



Global Anti-Bribery and Anti-Corruption Policy

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1. Purpose

- 1.1 Alkem Laboratories Limited and its subsidiaries ("**Alkem**" or "**Company**") are committed to the highest ethical, legal, and moral standards in conducting its business. The Company also has its Code of Ethics - '**Doing What's Right**' - which is a compilation of the Alkem way of doing business. It contains the principles, rules, and guidelines to help us make the best decisions, both on and off the job, and to comply with the laws and regulations that govern our business.
- 1.2 We conduct our business in an honest and ethical manner. We take a zero-tolerance approach towards bribery and corruption and are committed to acting professionally, fairly, and with integrity in all our business dealings and relationships wherever we operate.
- 1.3 The purpose of this policy is to:
 - (a) set out our responsibilities, and of those working for us (including a **Third Party**), in observing and upholding our position on bribery and corruption; and
 - (b) provide information and guidance to those working for us (including a **Third Party**) on how to recognise and deal with bribery and corruption issues.



2. Scope and Applicability

This policy applies to all individuals in the Company working at all levels and grades, including managers, officers, directors, employees (whether permanent, fixed-term, or temporary), consultants, contractors, interns, trainees, seconded staff, casual workers and agency staff, agents, or any other persons associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as "**Staff**" in this policy).



3. Definitions

Bribery means offering, giving, receiving, soliciting, or promising (or authorizing someone to offer, give, receive, solicit, or promise) an improper benefit, inducement, or quid pro quo directly or indirectly, with the intention of influencing or rewarding the behavior of someone to obtain or retain a business advantage.

Corruption is the abuse of entrusted power or a position of trust to achieve personal gain or advantage or to secure improper direct or indirect business advantage.

Facilitation Payments are payments to a Government Official or Public Official to expedite the performance of duties of a non-discretionary nature. These payments are intended to influence only the timing of the Public Officials' actions but not their outcome.

In other words, bribery and corruption is an inducement, abuse of power or reward offered, promised, or provided in order to gain any business advantage, e.g. commercial, contractual, regulatory advantage, etc. Facilitation Payments are also prohibited in our Company.

“Government Official (GO)” or “Public Official” means and includes:

- a) Elected or appointed official, employee (full-time or part-time), or person acting on behalf of or representative of any Government or Government owned or Government controlled business enterprise;
- b) Officer or employee or person acting in an official capacity for or on behalf of a public international organization (like United Nations, World Bank or International Monetary Fund, etc.);
- c) Holding an office of a political party or a candidate for political office;
- d) Medical and scientific personnel, including health care professionals, qualify as a public official when they work at a hospital, clinic, university, or other similar facility owned or partially owned by a Government;
- e) Any other person who is considered to be a public official according to applicable laws, regulations, and industry codes.

The term **“Government”** is meant to include all levels and subdivisions of government (i.e., local, regional or national and administrative, legislative or executive).

“Third Party” means any individual or organisation you come into contact with during the course of your work for us and includes actual and potential customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies.

Illustrative Examples (this is not an exhaustive list):

Offering a bribe

- *You offer a potential client/customer/healthcare professional tickets to a major sporting event if they agree to do business with us.*

This would be an offence as you are making the offer to gain a commercial and/or contractual advantage. We may also be found to have committed an offence because the offer has been made to obtain business for us. It may also be an offence for the potential client/customer/ healthcare professional to accept your offer.

- *Through a vendor, you offer a payment to officials with decision-making authority regarding product registration, insurance reimbursement or product pricing, or formulary stocking or bulk purchasing.*

This would be an offence as you are making the offer to influence the decision in order to obtain or retain business, even if it is done through a vendor.

Receiving a bribe

- *An agent gives your nephew a job but makes it clear that in return, they expect you to use your influence in Alkem to ensure we continue to do business through them.*

It is an offence for an agent to make such an offer. It would be an offence for you to accept the offer as you would be doing so to gain a personal advantage.

Bribing a foreign official or a Public Official

- *You arrange to pay an additional payment to a foreign official or a Public Official to speed up the pharmaceutical license application process.*

The offence of bribe has been committed as soon as the offer is made (i.e., even if the additional payment is ultimately not made). This is because it is offered to gain a business advantage for us. We may also be found to have committed an offence.



4. Alkem's Principles

- Alkem prohibits bribery and corruption in any form, direct or indirect.
- All **Staff** and any **Third Party** or vendor acting on our behalf are prohibited to give, receive, offer, solicit or promise directly or indirectly, Bribes or Facilitation Payments to any Governmental Official/Public Official or any other person/entity for the purpose of improperly obtaining or retaining business advantage for Alkem.
- Alkem believes and practices zero-tolerance to bribery and corruption regardless of the recipient's status (i.e., whether government or private person/entity, etc.).

Always remember that bribery and corruption are strictly prohibited at Alkem. You must never attempt to influence the judgement or behavior of a person in a position of trust by offering or paying a bribe or engaging in a Kickback. This applies to persons in both government and private business. The selection of third parties must also be made based on merit.

Alkem also requires its external business partners to adhere to similar ethical standards.

Alkem cannot take actions indirectly through a **Third Party** that Alkem cannot take directly itself. Alkem may be held responsible for the actions of its third parties and expects them to abide by all applicable laws, codes, and this policy. If any **Staff** has reason to suspect that an external business partner is engaging in improper conduct, you must report it by writing to whistleblower@alkem.com.



5. Gifts & Hospitality

- 5.1 The giving or receipt of gifts and hospitality is not prohibited, only if the following requirements are met:
- (a) it cannot be considered as a bribe, i.e., it is not made with the intention of influencing the recipient 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 favors or benefits;
 - (b) it is permitted by law and the policies of both the giver and receiver;
 - (c) it is of the nominal amount and is not cash or a cash equivalent (e.g., gift certificates, coins or vouchers, etc. are prohibited); and
 - (d) it should not be offered to, or accepted from, any Government Official.
- 5.2 The test, therefore, to be applied is whether, in all the circumstances, the gift or hospitality is reasonable and justifiable, irrespective of any local country/business practices. The intention behind the gift and hospitality should always be considered.
- 5.3 It is not acceptable for you (or someone on your behalf) to:
- a) give, promise to give, or offer a payment, gift, or hospitality with the expectation or hope that a business advantage will be received or to reward a business advantage already given;
 - b) give, promise to give, or offer a payment, gift, or hospitality to a Government Official/Public Official, agent, or representative to facilitate or expedite a routine procedure;
 - c) accept payment from a **Third Party** if you know or suspect it is being offered with the expectation that it will obtain a business advantage for them;

- d) accept a gift or hospitality from a **Third Party** if you know or suspect that it is offered or provided with an expectation that we will provide a business advantage in return;
- e) threaten or retaliate against another **Staff** who has refused to commit a bribery offence or who has raised concerns; and/or
- f) engage in any activity that might lead to a breach of this policy.



6. Facilitation Payments and Kickbacks

- 6.1 We do not make, and will not accept, Facilitation Payments or "**Kickbacks**" of any kind. Facilitation Payments are typically small, unofficial payments made to secure or expedite a routine government action by a Government Official. Kickbacks are typically payments made in return for a business favor or advantage.
- 6.2 If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for. You should always ask for a receipt that details the reason for the payment. If you have any suspicions, concerns, or queries regarding a payment, you must reach out to the Business Ethics & Marketing Compliance Head.
- 6.3 All **Staff** must avoid any activity that might lead to or suggest that a Facilitation Payment or kickback will be made or accepted by us.



7. Grants and Donations

Alkem may provide research grants, educational grants, and charitable contributions/donations. Such grants and donations are not contingent upon or related to the purchase, lease, recommendation, procurement, use, or prescription of Alkem products and services or any business advantage for Alkem.



8. Your Responsibilities

- 8.1 You must ensure that you read, understand, and comply with this policy.
- 8.2 The prevention, detection, and reporting of Bribery and other forms of Corruption are the responsibility of all those working for us or under our control. All **Staff** are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 8.3 You must notify Business Ethics & Marketing Compliance team as soon as possible if you believe or suspect that a conflict with this policy has occurred or may occur in the future. For example, if an agent contacts you saying he/she can speed up the license application process in return for a small payment or indicates to you that a member of a foreign medical board has suggested this to him/her, then you must politely decline such offers/suggestions stating this policy.

8.4 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. The Company also reserves its right to terminate its contractual relationship with any **Staff** who breaches this policy.

8.5 In the event that you are involved in any procurement activity for Alkem, decisions to award contracts or purchase goods must not be made on the basis of personal relationships. Ensure you seek the best value at all times. Always be transparent in your decision-making process.

8.6 You must fairly and accurately record monetary transactions, no matter how large or small it is.



9. Raising a Concern

If you notice any breach of this policy or if someone is forcing you to do something that is against this policy or its ethical principles, then you should report the same using our whistle-blowing channel. You may report your concern by writing to **whistleblower@alkem.com**.

Please be assured that your concerns will be taken seriously, and you will not be penalised or retaliated against for reporting what you believe, in good faith, to be a breach of this policy. Any act or threat of retaliation will be considered a serious violation of this policy and our Code of Ethics. The information you provide will be kept confidential, except as required to conduct a fair and complete investigation.



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