MEHTA & PARTNERS LLP
CORPORATE ADVISORS

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ANTI-BRIBERY AND ANTI-CORRUPTION (ABAC) POLICY

1. Objective and Scope

The purpose of this Anti-Bribery and Anti-Corruption (ABAC) Policy is to establish clear guidelines to ensure that all business operations of the Firm are conducted in an honest, transparent, and ethical manner. As a Practicing Company Secretary (PCS) firm, we are committed to upholding the highest standards of professional integrity as mandated by the Institute of Company Secretaries of India (ICSI) and applicable laws, including the Prevention of Corruption Act, 1988.

This policy applies to all partners, employees, qualified associates, trainees / article assistants, consultants, and anyone acting on behalf of the Firm (collectively referred to as "Associated Persons").

2. Policy Statement

The Firm maintains a strict zero-tolerance approach to bribery and corruption. We are committed to acting professionally, fairly, and with integrity in all our business dealings and relationships, wherever we operate. The Firm strictly prohibits the offering, giving, solicitation, or acceptance of any bribe or corrupt inducement in any form.

3. Definitions

- **Bribery:** Offering, promising, giving, accepting, or soliciting an advantage as an inducement for an action which is illegal, unethical, or a breach of trust.
- **Government Official:** Includes employees or officers of government departments, regulatory bodies (e.g., Ministry of Corporate Affairs, Registrar of Companies, SEBI, RBI, Stock Exchanges, NCLT), public sector undertakings, and any person acting in an official capacity for a government entity.
- **Facilitation Payments:** Small, unofficial payments made to secure or expedite a routine or necessary action to which the payer is legally entitled.

4. Interactions with Government and Regulatory Officials

Given the nature of secretarial practice, Associated Persons frequently interact with regulatory and government authorities.

- No Associated Person shall offer, promise, or give any financial or other advantage to a Government Official to influence their decision-making or to secure an improper advantage for the Firm or its clients.
- Facilitation payments of any kind are strictly prohibited. If an Associated Person is asked for a facilitation payment, they must refuse and immediately report the incident to the Managing Partner.

5. Gifts, Hospitality, and Entertainment

The Firm recognizes that the exchange of nominal gifts and hospitality is a customary part of business relationships. However, such exchanges must never be intended to influence a business decision or compromise professional judgment.

- **Accepting Gifts:** Associated Persons may accept occasional, modest gifts (e.g., diaries, calendars, corporate merchandise) or standard business hospitality (e.g., working lunches). Cash or cash equivalents (gift cards, vouchers) must never be accepted.

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- **Offering Gifts:** Any gifts or hospitality offered to clients, vendors, or associates must be reasonable, appropriate, culturally sensitive, and properly documented. Under no circumstances should gifts or hospitality be offered to Government Officials.
- **Threshold:** Any gift or hospitality given or received exceeding a value of ₹2,500 must be pre-approved by a Partner and recorded in the Firm's Gift Register.

6. Charitable Contributions and Political Donations

- The Firm does not make political donations or contributions to political parties or candidates.
- Charitable donations made by the Firm must be legal, ethical, and not used as a scheme to conceal bribery. All charitable contributions require the prior approval of the Managing Partner and must be made to registered, legitimate organizations.

7. Third-Party Due Diligence

The Firm expects its vendors, service providers, and business partners to adhere to similar ethical standards. Before entering into significant engagements, the Firm will conduct appropriate due diligence to ensure third parties are reputable and compliant with anti-corruption laws.

8. Record Keeping and Internal Controls

- The Firm must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
- All expense claims relating to hospitality, gifts, or expenses incurred to third parties must be submitted in accordance with the Firm's expense policy and specifically record the reason for the expenditure.
- No accounts must be kept "off-book" to facilitate or conceal improper payments.

9. Reporting Violations (Whistleblowing)

All Associated Persons are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage.

- If you suspect or observe a violation of this policy, you must immediately report it to the Managing Partner or designated Compliance Officer.
- The Firm ensures that no one suffers any detrimental treatment (such as dismissal, disciplinary action, threats, or other unfavorable treatment) as a result of refusing to take part in bribery or corruption, or because of reporting a suspicion in good faith.

10. Consequences of Breach

Any employee or trainee found to be in violation of this policy will face strict disciplinary action, which may include immediate termination of employment or articleship. Furthermore, the Firm reserves the right to report serious breaches to the appropriate law enforcement or regulatory authorities, including the ICSI disciplinary mechanism.

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11. Declaration

All Associated Persons will be required to read, understand, and sign an acknowledgment of this policy upon joining the Firm, and will be required to certify compliance on an annual basis.