

# GoApptiv Private Limited

## Anti-Bribery and Anti-Corruption (ABAC) Policy

Policy Name	Version	Effective Date
Anti-Bribery and Anti-Corruption	1.0	01 March 2024

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**Purpose:**

Goapptiv Corporate Policy (Lawful and Ethical Behaviour) provides that Goapptiv colleagues must conduct all Goapptiv business in a lawful and ethical manner, in accordance with applicable laws and regulations, including the U.S. Foreign Corrupt Practices Act of 1977 (the "FCPA"). The FCPA prohibits making, promising, or authorizing the making of a corrupt payment or providing anything of value to a government official to induce that official to make any governmental act or decision to assist a company in obtaining or retaining business. The FCPA also prohibits a company or person from using another company or individual to engage in any of the foregoing activities. As an Indian company, Goapptiv shall also comply with the FCPA and could be held liable as a result of acts committed anywhere in the world by a Goapptiv consultant, agent, or representative, or even by a company acting on behalf of Goapptiv ("Business Associates"). Therefore, Goapptiv requires all of its Business Associates to conduct their Goapptiv-related work in accordance with these principles.

**Definition of a Government Official**

Under Goapptiv's policies, "government official" is broadly interpreted and includes: (i) any elected or appointed government official (e.g., a member of a ministry of health); (ii) any employee or person acting for or on behalf of a government official, agency, or enterprise performing a governmental function; (iii) any political party, officer, employee, or person acting for or on behalf of a political party or candidate for public office; or (iv) an employee or person acting for or on behalf of a public organization (e.g., the United Nations). "Government" is meant to include all levels and subdivisions of governments (i.e., local, regional, or national and administrative, legislative, or executive). Because this definition of "government official" is so broad, it is likely that Business Associates will interact with a government official in the ordinary course of their business on behalf of Goapptiv. For example, doctors employed by state-owned hospitals could be considered "government officials" under Goapptiv's policies or a Drug Inspector, tax officer etcetera.

**FCPA, Anti-Corruption and Anti-Bribery Principles**

Business Associates may not directly or indirectly make, promise, or authorize the making of a corrupt payment or provide anything of value to any government official to induce that government official to make any governmental act or decision to help Goapptiv obtain or retain business. Business Associates may never make a payment to or offer a government official any item or benefit, regardless of value, as an improper inducement for such government official to approve, reimburse, prescribe, or purchase a Goapptiv product, to influence the outcome of a clinical trial, or otherwise improperly to benefit Goapptiv's business activities.

**Anti-Bribery and Anti-Corruption Principles Governing Interactions with Governments and Government Officials**

Business Associates must communicate and abide by the following principles with regard to their interactions with Governments and Government Officials:

Business Associates, and those acting on their behalf in connection with work for Goapptiv, may not directly or indirectly make, promise, or authorize the making of a corrupt payment or provide anything of value to any Government Official to induce that Government Official to perform any governmental

act or make a decision to help Goapptiv obtain or retain business. Business Associates, and those acting on their behalf in connection with work for Goapptiv, may never make a payment or offer any item or benefit to a Government Official, regardless of value, as an improper incentive for such Government Official to approve, reimburse, prescribe, or purchase a Goapptiv product, to influence the outcome of a clinical trial, or to otherwise benefit Goapptiv's business activities improperly.

In conducting their Goapptiv -related activities, Business Associates, and those acting on their behalf in connection with work for Goapptiv, must understand and comply with any local laws, regulations, or operating procedures (including requirements of Government entities such as Government-owned hospitals or research institutions) that impose limits, restrictions, or disclosure obligations on compensation, financial support, donations, or gifts that may be provided to Government Officials. If a Business Associate is uncertain as to the meaning or applicability of any identified limits, restrictions, or disclosure requirements with respect to interactions with Government Officials, that Business Associate should consult with his or her primary Goapptiv contact before engaging in such interactions.

Business Associates, and those acting on their behalf in connection with work for Goapptiv, are not permitted to offer facilitation payments. A "facilitation payment" is a nominal payment to a Government Official for the purpose of securing or expediting the performance of a routine, non-discretionary governmental action. Examples of facilitation payments include payments to expedite the processing of licenses, permits or visas for which all paperwork is in order. In the event that a Business Associate, or someone acting on their behalf in connection with work for Goapptiv, receives or becomes aware of a request or demand for a facilitation payment or bribe in connection with work for Goapptiv, the Business Associate shall report such request or demand promptly to his or her primary Goapptiv contact before taking any further action.

## **Commercial Bribery**

Bribery and corruption can also occur in non-Government, business to business relationships. Most countries have laws which prohibit offering, promising, giving, requesting, receiving, accepting, or agreeing to accept money or anything of value in exchange for an improper business advantage. Examples of prohibited conduct could include, but are not limited to, providing expensive gifts, lavish hospitality, kickbacks, or investment opportunities in order to improperly induce the purchase of goods or services. Goapptiv / Goapptiv colleagues are not permitted to offer, give, solicit or accept bribes, and we expect our Business Associates, and those acting on their behalf in connection with work for Goapptiv, to abide by the same principles.

## **Anti-Bribery and Anti-Corruption Principles Governing Interactions with Private Parties and GoApptiv Colleagues**

Business Associates must communicate and abide by the following principles with regard to their interactions with private parties and Goapptiv / Goapptiv colleagues:

Business Associates, and those acting on their behalf in connection with work for Goapptiv, may not directly or indirectly make, promise, or authorize a corrupt payment or provide anything of value to any person to influence that person to provide an unlawful business advantage for Goapptiv.

Business Associates, and those acting on their behalf in connection with work for Goapptiv, may not directly or indirectly, solicit, agree to accept, or receive a payment or anything of value as an improper incentive in connection with their business activities performed for Goapptiv.


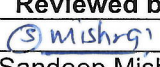

Goapptiv colleagues are not permitted to receive gifts, services, perks, entertainment, or other items of more than token or nominal monetary value from Business Associates, and those acting on their behalf in connection with work for Goapptiv. Moreover, gifts of nominal value are only permitted if they are received on an infrequent basis and only at appropriate gift-giving occasions.

## Reporting Suspected or Actual Violations

Business Associates, and those acting on their behalf in connection with work for Goapptiv, are expected to raise concerns related to potential violations of these International Anti-Bribery and Anti-Corruption Principles or the law. Such reports can be made to a Business Associate's primary point of contact at Goapptiv, or if a Business Associate prefers, to Goapptiv's Compliance Group, by e-mail at [culture@goapptiv.com](mailto:culture@goapptiv.com) or by phone at +91-22-49399899

## Understand and Follow Local Laws

Business Associates need to understand whether local laws, regulations, or operating procedures (including requirements imposed by government entities such as state-owned hospitals or research institutions) impose any limits, restrictions, or disclosure requirements on compensation, financial support, donations, or gifts that may be provided to government officials. Business Associates must take into account and comply with any applicable restrictions in conducting their Goapptiv-related activities. If a Business Associate is uncertain as to the meaning or applicability of any identified limits, restrictions, or disclosure requirements with respect to interactions with government officials, that Business Associate should consult with his or her primary Goapptiv contact before undertaking their activities.

	Drafted by	Reviewed by	Approved by
Signature			
Name	Gurjeet Singh	Sandeep Mishra	Sreeram Venkitaraman
Designation	Head Commercial	Chief Financial Officer	Chief Purpose Officer (CPO)

## **Attachment A**

### **Foreign Corrupt Practices Act Certification**

For the purposes of this Attachment, "Government Official" has the same meaning as that set forth in Goapptiv's Anti-Bribery and Anti-Corruption Principles (As defined above "Government Officials").

FIRM provides the following Representations and Warranties on its own behalf and behalf of any affiliates providing services hereunder, collectively "Firm":

- a. Firm is licensed, registered, or qualified under local law, regulations, policies, and administrative requirements to do business and, to the extent required by applicable law, has obtained licenses or completed such registrations as may be necessary or required by law to provide the goods or services encompassed within the Agreement;
- b. Firm has not and will not directly or indirectly offer or pay, or authorize such offer or payment, of any money or anything of value to improperly or corruptly seek to influence any non-U.S. Government Official;
- c. All due diligence information provided by Firm including all information provided in the Third-Party Entity Due Diligence Questionnaire, is complete, truthful and accurate; and
- d. Firm agrees to update these Representations and Warranties if during the performance of the Agreement it learns of any changes with regard to the information provided, or if a government or Government Official becomes an owner of Firm.

Firm further agrees to permit Goapptiv to take reasonable steps to ensure that funds provided pursuant to the Agreement are properly used, including:

- a. Providing periodic invoices stating, in detail, the work performed;
- b. Providing documentation of all expenses to obtain reimbursement and providing Goapptiv with written notification in advance of any extraordinary expenditure. Goapptiv must authorize any extraordinary expenditure in writing before it may be incurred; and
- c. Permitting, during the term of the Agreement and for three years after final payment has been made under the Agreement, Goapptiv's internal and external auditors access to any relevant books, documents, papers, and records of Firm to which Goapptiv would otherwise be entitled to receive.

Goapptiv may terminate the Agreement if Firm breaches any of the above Representations and Warranties or if Goapptiv learns that improper payments are being or have been made to Government Officials by Firm with respect to services performed on behalf of Goapptiv or any other company.

### **Certification of Compliance with GoApptiv's Principles**

Pursuant to this Agreement between Goapptiv private limited. and FIRM dated DATE, I hereby certify:

1. Firm has been provided with a copy of Goapptiv's Anti-Bribery and Anti-Corruption Principles and such Principles have been distributed to any affiliates that will be providing services under the Agreement; and
2. Firm on its own behalf and on behalf of any of its affiliates providing services pursuant to the Agreement, has not made, and will not make, any payments or provided any benefit to a non-U.S. Government Official, as defined in Goapptiv's Anti-Bribery and Anti-Corruption Principles, to induce such Government Official to make any governmental act or decision to help Goapptiv obtain or retain business and will not make, and have not made, a payment or offered any item or benefit, regardless of value, as an improper inducement for such Government Official to approve, reimburse, prescribe, or purchase a Goapptiv product, to influence the outcome of a clinical trial, or otherwise improperly to benefit Goapptiv's business activities.

**FIRM**

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**Signature**

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**Name**

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**Title**

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**Date**

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