

International Institute of Projects and Program Management ("i2P2M")

Anti-Bribery and Anti-Corruption Policy

1. Preamble

The Anti-bribery and Anti-Corruption Policy ("**Policy**") of International Institute of Projects and Program Management ("i2P2M") has been developed in alignment with i2P2M's code of conduct for employees, various policies (policy on management of conflict of interest), rules and regulations adopted by i2P2M and in conformance with the legal and statutory framework of anti-bribery and anti-corruption legislation prevalent in India. The Policy reflects the commitment of i2P2M and its management for maintaining highest ethical standards while undertaking open and fair business and culture, following the best practices of corporate governance and enhancing i2P2M's reputation at appropriate levels.

2. Scope

This Policy applies to all employees, all stakeholders, all business partners, all vendors, or any other person associated with i2P2M and who may be acting on behalf of i2P2M.

This Policy sets out the minimum standard that must be followed at all times. Where any local regulations are stricter than this Policy, they will take precedence over this Policy.

3. Purpose

i2P2M is committed to acting and building relationships based on integrity, transparency and fairness in all our dealings wherever it operates. i2P2M has zero tolerance approach towards bribery and corruption practices and it fosters a culture of ethical conduct. The Policy provides necessary information and guidance on how to recognise and deal with any bribery and corruption issues. It enforces adequate procedures to counter bribery and corruption. This includes compliance with all laws, domestic and foreign, prohibiting improper payments, gifts or inducements of any kind to or from any person, including private or public officials, customers and suppliers. The purpose of this Policy is to establish clear rules to ensure compliance with all applicable anti-bribery and anti-corruption laws.

4. Definitions

a) Bribery

Bribery is defined as:

- i) Offering, paying, promising, giving or authorizing others to give; or requesting, accepting, obtaining, agreeing to obtain, agreeing to receive, to any person or members of their family, or any entity either directly or indirectly (may be of a government or commercial organisation as defined)
 - ii) to improperly influence his / her act or decision
- Bribery includes not only direct payments, but also authorising or permitting a third party to commit any of the acts or take any part in the actions. Where an

offence is committed and such offence is proved in the court to have been committed with the consent or connivance of any employee they shall be guilty of the offence as defined under The Prevention of Corruption (Amendment) Act, 2018.

b) Facilitation Payments

Facilitation payments are unofficial payments made to secure or expedite a routine government action by a Government Official including small payments made directly or indirectly to government officials.

c) Government official

The term "Government official" includes:

- i) An official or employee of Government at any level (national, state or local) and in any branch of government (executive, legislative, or judicial) (such as a customs official, official of Municipal Corporation, an inspector from a health or environmental agency, or a tax official etc.)
- ii) A director, officer, or employee (irrespective of position or level) of a company or entity owned or controlled by the Government (such as an employee in the procurement department of a state-owned construction company, public utilities, an employee at a state-owned hospital or school, a journalist at a state-owned media company)
- iii) Any official or employee of a public international organisation (such as the World Bank or International Monetary Fund)
- iv) A candidate for a public office
- v) An official or employee of a political party, and a political party itself
- vi) Relatives of the above
- vii) Anyone acting on behalf of the above, such as advisors or lobbyists

In case of any doubts as to who qualifies as a Government official or foreign official, assume he/she is a government / foreign official and act accordingly.

d) Stakeholders

Shall mean to include but not limited to individuals, directors, employees working at all levels and grades (whether permanent, fixed term or temporary), consultants, contractors, trainees, seconded staff, casual workers and agency staff, interns, agents, business partners, vendors, service providers, suppliers, contractual staff, apprentices, direct selling agents, and any other person / entity acting for and on behalf of i2P2M.

5. **Policy framework**

5.1 Bribes

- i) i2P2M prohibits all forms of Bribery and corruption practices involving, but not limited to, Government Official or a private sector person or company.
- ii) i2P2M conducts its business lawfully and ethically and expects every Stakeholder to conduct its business with integrity.
- iii) i2P2M prohibits the making or accepting of Facilitation Payments of any kind for any favours to facilitate or expedite official business or work.

5.2 Gifts, hospitality and entertainment

- i) No gifts including cash gifts, hospitality or entertainment may be offered or provided in exchange for any favour (or promise of any favour) for or benefit to i2P2M under any circumstances to any Government Official or any private person.
- ii) However, i2P2M acknowledges that exchange of nominal gifts or souvenirs of a nominal value (e.g. bouquets, pens, calendars, diaries etc.) which are customarily given on special events/ occasions and are infrequent in nature. In any case, such gifts shall not be lavish or in the form of cash or cash equivalents, and any such instances and offers or receipt (whether accepted or not by any person directly or indirectly) should be immediately reported to the management. All persons need to exercise sound judgment in identifying inappropriate, frequent or material gifts and shall avoid the same to maintain integrity and independence.
- iii) Reasonable and appropriate hospitality is not prohibited, if the person offering it is in attendance. However, it shall be strictly limited to meals as may be offered (to and/or received) and only if it is reasonable and justifiable in all circumstances, taking into account reason and nature, appropriate type, value, given at an appropriate time and not made with the intention of influencing or to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits.
- iv) While conducting business abroad, employees are advised to seek legal advice or guidance of management before giving or accepting gifts, as the giving or acceptance of gifts may be construed to be unlawful under the local laws.
- v) The giving or receipt of gifts by a Person is not prohibited, if:
 - a) It complies with this Policy and all applicable anti-bribery and anti-corruption laws;
 - b) There is a legitimate business purpose to support gifts related expenses and are not given or received in return for a favour / favourable treatment or to refrain from doing something disadvantageous to i2P2M;
 - c) Gifts are not offered to or accepted from politicians or political parties or Government Officials.

5.3 Stakeholders

- i) As may be applicable, a Stakeholder appointed to act on behalf of i2P2M must be selected on the basis of their commercial and technical expertise and i2P2M's need for the products or services. No person or entity may be appointed on the basis of a relationship with a Government Official, government department or business associate, or because of a family connection or friendship. Prior to entering into a relationship, i2P2M requires its employees to conduct appropriate due diligence in accordance with its procedures to ensure that such a stakeholder is a legitimate service provider and to identify circumstances suggesting that such stakeholder has

not engaged or may not be engaging in illegal or unethical conduct. Any red flags discovered prior to commencement or during the course of the business relationship must be reported to the Management on chairmanoffice@i2p2m.com for further investigation. Should any employee / Person discover any illegal or unethical conduct by such stakeholder, he / she should report this to the management at the earliest.

- ii) i2P2M follows a zero tolerance approach for any conduct by any external entity in contravention of this Policy or any anti-bribery and anti-corruption law. i2P2M and its employees may be subject to civil and / or criminal liability if such stakeholder, including contractors, suppliers, distributors, joint venture partners and other business partners, engage in any activity violating this Policy or any anti-bribery and anti-corruption law.
- iii) As may be applicable, a stakeholder, at the start of any relationship with i2P2M is required to be in compliance with the applicable anti-bribery and anti-corruption laws and shall comply with this Policy.

5.4 Charitable Donations

- i) i2P2M may make charitable donations that are legal and ethical under local laws and practices. It ensures that the charity or a support is for a legitimate cause, and that donations are not being used as a channel for Bribery.
- ii) Any Stakeholder may also, in their personal capacity, make donations that are legal and ethical under local laws and practices. However, it must be ensured that charitable contributions are not used as a scheme to conceal Bribery.

6. Record Keeping and Internal Controls

- i) i2P2M shall keep books, records and accounts in reasonable detail that accurately and fairly reflect all transactions and disposition of i2P2M's assets.
- ii) i2P2M shall maintain internal controls to prevent and detect potential violations of this Policy or of applicable laws. All Persons must completely and accurately document the amount of all transactions, including payments made on behalf of or expenses incurred by i2P2M.
- iii) Records and documents generated in connection with the principles set forth in this Policy, including, but not limited to, any diligence files and contracting documents, must be maintained and stored.
- iv) Violation of this Policy, may result in legal action / disciplinary action.

7. Reporting Violations

- i) All Stakeholders are encouraged to raise concerns about any issue or suspicion of non-compliance with this Policy on chairmanoffice@i2p2m.com. If they are unsure whether a particular act constitutes Bribery or corruption, they should immediately contact the Management.

- ii) i2P2M aims to encourage genuine reporting of non-compliance and will support anyone who raises concerns in good faith under this Policy.
- iii) i2P2M endeavours that no one suffers any detrimental treatment as a result of refusing to take part in Bribery or corruption, or because of reporting in good faith their suspicion of an actual or potential Bribery or other corruption related offence.
- iv) i2P2M will investigate all allegations relating to corruption and Bribery and take legal or disciplinary action as may be deemed appropriate. All reports under this Policy would receive confidential treatment and i2P2M would protect the identity of any person who reports a suspected violation. i2P2M will prefer that persons identify themselves to facilitate investigation of any report. However, in case the concerned person wishes to report anonymously, he/she may do so. i2P2M will also use its best efforts to protect the identity of the person about or against whom an allegation is brought, unless and until it is determined that a violation has occurred.
- v) Any use of the reporting procedures in bad faith or in a false or frivolous manner will be considered a violation of the code of conduct, and the reporter may be subject to disciplinary action, up to and including termination.

8. Training & Communication

- 1 i2P2M ensures that it has adequate procedures to combat threats relating to bribery and corruption. Accordingly, i2P2M provides appropriate training for its employees on prevalent anti- bribery & anti-corruption laws, their role and importance; in order to be in conformance with legal requirements and be in compliance thereof.
- 2 A copy of this Policy is available on i2P2M's website (www.i2p2m.com).