



Anti-Corruption and Anti-Bribery Policy

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1. INTRODUCTION

This document specifies the Anti-Corruption and Anti-Bribery Policy for Apnemy Technologies Private Limited (herein referred to as “Apnemy Technologies” or “Company”).

The Company’s objective is to conduct business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to act professionally, fairly, and with integrity in all our business dealings and relationships.

All stakeholders representing Apnemy Technologies or acting on our behalf are prohibited from engaging in any bribery or potential bribery. This includes both direct and indirect bribery, including payments through third parties. If any stakeholder suspects or becomes aware of any potential bribery involving the Company, it is their duty to report their concern to Company management at contact@apnemy.com.

Bribery is a serious criminal offence in India and can result in severe fines, imprisonment, exclusion from public contracts, and reputational damage.

In the event of any conflict between this Policy and any statutory enactments, the statutory enactments shall prevail.

2. OBJECTIVE

The objective of this policy is to:

- a) Set out our responsibilities to comply with Indian laws against bribery and corruption; and
- b) Provide guidance on how to recognize and address bribery and corruption issues.

The Company will conduct periodic bribery and corruption risk assessments, document and review them regularly, and update the Board of Directors annually.

3. SCOPE

This policy applies to:

- All Directors of the Company
- All employees (permanent and contract)
- Third parties acting on the Company’s behalf (suppliers, agents, advisors, customers, etc.)

4. DEFINITION: WHAT IS BRIBERY?

Bribery is the offer, promise, or receipt of any gift, hospitality, loan, fee, reward, or other advantage to induce or reward dishonest, illegal, or unethical behavior in the performance of functions.

It includes authorizing or permitting another to commit any bribery act.

5. WHAT IS NOT ACCEPTABLE

It is not acceptable to:

- Offer or accept payments/gifts to influence a government official or decision.
- Accept any third-party payment intended to secure a business advantage.
- Induce others to commit bribery.
- Retaliate against anyone who refuses or reports bribery.
- Offer or accept gifts that could be perceived as improper.
- Engage in activities leading to a policy breach.

6. GIFTS AND HOSPITALITY

Business hospitality is permitted if it is reasonable, appropriate, modest, and genuine, aimed at promoting products/services or building relations.

Approval & Limits:

- Gifts exceeding ₹8,000 require prior approval from the Managing Director.
- Gifts to government officials require legal review and Managing Director approval.
- Occasional gifts for special occasions must not exceed ₹5,000 in value.

Key Principles:

- Must not improperly influence decisions or create obligations.
- Must not appear to influence decision-making.
- Cash or cash equivalents are always prohibited.
- Personal payment by employees does not exempt compliance.

Employees may accept unsolicited gifts below ₹5,000 by notifying their manager and updating the gift register.

7. FACILITATION PAYMENTS AND KICKBACKS

All facilitation payments and kickbacks—small unofficial payments or commissions for business favors—are prohibited.

8. LOBBYING

Direct or indirect attempts to influence legislation via officials must comply with Indian laws.

9. DONATIONS

Donations are permitted if ethical and compliant with Indian laws. All donations must be approved by the Managing Director and recorded.

10. SPONSORSHIPS

Sponsorships require legitimate purpose, Managing Director approval, and compliance with Indian laws.

11. THIRD PARTIES

Due diligence on third parties is mandatory to mitigate bribery risks. Procedures for risk-based assessments and ongoing monitoring must be followed.

12. RESPONSIBILITIES OF EMPLOYEES

Employees must read, understand, and comply with this policy. They must report suspected breaches immediately to their manager or ap@apnemy.com. Failure to report constitutes a policy breach and may lead to disciplinary action.

13. RECORD KEEPING

Accurate, complete records of all third-party payments, gifts, and hospitality are required. Expense claims must detail the purpose and comply with this policy. No off-book records are permitted.

14. RAISING A CONCERN OR COMPLAINT

Employees should raise concerns early with their manager or via contact@apnemy.com. Uncertainty about an action should prompt immediate consultation.

15. PROTECTION

Employees who refuse or report bribery in good faith will be protected from retaliation. Any detrimental treatment should be reported immediately.

16. TRAINING AND COMMUNICATION

This policy will be provided at induction and communicated to all existing employees. It will also be shared with agents, suppliers, and business partners.

17. WHO IS RESPONSIBLE FOR THE POLICY?

The Board of Directors ensures legal and ethical compliance. The Managing Director oversees implementation, supported by management at all levels.

18. MONITORING AND REVIEW

The Managing Director will regularly review this policy's effectiveness and update it as needed. Internal audits will provide assurance on controls.

19. POTENTIAL RISK SCENARIOS – “RED FLAGS”

Employees must report red flags, such as:

- Third parties with bribe reputations
- Unusual commission demands or cash-only requests
- Lavish requests for gifts or entertainment
- Requests for payments to unrelated jurisdictions
- Side letters or non-standard invoices

Report any red flag to contact@apnemy.com promptly.

20. EXAMPLES

Offering a bribe:

Offering event tickets in exchange for business is prohibited.

Receiving a bribe:

Accepting favours from a supplier in return for continued business is prohibited.

Bribing an official:

Paying extra to expedite customs clearance is prohibited.

This policy is effective from April 1, 2025 and supersedes all previous versions.

For queries, contact:

- Email: contact@apnemy.com
- Phone: +917004689636

Apnemy Technologies Private Limited
Hyderabad, India