



STRIDES PHARMA SCIENCE LIMITED
ANTI BRIBERY AND ANTI CORRUPTION POLICY

1. Preamble

Strides' Anti-Bribery and Anti-Corruption Policy ("ABAC Policy"/ "Policy") is a Policy applicable globally to Strides and supplements the Strides' Code of Conduct and Ethics Policy (Strides' Code), which lays down the principles and standards that govern the actions of the Company and its Employees.

Strides has zero tolerance towards bribery and corruption and any forms thereof. The Policy provides guidelines on how to deal with bribery and corruption related issues and requires all personnel to act professionally, fairly and with utmost integrity in all their business transactions.

This policy aligns with relevant international and domestic ABAC laws some of which include the UK Bribery Act 2010, US Foreign Corrupt Practices Act (FCPA), EU's docket of Anti - Corruption Laws, EU's Anti-Bribery Directive, provisions under the Companies Act, 2013 and other such anti-bribery and corruption laws applicable in the countries of operation for the Company.

The purpose of this Policy is to establish and communicate common Company's standards regarding anti-bribery & anti-corruption and compliance to the same. However, in case more stringent laws, regulations or industry codes are applicable in some countries, they supersede the principles set out in this Policy.

The local divisions and subsidiaries of Strides can also choose to establish more restrictive practices in alignment with local laws and regulations.

2. Scope and Applicability

This Policy applies to inter-alia all employees, trainees/ interns, apprentices, contract workmen, vendors, customers, auditors, directors, visitors, including regulatory and government authorities of Strides, including its subsidiaries, affiliates, and joint ventures (collectively referred to as the 'Company')

It also includes in its scope all interactions with external individuals or organizations, regardless of local customs and traditions. These include Government Officials (GOs), Healthcare Professionals (HCPs), Customers, patients, other members of the Healthcare Community, Third Party Representatives (TPRs), and other business partners.

3. Governance, Roles & Responsibilities

Stakeholders for administration of this Policy shall be:

- **Head of Ethics & Compliance** shall:
 - undertake periodic review and update this policy. The internal team shall review compliance to this policy and its effectiveness
 - shall ensure that appropriate periodic communication about this policy is shared with business partners
- **Head of Human Resources** shall ensure periodic training on this policy to all Employees, trainees, contract workmen, consultants, and apprentices;
- **Head of Legal** shall ensure that the reference to this policy is included appropriately in all the contracts, purchase orders which the Company enters with business partners;

- **Head of Finance** shall ensure implementation and monitoring of the required financial controls for compliance;
- **Head of Legal and Head of Ethics & Compliance** shall ensure adequate ABAC due diligence before entering into any joint venture or completing any merger or acquisition;
- **Business Function Owners** shall ensure that any relevant controls in this document are complied with by Third Parties they are engaging with;
- **Line Managers/ Function Heads** are accountable for breaches of this standard by their staff when the manager knew, or should have reasonably known, that such breaches were taking place;

Changes to this policy shall be approved by the **Head of Human Resources and/ or the Chief Executive Officer & Managing Director**, and subsequently ratified by the Board of Directors.

Any violation of this policy may have significant consequences and will be dealt as per the process laid down in Strides Code of Conduct and Ethics and/ or any other procedure, as may be prescribed by the Company.

4. Key Definitions

- a) **“Books and Records”** means and includes accounts, invoices, correspondence, papers, CDs, tapes, memoranda and any other document or transcribed information of any kind;
- b) **“Bribery”** means offering, giving, soliciting, accepting or promising (or authorizing someone to offer, give, or promise) an improper benefit, directly or indirectly, with the intention of influencing or rewarding the behaviour of any person, group or organization, public or private, to obtain or retain a commercial advantage;
- c) **“Corruption”** refers to the abuse of entrusted power for personal gain;
- d) **“Employees”** here refers to full time employees, part time employees, contract employees, officers, senior and key management personnel and directors of the Company;
- e) **“Entertainment”** generally includes attendance at plays, concerts, and sports events;
- f) **“Gifts”** are benefits of any kind given to someone as a sign of appreciation or friendship without expectation of receiving anything in return;
- g) **“Grants and Donations”** are benefits given by the Company in the form of money and/ or in-kind contributions;
- h) **“Health Care Professional”** (“HCP”) means any person as part of their professional activities may prescribe, recommend, purchase, supply or administer medicines/drugs. This includes physicians, nurse practitioners, physician’s assistants, practicing pharmacists and their staff;
- i) **“Hospitality”** generally includes refreshments, meals, and accommodation;
- j) **“Political Contributions”** are monetary or non-monetary (e.g., resources, facilities) contributions to support political parties, politicians or political initiatives;

- k) **“Public Official”** means any person:
- Holding a legislative, administrative, or judicial office, including any person employed by or acting on behalf of a Government Authority
 - Holding office of a political party; or a candidate for political office
 - Medical and scientific personnel including health care professionals, who work at hospitals, universities or a similar facility which is fully/ partially owned by a government
 - Any elected or appointed officers or employees of public international organizations, such as the United Nations.
 - Any other person who is considered to be a public official according to applicable laws, regulations, and industry codes.
- l) **‘Third Party’** means any natural person or legal entity with whom the Company interacts for business purposes including exchange of good and services or due to the nature of its business. This includes but not limited to vendors, auditors, consultants, service providers, and other similar groups.

5. Policy Statement

Strides is committed to doing business the right way and complies with all applicable laws, rules, regulation and codes in all regions and geographies where we operate and avoid situations that are contrary to our values or that may damage our reputation.

The objective is to ensure that adequate guidelines are in place to prevent any incident relating to bribery, corruption, and any forms thereof within or in relation to the Company.

5.1. Corruption

We have zero tolerance towards all forms of Corruption whether involving, but not limited to, Public Official[^] or a Third Party, whether directly or indirectly.

Corruption includes, but is not limited to:

- a) **Bribery (incl. Kickbacks)** –Do not, directly or through a Third Party, promise, offer, make, authorize, solicit, or accept any financial or other advantage, to or from anyone to obtain or retain business, or secure an improper advantage in the conduct of business.

All facilitation payments are prohibited as they are bribes – Facilitation payments are unofficial, improper, small transfers of value offered or made to secure or expedite a routine or necessary action to which we are legally entitled.

- b) **Financial or other advantage** – Covers anything of value, including cash, gifts, services, kickbacks, job offers, loans, travel expenses, entertainment or hospitality. Personal funds cannot be used to circumvent this policy.
- c) **Money laundering** –Do not conduct transactions that involve a benefit, property or proceeds resulting from crime including bribery, fraud and tax avoidance. Conducting those transactions may result in a breach of anti-money laundering laws and may require external reporting.
- d) **Tax evasion** – Do not facilitate evasion of taxes.



^ Company does not distinguish between public officials and employees of private sector organizations so far as bribery is concerned; however, we are cognizant that public officials are often subject to rules and restrictions that do not apply to persons who operate in the private sector and therefore interactions with different categories of persons must follow the applicable rules and standards

5.2. Health Care Professionals (HCP)

HCP means any person who, in the course of their professional activities, may prescribe, recommend, or administer medicines/ drugs. While entering any transaction with HCP's, Employees and Third Parties shall ensure compliance to this policy.

5.3. Marketing and Promotional Activities

Employees and Third Parties (acting on behalf of the Company) shall ensure that all promotional and marketing activities comply with applicable laws and regulations as well as the relevant marketing code/ guidelines/ manuals/ SOPs relating to promotion of the Company's products and interaction with Health Care Professionals (HCPs) (collectively referred as "Marketing Guidelines").

5.4. Political Contributions

- Save and except as described/ mentioned under the Code of Conduct and Ethics Policy, Employees and Third Parties (acting on behalf of The Company) should not make any political contributions with the intention of Bribery.
- In compliance with local laws, regulations and industry codes, Grants and Donations or political contributions may only be given if the Company does not receive (and is not perceived to receive) any tangible, direct or immediate consideration in exchange or return. At the same time, Grants and Donations must never reward (or be perceived to reward) any tangible consideration.
- All Political Contributions by the Company shall be lawful. Political Contributions which by their scale or affiliation, might be seen as excessive, inappropriate, or could be misconstrued as Bribery are prohibited. In special cases, as allowed by local laws and regulations, contributions of such scale can only be made after proper authorization from the designated authority.
- Generally, the Company does not make political contributions. However, since public policy impacts the Company business, its Employees, and the communities in which the Company operates, in certain cases it may be appropriate to use its resources to make political contributions. These should be made only where these are part of the political culture in a country and are seen favourably as part of the social responsibility of corporations.
- Political Contributions shall be made subject to prior approval of the Board. Prior approval of the Board must be sought by way of resolution passes in the Board meeting.
- All Political Contributions, Grants and Donations made on behalf of the Company shall be recorded transparently and accurately in Books and Records in accordance with the standard accounting practices.

5.5. Charitable Contributions and Donations

At Strides, we believe in giving back to the community through legal and ethical charitable donations. However, we also recognize the importance of maintaining transparency and accountability in our charitable giving. To ensure that our donations are aligned with our values and policies, we require our Employees and Third Parties acting on our behalf to follow standard protocols, codes, and applicable restrictions.

- The Company may make charitable donations that are legal and ethical under local laws and practices.

Employees and Third Parties (acting on behalf of the Company) shall not make any donations/ charitable contributions in their official capacity, unless those are pre-approved by **the Head of Human Resources and the Head of Legal** and shall ensure that any Charitable contribution and/ or donation is not considered as Bribery, either directly or indirectly.

- Employees and Third Parties (acting on behalf of The Company) shall ensure that Charitable contribution and/or donation is in accordance with Code of Conduct and Ethics Policy, other relevant policies of the Company and applicable laws and regulations.
- A detailed and accurate description of all Charitable Contributions and/or donations shall be reflected in the Company's Books and Records.

5.6. Gifts, Hospitality, Entertainment

- Employees and Third Parties (acting on behalf of the Company) are prohibited from receiving, soliciting, offering, or giving any gifts, hospitality, or entertainment with an intent to induce or influence any act or decision of a Third Party or the Company.
- Courtesy gifts that are modest (upto the amount of INR 5,000), reasonable, infrequent without expectation of anything in return or any influence on decision making may be accepted or offered. Such practices, however, must be in line with the local regulations and Company policy.
- In exceptional situations where such nominal gifts must be accepted to avoid causing serious offence, or where circumstances genuinely preclude their return:
 - ✓ Members of the Board of Directors of Strides Pharma Science Limited shall obtain exception approval from the **Board of Directors of Strides Pharma Science Limited**;
 - ✓ All other Employees must obtain exceptional approval from the **Head of Ethics & Compliance and Head of Legal**;
 - ✓ Employees must take appropriate steps to donate the gift received to charity;
- Employees must ensure such receipts do not influence any of the decision taken by Strides in favour of any Third Party

5.7. Indirect Payments

Strides strictly prohibits the use of Third Parties like agents, distributors, or consultants for indirectly channeling bribes which are disguised as legitimate service payments, for the Company's benefit.



- All agreements, contracts, purchase orders or service orders with Third Parties should contain a clause on compliance with respective laws and relevant policies of Strides;
- Compensation / remuneration paid to Third Parties should be appropriate and justifiable and these shall be paid for the legitimate services rendered. Details of the service obtained from Third Parties shall be clearly specified in the contract.

6. **Books, Records, and Internal Controls**

- Strides must maintain accurate and transparent books and records, which must reflect financial transactions and dispositions of assets fairly, accurately, and in reasonable detail.
- We prohibit false or misleading entries in our books and records, “slush funds,” or other “off-the books” accounts.
- Strides must maintain an effective system of internal accounting controls where transactions are accurately recorded. All Company assets must be accounted for and access must be controlled

7. **Raising a Concern**

Employees and Third Parties (acting on behalf of Strides) shall immediately report, without fear or hesitation and in good faith, any noticed or suspected violations of this Policy or if an individual or group of individuals are acting in a manner that could adversely impact the interest of Strides and /or its Employees.

Such incidents can be reported at ethics@strides.com
Hotline number **1800 309 1220** can also be used to raise concerns

Further, as enshrined in the Code of Conduct and Ethics Policy and in the Whistleblower’s Policy, there are various modes and channels to report violations and non-compliance to the company policy.

When you report your concern, you may choose to remain anonymous. However, you are encouraged to identify yourself, as doing so can help resolve the situation, especially if we need to follow up for additional information. When you identify yourself, we will make every reasonable effort to keep your identity confidential.

Strides strictly prohibits retaliation against Employees or Third parties for raising concerns in good faith or who assist in an investigation of suspected wrongdoing.

8. **Implementation**

All Employees and Third Parties (acting on behalf of Strides) are responsible for adhering to the principles and rules set out in this Policy. They shall familiarize themselves with this Policy and shall participate in all training sessions conducted by the **Human Resources Team** annually and upon onboarding.

Any clarification regarding this policy can be addressed to the **Head of Human Resources or Head of Legal or Head of Ethics and Compliance.**



Any exception to this policy must be approved by:

- **Board of Directors, in case of members of the Board of Directors of Strides Pharma Science Limited;**
- **Head of Human Resources and the Chief Executive Officer & Managing Director for all other Employees**

9. Disciplinary Action

Failure to comply with the terms of this Policy will not be tolerated and may result in disciplinary action, including and up to, termination of employment or agreement for cause.

10. Review and Amendments

Strides reserves its right to amend or modify this policy, in whole or in part, at any time without assigning any reason, provided such changes are approved/ ratified by the Board.

This Policy shall be reviewed by the Board at least once in every two years and updated accordingly.

In case of any subsequent changes in any regulatory/ statutory provisions which makes any of the provisions in this Policy inconsistent, the provisions of the regulation would prevail over this Policy and the provisions in the Policy would be modified in due course to make it consistent with the regulations.

References

- 1) Strides Code of Conduct and Ethics Policy
- 2) Strides Supplier Code of Conduct
- 3) Strides Whistle Blower Policy



Version Control Sheet

Policy Owner: Head of Ethics & Compliance

Version Number	Particulars	Approved and Adopted by Board on
V1	Formal approval by the Board of Directors	May 22, 2024