no circumstances, any employee may offer, promise or grant anything of value to

- a. Government Official
- b. Any person, or members of their family
- c. A third party
- d. Charitable organization suggested by such a recipient.
- e. Any other entity and/or individual, directly or indirectly related and having a conflict of interest with the employee.

**5. Accepting Gifts and Entertainment:**

- a. In general, employees are not expected to accept gifts or the conveyance of anything of value (including entertainment) from current or prospective clients of the Company.
- b. Employees and /or their close family members may never accept cash or their equivalent (e.g., gift cards or vouchers) or any other gift, under circumstances, in which it could appear that the business judgment shall be compromised.
- c. Non-cash gifts may be accepted when permitted under applicable law if they are
  - i. Items with nominal in value appropriate to the occasion up to a maximum of approx. ₹ 10,000/-;
  - ii. appropriate, customary and reasonable meals and entertainment, such as an occasional business meal or sporting event;
  - iii. Appropriate, customary and reasonable gifts based on family or personal relationships, and not meant to influence the Company's business.
  - iv. If employees have any questions about the appropriateness of accepting a gift, invitation, raffle or other prize, employee should disclose and discuss the matter with their manager prior to participation or acceptance.

- 6. Giving Gifts and Providing Entertainment:** In certain circumstances, giving gifts and providing entertainment may be seen as a conflict of interest, or in extreme cases, bribery. Accordingly, it is recommended that appropriate gifts and entertainment may be offered to clients with the approval of competent authority.

**7. Governance Structure & Responsibility:**

- a. As part of engagement with Company and as an ethical responsibility, all the stakeholders such as Board of Directors, senior management, managers and all other

employees shall be responsible for the enforcement of and compliance with this policy on Code of Business Ethics to ensure awareness and compliance.

- b. Employees need to be alert about possible violations of this policy and report them to the HR / Compliance Officer or the CMD of the Company.

8. **Breach & Violation:** This policy has its genesis from Prevention of Money Laundering Act – 2002 and Indian Penal Act, accordingly any breach & violation under this policy may subject the employee to criminal or civil liability, including potential prosecution, fines and other penalties for improper conduct, and / or imprisonment or may result in corrective/ disciplinary action the Company as per Conduct Rule and Discipline Appeal (CDA) rules of the Company.
9. **Compliance Officer:** The Company shall, from time to time, designate an employee of sufficient seniority, competence, and independence as the compliance officer to ensure compliance with the provisions of this ABAC Policy ("Compliance Officer"). All reports, complaints, doubts, or concerns in relation to this ABAC Policy shall be raised to the Compliance Officer. The Compliance Officer shall investigate every query or concern raised by any Person concerning any suspected violation of this ABAC Policy. All queries, concerns, or complaints dealing with a bribery or corruption issue should be reported to the Compliance Officer. Any action required to be undertaken under this ABAC Policy shall be taken by the Compliance Officer in accordance with this ABAC Policy. The Compliance Officer shall have a functional report to the Director/CMD and shall submit quarterly compliance reports to the Director. Aggravated cases of breach of this ABAC Policy shall be escalated to the Company's Board of Directors ("Board").
10. **Conflict of Interest:** Any conflict of interest, even if it is perceived or potential, is reported to the Compliance Officer must be in turn reported to the appropriate competent authority.
11. **Review:** This policy shall be periodically reviewed and updated by the Human Resources Compliance team, if there are significant changes in the applicable regulations. This policy draws from the Code of Business Ethics and Whistle-blower Policy of the Company.
12. Awareness on this policy will form part of the induction process. New Joinees & employees will receive relevant inputs on how to implement and adhere to this Policy.
13. **Communication & Compliance Training:** It is our commitment to ensure that Company has adequate procedures to combat ABAC risks and threats. To meet this objective, regular training will be made available to all departments in relation to our ABAC Policy, obligations of Anti-Bribery & Anti-Corruption Policy



compliance officer, Company procedures, and measures. The details of Company's whistleblowing procedures will be disseminated throughout Company and will be so done on a regular basis.

Annual training will be conducted either online or in-person or a combination of both and will be administered by the Compliance Officer / or outside expert. The training will be required to be completed within a specified timeframe. Company may also extend training programs to third parties if it is envisaged that the work profile allocated to them carries significant risk as per this ABAC Policy.

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