



## ANTI BRIBERY POLICY

Rev No : 00  
Month : April  
Year : 2018

Issued : VM  
Checked : VM  
Approved :AS

### THE ANTI BRIBERY POLICY

Xlerate Driveline India Private Limited (XDIL) purpose for establishing this Anti Bribery Policy is to ensure that the entire organization works with utmost honesty, uprightness and morality. The company expects all employees to use only legitimate practices in commercial operations and all transactions are accurately reflected in our books and records. Falsification of books & records and the creation or maintenance of any off-the-record transactions or bank accounts are strictly prohibited.

No employee of the company or any Controlled Affiliate acting on company's behalf shall, in violation of any applicable law, offer or make directly or indirectly through any other person or firm, any payment of anything of value (in the form of compensation, gift, contribution or otherwise) to any person or firm employed by or acting for or on behalf of any customer, whether private or governmental, for the purpose of inducing or rewarding any favorable action by the customer in any commercial transaction; or any governmental entity, for the purpose of inducing or rewarding action (or withholding of action) by a governmental entity in any governmental matter; any governmental official, political party or official of such party, or any candidate for political office, for the purpose of inducing or rewarding favorable action (or withholding of action) or the exercise of influence by such official, party or candidate in any commercial transaction or in any governmental matter.

In utilizing representatives, agents or others, the company will employ only reputable, qualified individuals or firms under compensation arrangements which are reasonable in relation to the services performed. The company will issue from time to time criteria and procedures to be utilized in international transactions with respect to the selection and compensation of representatives, agents or others. Representatives, agents or representatives retained in relation to the provision of products, goods or services must agree to comply with all laws, regulations and company's policies governing employee conduct.

As stated above, "kickbacks" or "bribes" intended to induce or reward favorable corporate decisions or governmental actions are unacceptable and prohibited.

The provisions of this section are not intended to apply to ordinary and reasonable business entertainment or gifts not of substantial value, customary in local business relationships or festivals and not in violation of law as applied in that environment.

The company will not make any contribution to any political party or to any candidate for political office in support of such candidacy except as provided in this Policy and as permitted by law.

Any infractions of this Anti Bribery Policy will not be tolerated and the company will act quickly in correcting the issue if the ethical code is broken. Any employee, manager or director found to have violated this policy may be subject to disciplinary action, up to and including termination of employment.

Mr. Sachit Kanwar  
Managing Director

Date: 30/04/2018

A-511-01-00

