



ANTI-BRIBERY POLICY – MEI

1. Objective

MEI is committed to prevention, deterrence and detection of fraud, bribery and all other corrupt business practices. MEI conducts all of its business activities with honesty, integrity and the highest possible ethical standards and robustly enforces its business practice, and not engaging in bribery or corruption.

2. Scope and Applicability

This Anti-bribery Policy (this “Policy”) applies to all individuals / employees working in MEI at all levels and grades, directly or otherwise, whether permanent, fixed-term or temporary, consultants, contractors, casual workers and also includes trainees, volunteers, interns, agents, or any other person associated with MEI (collectively referred to as “You” or “you” in this Policy). In this Policy, “Third Party(ies)” means any individual or organization, come into contact with MEI or transact with MEI and also includes actual and potential clients, suppliers, business contacts, consultants, intermediaries, representatives, subcontractors, agents, advisers, joint ventures and government & public bodies (including their advisers, representatives and officials, politicians and political parties).

3. Policy Details

A bribe is an inducement, payment, reward or advantage offered, promised or provided to any person in order to gain any commercial, contractual, regulatory or personal advantage. It is illegal to directly or indirectly offer a bribe or receive a bribe. It is also a separate offence to bribe a government / public official.

A bribe may be anything of value and not just money -- gifts, inside information, sexual or other favors, corporate hospitality or entertainment, offering employment to a relative, payment or reimbursement of travel expenses, charitable donation or social contribution, abuse of function -- and can pass directly or through a



third party. Corruption includes wrongdoing on the part of an authority or those in power through means that are illegitimate, immoral or incompatible with ethical standards. Corruption often results from patronage and is associated with bribery.

The practice of giving gifts and hospitality is recognized as an established and important part of doing business. However, it is prohibited when they are used as bribes.

To avoid committing a bribery offence, the gift or hospitality must be:

- a. Reasonable and justifiable in all the circumstances;
- b. Intended to improve the image of MEI, better present its products and services or establish cordial relations;

The giving or receiving gifts or hospitality is acceptable under this Policy if all the following requirements are met:

- a. It is not made with the intention of influencing a Third Party to obtain/ retain business or a business advantage or to reward the provision or retention of business or a business advantage or in explicit or implicit exchange for favors/ benefits or for any other corrupt purpose;
- b. It complies with local laws and customs;
- c. It does not include cash or a cash equivalent (such as gift certificates or vouchers);
- d. It is appropriate in the circumstances. For example, it is customary for small gifts to be given at Deepawali (festival) / New Year time
- e. Taking into account the reason for the gift or hospitality, it is of an appropriate type and value and given at an appropriate time
- f. It is given openly, not secretly and in a manner that avoids the appearance of impropriety



Examples of Token Gifts:

Corporate calendar, pens, mugs, books, T-shirts, wine bottles, bouquet of flowers or a pack of sweets or dry fruits;

If the gifts or hospitality given or received is more than a token gift or modest meal/dinner entertainment in the ordinary course of business, you must obtain prior written approval from your superior.

4. Not Acceptable?

It is not acceptable for any employee of MEI (or someone on his / her behalf) to:

- a. Accept an offer of a gift of any size from any Third Party which is in negotiation with, or is submitting a proposal with MEI
- b. Give, promise to give or offer, any payment, gift, hospitality or advantage with the expectation or hope that a business advantage will be given or received or to reward a business advantage already given
- c. Give, promise to give or offer, any payment, gift or hospitality to a government official, agent or representative to “facilitate” or expedite a routine procedure
- d. Accept or solicit any payment, advantage, gift or hospitality from a Third Party that you know or suspect is being offered with the expectation that it will obtain a business advantage for them
- e. Threaten or retaliate against, another employee who has refused to commit a bribery offence or who has raised concerns under this Policy
- f. Engage in any activity that might lead to a breach of this Policy





5. Willful Blindness

If an employee willfully ignores or turns a blind eye to any evidence of corruption or bribery within his / her department and/or around him / her, it will also be taken against the employee. Although such conduct may be “passive”, i.e. the employee may not have directly participated in or may not have directly benefited from the corruption or bribery concerned, the willful blindness to the same can, depending upon the circumstances, carry the same disciplinary action as an intentional act.

6. Enabling Payments

Neither an employee of MEI nor any person acting on behalf of MEI shall make and shall not accept enabling payments of any kind; such are typically small, unofficial payments made to secure or expedite a routine government action by a government official.



7. Charitable Donations

As part of its corporate citizenship activities, MEI may support local charities or provide sponsorship. We only make charitable donations that are legal and ethical under local laws and practices and also within the corporate governance framework of the organization.



8. Political Activities

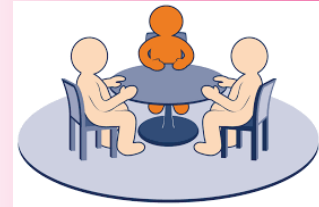
We are apolitical, advocate government policies on sustainability and do not contribute financial or in-kind to political parties, politicians and related institutions in any of the countries. We do not make contributions to political parties, political party officials or candidates for political office. Payment or use of corporate assets of any type as payment, directly or indirectly to any person, business, political organization or public official for any unlawful or unauthorized purpose is prohibited. You should not make any political contribution on behalf of MEI.

9. Business Relationships

MEI expects all Third Parties doing business with MEI to approach issues of bribery and corruption in a manner that is consistent with the principles set out in this Policy. MEI requires all Third Parties to cooperate and ensure compliance with these standards, to continue the business relationship.

In order to maintain the highest standards of integrity, with respect to any dealings with a Third Party, you must ensure that:

- a) Employees shall conduct due diligence enquiries to review the integrity records of any Third Party before entering a commercial relationship with them
- b) Employees shall fully document the engagement process and the final approval of the selection of any Third Party
- c) Employees shall implement a program to provide appropriate information on this Policy to all Third Parties engaged in business relationship with MEI
- d) Employees shall ensure that:
 - Each Third Party within your work area are fully briefed on this Policy and have made a formal commitment in writing to abide by it
 - Fees and commissions agreed will be appropriate and justifiable remuneration for legitimate services rendered
 - Contractual agreements will include appropriate wording making it possible to withdraw from the relationship if any of the Third Parties fail to abide by this Policy



10. MEI expects

Every employee must ensure that he / she shall read, understand and comply with this Policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for MEI or under its control. Employees are required to avoid any activity that might lead to or suggest a breach of this Policy.

Any employee who breaches this Policy will face disciplinary action, which could result in dismissal. We reserve our right to terminate our contractual relationship with you if you breach this Policy. Any breach of this Policy would also result in imposition of large fines/ imprisonment on the individual/ the Company as the case may be or termination of contract with a Third Party.



11. Governing legislations?

All national laws relating to bribery and corruption



12. Raise a concern

Every person, to whom this policy applies too, is encouraged to raise their concerns about any bribery issue or suspicion of malpractice at the earliest possible stage.



13. Protection

Those who refuse to accept or offer a bribe or those who raise concerns or report another's wrong-doing, are sometimes worried about possible repercussions. We encourage openness and will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken. We are committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in bribery or corrupt activities or because of reporting their suspicion in good faith that an actual or potential bribery or other corruption offence has taken place or may take place.

14. Responsible for the Policy?

The Head – HR has overall responsibility for ensuring that this Policy complies with our legal and ethical obligations and that all those under our control comply with it.

Managers at all levels are responsible for ensuring that those reporting to them are made aware of and understand this Policy, undertake training on how to implement and adhere to it and also monitor compliance of it.

The HR team is responsible for this Policy and for monitoring its use and effectiveness (and dealing with any queries on its interpretation). Management at all levels is responsible for ensuring that those reporting to them are made aware of and understand this Policy and attend regular training on how to implement and adhere to it.

Every person to whom this policy applies is responsible for the success of this Policy and should ensure that he / she should use it to disclose any suspected activity or wrong-doing.

15. Amendments

We are committed to continuously reviewing and updating our policies and procedures based on the learning. The HR team will monitor the effectiveness and review the implementation of this Policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Therefore, this document is subject to modification. Any amendment or waiver of any provision of this Policy must be approved in writing by the Company's Board of Directors. The Policy will be reviewed and audited from time to time which requires cooperation from all concerned.

