

Anti Bribery and Anti Corruption Policy

1. Objective

Finaleap Finserv Private Limited (“Finaleap” or the “Company”) is committed to the prevention, deterrence and detection of fraud, bribery and all other corrupt business practices. It is Finaleap’s policy to conduct all of its business activities with honesty, integrity and the highest possible ethical standards and vigorously enforce its business practice, wherever it operates, 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 the Company at all levels and grades, including directors, senior executives, officers, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, casual workers, volunteers, interns, agents, or any other person associated with the Company (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 the Company or transacts with the Company and also includes actual and potential clients, suppliers, business contacts, consultants, intermediaries, representatives, subcontractors, agents, advisers, joint ventures and government & public bodies (including their advisers, representatives and officials etc).

3. Policy 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.

4. Gifts and hospitality

Employees or members of their immediate families 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 the Company. All relationships with those who the Company deals with should be cordial, but must be on an arm's length basis.

This Policy does not prohibit normal and appropriate gifts, hospitality, entertainment and promotional or other similar business expenditure, such as calendars, diaries, pens, meals and invitations to theatre and sporting and other hospitality 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. To avoid committing a bribery offence, the gift or hospitality must be:

1. Reasonable and justifiable in all the circumstances
2. Intended to improve the image of the Company, 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 a business advantage or to reward the provision or retention of business or a business advantage or for any other corrupt purpose
- b. It complies with local laws and customs
- c. It is appropriate in the circumstances. For example, small gifts to be given during Diwali, local festivals /new year time
- d. Taking into account the reason for the gift or hospitality, it is of an appropriate type and value and given at an appropriate time

4. Willful blindness

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, 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* to the same can, depending upon the circumstances, carry the same disciplinary action as an intentional act.

5. 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 Compliance/ HR Department.

The mail for the same be issued on info@finaleap.com. The helpline number for the same is 020- 40022163.

6. What to do if you are a victim of bribery and corruption?

It is his / her responsibility to inform / report it to their respective Managers and the Compliance Head/HR Head as 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.

7. 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 his/her reporting Manager immediately who shall in turn inform the Compliance/HR head.

8. Who is responsible for the Policy -

The Chief Executive Officer 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, undertake training on how to implement and 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.

9. Description -

Small bribes can come in many forms including:

- Cash or vouchers
- Benefits in-kind, such as
 - Tickets/pass for an event
 - Alcohol
 - Perfume
 - Any other item in disguise of gift

Typically, a bribe demander will use explicit or implied threats of delay, inconvenience, business cost or some other undesirable outcome. Bribes can also be solicited by an official with the inducement of a faster service, overlooking incomplete paperwork, or some other benefit, and may also be offered by the bribe payer to obtain such benefit.

What constitutes 'small' is clearly relative. A bribe of Rs. 100 paid to a clerk in Tahsil office may seem small to layman, but such small bribes are paid by many people regularly and over time the overall amounts can be considerable.

Examples of the bribes are shown below in Table below.

Activity	Function	Service or actions to which the bribe payer is entitled	Improper actions by the official or employee
Services	Utilities	Supply of power, water.	Falsification of usage records in order to reduce billing.
	Other	Service fees are to be paid to a	Cash payments paid

		Company/Government, availing a service/facility	for	direct/indirect personally to officials for carrying out the same activities. Or Services outside the official's/employees permitted or assigned work.
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Note: The above mentioned examples are not exhaustive and are only indicative cases

10. Countering Small Bribes:

A corporate culture with a commitment to the core value – ‘Integrity’ and leadership providing ‘tone-from-the-top’ is critical to implementing a programme to counter small bribes as it sets the standard and expectations for employees and third parties. Some of the steps/activities which Finaleap will implement for achieving this are as follows:

- Finaleap will communicate through monthly Communication Meetings, the seriousness which the company attaches to behaving ethically to other stakeholders and those who have contract with the company.
- ensuring it has a clear understanding of the scope of small bribes, the associated risks and issues
- Providing ‘tone-from-the-top’ by communicating key messages on countering small bribes throughout the company, visits by senior management
- Quarterly training to all employees, informing them about Anti Bribery policy, Company’s no tolerance culture in such matters. And the repercussion of such event for the person involve in the matter
- An incident of bribery reported to HR department will be referred to Internal Audit team. Internal Audit team will investigate the incident and report to Audit committee on a quarterly basis.
- Event of small bribe is misconduct and Company will take action against the employee/person involved in the matter after appropriate investigation. Action may include following:

- Warning/Memo
 - Withholding Increment
 - Demotion
 - Termination
- A yearly declaration will be taken from employees about adherence to & training of the policy.

11. Punishments for Bribery

Bribery is a serious offense that undermines the integrity of a company and can have significant legal, financial, and reputational consequences. To deter and address bribery within the organization, a robust and transparent policy outlining possible punishments is crucial. Below is a list of potential punishments that can be included in a company's anti-bribery policy:

1. Disciplinary Action:

- **Verbal Warning:** A first instance of suspected bribery may result in a formal verbal warning, documented in the employee's personnel file.
- **Written Warning:** A repeated instance of suspected bribery or a more serious first offense may lead to a formal written warning.
- **Suspension:** In cases of severe or repeated bribery allegations, the employee may face a temporary suspension from work pending investigation.
- **Termination:** Employees found guilty of bribery, whether directly or indirectly involved, may face immediate termination of employment.

2. Legal Consequences:

- **Civil Liability:** Individuals engaging in bribery may be subject to civil legal action, resulting in fines or financial restitution.
- **Criminal Charges:** In cases of serious bribery offenses, legal authorities may pursue criminal charges against individuals involved, leading to imprisonment or other legal penalties.

3. Business Consequences:

- **Loss of Contracts:** If the bribery involves contractual arrangements, the company may lose existing contracts or be disqualified from future bidding processes.
- **Business Relationship Termination:** If bribery involves third-party business partners or vendors, the company may terminate their relationship immediately.

- Suspension of Services: For service providers or contractors involved in bribery, the company may suspend or terminate their services.
4. Reputational Damage:
 - Public Disclosure: The company may disclose incidents of bribery to relevant stakeholders, including employees, clients, investors, and the public.
 - Media Exposure: Instances of bribery may attract media attention, leading to negative publicity and damage to the company's reputation.
 5. Training and Compliance:
 - Mandatory Training: Employees may be required to undergo anti-bribery training to ensure awareness and compliance with the company's policies.
 - Policy Acknowledgment: All employees may need to sign an acknowledgment confirming their understanding of the anti-bribery policy.
 6. Reporting Mechanisms:
 - Encouragement to Report: Whistleblower protection and anonymous reporting mechanisms may be established to encourage employees to report bribery incidents.
 - Non-Retaliation: The policy may explicitly state that employees who report suspected bribery will be protected from any form of retaliation.
 7. Suspension of Bonuses and Incentives:
 - Employees involved in bribery may have bonuses, incentives, or other forms of compensation withheld or canceled.