

JSW CEMENT LIMITED
(JSWCL)

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

DOCUMENT CONTROL

Document version:

This Anti-Bribery and Anti-Corruption Policy document is version 1.1.

Preparation/Revision History

SR. No.	Date of preparation / modification	Version No.	Modified by	Reviewed by	Approved by
1	20/04/2015	1.1	Company Secretary	Executive Director / CFO	Board of Directors

Issuing Authority

This policy document is approved by the Board of the Company

Author and Responsible Official

This policy document is to be maintained and updated by way of additions, deletions and modifications, only by the Company Secretary. Every time the policy document is edited, the version increases by one unit and the version is to be mentioned on every page.

Applicability and Usage

This policy document applies to each and every member of the **JSW Cement Limited**. The Executive Director/CEO of the organization must ensure the proper use of this document.

1. OBJECTIVE

JSW Cement Ltd (JSWCL) is committed to the highest standards of corporate governance in all its activities and processes. It is policy of company to conduct all its business activities with honesty, integrity and highest possible ethical standards.

2. SCOPE AND APPLICABILITY

Anti-Bribery and Anti-Corruption policy applies to all employees including Directors, Independent Directors, Officers and Third Parties which includes customers, suppliers, consultants, intermediaries, representatives, agents, contractors, subcontractors, advisers, joint venture partners etc. This policy is applicable not only to persons who offer or pay bribe but also includes any person who

- a. Approves or authorize such payments
- b. Creates or accepts false invoices
- c. Covers up an illegal payment
- d. Knowingly cooperates in the payment of bribe or
- e. Suspects an illegal payment but turns a blind eye to it.

3. DEFINITIONS

- a. **Bribe:** A bribe is benefit, reward, inducement, payment, promised or given to any person in power in an effort to cause the person to take a particular action or gain an undue advantage. It is not just money but also includes gifts, inside information, sexual or other favours, corporate hospitality, offering employment to a relative, reimbursement of personal expenses, donation etc. **Corruption:** Corruption includes wrongdoing on the part of an authority or those who are in power through illegal and unethical means. Corruption is often associated with bribery.

- b. **Facilitation payments:** These are payments made to get or expedite a routine government action by government official.
- c. **Kickbacks:** These are payments made to organizations in return of undue advantage received.
- d. **Government Official:** Government Official includes any official or employee of a Central, State or local government or employee of government owned enterprise, government agency, government regulatory authority, public international organization or any person acting in official capacity on behalf of government.

4. POLICY DETAILS:

- a. **Gifts:** The company regards the giving and receiving of the gifts, complimentaries, favours or entertainment as inherently compromising unless they are of a reasonable value (i.e. not extravagant) under the circumstances. This means that they do not influence or give the appearance of influencing the recipient and are not likely to be viewed as bribe, kickback or payoffs. Gifts of the money shall never be accepted or given. However, this policy do not prohibit receiving or giving of token gifts to improve image of company. Examples of token gifts are corporate calendars, pens, mugs, books, T-shirts, bouquet of flowers, dry fruits, sweets etc. of reasonable value. If gifts or hospitality is given or accepted which is more than token gifts in ordinary course of business, then approval of JMD & CEO is required in writing.
- b. **Facilitation payments:** No employee of JSWHL or any person action on behalf of JSWHL shall make or accept facilitation payments or kickbacks of any kind.

- c. **Donations:** As good corporate citizen, JSWHL is committed to support and sponsor social activities. However, these activities should be within CSR policy of company and approved by Board of Directors.
- d. **Contribution to political parties:** It is company's policy that under no circumstances company's funds will be used to make contribution to political parties or any political candidate even if such payments are permitted by law of land.
- e. **Business relations with third parties:** JSWHL expects third parties to conduct their activities as per this policy. To maintain highest standards of integrity with respect to dealing with third parties, employees must :
 - i. Conduct due diligence enquiries before entering a commercial relationship with third parties.
 - ii. Brief third parties about this policy
 - iii. Ensure fees or commission paid are appropriate and justifiable.
 - iv. Include clause in agreement to enable JSWHL to withdraw from relationship if any third party fail to abide by this policy.

5. EXPECTATIONS FROM EMPLOYEES:

The prevention, detection and reporting of bribery and other forms of corruption is responsibility of all those who are working with JSW Holding Ltd. Employees should avoid any activity that may lead or suggest a breach of this policy. Employees are expected to report such instances directly to JMD & CEO. If any employee is unsure whether a particular act constitutes bribery or corruption, they should raise the same with JMD & CEO or whistle blower committee.

6. PROTECTION

The employees who refuse to accept or give bribe or those who report another person's bribery or corrupt act will be safeguarded against victimization and discrimination as per Whistle Blower Policy of the company. Employees have direct access to JMD & CEO. The matters reported by employees will be investigated as per procedure prescribed in Whistle Blower Policy.

7. ADMINISTRATION AND REVIEW OF THE POLICY

The Chief Executive Officer shall be responsible for the administration, interpretation, application and review of this policy. The Company Secretary shall empower to bring the necessary changes to this Policy as recommended by Chief Executive Officer.

8. NOTIFICATION

All Departmental Heads are required to notify and communicate the existence and contents of this Policy to employees of their Department / Office. The new employees shall be informed about the Policy by the HR Department.

9. AMENDMENT

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. The amended policy shall be approved by Board. However, no such amendment or modification will be binding on the Employees and Directors unless the same is notified to them in writing. Such amendment shall be effective from the date the disclosure shall be made to the Employees and Directors.

