



Exide Industries Limited (EIL)
Anti-Bribery & Anti-Corruption Policy



1. Introduction

1.1 Purpose of the Policy

- 1.1.1 This policy emphasizes Exide Industries Limited ("Exide/Company") zero tolerance approach to bribery and corruption. It establishes the principles with respect to applicable Anti-Bribery and Anti-Corruption laws.
- 1.1.2 The policy provides information and guidance on how to recognise and deal with bribery and corruption issues.
- 1.1.3 It guides us to act professionally, fairly and with utmost integrity in all our business dealings and relationships, wherever we operate.

1.2 Scope of Applicability

This policy shall be applicable to the following persons (hereinafter collectively referred to as "Members").

- (a) Every director, employee (whether regular, fixed- term or temporary), consultant, contractor, trainee, seconded staff, home-worker, casual worker and agency staff, volunteer, intern, agent, sponsors, or any other person associated with the Company; and
- (b) Third parties and to anyone acting on the Company's behalf, including agents, consultants, suppliers, vendors and contractors, actual and potential clients, customers, distributors, business contacts, agents, advisers, business associates and government and public bodies including their advisors, representatives and officials, politicians and political parties (hereinafter to be referred as Third Party')

2. Definitions

2.1 Bribery

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.

A bribe may be of monetary or non-monetary in nature like inside information, sexual or other favours, offering employment to a relative, payment or reimbursement of travel expenses etc.

2.2 Corruption

Corruption includes wrongdoing on the part of an authority, or those in power, through means that are illegitimate, immoral, or incompatible with ethical standards. It is usually designed to obtain financial benefits or other personal gain. Corruption often results from patronage and is associated with bribery. For example, bribes offered or promised in the form of money, a privilege, an object of value, an advantage to exert improper influence on decisions of an individual in his official capacity.

3. Policy Statements

Exide is committed to implement and enforce adequate procedures to prevent, deter, detect, and counter bribery and corruption in any form or manner.

This ABAC Policy constitutes a minimum standard that must be complied within all territory of the Company's business and operations. Additionally, each Member must comply with the Prevention of Corruption Act, 1988, India or any other law applicable in the jurisdiction of Company's business and operations.

Any violation of this ABAC Policy will be regarded as a serious matter and shall result in disciplinary action.

The guidelines in this ABAC Policy should be read in conjunction with:

- Exide Code of Conduct;
- The Whistle-blower Policy;
- Any guidance published pursuant to this ABAC Policy;
- Any other relevant policies as may be implemented from time to time.

4. Responsibilities

4.1 Responsibilities of Employees

Exide employees should familiarise themselves with this ABAC Policy and comply with it to ensure that the Company's procedures and measures to mitigate ABAC risks are upheld and strengthened.

It will be the duty of each Member to report any non-compliance noted so that necessary action can be taken by the Company promptly to mitigate the risks and other consequences arising therefrom. Further, each Member shall provide full cooperation for any enquiry or investigation conducted or to be conducted by the Company for potential violation of this ABAC Policy.

4.2 Responsibilities of Management

The Managing Director & CEO of the Company shall have oversight of governance and compliance with this ABAC Policy. Aggravated cases of breach of this ABAC Policy shall be escalated immediately to the Executive Committee (ExCom) of the Company.

The Company shall, from time to time, designate an employee of adequate seniority, competence and independence as the 'Vigilance Officer' to ensure compliance with the provisions of this ABAC Policy and the same shall be notified to the Exide Members.

Every query or concern raised in relation to any suspected violation of this ABAC Policy shall be reviewed/investigated by the Vigilance Officer. Any action required to be undertaken shall be taken by the Managing Director & CEO in accordance with this ABAC Policy of the Company.

For the purpose of this policy, 'Human Resources Head' of Exide Industries Limited has been designated as the 'Vigilance Officer'.

4.3 Responsibilities of Third Parties

We understand that various applicable anti-corruption and anti-bribery laws make Exide responsible for the acts of our Third Parties and others acting on our behalf. Therefore, no Third Party acting on behalf of Exide should engage in any act that could be construed as bribery or corruption – whether using Exide funds or their own personal funds or whether acting directly or through a middleman. Exide expects all those acting on our behalf to abide by our standards of ethics and integrity and, where necessary and appropriate, to follow our procedures.

5. Gifts, Entertainment and Hospitality

5.1 Definition

A gift is anything of value and would encompass any gratuitous monetary or non-monetary benefit. It includes tangible items such as cash, precious metals and stones, jewellery, art, and any of their equivalents, and intangible items such as discounts, services, loans, favours, special privileges, advantages, benefits and rights that are not available to the general public.

Hospitality generally includes refreshments, meals, travel and accommodation. Entertainment generally includes vacation, trips, use of recreational facilities, tickets or passes for plays/concerts/sports events. Hospitality and entertainment may also qualify as a gift unless they fall within reasonable bounds of value and occurrence.

5.2 Permissible & Prohibited Practices

Gifts, entertainment, and hospitality may be acceptable if they are reasonable, made in good faith and in compliance with the Company's policies inclusive of the Exide Code of Conduct.

Under no circumstances a Member should accept any offer, payment, promise to pay, or authorization to pay any money, gift, or anything of value from third party that is perceived as intended, directly or indirectly, to influence any business decision, any act or failure to act, any commitment of fraud, or opportunity for the commitment of any fraud.

Inexpensive gifts such as sweets, dry fruits, pens, calendars, souvenir, infrequent business meals, celebratory events, and entertainment, provided that they are not excessive or create an appearance of impropriety, do not violate this policy.

Questions regarding whether a particular payment or gift violates this policy are to be directed to the Head-Administration. Gifts given by the Company to third party, or received from third party should be appropriate to the circumstances and should never be of a kind that could create an appearance of impropriety. However, employees may accept inexpensive gifts given during festive occasions such as Diwali/Puja or New Year.

Each employee shall always use their fair judgement while interpreting the "customary" or "modest," approach and must always ensure compliance with applicable laws.

6. Donations

Exide may make charitable donations that are legal and ethical under local laws and practices. However, it is important that we exercise reasonable caution when making donations, such that the donations made shall be without any demand or expectation, so as to ensure that our donations would not be considered inducements in any form or manner. It is recommended that all such donations or contributions are documented with a receipt.

7. Monitoring and Reporting

Every Member is encouraged to raise concerns about any bribery issue or any case of corrupt practice or any breach of this ABAC Policy or applicable ABAC law at the earliest. It is the responsibility of the concerned Member to inform / report to their respective Managers and / or write e-mail addressing to grievance@exide.co.in as soon as possible, if he / she is offered a bribe or is asked to make one.

Member 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 a Member is unsure whether a particular act constitutes bribery or corruption or if they have any other queries, these should be raised with their respective reporting Manager and / or write a mail addressing at grievance@exide.co.in

8. Protection

No Member who in good faith, reports a violation of this ABAC Policy shall suffer any harassment, retaliation or adverse employment consequences. Exide is 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.

9. Disciplinary Action

The Company has set-up an internal enquiry or investigation process of all reported concern for potential violation of this ABAC Policy, which follows the principles of natural justice and shall ensure that the relevant Member are provided with an opportunity to make their case before the investigation team.

Appropriate disciplinary action will be taken against the concerned Member, if he / she is found guilty after the investigation process, which will depend on the nature, severity and scale the reported matter.

10. Communication

The Policy shall be displayed to all employees through intranet portal of Exide, under the Section of 'Policies' and on the website of the Company.

Any changes in the Policy shall be notified through the intranet portal and website by way of updated Policy document.

Version History

Version Number	Date of Enforcement
V1.0	1 st April, 2024