

RE SUSTAINABILITY LIMITED

(formerly known as Ramky Enviro Engineers Limited)



GUIDELINES FOR INTERACTING WITH POLITICALLY EXPOSED PERSONS IN INDIA

A. **Introduction**

1. Re-Sustainability Limited (“**RESL**”) and its subsidiaries operate in a highly - regulated industry. In addition, in keeping with RESL’s philosophy of socially responsible business, it has established several CSR initiatives. Lastly, RESL believes that proactive and transparent engagement with the government and PEPs is imperative and that these interactions adhere to an ethical and legal framework to avoid any conflicts of interest, suggestion of impropriety or illegality.
2. Therefore, to protect RESL and its employees, these Guidelines seeks to provide guidance and counsel to the Employees who interact with PEPs, to ensure compliance with applicable laws and internal policies of RESL, specifically the ABAC Policy and Gifts & Entertainment Policy.

B. **Definitions**

1. “**Close Associates**” means, with respect to any PEP, any other person who maintains a close business relationship with such PEP or a person who is in a position to conduct substantial financial transactions on behalf of the PEP. Close Associates of a PEP include, without limitation, the following: (a) any individual who is known to be a joint or a beneficial owner of a legal entity or legal arrangement, or any other close business relations, with such PEP; and (b) any individual who is the beneficial owner of a legal entity or legal arrangement which is known to have been set up for the benefit of a PEP;
2. “**Employees**” means all employees of RESL, acting in their official capacity;
3. “**Family Members**” means spouse, parents, stepparents, siblings, step-siblings, children, step-children, spouses of children and spouses of step-children; and
4. “**Politically Exposed Person**” or “**PEP**” means individuals who have, currently or anytime in the 5 years immediately preceding the current date, been entrusted with prominent public functions in a country, for example Heads of state or of government, heads of political parties, judicial officials, Cabinet Ministers of State and Central Governments and Members of Parliament. The term is also deemed to include Family Members and Close Associates of such individuals.

C. **Disclosures**

1. Employees are required to disclose the following relationships with any PEPs to the General Counsel & Chief Compliance Officer (“**GC & CCO**”) of RESL at two points in time – as soon as the relationship first arises and once the PEP loses his position as PEP or the employee leaves the Company:
 - (a) Employees who are Family Members of a PEP;
 - (b) Employees who consider themselves to be friends, family friends, acquaintances of PEPs that RESL may reasonably be expected to interact with or have dealings with.
2. If an Employee is unsure of whether an individual would be regarded as a PEP, or whether a relationship would qualify for disclosure, (s)he is encouraged to consult with the GC & CCO’s office with specific details.

D. Communications

1. Employees can interact with PEPs by telephone, email, letter, official visit or any other means for any lawful communications as required in connection with any of the following (each, a “**Ordinary Purpose**”): (a) day to day operations of RESL including any and all payments and transactions connected to day to day operations of RESL; or (b) other legitimate discussions (including discussions on law, policy, thought leadership, corporate social responsibility, best practices, learning from projects, etc.) that do not involve any payments to, or other transactions with, a PEP.
2. Private interactions (unconnected with RESL) with PEPs that have been disclosed under section C above do not need to be disclosed to the GC & CCO’s office. In all other cases, any interaction between an Employee and a PEP, which are not for an Ordinary Purpose, should take place only after intimating the GC & CCO’s office and then be subject to any directions from the GC & CCO’s office. RESL recognizes that prior intimation to the GC & CCO may not be possible or appropriate in some circumstances. For example, the timing of the request may have some urgency that renders such prior intimation unfeasible. In such cases, a disclosure should be made to the GC & CCO’s office as soon as reasonably practicable, after the interaction with the PEP.
3. RESL may be asked to cooperate with government agencies in connection with various investigations or inquiries from time to time and RESL shall use all data available with it as on that date to share with relevant agencies. Employees may be required to provide all records of their communications with PEPs, that are in his/her possession as of that date, to RESL upon a direction to this effect from the GC & CCO.

E. Compliance and Training

1. Employees must conduct their interactions/meetings/communications with PEPs in full compliance with these Guidelines, the Prevention of Corruption Act, 1988, the U.S. Foreign Corrupt Practices Act, 1977, the U.K. Anti-Bribery Act, 2010, the laws of the European Union, OECD principles, and any other anti-bribery laws or regulations applicable to RESL’s operations, as amended from time to time (collectively, the “**ABAC Laws**”).
2. Employees who are interacting with a PEP are required to confirm that they are fully aware of and comply with the provisions and obligations of these Guidelines, the ABAC Policy and Gifts & Entertainment Policy of RESL.
3. All Employees are expected to report any known or suspected violations of these Guidelines to the GC & CCO or any senior employee of RESL. Failure to report known or suspected violations of these Guidelines may lead to disciplinary action against the Employee who is responsible for the failure.
4. RESL will, on a continuing basis, provide specific training on these Guidelines and on anti-bribery and anti-corruption laws and policies in general, to all Employees to ensure that their responsibilities and duties are correctly understood, and best practices are followed.
5. Any questions about these Guidelines or about any interaction with a PEP should be raised with GC & CCO in a prompt manner and in any event, before the interaction with the PEP.

6. Compliance with these Guidelines will be reviewed on a periodic basis, and in any event, at least once every 3 months, by an internal audit conducted by the GC & CCO or people authorised on their behalf.
7. Any Employee who violates these Guidelines or any ABAC Laws may be subject to disciplinary, civil and/ or criminal actions, including, but not limited to, suspension, termination of employment, imprisonment or impositions of fines as per applicable laws.
