



FINEOTEX CHEMICAL LIMITED

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

<i>Adopted on</i>	<i>20th May, 2023</i>	<i>Policy on Anti-Bribery & Anti-Corruption - 1</i>
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FINEOTEX CHEMICAL LIMITED

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1. INTRODUCTION:

The Anti-Bribery and Anti-Corruption Policy of Fineotex Chemical Limited (“FCL” or “the Company”) has been developed in alignment with FCL’s code of conduct, various policies, internal rules and regulations adopted by FCL 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 FCL 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 the FCL’s reputation at appropriate levels.

The objective of this Policy is to ensure that neither FCL nor any of its employees (whether fulltime or contractual employees and including trainees and interns), directors, agents, associates, vendors, consultants, advisors, representatives or intermediaries indulge in any acts of ‘Bribery’ or ‘Corruption’ in discharge of their official duties towards the Company, either in their own name or in the name of the Company.

The Policy is prepared as per the requirement of National Guidelines on responsible Business Conduct Principle wherein the business organization should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable

2. PURPOSE:

This Policy emphasizes FCL’s zero tolerance towards bribery and corruption practices. The Policy provides necessary information and guidance on how to recognize and deal with bribery and corruption issues. The purpose of this Policy is to establish clear rules to ensure compliance with all applicable anti-bribery and anti-corruption laws.

3. SCOPE:

This Policy applies to all stakeholders, or any person associated with the Company and who may be acting on behalf of the Company. 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



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4. DEFINITIONS:

i. Acts of Corruption:

In common parlance, 'Corruption' means the abuse of entrusted power for receiving a private gain, whether pecuniary or otherwise and includes 'Bribery' as a form of Corruption.

'Bribery' means solicitation or receipt of a private favor for official action and includes receiving a 'Bribe' and/or a third-party gratification, whether pecuniary or otherwise. 'Bribe' means a price, reward, gift or favor bestowed or promised with a view to influence the action of a person in a position of trust.

ii. Kickbacks:

Kickbacks are typically payments made in return for a business favor or advantage.

iii. Facilitation Payments:

Facilitation payments are unofficial payments made to secure or expedite a routine government action by a Government Official. These include small payments made, directly or indirectly, to Government Officials for the purpose of expediting or securing routine, non-discretionary government action, such as securing a business permit or license, customs invoice or providing services.

iv. Conflict of Interest:

Conflict of interest issues may arise in dealings between employees and vendors, employees and customers, employees and counterparties/other entities, employees and their acquaintances and also employees and relatives. Further, a conflict of interest arises when any dealing with any of the entities named above may appear to be influenced by the relationship with them. Such relationships may impair an objective or impartial assessment of the dealing/transaction and may not, therefore, be in the best interests of the Company.

5. ADHERENCE TO THE POLICY:

i. Bribe, Facilitation Payments or Kickbacks:

- The Company and its officials are prohibited from committing, indulging, encouraging, supporting, permitting the commission/continuation of any act/action amounting to corruption, including but not limited to the acts/actions highlighted under the definition of "acts of corruption", whether in the name of the Company or in their own name.



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- The Company conducts its business lawfully and ethically and expects everyone associated with it to conduct its business with integrity.
- The Company prohibits the making or accepting of Facilitation Payments of any kind for any favors to facilitate or expedite official business or work.

ii. Gifts, Hospitality and Expenses:

In general, employees may not accept gifts or the conveyance of anything of value (including entertainment) from current or prospective clients of the Company and its financial consultants or agents, partners, vendors, any other entity, any other entity or individual, directly or indirectly related and having a conflict of interest with the employee. Employees may never accept a gift under circumstances in which it could even appear to others that the business judgment may be compromised. Similarly, employees may not accept or allow a close family member to accept gifts, services or preferential treatment from clients, agents or others in exchange for a past, current or future business relationship with the Company.

Cash gifts or their equivalent (e.g., gift cards or vouchers) may not be accepted under any circumstances. Non-cash gifts may be accepted when permitted under applicable law if they are (1) nominal in value (e.g. diaries, planners and similar stationery, inexpensive food items or any other items up to a maximum limit as fixed by the Board of Directors; (2) appropriate, customary and reasonable meals and entertainment at which the giver is present, such as an occasional business meal or sporting event; or (3) appropriate, customary and reasonable gifts based on family or personal relationships, and clearly not meant to influence the Company's business.

Appropriate gifts, hospitality and expenses may be offered to clients, by person authorized to do so.

iii. Charitable contribution and sponsorship:

Charitable contributions and sponsorship include contributions of money or in-kind contributions of goods or services by the Company, at a minimum, all charitable contributions must be:

- Made to a legitimate, bonafide organization for causes
- Reasonable in nature and amount;
- Permitted under all applicable laws and regulations; and
- Properly documented



Personal donations made by the employees of the Company are allowed provided those donations should not interfere or in any way conflict with the official work of the employee or with the Company in any manner.

iv. Political Contributions:

The Company does not make contributions to any political party or politicians. Stakeholders must not use Company's name or trademark for political activities of any kind or provide money or other forms of support to political parties on behalf of the Company.

6. RESPONSIBILITIES OF THE STAKEHOLDERS:

As a part of engagement with the Company and as an ethical responsibility, all the stakeholders such as Board of Directors, Senior Management, Managers and all other employees shall be responsible for the enforcement of and compliance with this policy on business conduct to ensure awareness and compliance. Employees need to be alert about possible violations of this policy and report them to the appropriate authorities.

7. BREACH:

Violation of any of the orders, laws, rules and regulations under this policy may subject the employee to criminal or civil liability, including potential prosecution, fines and other penalties for improper conduct, as well as imprisonment or may result in corrective/ disciplinary action by the Company, including termination from the employment.

8. REPORTING OF COMPLAINT:

- All Stakeholders are encouraged to raise concerns about any issue or suspicion of non-compliance with this Policy on investor.relations@fineotex.com. If they are unsure whether a particular act constitutes Bribery or corruption, they should immediately contact the concerned Business Head or Functional Head or General Manager.
- The Company aims to encourage genuine reporting of non-compliance and will support anyone who raises concerns in good faith under this Policy.
- The Company endeavors that no one suffers any detrimental treatment as a result of refusing to take part



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- in Bribery or corruption, or because of reporting in good faith their suspicion of an actual or potential Bribery or other corruption related offence.
- The Company 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 the Company would protect the identity of any person who reports a suspected violation. The Company 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. The Company 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.
- 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.

9. COMMUNICATION OF THE POLICY:

The Policy shall be made available to all employees of the Company. The Policy will also be available on the Company's website.

10. REVIEW AND REVISION:

The Board of Directors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it. The Board will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. The policy shall be periodically reviewed and updated accordingly if improvement identified.