PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY
HEG GRAPHITE LIMITED

BACKGROUND

HEG Graphite Limited is committed to apply the highest standards of ethical conduct and fairness in its business activities. All the employees are responsible for conducting company's business honestly and professionally.

HEG Graphite Limited does not support any form of bribery by, or to, its employees or any persons or companies acting for it or on its behalf. The Board and senior management are committed for implementing and enforcing effective systems to prevent, monitor and eliminate bribery, in accordance with the Prevention and Corruption Act,1988.

The HEG Graphite Limited Anti-Bribery policy is mandatorily applies to all its employees, agents, intermediaries, consultants, distributors, sub-contractors, suppliers and Joint Venture partners or Business partners working on the Company's behalf anywhere in the world. Our franchise partners are also expected to conduct themselves in accordance with the standards mentioned in this policy. This policy states that what we must all do in order to prevent bribery in all its forms.

A "bribe" may include any payment, benefit or gifts offered or given with the purpose of influencing a decision or outcome. The bribe may not always be of a large value. It could be a lunch or an invitation to a sporting event.

OBJECTIVE

As part of its anti-bribery measures, company is committed to engage only in transparent, proportionate, reasonable and bonafide hospitality and promotional expenditure. Employees and others acting for or on behalf of company are strictly prohibited from making, soliciting or receiving any bribes or unauthorized payments.

DEFINITIONS

- Bribe

A "bribe" is a financial advantage or other reward that is offered to, given to, or received by an individual or company (whether directly or indirectly) to induce or influence an individual or a company to perform public or corporate functions or duties improperly in a certain way.

- Corruption

"Corruption" includes doing inaccurate things on behalf of an authority, a commercial organisation (any person associated with such commercial organisation) or those in power, through means that are illegitimate, immoral, or incompatible with ethical standards of organization.

- Facilitation payments

"Facilitation payments" ('facilitating', 'speed', 'back-hander' or 'grease' payments) are any payments, usually small cash payments made to low-level officials, as a bribe to secure or expedite the performance of a routine or necessary action or level of service.

Exception: The only exception to paying a facilitation payment is where your life is in danger. If a facilitation payment is made in such circumstances, it must be reported as soon as it is possible and practicable to the Group Company Secretary, as the Chief Compliance Officer, in order that it can be recorded.

The employees and Business Partners should report, via the Employee Assistance Programme employee helpline at any instance where a facilitation payment is alleged to have been paid on the Company's behalf.

POLICY

- Prohibited Conduct

The below mentioned conduct is strictly prohibited under this Policy:

- Transferring any unofficial payment to officials in order to obtain any permission or permit;
- Appointing any third party on behalf of company who you know or have good reason to believe to have engaged in any corrupt or unlawful conduct including any offences under the Act; or
- Paying any third party for the purpose of being a 'fixer'.

- Facilitation Payments

- Gifts, Hospitality and Entertainment

  All employees are expected to act with morality, fairness, and honesty at all times. As a result, these guidelines for gifts, hospitality, and entertainment must be followed by all employees. Employees of the company's joint ventures or subsidiaries, whether they are based abroad or elsewhere, must also adhere to these requirements. Additionally, we anticipate that the staff members of our suppliers and franchise partners would act in a manner that complies with these standards.

  All employees uphold a strong standard of professionalism and must avoid giving themselves or others cause to suspect dishonesty, and avoid putting your professional and personal interests at odds. The giving and receiving of gifts and

entertainment in exchange for preferential treatment, inappropriate or dishonest behavior, or as an inducement to do so is absolutely restricted.

- Exchange of Gifts

Acceptance of low value token gifts such as branded pens, stationery produced for the purpose of being given away, if given by an existing supplier. Occasional boxes of confectionary, etc. may be given to a department as opposed to an individual. Refusal of personal gifts such as Christmas, wedding or birthday gifts, including vouchers or cash equivalents, received from franchise partners, suppliers, clients and other third parties.

The giving or receiving of gifts or hospitality may be acceptable if it meets all the following requirements:

- Is bona-fide and made in the normal course of business and does not create the appearance (or an implied obligation) that the gift giver is entitled to preferential treatment, an award of business, better prices, or improved terms of sale or service or any other similar benefits;
- Complies with local laws and customs (including cultural and religious festivals) and is not prohibited under applicable law;
- Would not influence, or appear to influence, or cause a conflict of interest for the gift giver or receiver;
- Does not include cash or cash equivalents, gold or other precious metals, gems or stones;
- Does not include any form of services or non-cash benefits such as promise of employment;
- Disclosure of the same does not cause embarrassment to the giver or receiver or to the company in question;
- Is fully documented and supported by original receipts and accurately recorded in the books of accounts;
- Is given openly, not secretly and in a manner that avoids the appearance of impropriety.

- Hospitality/Entertainment

Employees may occasionally receive invitations from suppliers or others to corporate hospitality or entertainment events.

- Hospitality or entertainment may only be accepted if;
- Employees or personnel from the supplier are in attendance;
- The supplier does not pay any accommodation or (more than trivial) travel expenses for its employees;
- The entertainment and/or acceptance of it could not be interpreted as a reward, inducement or encouragement for a favor or preferential treatment; and
- It is not unduly lavish or extravagant.
- Reciprocal hospitality may be offered but needs to be approved by a Business Unit Executive.

RECORD KEEPING AND INTERNAL CONTROLS

- The company shall keep books, records and accounts with reasonable detail that accurately and fairly reflect all transactions and disposition of the company's assets.
- The company shall maintain internal controls to prevent and detect potential violations of this Policy or of applicable laws. All the persons must completely and accurately double-check the amount of all transactions, including payments made on behalf of or expenses incurred by the company.
- Records and documents generated in connection with the principles set forth in this Policy, including, but not limited to, any diligence files and contracting documents, must be maintained and stored properly.
- Also, such records must be submitted periodically for periodic evaluation to the respective authority in accordance with the company's authority matrix. No accounts shall be kept off books to facilitate or conceal improper payments.
- Violation of this Policy may result in legal action / disciplinary action.

REPORTING VIOLATIONS/ NON-COMPLIANCE

- All the stakeholders are encouraged to raise concerns about any issue or suspicion of non-compliance with this Policy.
- The company aims to encourage genuine reporting of non-compliance and encourages support from anyone who raises concerns in good faith under this Policy.
- The company ensures that no one suffers any detrimental treatment as a result of refusing to take part in Bribery or corruption, or because of reporting in good faith regarding their suspicion of an actual or potential Bribery or other corruption related offence.
- The company will investigate all allegations relating to corruption and Bribery and take legal or disciplinary action as may be deemed appropriate. All reports under this Policy would receive confidential treatment and the company will not reveal the identity of any person who reports a suspected violation. The company will prefer that persons identify themselves to facilitate investigation of any report. However, in case the concerned person wishes to report anonymously, he/she may do so. The company will also use its best efforts to protect the identity of the person about or against whom an allegation is brought, unless and until it is determined that a violation has occurred.
- Any use of the reporting procedures in bad faith or in a false or frivolous manner will be considered a violation of the code of conduct, and the reporter may be subject to disciplinary action, up to and including termination.

Date of approval of the Board: - August 10,2026.