

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1. Purpose

This policy (“**Policy**”) emphasizes the zero-tolerance approach to bribery and corruption followed by Swades Foundation. This Policy establishes the principles with respect to applicable Anti-Bribery and Anti-Corruption laws. The Policy provides information and guidance on how to recognize and deal with bribery and corruption issues. It guides us to act professionally, fairly and with utmost integrity in all our business dealings and relationships, wherever we operate.

2. Scope

This Policy applies globally to all the full-time employees, part-time employees, suppliers, consultants, contractors, interns and management of Swades Foundation. It is therefore the responsibility of **Employees & Suppliers** to follow and adhere to all elements described in the Policy.

3. Definitions

“**Anti-Corruption Laws**” shall mean any applicable anti-corruption laws, as amended from time to time, including the (Indian) Prevention of Corruption Act, Central Act No.49/1988 (“PCA”), the (Indian) Prevention of Money Laundering Act, 2002, and any other anti-money laundering or anti-corruption laws in effect in India.

“**Bribe**” or “**Bribery**” means an inducement, payment, reward or advantage offered, promised or provided to a public servant or to any other commercial party in order to corruptly gain any illegal commercial, contractual, regulatory or personal advantage. It may also include offering or receiving bribes in exchange for specific actions or favors. It is illegal to directly or indirectly offer a Bribe or receive a Bribe. Such Bribe, when made directly or through a third party and made with the requisite corrupt intent, may be anything of value such as gifts, inside information, sexual or other favors, corporate hospitality or entertainment, offering employment to a relative, trading information, payment or reimbursement of travel expenses, charitable donation or social contribution, abuse of function.

“**Corruption**” means any willful conduct by any Employee in connection with Swades Foundation’s work that would violate the Anti-Corruption Laws.

“**Government Official**” means (i) an officer, agent or employee of a government, government-owned enterprise (or any agency, department or instrumentality thereof) or political party, or public international organization established under an international treaty

(ii) An agent, officer, or employee of any entity owned by a government. Retired employees, officers, employees, or any person who are not currently or at the time of the relevant conduct acting in any capacity for or on behalf of either a government, its departments, agencies, instrumentalities, or quasi- or partially-government controlled or owned entities; any public international organization established under an international treaty to which India is a signatory; or a political party in India, are not considered to constitute “Government Officials.

“Kickback” means an illicit payment or benefit offered or received as an incentive or reward for someone to engage in dishonest, unethical, or illegal activities. Kickbacks are offered in exchange for preferential treatment, business advantages, or securing unfair deals.

Terms not defined under this Policy shall have the same meaning and be interpreted as per the relevant Anti-Corruption Laws.

4. Guiding Principles

Swades Foundation unequivocally declares its zero-tolerance Policy towards Bribery and Corruption. Employees & Suppliers must conduct their activities in connection with Swades Foundation’s business in full compliance with this Policy and the Anti-Corruption Laws. Employees & Suppliers are prohibited from giving or offering, directly or indirectly, Bribes, Kickbacks, or anything of value as a Bribe to any Government Official or to any commercial party or other agent, consultant, customer, or vendor for obtaining improper performance in favor of Swades Foundation.

- 4.1 Swades Foundation does not authorize, offer, or promise or make any payment or give any other thing of value, directly or through a third party i.e. who may act on Swades Foundation’s behalf, such as Auditors, agents and consultants (“Third Parties”), to a Government Official, in order to influence or reward an action or decision or to gain an improper advantage from the Government Official to obtain or retain business.
- 4.2 No employee or member of the employee's family shall, in connection with the giving or receiving of an improper business benefit, directly or through a third party, authorize, promise, request, or agree to receive or accept payment of money or any other thing of value.
- 4.3 Employees must not do not make donations, whether in cash or kind, in support of any political parties or candidates, as this can be perceived as an attempt to gain an improper business advantage.
- 4.4 All suppliers/contractors/consultants abide by this Anti-Bribery and Anti-Corruption Policy and the Supplier Code of Conduct, also Ensure their employees and representatives are aware of and comply with anti-bribery laws and this policy.
- 4.5 All suppliers/contractors/consultants avoid any form of bribery or corrupt practices, including facilitating payments, gifts, or hospitality intended to influence business outcomes.

5. Permissible Payment

- 5.1 This Policy permits Employees to provide modest gifts, hospitality or certain other things of value to Government Officials and private individuals, Donors that are legal and directly related to the promotion or demonstration of Swades Foundation's services or the performance of a particular contract with a government or state-owned or state-operated entity.
- 5.2 When deciding whether a gift is appropriate, Employees must take into account any past, pending or future business or administrative matters that are within the recipient's realm of influence. The timing and context of such gifting must be considered in order to assess whether any particular gifting could objectively be perceived as Bribery.
- 5.3 Swades Foundation may accept requests to host Government Officials for training or other business-related purposes either at Swades Foundation's facilities or at training events sponsored by outside vendors. Swades Foundation may also accept requests to host Government Officials at operational meetings, project meetings or other events.
- 5.4 The payment of travel expenses to any Government Official, within or outside their home country, requires the prior written consent of the Board of Directors / CEO to ensure consistency with this Policy and any applicable laws of the official's country.
- 5.5 Swades Foundation supports the making of contributions to the communities in which it does business and permits reasonable donations to charities and sponsorships. In this respect reasonable steps must be taken to verify that any such contribution does not constitute an illegal payment to a Government Official or any individual in violation of this Policy.
- 5.6 It may be permissible to make donations directly to a government agency (rather than to an individual government official) as part of a charitable effort or to promote goodwill through actions such as providing free products for a government-sponsored celebration.

6. DISCIPLINE

- 6.1 An annual review and/or training on the Policy will be undertaken with the Employees.
- 6.2 Any Employee of Swades Foundation can be investigated by government regulators in different jurisdictions and, depending on the circumstances, prosecuted administratively, under civil law, or under criminal law, which could result in severe fines and penalties, debarment, or imprisonment if a violation of applicable Anti-Corruption Laws and regulations is established.
- 6.3 Any Employee found to be in violation of this Policy will be subject to disciplinary action, up to and including termination of employment, in accordance with applicable laws and Swades Foundation policies.
- 6.4 Vendors, consultants and other Third Parties working for Swades Foundation who are found to be in violation of this policy will be subject to termination of the business relationship as well as any other legal and remedial actions available to Swades Foundation under applicable law.

7. REPORTING BREACHES OR CONCERNS

7.1 It is the responsibility of all Employees to ensure compliance with this Policy.

7.2 Any Employee who witnesses a breach of this Policy or observes conduct that may violate this Policy, is obliged to promptly contact and notify the respective instance to CEO at mangesh.wange@swadesfoundation.org. Suspected violations will be reviewed and investigated as appropriate and may lead to disciplinary action. Any such reporting will be treated as confidential to the extent permitted by law. Swades Foundation strictly prohibits retaliation for good faith reports of suspected misconduct. Failure to report a violation of this Policy constitutes an independent violation of this Policy. Whilst, a disclosure should normally be submitted to the mangesh.wange@swadesfoundation.org, it may also be submitted directly to Board of Directors at boardmembers@swadesfoundation.org, when they feels it necessary under the circumstances.

7.3 Any Employee who is in doubt, or is unsure if a particular act constitutes as an act of Bribery or Corruption or suspects that this Policy has been breached or can be breached by anyone in Swades Foundation, or any Third Party working with Swades Foundation in any capacity, is encouraged to raise the issue to CEO at mangesh.wange@swadesfoundation.org,