

Global Gift and Hospitality Policy

1. Introduction

- 1.1 All Cineom Broadcast relationships must reflect its ongoing commitment to doing business with integrity. Hospitality can play a positive role in building relationships with customers, suppliers and other third parties. Likewise, it is sometimes appropriate to offer reasonable gifts, e.g. in the context of promotional events, roadshows, and product launch. However, as accepting or receiving gifts and hospitality can be open to abuse or generate actual or perceived conflicts of interest, this should occur sparingly and always be legitimate and proportionate in the context of Cineom's business activities.
- 1.2 Our collective adherence to these guidelines represents our promise to ourselves and to the many stakeholders of Cineom. Each Cineom employee is responsible to ensure that his or her behavior and actions, both individual and collective, stay aligned to these values.
- 1.3 In this context, the Company adopted a policy to help its employees make the right decisions when they are offered/ sought to be provided gifts or hospitality while conducting business or transactional dealings on behalf of the Company.

2. Application

- 2.1 This Code Policy sets out the responsibilities of employees in relation to gifts and hospitality.
- 2.2 This Policy contains rules that are applicable to all Cineom employees, their close relatives and/or third parties affected by our company's activities and affecting our company by their activities. (i.e., Government organization, non-governmental organizations, the media, employees, OEM partners, suppliers, authorized service providers, agents, consultants as the case maybe) acting on behalf of Cineom employees.
- 2.3 This procedure sets out how employees are to demonstrate integrity and impartiality in relation to the acceptance and the giving of gifts, benefits and hospitality. It also provides guidelines for disclosure and for accepting and rejecting offers of gifts, benefits and hospitality.

3. Definitions

- 3.1 The term "gifts" would include any gratuitous monetary or non-monetary benefit.
- 3.2 The term "hospitality" would include any form of travel, hotel, food, drinks, entertainment, or any events (participating or watching) such as sporting events, theatrical events, awards or ceremonies.
- 3.3 The term "business associate" would include suppliers, customers, vendors, dealers, distributors, franchisees, lessors, lessees or such other persons with whom the Company has any business or transactional dealings.

4. Gifts

- 4.1 The Company recognizes that it is customary for some of its business associates to occasionally give small gifts to those with whom they do business or have transactional dealings.
- 4.2 It is important, however, that these gifts do not affect an employee's business judgment, or give the appearance that judgment may be affected. Accordingly, the employees must be very careful when it comes to accepting such gifts.
- 4.3 The gift or hospitality must not be in the form of cash, cash equivalents services or the promise of employment.
- 4.4 As a rule, an employee of the Company may accept a gift from a business associate, provided such a gift:
 - 4.4.1 does not create the appearance (or an implied obligation) that the gift giver is entitled
 - 4.4.2 to preferential treatment, an award of business, better prices or improved terms of sale or service.
 - 4.4.3 would not influence, or appear to influence, the employee's ability to act in the best interest of the Company.

- 4.44 influence, or reasonably give the appearance of influencing, Cineom's business relationship with the third party.
 - 4.45 if valued at Rs. 5,000 or above (in equivalent value of local currency) even if promotional in nature, is reported to the recipient's HOD/ COO/HRM and is disclosed in the Gift Register
 - 4.46 would not in any manner prevent or impede the business of the Company being awarded or conducted through gift-giver's competitors.
 - 4.47 affect Cineom's independence, performance, and ability to make decisions
 - 4.48 is exchanged during festivals or other ceremonial occasions (e.g. flowers or sweets) and is commensurate with the culture and occasion.
- 4.5 When a proffered gift needs to be returned because it is so guided by this policy, a timely and appropriate explanatory note should accompany the gift being returned, explaining to the gift giver the rationale for returning the gift. This note should be drafted sensitively with a view to minimise any misunderstanding on part of the gift giver. Gifts may sometimes be consumables, in the form of food/ beverages and such gifts, if received, should ideally be consumed by the general collective of employees, or donated to charity.
- 4.6 High-value gifts received, and of a value higher than the monetary ceiling laid down in this policy, may be periodically auctioned with the proceeds donated to charity. A record should be maintained in this regard.

4.7 The following gifts are *never* appropriate and should *never* be accepted:

- 4.71 gifts of cash or gold or other precious metals, gems or stones;
- 4.72 gifts that are prohibited under applicable law;
- 4.73 gifts given as a bribe, payoff, kickback or facilitation payments (e.g., in order to obtain or retain business, or to secure an improper advantage, such as securing a favorable tax treatment);
- 4.74 gifts the recipient knows are prohibited by the gift giver's or recipient's organization; and
- 4.75 gifts given in the form of services or other non-cash benefits (e.g., a promise of employment).

5. Hospitality

5.1 General: Business hospitality sometimes plays a key role in strengthening the business relationships with third parties. Cineom employees may accept or provide hospitality for permitted business purposes such as building good faith and improving relationships with third parties. Giving or receiving hospitality is permitted only if such hospitality:

- 5.11 is occasional (such as attendance at sports, theatre, or other cultural events)
- 5.12 is not given/accepted as a bribe, facilitation payment or pay off
- 5.13 does not create a perception that the individual giving the gift is entitled to preferential treatment or a discount
- 5.14 complies with any specific limits defined under this policy unless the lower limits are set by local laws and regulations;
- 5.15 is disclosed, if applicable, in the Gift Register;
- 5.16 is duly approved, if applicable, by the MD/JMD, after appropriate consultation with the COO.

6. Prohibitions:

- 6.1 The following types of hospitality are never accepted or provided from/to third parties at any time:
 - 6.11 hospitality that can be perceived as immoderate in the conditions of the business event,



- 6.12 activities that do not comply with Employee Code of Conduct and which do not comply with local/national laws and applicable regulations in the countries in which the hospitality is accepted or provided,
 - 6.13 hospitality that can be perceived as extreme by an objective third party,
 - 6.14 hospitality that can be for the personal gain or benefit of an employee, family member or close associate,
 - 6.15 “Adult” entertainment, or any sort of event involving nudity or lewd behavior;
 - 6.16 hospitality that exceeds any specific limits defined under this Policy unless the lower limits are set by local laws and regulations.
 - 6.17 Hospitality that can be viewed as creating any affiliation of the Company or Cineom brand with any particular political party;
 - 6.18 Hospitality that the recipient knows the gift-giver is not permitted to give;
 - 6.19 Hospitality that would involve a breach of any applicable law.
- 6.2 In other circumstances where employees are offered or asked for hospitality that exceeds relevant local monetary limits for hospitality, they must politely decline by reference to this Code Policy. Employees should consult the HRM/ COO/HOD when in doubt as to whether an event, location or expenditure is appropriate or not.

7. Disclosure in the Gift Register

- 7.1 All gifts, donations and entertainment beyond the value specified earlier, received by an employee, should be disclosed in the Gift Register, along with the following information:
- i. Employee name;
 - ii. Description of gift, relevant date;
 - iii. Identity of the gift giver;
 - iv. Approximate value of the gift;
 - v. Context / business purpose of the gift;
 - vi. Approval, if applicable;
 - vii. Whether accepted or declined;
 - viii. If accepted, the manner & reason/s;
 - ix. If declined, the manner & reason/s.
- 7.2 Finally, the above hospitality guidelines apply to situations in which the host is present. Tickets to sporting or cultural events provided to the employees, and not attended by the host are essentially “gifts,” and not “hospitality,” and hence should be in accordance with the gift guidelines specified.


8. Policy Breach / Disciplinary Action

- 8.1 Any breach of, or failure to abide by this policy, would be disclosed to the HOD/COO & HRM and appropriate action, including possible termination of services of the employee in breach, would be initiated. Such action shall be in addition to any other rights or remedies that the Company may have against the defaulting employee under any applicable law.
- 8.2 In case of any query/ dilemma related to the above, the employees are encouraged to promptly seek guidance for action from the HOD/HRM/CO and the contact details are as follows: Email ID: shaila@cineom.in Landline: +91 22 42109000



Vinayak Deo
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Date: 16/06/2020



Shailesh Parab
Jt. Managing Director

