Chromewell Engineering Private Limited

Anti-Bribery & Anti-Corruption Policy

POLICY NO: CW-ETH-002 | VERSION: 4.0

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1. Document Information:

Document Details		Governance
Policy Owner: Head of Compliance	**Scope:** All employees, directors, contractors, agents, and business partners of Chromewell Engineering Pvt Ltd. All jurisdictions in which Chromewell operates or conducts business including India, EU, and USA export markets.	**Reviewed & Approved By:** CEO & CFO
Secondary Owner: Compliance Executive	**Applies To:** All business transactions including sales, procurement, tendering, government interactions, customs and regulatory approvals, and third-party engagements.	**Review Cycle:** Annual – Once a year

2. Purpose

Chromewell Engineering Pvt Ltd has zero tolerance for bribery and corruption in any form - whether offered, solicited, or received - by any employee, director, contractor, agent, or business partner acting on Chromewell's behalf. Bribery and corruption undermine fair markets, damage trust, and expose Chromewell and its employees to serious legal and reputational consequences.

As a manufacturer exporting to the EU and USA, Chromewell aligns this policy to the global standards such as UK Bribery Act, the US Foreign Corrupt Practices Act (FCPA). This policy sets out Chromewell's anti-bribery management system aligned to ISO 37001.

This policy is aligned with:

- ISO 37001:2016 - Anti-Bribery Management Systems
- UK Bribery Act 2010 - including the corporate offence of failing to prevent bribery
- US Foreign Corrupt Practices Act (FCPA) - anti-bribery and accounting provisions
- Indian Prevention of Corruption Act 1988 (as amended 2018)
- UN Convention Against Corruption (UNCAC)
- GRI 205: Anti-corruption (2016) - GRI 205-1, 205-2, 205-3
- CSRD ESRS G1 - Business Conduct (anti-corruption and anti-bribery)

3. Scope

This policy covers all forms of bribery and corruption including:

- Offering, promising, giving, requesting, or accepting a bribe - cash, gifts, entertainment, services, or any other advantage - to or from any person, whether in the public or private sector
- Facilitation payments: small payments made to expedite routine government actions - these are prohibited regardless of local custom or perceived necessity
- Political contributions made on behalf of Chromewell - prohibited without explicit CEO approval and documented justification
- Third-party bribery: Chromewell is liable under the UK Bribery Act for bribery committed by agents, intermediaries, or joint venture partners acting on its behalf - due diligence applies.

4. Key Objectives and Targets

Chromewell Engineering defined both key objectives and targets for Anti-Bribery related issues from its own operations and from its supply chain.

Anti-Bribery Issue	Key Objectives	Target
Zero-Tolerance Enforcement	Maintain an absolute zero-tolerance standard for bribery in any form across all operations and third-party relationships. Promptly investigate and act on all credible reports.	Confirmed bribery incidents: zero All credible reports investigated within 30 days: 100% Zero facilitation payments made
Anti-Bribery Training	Ensure all employees in high-risk roles - procurement, sales, finance, government interactions, and customs - complete role-specific anti-bribery training annually. All employees complete baseline awareness training.	100% of all employees' complete anti-bribery awareness annually 100% of high-risk role employees complete enhanced training annually New employees: trained within 30 days of joining
Third-Party Due Diligence	Conduct risk-based anti-bribery due diligence on all agents, intermediaries, customs brokers, and business partners who interact with government officials on Chromewell's behalf.	100% of high-risk third parties: due diligence completed before engagement Third-party anti-bribery questionnaire: issued annually to all agents and intermediaries

		High-risk third parties with red flags: not engaged without CEO and Legal approval
ISO 37001 Alignment	Implement and maintain an anti-bribery management system aligned to ISO 37001, demonstrating systematic controls, risk assessment, and continuous improvement.	ISO 37001 self-assessment: completed annually Anti-bribery risk assessment: updated annually Internal audit of anti-bribery controls: conducted annually
Financial Controls for Bribery Prevention	Maintain financial controls that make unrecorded payments impossible, including segregation of duties, management authorisation, and audit trails for all payments above defined thresholds.	Segregation of duties: implemented for all payments. Unauthorised payments: zero tolerance Expense claims review: 100% of high-risk categories reviewed by Finance quarterly
Supply Chain Anti-Corruption	Ensure that all Tier 1 suppliers and agents understand and comply with Chromewell's anti-bribery requirements, through contractual obligations and periodic training or communication.	Supplier Code of Conduct with anti-bribery clause: signed by 100% of Tier 1 suppliers by December 2025 Smallholder supplier anti-bribery communication: provided in local language by December 2026

5. Governance and Allocation of Responsibilities

Clear accountability is assigned at every level of Chromewell Engineering's ESG Governance Structure. The table uses a RACI framework (Accountable, Responsible, Consulted, Informed).

Role / Designation	RACI Level	Department	Key Responsibilities Under This Policy
CEO/CFO	Accountable (A)	Executive	Sets the tone from the top on zero tolerance. Approves any engagement of high-risk third parties. Receives quarterly anti-bribery incident and training report. Signs annual ISO 37001 commitment.
Head of Compliance	Primary Owner (R)	Compliance	Manages anti-bribery management system (ISO 37001 alignment), third-party due diligence, investigation of all credible bribery reports, facilitation payment prohibition, and FCPA/UK Bribery Act compliance.
Compliance Executive	Secondary Owner (R)	Compliance	Manages GRI 205 / CSRD ESRS G1 anti-corruption reporting.
Finance / CFO	Consulted (C)	Finance	Implements financial controls that prevent and detect unauthorised payments. Reviews

			expense claims and payment anomalies. Maintains segregation of duties.
Purchase Manager	Consulted (C)	Procurement	Conducts anti-bribery due diligence on agents, intermediaries, and customs brokers. Includes anti-bribery clauses in all supplier contracts. Manages supplier questionnaire process.
Head of HR / CHRO	Consulted (C)	Human Resources	Manages anti-bribery training delivery and completion tracking. Applies disciplinary process for substantiated bribery violations consistently and without distinction of seniority.
All Employees	Responsible (R)	All Functions	Never offer, accept, or facilitate a bribe. Report any solicitation or suspicion through the whistleblower channel immediately. Maintain expense claim integrity.

RACI: A = Accountable (signs off, one person only) · R = Responsible (does the work) · C = Consulted (input required) · I = Informed (kept in loop).

6. Policy Commitments

6.1 Absolute Prohibition

- No employee, contractor, or agent acting for Chromewell may offer, promise, give, request, agree to receive, or accept a bribe - in cash or any other form - in connection with any business transaction
- This prohibition applies equally to public officials and private sector individuals, in India and in all export markets
- Facilitation payments - small payments made to government officials to expedite routine actions - are prohibited without exception, even if they are commonplace in a particular jurisdiction
- Political contributions on behalf of Chromewell require explicit approval from the Managing Director and are disclosed in Chromewell's ethics reporting

6.2 Gifts, Hospitality, and Entertainment

- The gifts and hospitality thresholds defined in Policy CW-ETH-001 apply; any gift or hospitality to a government official requires prior approval from the Head of Legal regardless of value
- Entertainment must be reasonable, infrequent, and directly connected to a legitimate business purpose
- No employee may offer employment, internship, or procurement opportunities to a relative of a government official as an inducement

6.3 Third-Party Due Diligence

Chromewell's exposure to bribery risk extends through its agents, customs brokers, distributors, and intermediaries. We commit to:

- Conducting risk-based due diligence on all third parties who interact with government officials on Chromewell's behalf, before engagement and periodically thereafter
- Using an anti-bribery questionnaire and adverse media screening for all high-risk third parties
- Including anti-bribery contractual clauses with audit rights in all agents, intermediary, and distributor agreements
- Refusing to engage or continuing to engage any third party where unresolvable red flags are identified - even if this causes commercial inconvenience

6.4 Financial Controls

- All payments are processed through Chromewell's official banking system with appropriate authorisation levels; no cash payments for business transactions
- Expense claims are reviewed by line management; anomalies are escalated to Finance and Legal
- No payment is made to a third party without a corresponding written contract and evidence of legitimate services

7. KPI Monitoring and Reporting

The following KPIs are tracked by the ESG Working Group, reported quarterly to the ESG Steering Committee, and published annually in the Chromewell Sustainability Report

KPI / Indicator	Target	Measurement Method	Cadence	Owner
Confirmed Bribery Incidents	Zero	Investigation records	Annual	Head of Compliance
Facilitation Payments Made	Zero	Finance records	Annual	Finance / Compliance
Anti-Bribery Training - All Employees	100% annually	HR training records	Annual	Head of HR
High-Risk Employee Enhanced Training	100% annually	HR training records	Annual	Head of HR
Third-Party Due Diligence Completion	100% high-risk before engaging	Legal records	Annual	Head of Compliance
Supplier Anti-Bribery CoC Signature	100% Tier 1 by Dec 2025	Procurement records	Annual	Purchase
ISO 37001 Self-Assessment Completed	Annual	Legal records	Annual	Head of Compliance
Anti-Bribery Risk Assessment Updated	Annual	Legal records	Annual	Head of Compliance

8. Policy Review Mechanism

Reviewed annually every April by Head of Legal with CEO approval. Interim review triggered by any confirmed or suspected bribery incident, material change to UK Bribery Act / FCPA guidance, new high-risk jurisdiction or third-party engagement, or ISO 37001 audit finding.

Version	Date	Author	Approved By	Summary of Changes
1.0	July 01, 2021	Compliance Executive/HR HOD	Mr. Amardeep Mardhekar (CEO) Ms. Risha Naik (CFO)	Initial issue
2.0	May 03, 2022	Compliance Executive/HR HOD	Mr. Amardeep Mardhekar (CEO) Ms. Risha Naik (CFO)	Minor edits on the Quantitative targets
3.0	June 05, 2025	Compliance Executive/HR HOD	Mr. Amardeep Mardhekar (CEO) Ms. Risha Naik (CFO)	Updated to v3.0: KPI has been revised
4.0	Jan 14,2026	Compliance Executive/HR HOD	Mr. Amardeep Mardhekar (CEO) Ms. Risha Naik (CFO)	Added related policies with clear accountability and ownership

9. Compliance, Non-Conformance, and Disciplinary Action

- Bribery or corruption is grounds for immediate suspension, investigation, and termination of employment regardless of seniority
- Chromewell will report substantiated bribery involving government officials to the relevant regulatory authority
- Employees and contractors are protected from retaliation for reporting suspected bribery in good faith - see Policy CW-ETH-003
- Third parties found to have engaged in bribery on Chromewell's behalf are immediately terminated
- “Report a concern” form available on ChromeNet as an anonymous grievance redressal mechanism and, we have a dedicated hotline number published on the website to report any concern anonymously.

10. Related Documents and References

Internal policies:

- CW-ETH-001 - Business Ethics & Code of Conduct Policy
- CW-ETH-003 - Whistleblower Protection & Speak-Up Policy
- CW-PROC-SCM-001 - Sustainable Procurement & Responsible Sourcing Policy
- CW-HR-007 - Learning, Development & Competency Policy (anti-bribery training)

External standards:

- ISO 37001:2016 - Anti-Bribery Management Systems
- UK Bribery Act 2010 - including the Guidance to Commercial Organisations
- US Foreign Corrupt Practices Act (FCPA) - DOJ/SEC Resource Guide
- Indian Prevention of Corruption Act 1988 (as amended 2018)
- UN Convention Against Corruption (UNCAC)
- GRI 205: Anti-corruption (2016) - 205-1, 205-2, 205-3
- CSRD ESRS G1 - Business Conduct

11. Formal Approval and Sign-Off

This policy has been prepared, reviewed, and formally approved:

Prepared By	Reviewed By	Approved By
Name: Ms. Meghna Hazra **Designation:** Compliance Executive **Date:** Jan 2026 **Signature:**	**Name:** Mr. Sandeep Divekar **Designation:** HR HOD **Date:** Jan 2026 **Signature:**	**Name:** Ms. Risha Naik **Designation:** CFO **Date:** Jan 2026 **Signature:**

FOR FURTHER INFORMATION:

This policy is issued under the authority of the CEO & CFO of Chromewell Engineering Pvt Ltd. It supersedes v3.0 (June 2025). For further information or advice, please contact a Chromewell Finance or Compliance Officer or Chromewell's Board or Directors.