

1.0 Policy Statement

- 1.1 It is our policy to conduct all of our business in an honest and ethical manner. We take a Zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships, wherever we operate, and to implementing and enforcing effective systems to counter bribery.
- 1.2 The purpose of this policy is to:
 - 1.2.1 Set out our responsibilities, and the responsibilities of those working for us, in observing and upholding our position on bribery and corruption.
 - 1.2.2 Provide information and guidance to those working for us on how to recognize and deal with bribery and corruption issues.
 - 1.2.3 Assist employees to recognize circumstances which may give the appearance of corruption or unethical business conduct.
 - 1.2.4 Inform employee about the conduct to avoid.
 - 1.2.5 Encourage employees to promptly seek guidance where it is not provided.
- 1.3 In this policy, third party means any individual or organization, a staff member (as defined in paragraph 2 below) comes into contact with during the course of his / her engagement with Coforge Limited, its subsidiaries or affiliates anywhere in the world (collectively referred to as the "Company") and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, business staff members (including rainmakers etc.) and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

2.0 Who is covered by the Policy?

- 2.1 This policy applies to all individuals working for the Company anywhere in the world and at all bands, including but not limited to senior managers, officers, directors, employees (whether regular, fixed-term or temporary).
- 2.2 This policy shall apply to company, all its group companies and affiliates, and all their directors, officers, employees (including temporary staff and consultants).
- 2.3 This policy shall also be implemented by all joint ventures and subsidiaries of joint ventures in respect of which company has sole control. For Joint ventures/subsidiaries jointly controlled by company and others, company shall discuss with its joint venture partner(s) how the principles set out in this policy can be best implemented.
- 2.4 The Company expects all third parties representing company, including consultants, agents, sales representatives, distributors and independent contractors, to comply with the principles set out in this policy. Third party includes consultants, vendors, contractors, retainer, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person staff member working with us, or any of our group companies or their employees, wherever located (collectively referred to as "staff members" in this policy).
- 2.5 If an employee violates these standards he or she can expect a disciplinary response including termination of employment. Anti-Corruption laws may also result in criminal, civil and regulatory penalties for company or our employees, including fines and imprisonment, and severe reputation damage

for company. Compliance with the policy is therefore of fundamental importance.

3.0 What is Bribery?

3.1 Bribery is the offering, promising, giving, solicitation or the receipt or agreement to receive any financial or other advantage, or any other inducement from any person or company, (wherever they are situated and whether they are a public official or body, or a private person or company) by an individual employee, agent or other person or body acting on another's behalf.

3.2 The Company prohibits offering, promising, giving or authorizing, soliciting, accepting or receiving:

3.2.1 Bribery of or by any person or company, in any jurisdiction, wherever they are situated and whether they are a public official or body or private person or company or by any individual employee, agent or other person or body acting on the Group's behalf in order to:

3.2.1.1 Gain any commercial, contractual or regulatory advantage for the Group in a way which is unethical or

3.2.1.2 Gain any personal advantage, pecuniary or otherwise, for the individual or anyone connected with the individual or

3.2.1.3 Induce the improper performance of any function that is of a public nature, connected with a business, performed by a body or performed by a person in the course of their employment.

3.2.2 Acting as an intermediary for a third party in the solicitation, acceptance, payment or offer of a bribe or a kickback.

Facilitation payments are any payment made (except where comprised in a lawful and published tariff of general application) as an inducement to secure or expedite the performance of a routine or necessary action to which the payer of the facilitation payment has a legal entitlement. These are not permitted or condoned by the Group.

Employees are required to exercise common sense and judgment in assessing whether any arrangement could be perceived to be corrupt or otherwise inappropriate. Any questions in related to particular arrangements or payment should be directed to your local Ethics Counselor.

4.0 Gifts and Hospitality

4.1 This policy does not prohibit normal, reasonable, appropriate, modest and bona fide corporate hospitality (given and received) to or from third parties if its purpose is to improve our company image, present our products and services, or establish cordial relations.

4.2 This policy recommends that staff members always assess the purpose behind any hospitality or entertainment. Hospitality or entertainment with the intention of improperly influencing anyone's decision-making or objectivity, or making the recipient feel unduly obligated in any way, should never be offered or received. You should always consider how the recipient is likely to view the hospitality. Similarly staff members must also decline any invitation or offer of hospitality or entertainment when made with the actual or apparent intent to influence their decisions.

- 4.3 The giving or receiving of gifts can in some cases influence, or appear to influence, decision-making, for example by persuading the recipient to favour the person who made the gift over his own employer. As such you should think very carefully before making, or receiving, gifts.
- 4.4 Gifts can occasionally be offered to celebrate special occasions (for example religious holidays or the birth of a child) provided such gifts are moderate in value, occasional, appropriate, totally unconditional, and in-fitting with local business practices. No gift should be given or accepted if it could reasonably be seen improperly to influence the decision-making of the recipient. In addition some types of gifts will clearly never be acceptable including gifts that are illegal or unethical, or involve cash or cash equivalent (e.g. loans etc.). Furthermore, by way of non-exhaustive example, the use of a customer's holiday home, or an invitation to his/her family to join him on a foreign business trip, or the extension of a trip at the customer's expense to include a holiday etc., are at all times unacceptable, and staff members should not in any way indulge in such practices.
- 4.5 It is acceptable to offer modest promotional materials to contacts e.g. branded pens. Use of one's position with the Company to solicit a gift of any kind is not acceptable. However, the Company allows staff members occasionally to receive unsolicited gifts of a very low intrinsic value from business contacts provided the gift is given unconditionally and not in a manner that could influence any decision-making process.
- 4.6 In some cultures / countries, it may be seen as an insult to reject a gift, and refusals may adversely affect business relationships. In these circumstances, and if the gift is anything other than moderate, the gift should be reported to your reporting manager who will decide whether such gift will be retained or returned. If your reporting manager is uncertain as to how to treat the gift, s/he should seek clarification from his / her relevant Human Resource (HR) contact.
- 4.7 Finally, staff members should never personally pay for gifts or hospitality in order to avoid this policy. Staff members should also be mindful of, and respect, the policies of the recipients of gifts and hospitality.

5.0 Facilitation Payments and Kickbacks

- 5.1 The Company does not make, and shall not accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government / any other organization's action by an official. Kickbacks are typically payments made in return for a business favour or advantage. All staff members must avoid any activity that might lead to a facilitation payment or kickback being made or accepted.
- 5.2 If a staff member is asked to make a payment on behalf of the Company, such staff member shall at all times be mindful of the purpose of the payment and whether the amount requested is proportionate to the goods or services so provided. A receipt which details the reason for the payment should also be sought at all times. In case of suspicions, concerns or queries regarding a payment, the staff member should raise the matter immediately with their reporting manager or consult an appropriate member of the Human Resource (HR) team.

Employees are required to exercise common sense and judgment in assessing whether any arrangement could be perceived to be corrupt or otherwise inappropriate. Any questions in relation to particular arrangement or payments should be directed to your local ethics Counsellor.

6.0 Donations

The company does not make contributions to political parties which are so made to influence any decision or gain a business advantage. The company only makes donations that are legal and ethical under local laws and practices.

The Company should not, without Board approval, make monetary payments or contributions in-kind to local political party members or candidates or members, even as a contribution towards charitable activities undertaken by them. The Company should not without Board approval, make any contribution to an election campaign, either directly or indirectly, as a charitable contribution or otherwise.

7.0 Government Agencies

The Coforge Companies may interact with government agencies in number of roles, including: as shareholders, as regulators, as customers, as suppliers or as policymakers. In most countries, giving gifts and donations to government functionaries and agencies is illegal, and attracts civil as well criminal penalties. Therefore, Coforge companies and employees must take additional precautions when dealing with government functionaries and agencies in any capacity.

In particular:

The policy requires Coforge companies to meticulously abide by applicable laws and regulations and particular regard must be paid to any special requirements associated with government contracts and transactions.

Employee should always be truthful and accurate when dealing with government officials and agencies.

Government officials or employees should not be engaged to perform legal, consulting or other services related to a matter within a scope of their official duties, or other duties and responsibilities of the agency by which individual is employed.

Employee should not make other payments to government officials for their personal benefit. This includes not just people acting in an official capacity on behalf of foreign government, agency, department or state owned company, but also representative of international organizations, foreign political parties and candidates for foreign public office.

When doing business with a government agency or with representative of a government agency, the company should always maintain detailed records of all transactions. Business managers should be fully aware of the laws relating to the provisions of hospitality, payments or gift to government officials of the country which they are operating.

8.0 Third Party Presentation

Business partners are expected to comply with the policy in the services they provide to the group and the relationship may be terminated if they do not demonstrate a progressive movement towards compliance.

Coforge Limited may incur liabilities where third party service providers make unlawful payments in the course of their work. This exposure can be criminal, civil and /or reputational, and may arise even where Employees did not themselves authorize any bribe.

It is therefore very important that Employees take steps to ensure that improper payments or advantages are

not offered or made, or solicited or received, on their behalf by third party representatives.

The following precautions should be taken in relation to third parties:

1. Employee should act independently and objectively when engaging third parties.
2. Due diligence should be conducted on third parties in appropriate cases.
3. The expectation of Coforge Limited is that Anti-Corruption policy shall be adhered by the Third Party must be communicated.

9.0 Responsibility of Staff Members

- 9.1 Staff members must ensure that they have read and understood this policy and, must at all times comply with the terms and conditions of this policy.
- 9.2 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 members are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 9.3 Staff members must notify their reporting manager or consult an appropriate member of the Human Resource (HR) team as soon as possible if they believe or suspect, or have a reason to believe or suspect, that a breach of this policy has occurred, or may occur in the future - for example, if a customer or potential customer offers an staff member something to gain a business advantage with Coforge Limited or indicates to an staff member that a gift or payment is required to secure their business. Further "red flags" that may indicate bribery or corruption are set out in Schedule 1 to this policy. Please note that a failure to report an actual or suspected breach of this policy is itself, a breach of this policy.
- 9.4 Any staff member who breaches any of the terms of this policy will face disciplinary action, which could result in dismissal for gross misconduct. The Company reserves its right to terminate a contractual relationship with other staff members and other staff member persons, as the case may be if they breach any of the terms and conditions of this policy.

10.0 How to Raise a Concern

Staff members are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If a staff member is unsure whether a particular act constitutes bribery or corruption, s/he should raise the matter to the Compliance Officer immediately with required evidences and documents at complianceofficer@coforgetech.com

11.0 Training and Communication

- 11.1 Dissemination of this policy for new joinees shall be carried out at the time of induction and through the Code of Conduct certification. This policy will be shared with all existing staff members and they will be asked to confirm that they have read and understood it and will abide by it. If any staff member has any query about this policy, they should contact their reporting manager.
- 11.2 The Company's zero-tolerance approach to bribery and corruption should be communicated to all agents, suppliers, contractors and business partners at the outset of the Company's business relationship with them and as appropriate thereafter. Wherever possible, all such third parties should be sent a copy of this policy at the outset of the said business relationship.

12.0 Who is Responsible for this Policy

- 12.1 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.

12.2 The concerned head of Human Resource Department of the region has primary and day-to-day responsibility for implementing this policy and for monitoring its use and effectiveness and dealing with any queries on its interpretation. Management at all levels are responsible for ensuring that those reporting to them are made aware of and understand this policy and, if necessary and appropriate, are given adequate and regular training on it.

13.0 Monitoring and Review

13.1 The concerned head of Human Resource Department of the region will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made and incorporated as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

13.2 All employees are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

13.3 Employees are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to Corporate HRO. This policy does not form part of any employee's contract of employment and it may be amended at any time by the Company.

14.0 Glossary : NA

15.0 References: NA

16.0 Version Change History

S. NO.	VER. NO.	PREPARED BY	REVIEWED BY	REVISION DATE	APPROVED BY	RELEASE DATE	REASONS FOR NEW RELEASE
1	1	Jyoti Mehta	Sameer H Pande	1-Apr-13	Rosita Rabindra	01-Apr-13	Baseline Version
2	2	Jyoti Mehta	Sameer H Pande	25-Mar-14	Rosita Rabindra	01-Apr-14	Annual Review
3	3	Balram Singh	Sameer H Pande	25-Mar-15	Rosita Rabindra	01-Apr-15	Annual Review
4	4	Balram Singh	Sameer H Pande	01-Apr-16	Rosita Rabindra	01-Apr-16	Annual Review
5	4.1	Balram Singh	Rajeev Kumar	30-Aug-16	S. Viswanathan	30-Aug-16	i) Classification of document changed from "Internal to Internal/Protected"
							ii) Email ID for raising a concern changed to complianceofficer@coforgetech.com
6	5			25-Mar-17	S. Viswanathan		Annual Review

		Balram Singh	Rajeev Kumar			01-Apr-17	
7	6	Shelly Goel	Rajeev Kumar	29-Mar-18	S. Viswanathan	01-Apr-18	Annual Review
8	7	Samrina Anwar	Nadeem Khan	29-Mar-19	S. Viswanathan	01-Apr-19	Annual Review
9	7.1	Samrina Anwar	Nadeem Khan	01-Feb-2020	S. Viswanathan	01-Feb-2020	Inclusion of Whishworks in scope of policy
10	8	Samrina Anwar	Nadeem Khan	01-Apr-2020	Kannika Sagar	01-Apr-2020	Annual Review
11	9	Ankita Gupta	Ekta Bhardwaj	01-Apr-2021	Kannika Sagar	01-Apr-2021	Annual Review