



CODE OF BUSINESS CONDUCT & ANTI-BRIBERY / ANTI-CORRUPTION POLICY

Ethical Business Conduct • Anti-Bribery • Conflict of Interest • Fraud Prevention • Reporting • Due Diligence

Document Control	Details
Document Type	Controlled Ethics & Compliance Policy
Reference	Business Ethics Policy – ZED 05
Revision	01
Effective / Issue Date	01.04.2026
Applicability	Ziran India operations; applicable employees, management, contractors and business relationships
Owner	Management / Compliance / Quality / IMS with HR
Approval Authority	Managing Director
Review	Periodic and when legal, business-risk or control requirements change

1. Purpose

Ziran India is committed to conducting business honestly, transparently and in accordance with applicable laws, contractual obligations and its documented ethical requirements. This policy establishes expectations and controls for preventing, identifying, reporting, investigating and responding to bribery, corruption, fraud, conflicts of interest and related unethical conduct.

2. Scope

This policy applies across Ziran India's applicable operations and to employees, management and other persons acting on behalf of or representing the company, to the extent applicable. Relevant business partners and suppliers are addressed through Ziran's sustainable procurement and supplier-code controls.

3. Policy Commitments

Area	Ziran India commitment
Bribery & corruption	Do not offer, promise, authorize, give, solicit or accept an improper advantage intended to influence a business decision or obtain an improper benefit.
Gifts & hospitality	Gifts, hospitality and business courtesies shall be legitimate, proportionate, transparent and consistent with applicable requirements; improper inducements are prohibited.
Facilitation payments	Improper payments made to obtain or accelerate routine actions are prohibited, subject to lawful emergency considerations and documented escalation where relevant.
Conflicts of interest	Actual, potential or perceived conflicts shall be disclosed and appropriately reviewed and managed.
Fraud & deception	Fraudulent, dishonest, deliberately misleading or falsified conduct and records are prohibited.
Fair business conduct	Employees shall conduct business honestly and avoid conduct intended to improperly distort competition or business decisions.
Records & integrity	Business and compliance records shall be accurate, complete and maintained through controlled processes.
Reporting & non-retaliation	Good-faith concerns may be reported through designated channels. Retaliation against a person who reports a concern in good faith is not permitted.
Investigation & remediation	Allegations shall be handled through appropriate review/investigation processes, with corrective action and escalation where warranted.



4. Prohibited Conduct

- Bribing or attempting to bribe a public official, customer, supplier, intermediary or other person.
- Offering or accepting improper payments, kickbacks, secret commissions or benefits intended to influence a decision improperly.
- Using an intermediary or third party to perform an act that Ziran India could not properly perform directly.
- Concealing or misrepresenting transactions, expenses, approvals or business records.
- Creating or using false, incomplete or misleading records to conceal an improper transaction.
- Failing to disclose a material conflict of interest when disclosure is required.
- Retaliating against a person who raises a concern in good faith.

5. Gifts, Hospitality, Travel & Business Courtesies

Business courtesies must have a legitimate business purpose and must not create an obligation, influence a decision improperly, or appear intended to secure an improper advantage. Employees shall follow applicable company approval, declaration and record-keeping requirements. Where a proposed benefit may create a conflict or compliance concern, it shall be declined or escalated for review.

6. Charitable Contributions, Sponsorships & Donations

Contributions and sponsorships made on behalf of Ziran India shall have a legitimate purpose, be appropriately approved and recorded, and shall not be used as a disguised payment or inducement. Where due diligence or supporting documentation is required, it shall be completed before approval.

7. Third-Party & Supplier Due Diligence

Relevant business relationships shall be subject to risk-based due diligence and documented supplier/business-partner controls. Where appropriate, agreements shall include ethical, anti-bribery, record-integrity and reporting requirements. Ziran's Supplier Sustainability Clauses include anti-bribery, anti-corruption, anti-competitive practices and record-integrity requirements and provide monitoring/audit rights.

Due-diligence control	Evidence / record
Risk-based screening / assessment	Vendor or business-partner due-diligence record
Ethical requirements in engagement	Contract / supplier sustainability clauses / acknowledgement
Conflict review where applicable	Conflict disclosure and review record
Monitoring / reassessment	Assessment, audit or reassessment record
Corrective action	CAPA / supplier improvement record where required

8. Conflict of Interest

Employees and relevant representatives shall disclose circumstances that could improperly influence, or reasonably appear to influence, their duties. Examples include personal or family interests in a supplier/customer, outside activities that conflict with company responsibilities, or participation in a decision involving a personal interest. Disclosures shall be reviewed and managed according to the applicable conflict-of-interest process.

9. Fraud Prevention & Detection

Ziran India maintains a documented policy framework for fraud prevention and detection. Potential fraud indicators shall be escalated through the reporting/misconduct process. Investigations shall be documented as appropriate, and corrective actions shall address control weaknesses identified through substantiated cases or reviews.



10. Reporting & Investigation

Concerns regarding bribery, corruption, fraud, conflicts of interest or other misconduct may be reported through the applicable whistleblower and employee-misconduct mechanisms. Reports shall be handled confidentially to the extent reasonably possible. Investigations shall be conducted by appropriate personnel, with independence and confidentiality considered according to the nature of the allegation.

Stage	Required control
Receive	Record the concern through the applicable reporting channel.
Assess	Determine nature, urgency, conflict and appropriate investigator/escalation.
Investigate	Collect relevant information and document the investigation appropriately.
Decide / remediate	Take action consistent with findings, company requirements and applicable law.
Close & learn	Record closure, track CAPA and assess whether controls require improvement.

11. Training & Awareness

Applicable employees shall receive ethics and business-ethics awareness/training appropriate to their responsibilities. Training shall cover expected conduct, bribery/corruption risks, conflicts of interest, reporting mechanisms and relevant company controls. Training completion shall be monitored through the controlled training system.

Ethics KPI	Target / control	Sep 2025–Aug 2026 result
K13 – Employees trained on ethics	100%	100%
K16 – Business-ethics training	100%	100%

12. Monitoring & Ethics Performance

KPI	Unit	2025–26 result	Control / target
K14 – Confirmed corruption incidents	No.	0	0
K17 – Reported & confirmed corruption incidents	No.	0	0
K13 – Employees trained on ethics	%	100%	100%
K16 – Business-ethics training	%	100%	100%

These results are the current internal KPI results for September 2025–August 2026. They indicate no confirmed corruption incidents recorded in the KPI series and full reported training coverage; they do not eliminate the need for ongoing reporting, due diligence, monitoring and control testing.

13. Responsibilities

Role	Responsibilities
Managing Director	Approve the ethics framework, provide resources and review significant ethical/compliance matters.
Management / Department Heads	Promote ethical conduct, receive/escalate concerns and support corrective action.
Compliance / Quality / IMS	Coordinate monitoring, documentation, investigation support, audits and continual improvement.
HR	Coordinate ethics training, employee communication and relevant records.
Employees / Contractors	Follow ethical requirements, complete applicable training and promptly report suspected violations or conflicts.



14. Records & Evidence

- Business Ethics Policy and applicable ethics procedures.
- Code of Conduct / ethics training calendar, attendance and evaluation records.
- Whistleblower and employee-misconduct reports.
- Fraud, corruption and conflict-of-interest records, where applicable.
- Legal compliance evaluations and internal audit records.
- Due-diligence, supplier assessment and corrective-action records.
- Management review records and ethics improvement actions.

15. Management Review & Continual Improvement

Ethics KPIs, significant cases, due-diligence findings, training coverage, overdue corrective actions and identified control weaknesses shall be reviewed through applicable compliance reviews, internal audits and management review. Improvement actions shall be tracked to closure and effectiveness where appropriate.

16. Controlled References

- ZIR/POL/HR/001-00 – Anti-bribery & corruption policy – 01.04.2021.
- ZIR/POL/HR/002-00 – Code of conduct/ethics – 01.04.2021.
- ZIR/POL/HR/010-00 – Whistle blower policy – 01.04.2021.
- ZIR/HR/SOP/011-00 – SOP for anti money laundering – 01.04.2021.
- ZIR/HR/SOP/012-00 – SOP for reporting employee misconduct – 01.04.2021.
- ZIR/POL/HR/016-00 – Policy on fraud prevention and detection – 01.04.2021.
- ZIR/POL/HR/019-00 – Policy on conflict of interest – 01.04.2021.
- Business Ethics KPI & Action Plan – Revision 01, Effective 01.04.2026.
- Legal Compliance Register & Monitoring Framework – Revision 01, Effective 01.04.2026.
- Applicable Sustainable Procurement / Supplier Sustainability controls.

17. Source Basis & Evidence Note

This document strengthens the existing Ziran India ethics framework rather than replacing the source controls. The Site Master File identifies the anti-bribery & corruption policy, Code of Conduct/Ethics, whistleblower policy, fraud-prevention policy and conflict-of-interest policy as existing controlled documents. □filecite□turn121file7□ The existing Business Ethics KPI / Action Plan identifies management, compliance/IMS, HR and employee responsibilities and the relevant ethics records.

The 2025–26 internal KPI results record 100% ethics training, 100% business-ethics training, zero confirmed corruption incidents and zero reported-and-confirmed corruption incidents. □filecite□turn121file1□ These are internal management results and should be supported by the underlying training, reporting and investigation records when submitted as evidence.

No unsupported claim is made that a specific investigation, due-diligence review, disclosure, committee action or corrective action occurred during the reporting period unless supported by the corresponding record.

18. Approval

Prepared / Compiled By – HSE / Admin Coordinator	Approved By - MD
	