



ANTI-BRIBERY & ANTI-CORRUPTION (ABAC) POLICY

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ANTI-BRIBERY & ANTI-CORRUPTION (ABAC) POLICY

1. INTRODUCTION

1.1. The Code of Conduct (for Covered Persons) enshrines the commitment:

- (a) doing business with integrity, and contains the principles of anti-bribery and anti-corruption in order to maintain highest ethical standards;
- (b) not to make any offer, payment, bribe, kickback, or improper financial advantage to any person for the purpose of obtaining or retaining business or other services; and
- (c) to raise a concern against suspected unethical / non-compliant activity through multiple channels including as enshrined in Whistle Blower & Integrity Policy.

1.2. Biocon Biologics uphold all applicable laws, including but not limited to Indian Prevention of Corruption Act, 1988, UK Bribery Act, 2010, Malaysian Anti-Corruption Commission Act, 2009 and the US Foreign Corrupt Practices Act, 1977,

as amended from time to time, in relation to countering bribery and corruption across all the jurisdictions in which the Company operate.

1.3 Purpose

This Anti-Bribery and Anti-Corruption Policy (“ABAC Policy”) shall be read in conjunction with the Code of Conduct (for Covered Persons), Business Partner Code of Conduct (for Business Partners), Whistle Blower & Integrity Policy, and / or other applicable Company policies and procedures, and in accordance with applicable anti-bribery and anti-corruption laws and regulations.

The purpose of this ABAC Policy is:

- (a) to reinforce our zero-tolerance approach towards bribery and corruption in any form; and
- (b) to provide information and guidance on how to recognise, raise and deal with bribery and corruption concerns.

2. DEFINITIONS

TERMS	DEFINITION
Advantage	includes but is not limited to money, gifts, hospitality, services, and/or the award of a contract or anything else of value.
Bribery	refers to offering, giving, promising, soliciting, or accepting anything of value (financial or non-financial) to a government official or any other person, directly or indirectly through a third party, to improperly influence that person in the performance of a duty or to obtain or retain business or any undue business advantage.

Doing business with integrity

TERMS	DEFINITION
Business Partner	shall mean and include all third parties doing business with the Company, including manufacturers, distributors, vendors and service providers.
"Company" / "Biocon Biologics"	shall mean and include Biocon Biologics Limited including its subsidiaries
Corruption	is the abuse of entrusted power or position for personal gain. Bribery and fraud are considered corrupt practices.
Covered Persons	shall mean and include all employees of the Company including full-time/ part time/ temporary / contractual employees, trainees, intern, consultants, volunteers, and members of the Board of Directors.
E&C Dept.	shall refer to the Biocon Biologics-Ethics & Compliance Department.
Facilitation payments	also known as "back-handers" or "grease payments", are typically unofficial payments made to secure or expedite a routine or necessary action.
Improperly	person acts improperly where they act illegally, unethically, or contrary to an expectation of good faith or impartiality, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, acts in the course of employment or other activities by or on behalf of any organisation of any kind.
Kickbacks	is a form of corruption that involves two parties agreeing that a portion of their sales or profits will be kicked back (given back) to the purchasing party in exchange for making the deal.
Policy	refers to this Anti-Bribery & Anti-Corruption Policy.

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3. WHO IS THE CUSTODIAN OF ABAC POLICY?

3.1. The Ethics & Compliance department shall be the custodian of this ABAC Policy and shall take necessary steps to review, amend and/or modify this ABAC Policy, as and when required.

3.2. The Ethics & Compliance department shall provide the necessary guidance on issues relating to bribery and corruption matters.

4. APPLICABILITY AND RESPONSIBILITIES

4.1. The ABAC Policy applies globally to all Covered Persons of Biocon Biologics, wherever located.

4.2. All Covered Persons:

(a) to read, understand, and comply ABAC Policy in the letter and spirit;

(b) to undergo training and certifications (wherever applicable) as may be required periodically.

(c) to avoid any conduct that might lead to, or suggest, a breach of ABAC Policy;

(d) to recognize, prevent, detect and/or report any violations including all forms of bribery/corruption matters; and

(e) not to use any intermediaries (directly or indirectly) such as agents, consultants, service providers, advisers and/or distributors to promise or commit acts of bribery in any form.

4.3. While engaging a Business Partner, all Covered Persons to ensure that Business Partner adheres to and complies with ABAC principles of Company's Business Partner Code of Conduct. All Covered Persons of Biocon Biologics to ensure and confirm that appropriate third-party due diligence is conducted for all Business Partner before engaging/ onboarding them.

4.4. If any Covered Person becomes aware that any Business Partner is engaged in bribery or corruption activities or practices, the Covered Persons should immediately raise the concern following the procedure set out in Whistle Blower & Integrity Policy.

5. GENERAL PRINCIPLES

5.1. Bribery & Corruption and Facilitation Payments & Kickbacks:

Bribery & Corruption:

Biocon Biologics prohibits all forms of bribery and corruption (directly or indirectly), including without limitation, to Government Official or a private sector person/ company.

Biocon Biologics conducts its business transparently, lawfully and ethically, and expects everyone associated with it to conduct their business with integrity.

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ILLUSTRATION

Offering a bribe: You offer a potential client a ticket to a major sporting event, but only if they agree to do business with us.

This would be an offence as you are making the offer to gain a commercial and contractual advantage and / or to obtain business for us. It may also be an offence for the potential client to accept your offer.

Receiving a bribe: A supplier gives your nephew a job but makes it clear that in return they expect you to use your influence in our organisation to ensure we continue to do business with them.

It is an offence for a supplier 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.

The acts/conduct (i.e., offering/receiving of bribe) may be construed as a violation of the ABAC Policy. Any violation or non-adherence of the ABAC Policy can attract disciplinary action up to termination of employment.



Facilitation payments and Kickbacks:

Biocon Biologics does not make, and will not accept, “facilitation payments” or “kickbacks” of any kind.

You should always ask for a valid receipt containing relevant details and rationale/ reason for the payment.

ILLUSTRATION

Making payment of requisite application fees towards a license/ permission, followed by issuance of a valid receipt by the government agency is not considered as facilitation payment. However, a government official asking grease or facilitation payment for processing the license/ application quickly is considered as facilitation payment.

5.2. Donations, Sponsorships and Charitable Contributions

(a) Covered Persons making political and / or charitable contributions, donations or sponsorship in their personal capacity shall not state their association/ affiliation with Biocon Biologics, to the extent permitted by law and cleared by the E&C Dept.

(b) Monetary and other contributions to charities and other social causes including education and infrastructure projects by the Company must be in accordance with the Biocon Biologics Policy on Corporate Social Responsibility and local applicable laws and practices.

It is imperative that all such donations or contributions are documented and properly recorded in the books of accounts.

Biocon Biologics does not make / accept ‘facilitation payment’ or ‘kickback’

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6. BOOKS & RECORDS

As enshrined in Code of Conduct (for Covered Persons), the Company is committed to prepare and maintain its accounts in accordance with applicable accounting and financial reporting standards of the country in which the Company conducts its business. There shall be no willful reporting of untrue statements, omissions, material misstatements, hidden bank accounts, and hidden funds. Fraudulent reporting of books, records or other written communication violates the Company's policy(ies), procedure and possibly, the law. The retention and archive of records must be consistent with the applicable laws and regulations.

7. POTENTIAL RISK SCENARIOS 'RED FLAGS'

The following is a list of possible red flags that may arise during the course of business. The list is not intended to be exhaustive and is for illustrative purposes only.

If you (Covered Persons) encounter any of the following red flags, you must raise a concern/report promptly to the Ethics & Compliance Dept., OR follow the procedure set out in the Whistle Blower & Integrity Policy:

- (a) Not following Company's policies or procedures such as Code of Conduct (for Covered Persons) and other relevant policies;
- (b) you become aware that a Business Partner engages in, or has been accused of engaged in improper/ unethical business practices;

- (c) you learn that a third party / Business Partner has a reputation of paying bribes or that bribes are paid to them;
- (d) a third party / Business Partner requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- (e) Cash payments, or payments made without a document trail or not in line with Company's policy(ies) and procedures.
- (f) a third party / Business Partner requests an unexpected additional fee or commission to 'facilitate' a service;
- (g) a third party / Business Partner demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- (h) a third party / Business Partner requests that you provide employment or some other advantage to a friend or relative of Business Partner; or
- (i) a third party / Business Partner requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to Biocon Biologics.



Keep an eye on 'Red Flags', and raise concerns, if required

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8. TRAINING & AWARENESS

The Company's Ethics & Compliance Department endeavors to provide appropriate training and awareness in relation to the ABAC Policy.

9. HOW TO RAISE A CONCERN?

Covered Persons can raise concerns against suspected unethical /non-compliant activity at the earliest possible stage in accordance with [Whistle Blower & Integrity Policy](#).

10. CONSEQUENCES FOR BREACH OR NON-ADHERENCE TO ABAC POLICY

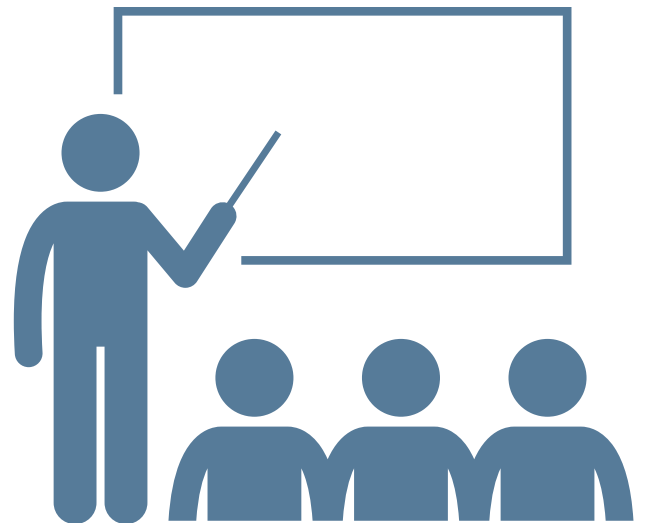
10.1. Failure to comply with this ABAC Policy can attract disciplinary action up to termination of employment.

10.2. Company may immediately terminate its business relationship including any purchase order(s) and purchase contracts] if Business Partner fails to meet the standards laid down under Company's Business Partner Code of Conduct and applicable anti-bribery and anti-corruption laws, regulations, etc.

10.3. If any Covered Persons / Business Partner offers, promises, or gives bribe to anyone for and on behalf of the Company, then there could be legal proceedings (civil / criminal) against such person(s), agents and / or Biocon Biologics. Also, that the Company including its officials and / or directors may be subjected to such proceedings/ action.

11. DEVIATION TO ABAC POLICY

Any deviation / exception shall be reviewed and approved by the Ethics & Compliance Department.



Failing to adhere / comply with the ABAC Policy may attract disciplinary action



CONTACT US

For any queries, please feel free to reach out to E&C Department at gec.biologics@biocon.com.