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ANTI-BRIBERY AND ANTI-CORRUPTION POLICY ("ABAC POLICY")

APPROVED IN THE BOARD MEETING HELD ON 6TH MARCH 2026

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Reviewed by	Mr. Sumit Ranjan – Director & Chief Financial Officer
Approved by	Mr. Dev Verma, Managing Director & Chief Executive Officer
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INDEX

Contents	Page No.
Purpose	4
Anti-Bribery & Corruption	4
Accepting Gifts and Entertainment	5
Giving Gifts and Providing Entertainment	5
Responsibility	6
Breach	6
Review	6
Compliance Officer	7
Bribery/Corruption complaint against any Key Management Personnel and / or member of any Committee, including Managing Director & Chief Executive Officer	7
Channel for Complaint	8

1. Purpose

This policy shall be applicable and binding on all employees, or any other person associated with Swara Fincare Limited (hereinafter referred as "Swara" or "Company" and for the purposes of this document includes all employees of the Company) and such other persons, including those acting on behalf of the Company, including directors, who in return shall ensure that financial consultants, vendors, consultants, advisors, suppliers, contractors or other third parties engaged with Swara are aware of and adhere to these standards, across all locations. This policy shall be read in conjunction with our Code of Conduct.

The purpose of the policy is to safeguard and promote legitimate business throughout the organisation and to prevent and prohibit corruption, bribery and similar acts in connection with the organisation.

Swara will communicate the policy and practical procedures and its approach for the implementation of the policy to its employees and will publish this policy on its corporate website. Every employee is bound to comply with anti-bribery policy, as part of the Code of Conduct.

2. Anti-Bribery & Corruption

Under no circumstances, any employee may promise, offer or give, and/or the solicitation or acceptance by, any Person, directly or indirectly, of anything of value to

- Government official;
- Any person, or members of their family;
- A third party;
- Charitable organization suggested by such a recipient;
- prospective customers in the form of rebate or any other inducement;
- Or any other entity and/or individual, directly or indirectly related and having a conflict of interest with the employee.

Induce any person to act improperly or improperly refrain from acting in connection with any business or public function (or to reward them for improperly acting or refraining from acting) and includes a breach of anti-corruption law in any jurisdiction applicable to

a. any action or omission, including any misrepresentation, that knowingly or recklessly misleads, or attempts to mislead, a party to obtain a financial benefit or to avoid an obligation; or

b. deliberately destroying, falsifying, altering or concealing material evidence, making false statements, limiting access or other actions which materially impede an investigation by government, the Investors or any third party into allegations of the matters referred to in a or b above, and/or threatening, harassing or intimidating any party to prevent it from disclosing its knowledge of matters relevant to the investigation or from pursuing the investigation;

For influencing the recipient to take or refrain from taking any official action, or to induce the recipient to conduct business with Swara.

3. Accepting Gifts and Entertainment

In general, employees may not accept gifts or the conveyance of anything of value (including entertainment) from current or prospective clients of and its financial consultants or agents, partners, vendors, any other entity, any other entity or individual, directly or indirectly related and having a conflict of interest with the employee.

Employees may never accept a gift under circumstances in which it could even appear to others that the business judgment may be compromised. Similarly, employees may not accept or allow a close family member to accept gifts, services, loans or preferential treatment from clients, agents or others in exchange for a past, current or future business relationship with Swara.

Cash gifts or their equivalent (e.g., gift cards or vouchers) may not be accepted under any circumstances. Non-cash gifts may be accepted when permitted under applicable law if they are:

- nominal in value (e.g. diaries, planners and similar stationery, inexpensive food items or any other items up to a maximum of approx. INR 2500. In case, the value of the gift exceeds INR 2500, the concerned employee should politely return the gift, whereas refusal looks indecent, in such case the gift be reported to Manager & Human Resource department and such gift is to be deposited with the Company;

- appropriate, customary and reasonable meals and entertainment at which the giver is present, such as an occasional business meal or sporting event; or

- appropriate, customary and reasonable gifts based on family or personal relationships, and clearly not meant to influence Swara's business. If employees have any questions about the appropriateness of accepting a gift, invitation, raffle or other prize, employees should disclose and discuss the matter with their manager prior to participation or acceptance.

4. Giving Gifts and Providing Entertainment

In certain circumstances, giving gifts and providing entertainment may be seen as a conflict of interest by others, or in extreme cases, bribery. Appropriate gifts and entertainment may be offered to clients, by a person authorized to do so, provided that:

- Such gifts are not intended to induce the recipient to confer any business advantage in return;
- Such gifts do not exceed INR 5000/- in value (or its equivalent foreign currency);
- No Cash or cash equivalent like jewelry etc., are paid;
- The employee presenting such gift does so on behalf of the Company.

Any gift given of the value up to INR 5000/- would need approval from the Functional Head. Presenting any gifts in excess of INR 5000/- requires the prior written approval from Managing Director & Chief Executive Officer.

5. Responsibility

As a part of engagement with Swara and as an ethical responsibility, all the stakeholders such as Board of Directors, senior management, managers and all other employees shall be responsible for the enforcement of and compliance with this policy on business conduct to ensure awareness and compliance.

Employees need to be alert about possible violations of this policy and report them to the HR/ Legal/ Compliance Officer or the Managing Director of Swara, Business Head or the Head of Department. Employees must cooperate in any internal or external investigations of possible violations. If one is asked to make a payment on the Company's behalf, one should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. One should always ask for a receipt, which details the reason for the payment. If one has any suspicions, concerns or queries regarding a payment, one should raise these with the HR/ Legal/ Risk department /Compliance Officer, wherever possible, prior to taking any action.

6. Breach

Violation of any of the orders, laws, rules and regulations under this policy may subject the employee to criminal or civil liability, including potential prosecution, fines and other penalties for improper conduct, as well as imprisonment or may result in corrective/ disciplinary action by Swara, including termination from the employment.

Red Flags

Following is a list of "red flags" that may indicate the possible existence of corrupt practices and should be kept in mind by those subject to this Policy:

- Use of an agent with a poor reputation or with links to the government;
- Unusually large commission payments or commission payments where the agent does not appear to have provided significant service;
- Cash payments, or payments made without a paper trail or without compliance with normal internal controls;
- Payments to be made through third party countries or to offshore accounts;
- Private meetings requested by public contractors or companies hoping to tender for contracts;
- Unexplained preferences for certain sub-contractors;
- Invoices rendered or paid in excess of contractual amounts;
- This list is not exhaustive and one should be alert to other indicators that may raise a suspicion of corrupt activity.

7. Review

This policy shall be periodically reviewed and updated by the Human Resources and Compliance team, if there are significant changes in the applicable regulations. This policy draws from the Code of Conduct of the Company. Excerpts from the policy are part of the Company’s Code of Conduct, which are e-accepted by all the new joiners, thus mandating employees to comply with the policy.

In case of any discrepancies found in the policy, the relevant portions of the Code of Conduct should be the standard. Awareness of this policy will form part of the induction process where if required, employees will receive relevant inputs on how to implement and adhere to this Policy.

The Company reserves the right to vary and/or amend the terms of this ABAC Policy from time to time.

8. Compliance Officer

i. The Company shall, from time to time, designate an employee of adequate seniority, competence, and independence as the Compliance Officer to ensure compliance with the provisions of this ABAC Policy and the same shall be notified to the Swara Personnel.

ii. The Compliance Officer should ensure that regular and relevant on-going training at the time of joining is made available to Swara Personnel in relation to this ABAC Policy.

iii. All reports, complaints, doubts, or concerns in relation to this ABAC Policy shall be raised to the Compliance Officer. Any query, concerns or complaint received by any Personnel regarding bribery or corruption issue should be promptly reported to the Compliance Officer.

iv. Every query or concern raised in relation to any suspected violation of this ABAC Policy shall be reviewed/investigated by the Compliance Officer within 7 working days. Any action required to be undertaken shall be taken by the Compliance Officer in accordance with this ABAC Policy.

v. For the purpose of this policy, Mr. Sumit Ranjan, Executive Director of Swara has been designated as the Compliance Officer.

vi. ABAC Policy details are displayed on the notice board of all the branches of the Company.

9. Bribery/Corruption complaint against any Key Management Personnel and / or member of any Committee, including Managing Director & Chief Executive Officer (CEO)

In continuation with clause 8 above, in case a complaint is received against any key management personnel and / or member of any committee of the Company, the Compliance Officer would forward the email to the Managing Director and CEO within 2 days & 3 days to the Institutional Investors from the receipt of the complaint.

Based on the gravity of the case, the Managing Director & CEO may decide to advise the Compliance Officer on the future course of investigation, as mentioned below.

- In case the complaint is of a *serious nature, as interpreted by the Compliance Officer:

1. The Compliance Officer will be required to keep the Board informed about the same.

2. The Compliance Officer may, in consultation with the Board, decide to appoint a third-party investigator and/or a law firm and/or expert, to investigate the case. The lead investigator in such cases will be appointed by the Compliance Officer, as felt appropriate.

3. Matters if any, related to management of the external stakeholders including the media, regulator etc. would be decided by the Compliance Officer, in consultation with the Board.

The Managing Director & CEO's suggestion regarding the investigation may be sought by the Compliance Officer, in cases where the complaint is not against the Managing Director & CEO.

*Note: A complaint of a serious nature would mean any complaint that may involve serious questions related to the governance standards adopted by the organization and/or matters that may pose significant operational/financial/reputation risk or loss to organization or reputation risk to 'Swara' brand and/or as interpreted by the Compliance Officer.

- In all other cases, Compliance Officer is required to carry out the investigation as per the usual defined process. In such cases, the lead investigator will be appointed by the Compliance Officer, as deemed fit.

The Managing Director & CEO's suggestion regarding the investigation may be sought, in cases where the complaint is not against the Managing Director & CEO.

10. Channel for complaint

A complaint can be made by any employee, or any other person associated with the Company and such other persons, including those acting on behalf of the Company and includes directors, financial consultants, corporate agents, brokers, distributors, vendors, consultants, advisors, suppliers, contractors or other third parties.

The complainant may send a communication through email or directly in writing through a letter to,

The Compliance Officer
Swara Fincare Limited
Plot No. 337, Ground Floor, Udyog Vihar, Phase-II,
Sector-20, Gurugram,122016, Haryana, India

Or

The Board of Directors

Or

Email at grievance@swarafincare.com

References

[1] Code of Conduct (available on official website)

Annexure 1
Serious Incident Reporting Template from the Company to the Investors:

Name of Company:			**Date:**
Part A: Accident Report Form			
Nature of Incident:	☐ Environment	☐ Occupational Health & Safety	☐ Labour
	☐ Corruption/ Bribery	☐ Business Ethics	☐ Other
Name of parties involved:		**Extent of damage**: (persons, equipment, property)	
Description of the incident (*What happened? Chronology of events. Attach photographs if necessary)*			
Reported by: Signature:		Designation & Department: Date:	

Part B: Incident Investigation
Potential causes (personal factors, system factors, external factors)

Part C: Recommended Risk Control Measures		
Corrections (*immediate actions*)	**Responsibility**	**Proposed closure date**
Corrective and Preventive Action (CAPA) (short to medium term actions)	**Responsibility**	**Proposed closure date**

Investigated by: Designation: **Signature:** Date:	**Approved by:** Designation: **Signature:** Date: