

Anti-Corruption

And

Anti-Bribery Policy

SAREGAMA INDIA LIMITED

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Anti-Corruption and Anti-Bribery Policy

Purpose of this Policy

Saregama values its reputation for conducting business in an ethical and transparent manner. It also recognises that it would suffer tangible and intangible losses including reputational losses, if there is an involvement in bribery at a corporate level and / or by any employee, agent, representative, vendor or business partner of the Company.

Saregama has designed this Anti-Bribery Policy to ensure adherence to the highest ethical standards, in compliance with the anti-bribery laws. This Policy will also enable employees, agents, representatives, vendors and business partners to identify and effectively report a potential breach. Any breach of this Policy will be treated seriously by the Group and is likely to result in disciplinary action, which may even include temporary suspension, termination of employment of employees and the immediate termination of any vendor or business partner arrangements.

Saregama has a “zero tolerance” policy towards bribery.

Policy coverage

All employees representing the businesses of the Group, agents, representatives, vendors and business partners must become familiar and comply with the Policy.

What is Bribery?

Bribery is an inducement or reward received, offered, promised, or provided to gain a personal, commercial or contractual advantage. An inducement or reward could be in the nature of cash, entertainment, loans, inflated commissions, unauthorized rebates, other advantages to which the person is not normally entitled to.

Key Prohibitions

The key prohibitions as part of this Policy are:

1. Offering, promising, or giving a financial or other advantage to another person to induce a person or organization to perform improperly a relevant function or to reward a person or organization for the improper performance of such a function or activity
2. Requesting, agreeing to receive or accepting a financial or other advantage to perform improperly a relevant function or activity
3. Making facilitation payments, even if this represents local practice or custom Guidance on specific areas:

a. Gifts and Entertainment

It might be customary, at times, to give or exchange gifts during the traditional festive seasons or during certain corporate events. In addition, it may be business custom to accept and/or provide entertainment to a third party. We prohibit receipt or giving of any gifts with an intent to derive any benefit in return.

b. Charitable contributions

Charitable contributions should not be used as a scheme for bribery. Such contributions must always meet high ethical standards and avoid even the perception of impropriety. There should be no solicitation for participation in employee or Company sponsored charitable or quasi charitable endeavours. The purpose of charitable contribution should not be linked with business interest.

c. Facilitation payments

Facilitation payments (made to expedite the performance of a routine action by any person or organization) are prohibited.

d. Expense reimbursements

All expenses must be presented along with all relevant supporting documentation such as invoices or receipts. Any inaccurate or misleading claims are strictly in breach of this Policy.

Reporting Concerns

The prevention, detection and reporting of bribery is the responsibility of all employees, agents, representatives, vendors and business partners. We are committed to ensuring that all of us have a safe, reliable, and confidential way of reporting any suspicious activity. We want each and every member of staff, agents, representatives, vendors and/or business partners to know how they can raise concerns.

We are committed to ensuring that no one suffers detrimental treatment through refusing to take part in bribery, or because of reporting a concern in good faith.

Any concerns regarding bribery can be reported to Enterprise Risk Management team through the whistleblower mechanism. This facility is available to employees, agents, representatives, vendors and business partners for raising their concerns. They can report concerns in confidence and without fear of retribution. We prohibit retribution against any complainant and if this were to arise, appropriate penal action will be taken against the individuals involved in such retribution. All reports raised are taken seriously and, where appropriate, will be investigated fully.

We recognize that industry practices may vary from country to country or from culture to culture. Nevertheless, a strict adherence to the guidelines set out in this Policy is expected of all employees, agents, representatives, vendors and business partners at all times.

If in doubt as to what might amount to bribery or what might constitute a breach of this Policy, then please contact the Enterprise Risk Management team.