



Premier Road Carriers Limited
Anti-Corruption & Anti-Bribery Policy

Prepared By:		Approved By:		Issued By:	
Name /Initials:	Ms. Archana Gogri	Mr. Yashu Gupta	Mr. Yashu Gupta	Mr. Yashu Gupta	
Signature:					
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Anti-Corruption & Anti-Bribery Policy

Introduction

Premier Road Carriers Limited (PRCL) has a policy of conducting all of its activities in an honest and ethical manner. We have a zero-tolerance policy for bribery and corruption, and we are committed to acting professionally, fairly, and with integrity in all of our business interactions and relationships, wherever we operate, as well as to adopting and enforcing effective anti-bribery mechanisms. Our designated individuals (as specified below) are not permitted to engage in any bribery or prospective bribery.

This includes a restriction on both direct and indirect bribery, as well as payments made through third parties. If any associate suspects or becomes aware of any potential bribery involving PRCL, it is the responsibility of that designated individual to notify the Vigilance and Ethics Officer.

Definitions

Bribery: - means to obtain or accept or attempt to obtain or promise for giving, receiving, soliciting or accepting of financial or other advantages, or any other thing of value, to influence or reward the behaviour of a person who is in a position of trust to perform a public, commercial or legal function to retain or obtain a commercial advantage. Bribes are payments made in the form of money or anything else of value in return for a business favour or advantage.

Corruption: - is dishonest, improper and usually unlawful conduct intended to secure a benefit undertaken by a person or organization entrusted with authority to attain illicit benefit or abuse power for one's private gain.

Facilitation payments: - are unofficial payments made to secure or expedite a routine action by authorized official.

Kickbacks: - are payments made in return for a business favor/advantage.

Gift: - means any item of considerable value, given to/received from a party that has business dealings with the organization.

The most prevalent forms of bribery and corruption stem from:

- Payments made to a company's workers or family, or to a third party, in order to gain an advantage in business negotiations.
- Political contributions made in order to gain a competitive edge in business deals.
- Sponsorships are utilised to gain a competitive advantage in business transactions.
- Payments given to secure or expedite normal or necessary business actions.
- Payments for gifts, hospitality, and expenses made to gain an advantage in business transactions.

Objective

The purpose of this policy is to:

- a) set forth our duties for adhering to bribery and corruption legislation; and
- b) provide information on identifying and dealing with bribery and corruption issues.

PRCL will conduct a periodic bribery and corruption risk assessment across its company to better understand the bribery and corruption risks it faces and to ensure that proper procedures are in place to address such risks. The risk assessment will be



documented and reviewed on a regular basis, and the appropriate committee of PRCL's Board of Directors will be updated on a semi-annual basis in compliance with applicable requirements.

Scope

This policy applies to all transactions, dealings, and costs for and on behalf of PRCL. This policy applies to all stakeholders who work for or represent PRCL or any of its subsidiaries.

This includes senior managers, officers, directors, employees (whether regular, fixed-term, or temporary), consultants, contractors, trainees, seconded staff, casual workers, and agency staff, volunteers, interns, agents, sponsors, and any other person associated with us or any of our subsidiaries or their employees, wherever located (referred to as "designated persons" in this policy).

Third parties are defined in this policy as any individual or organisation with whom an associate may come into contact during the course of his/her engagement with the PRCL, including actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, business associates, government and public bodies, including their advisors, representatives and officials, politicians and political parties.

What Is Not Acceptable?

It is not permissible for any designated individuals to:

- Accept any gift offer of any size from any Third Party who is negotiating with or submitting a proposal to PRCL.
- Give, promise to give, or offer any cash, gift, hospitality, or advantage with the anticipation or hope of receiving or giving a commercial advantage, or to reward a business advantage already given.
- Give, promise to give or offer, any payment, gift or hospitality to a
- Any cash, gift, or hospitality given to a government official, agent, or representative to "facilitate" or accelerate a regular transaction.
- Accept or solicit any payment, benefit, gift, or hospitality from a Third Party that you know or think is being presented with the expectation of gaining a business advantage for them.
- Threaten or retaliate against another employee who has declined to commit a bribery offence or voiced concerns in accordance with this Policy.
- Engage in any activity that might lead to a breach of this Policy

The arguments raised above are merely examples and are not intended to limit the scope of this Policy.

Procedure

a) How to Express Concern

Everyone to whom this policy relates is encouraged to express their concerns about any bribery issue or allegation of malpractice as soon as feasible. If he or she is unsure if a specific conduct constitutes bribery or corruption, or if he or she has any other questions, he or she should contact their respective Manager and/or the Vigilance and Ethics Officer via info@prclimited.co.in.

b) What should you do if you have been a victim of bribery and corruption?

It is his or her responsibility to notify / report it to their respective Managers as well as the Vigilance and Ethics Officer via info@prclimited.co.in. If you are offered a bribe by a third party, you are urged to make one as quickly as possible, if you anticipate that this may happen in the future, or if you believe you are a victim of another sort of corruption or other illegal behaviour. You must reject to accept or make the payment from or to a third party, explain our policy against accepting or making such payments, and state unequivocally that the refusal is final and



non-negotiable due to our Policy. If you are having trouble making this refusal, you should seek advice from your Manager.

c) Protection

Those who refuse to accept or give a bribe, or who raise concerns or denounce another's wrongdoing, are sometimes concerned about the consequences. We promote transparency and will support anybody who raises serious concerns in good faith in accordance with our Policy, even if they turn out to be incorrect. We are committed to ensuring that no one suffers any adverse treatment as a result of refusing to participate in bribery or corrupt activities or reporting their good faith suspicion that an actual or potential bribery or other corruption offence has occurred or may occur in the future. If any employee believes he or she has been subjected to such treatment, he or she should immediately notify your Manager or the Vigilance and Ethics Officer at info@prclimited.co.in.

d) Maintaining Accurate Books and Records:

No payment shall be approved or provided by or on behalf of the PRCL if any portion of the payment is to be used for an unlawful or inappropriate purpose, or for any purpose other than that specified by valid documentation supporting the payment. For any reason, no incorrect or deceptive entries shall be made in the PRCL's books or financial records.

Any expenses incurred on PRCL's behalf or in connection with our company by an employee or third party shall not be reimbursable unless they are authorised and supported by precise documentation, such as valid invoices or receipts.

Who Is Responsible For The Policy?

The Chief Executive Officer is ultimately responsible for ensuring that this Policy conforms with our legal and ethical commitments, as well as that all personnel under our authority abide by it.

Managers at all levels are responsible for ensuring that people reporting to them are aware of and understand this Policy, that they get training on how to implement and adhere to it, and that compliance with it is monitored. The Vigilance and Ethics Officer is in charge of this Policy, as well as monitoring its implementation and effectiveness (as well as dealing with any questions about its interpretation). Management at all levels is responsible for ensuring that those reporting to them are aware of, understand, and attend regular training on how to execute and adhere to this Policy.

Every individual to whom this policy applies is responsible for its success and should ensure that he or she uses it to report any suspected activity or wrongdoing.

Breaches Of This Policy & Penalties



PRCL's designated personnel who violate this policy may face disciplinary action in accordance with the PRCL's Disciplinary Procedure. Serious violations may be considered gross misconduct and result in instant dismissal.

All designated people are expected to cooperate fully in any inquiry into alleged violations of this policy or any related processes or procedures.

If any portion of this policy is unclear, seek clarification from the Vigilance and Ethics Officer in charge of this policy.

Corrective actions must be prescribed or proposed to relevant supervisors, officers, and employees for implementation if necessary.

Penalties

After considering any feedback from the Vigilance and Ethics Officer, the Chief Executive Officer shall have the power to recommend appropriate disciplinary action, including suspension and termination of service of such a defaulting Designated Person. The Vigilance and Ethics Officer must also recommend if the breach is possibly illegal and should be reported to authorities. The Designated Persons must cooperate with competent authorities in the case of criminal or regulatory actions. Depending on the nature and scale of the defaulting Designated Person's default, the Vigilance and Ethics Officer may additionally recommend to the Board that civil and/or criminal actions be initiated against such a Designated Person in order to enforce PRCL's legal remedies.

Gifts, Hospitality & Entertainment

This policy does not restrict typical business hospitality as long as it is acceptable, appropriate, modest, and genuine corporate hospitality and serves to boost our company image, present our products and services, or develop friendly contacts.

Gifts, Hospitality & Entertainment must be:

- a) Legal under all applicable anti-corruption laws.
- b) It must be approved. Normal business hospitality must always be approved by the relevant PRCL management level.
- c) Not cash or a cash equivalent.
- d) Never give or take anything if you anticipate something in return.
- e) Small promotional gifts are allowed. It is allowed to provide minimal promotional goods to contacts, such as branded pens. It is not permissible to use one's position with the PRCL to solicit any form of gift. However, the PRCL permits associates to receive unsolicited gifts of very little intrinsic value from business connections on occasion, as long as the gift is presented unconditionally and not in a way that could influence any decision-making process.



Refusing a present may be considered an insult in some cultures/countries, and refusals may harm commercial partnerships. In these cases, especially if the present is not moderate, it should be reported to the reporting manager, who will decide whether the gift will be maintained or returned. If your reporting manager is unsure how to handle the present, he or she should consult with his or her applicable Human Resources (HR) contact.

Our Expectations

PRCL's reputation is based on the actions of our workers as well as those with whom we do business. Our goal is to ensure that PRCL People and the third parties with whom we collaborate share the same high ethical standards and are committed to complying with all applicable laws. We also require our third-party service providers to guarantee that their employees and subcontractors understand and follow this Anti-Bribery Policy.

Failure to follow this Anti-Bribery Policy or any applicable anti-bribery legislation may result in civil or criminal fines, as well as termination of employment or business partnership.

Display & Communication of Policy

- The Policy shall be made available to all workers via the PRCL intranet portal, under the Section of 'Standards of Conduct' Policies.
- Any changes in the Policy shall be notified through the intranet portal by way of updated Policy document.
- Policy Awareness shall be conducted regularly through various discussion / communication forums.

Periodic Review and Evaluation

Our Board of Directors will monitor and review the effectiveness of this Policy, taking into account its suitability, adequacy, and effectiveness.

PRCL has the right to change and/or amend the terms of this Policy at any time.

Document Management Information

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0.0	01.08.2023	Ms. Archana Gogri	Mr. Yashu Gupta	Mr. Yashu Gupta	Draft
1.0	12.09.2023	Ms. Archana Gogri	Mr. Yashu Gupta	Mr. Yashu Gupta	Initial Document