SAIPER
stop corruption
corruption
unprincipled
crookedness
faced
treacherous
unfaithful
dishonest
unscrupulous
unethical
underhanded
untrustworthy
bribery
fraud
trust
crime
breach
bribing
unprincipled
unfaithful
dishonest
unscrupulous
corruption
unethical
treacherous
faced
crookedness
stop corruption

GUIDING PRINCIPLES

At Saiper, our integrity is non-negotiable: We do not tolerate corruption or bribery of any kind. Each of us must adhere to the highest ethical standards of conduct in all of our business activities and must act in a manner that enhances Saiper's reputation. The Saiper Fundamentals must be considered when conducting our business.

We do not bribe. You must not offer, promise, give or accept money or anything of value to or from anyone to improperly obtain or retain business, secure an improper advantage or to otherwise influence or be influenced to act improperly.

We do not allow third parties to bribe on our behalf. You may not use third parties to take actions that we cannot take ourselves. You must not ignore "red flags" that indicate that a third party may make illegal payments or engage in corrupt behavior on Saiper's behalf.

We do not engage in activities that create the appearance of impropriety. We have to be mindful of how our actions may be perceived, no matter the intent.

We maintain accurate books and records. You must fairly and accurately represent how we spend our money, no matter how large or small the transaction.

We comply with local laws. This policy states a global, minimum standard and provides the underlying principles to help our employees, officers, directors and agents uphold Saiper's commitment to do business the right way. However, many countries have more restrictive rules and you must comply with those requirements as well.

INTRODUCTION

At Saiper we do not tolerate bribery or corruption, employees, officers, directors and our agents must never offer, give or accept bribes to get business done.

We strictly abide by the Indian Anti-Corruption Laws, Foreign Corrupt Practices Act (FCPA), the UK Bribery Act and all similar applicable laws.

This Policy establishes Saiper's anti-corruption principles and applies to all Saiper employees, officers, directors and agents worldwide. In addition all third parties doing business with Saiper are expected to contractually agree to comply with this policy.

For employees, officers and directors violations of this Policy may lead to disciplinary action up to and including termination of employment.

Any employee with knowledge or suspicion of violations of this Policy must report their concerns (as allowed by local law) to hrd@saiper.com

No retaliation of any kind will be taken against anyone who reports suspected violations in good faith. We will take steps to protect each employee from retaliation.

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PROVIDING & RECEIVING THINGS OF VALUE

We have a duty to use Saiper resources in ethical ways.

You may never provide or promise to provide anything of value to anyone (a person, company or organization) to improperly influence a decision on their part.

You may provide or accept gifts, meals, entertainment and other items of value only in compliance with the relevant Saiper policies and procedures, including (but not limited to) the Travel and Expenses Policy and Corporate Gifts Policy.

You must always consider whether a third party may also have their own rules to comply with and not put them in a difficult position. You must never solicit any item of value from anyone.

Gifts

Gifts of nominal value are generally permitted, but cash and expensive or lavish items are not. The
Corporate Gift Policy provides additional, specific guidance on what is allowed and what is prohibited, as well as providing guidance on appropriate record keeping requirements.

Travel and related expenses for third parties

Employees, officers, directors and agents of Saiper may not pay for travel and related expenses (transport /accommodation / associated meals) for any government / public sector employees or representatives without the prior written approval of the Saiper Human Resource Department (hrd@saiper.com)

Saiper may in limited circumstances pay for travel (that is transport / accommodation / associated meals) for third parties, provided that the travel is related to a legitimate Saiper business purpose.

Examples would be travel associated with attending a Saiper-organized meeting, a site visit, or attendance at an educational / technical conference or industry meeting. If you are unsure what is appropriate please speak with Saiper Human Resource Department (hrd@saiper.com)

The following principles always apply to Saiper-paid travel for third parties:

- Travel must be necessary for a legitimate business meeting or event
- Any travel must be reasonable, not lavish, and consistent with Saiper's internal travel policies and practices, including using Saiper approved hotels and travel service providers.
- Saiper must pay any expenses directly to the service provider, not the traveler. Saiper must not pay per diems to the traveler.
- Sightseeing or other recreational activities should be avoided and at most be incidental in nature.
- All such pre-approved expenses must be recorded as a gift in line with the Corporate Gift Policy.

Sponsorship

In this Policy "Sponsorship" refers to any arrangement where Saiper provides financial support, products, services or anything of value to a third party (including charitable organizations), to participate in an event, associate our brand with an activity or to receive some other lawful benefit. Examples would be, sponsoring a well-known sporting event, donating / making a payment to a charity to be recognized as a sponsor (as opposed to just making a donation), or sponsoring a conference or industry meeting such as for the AIPIMA, IRMA, IPA, FAFAI, etc.

When considering paying for a sponsorship, you must:

- Never provide a sponsorship to improperly influence anyone or obtain an improper advantage.
- Never provide a sponsorship that creates an appearance of a bribe, kickback or other corrupt practice.
- Record all sponsorship agreements in writing and make the payments to the entity, not an individual.
- Follow the principles in this Policy and the guidance in the Corporate Gift Policy (and other related policies), when providing to a third party anything Saiper receives for sponsorship, such as products or tickets to the event being sponsored.

In accordance with our Code of Ethics and Business Conduct, no financial contribution or donation of any kind may be made to any political candidate or to political parties on behalf of or in the name of Saiper.
In addition our Corporate Giving Policy specifically prohibits contributions to religious organizations.

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FACILITATION PAYMENTS

Saiper prohibits facilitation payments by employees or any third party on Saiper's behalf.

A facilitation or "grease" payment is a payment made to a government official to facilitate or expedite a routine, non-discretionary government activity that the official is required to perform as a matter of course.

For example:
- Permits, licenses or other documents that allow companies to conduct business
- Inspections related to transit of goods, such as customs clearance, loading and unloading of cargo
- Processing of visas and work papers
- Certain one-time fees, such as a government-owned utility company activating a telephone line

You must report any demands for facilitation payments whether it is made directly or indirectly to Saiper, or if you learn of a demand to or a payment made by a third party acting on Saiper's behalf. The report must be made within 24 hours to Saiper Human Resource Department (hrd@saiper.com) with full details of the people involved, any payment demanded or made including the reason, date and place. Saiper will not reimburse third parties for facilitation payments.

USING THIRD PARTIES

Saiper regularly engages third parties, such as those listed below. If you are not clear on who or what is a third party please ask Saiper Human Resource Department (hrd@saiper.com):
- Brokers
- Sub-contractors
- Consultants
- Logistics providers
- Suppliers
- Vendors

This is one of Saiper's biggest areas of risk because Saiper can be held responsible for any improper actions of third parties. It is a condition of working with a third party that they are required to at least comply with our Code of Ethics and Business Conduct and this anti-corruption policy. All arrangements with third parties must be in writing, in accordance with the Corporate Purchasing Policy.

Saiper, its agents and other third parties contracted by us have to be highly vigilant if considering or conducting any business in a sanctioned country and must comply with all relevant sanctions.

We have to be particularly careful when engaging with agents. An agent is any third party who is authorized to act as a representative of Saiper. For example any:
- Consultant or contractor who finds or secures business, products, services or contracts for, or on behalf of Saiper
- Freight forwarders who interact with customs officials or help clear Saiper product through customs
- Third parties that obtain any kind of permit or authorization from the government such as a business or construction permit, or any other certification, registration, license or approval.

ACCURATE BOOKS AND RECORDS

Saiper employees, officers, directors and agents, must keep books and records that accurately detail and fairly represent what we do with Saiper resources.

You must follow all relevant policies and procedures, including those relevant to Internal Controls, Finance, Personnel (including Travel and Entertainment), Compliance and Ethics.

You must also follow these principles:

- You must not inappropriately describe / represent payments made to any third party.
- You must not create off-the-books funds or assist any third party in creating off-the-books funds.
- You must not enter into any agreement, arrangement or understanding that has not been evidenced in writing and appropriately approved in accordance with our policies and procedures
- All margins, discounts and rebates to any third party must have a business justification and be approved and such approval recorded in advance through the relevant process.
- You must not use or provide marketing or business development or other funds to directly or indirectly provide items of value that would otherwise violate our Code of Ethics and Business Conduct or this Policy.

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