

Gifts and Hospitality Policy

Table of Contents

| | |
|---|----|
| 1. Definitions | 3 |
| 2. Objective | 4 |
| 3. Scope and Applicability | 4 |
| 4. Acceptable Gifts | 5 |
| 5. Non- Acceptable Gifts | 6 |
| 6. Offering Gifts | 7 |
| 7. Disclosure in the Gifts Register | 8 |
| 8. Communication and Training | 8 |
| 9. Raising a concern or complaint | 9 |
| 10. Zero Retaliation | 9 |
| 11. Monitoring and Review | 9 |
| 12. Disciplinary Action | 10 |

1. Definitions

“**Associates**” shall mean all directors, officers, managers, employees (whether full-time, temporary, or part-time), trainees, interns, etc. of CACTUS or its affiliates, wherever located.

“**Gifts**” shall mean gifts and hospitality given to another person including but not limited to cash or its equivalent, entertainment vouchers, favors, gifts, accommodation, invitation to a meal, or an event or any item having any cost or financial value.

“**Conflict of Interest**” means a situation when a person’s personal, financial, or other interests could potentially interfere with their ability to make unbiased and objective decisions in their professional role. This situation can lead to actions that are not in the best interest of another person or organization to which that individual owes loyalty.

“**Business Partners**” shall mean any individual or organization, who/which come into contact with CACTUS or transact with CACTUS including but not limited to all past, current, and potential clients, consultants, vendors, suppliers, business contacts, intermediaries, advisors, agents, freelancers, contractors, including their associates, freelancers, and contractors.

“**Government Official**” shall mean officials, associates, employees, agents, representatives, and advisors of a federal, national, state, provincial, local, or municipal government, public bodies, and political parties and also includes Politicians and their family members.

“**Politician**” refers to a person who has political power in the government of a state, a person active in party politics, or a person holding or seeking an elected office in government. This doesn’t extend to people who have retired from the political power.

“**Stakeholders**” shall mean collectively all Associates and Business Partners.

2. Objective

This Gifts and Hospitality policy (“Policy”) of Cactus Communications Private Limited including all its global affiliates and group companies (“CACTUS” / “Company” / “we” / “us” / “our”) is designed to ensure that all gifts and hospitality offered or received by our employees, and representatives are appropriate, transparent, and compliant with applicable laws and our internal standards.

The objective of this Policy is to:

1. **Prevent Conflicts of Interest:** Ensure that Gifts do not influence, or appear to influence, business decisions or create any conflict of interest.
2. **Maintain Transparency:** Promote transparency in the giving and receiving of Gifts to avoid any appearance of impropriety or undue influence.
3. **Ensure Compliance:** Comply with all relevant laws, regulations, and industry standards regarding Gifts in the countries where we operate.
4. **Protect Our Reputation:** Safeguard the reputation of CACTUS by upholding our commitment to ethical business practices.
5. **Foster Fair Business Practices:** Encourage fair and unbiased business relationships by setting clear guidelines for acceptable Gifts.

By adhering to these principles, we aim to foster an environment of trust and integrity, both within our organization and in our dealings with Business Partners. This Policy complements and is to be read in conjunction with our Anti-Bribery and Anti-Corruption (ABAC) Policy, reinforcing our dedication to ethical business conduct in all aspects of our operations.

3. Scope and Applicability

This Policy applies to all Stakeholders (referred to as “you” and “your” in this Policy) working for or on behalf of CACTUS.

4. Acceptable Gifts

The Company recognizes that it is customary for some of its Associates to occasionally accept or give small Gifts to those with whom they do business or have transactional dealings.

This Policy does not prohibit normal and appropriate Gifts, entertainment and promotional or other similar business expenditure. However, the key determining factor for appropriateness of the Gifts and/or its value would be based on facts and circumstances under which such Gifts are provided. As a general rule, an Associate of the Company may accept a Gift from another Associate or a Business Partner, provided such a Gift:

- is not made with the intention of influencing a Business Partner to obtain/retain business or a business advantage or to reward a business advantage or for any other corrupt purpose;
- it complies with updated local laws and regulation;
- it is appropriate in the circumstances, for example, it is customary for small Gifts to be given during festivals, such as Christmas time in the U.S., during Diwali festival in India, and during Spring Festival in China;
- it is given openly, not secretly and in a manner that avoids the appearance of impropriety;
- does not create the appearance (or an implied obligation) that the gift giver is entitled to preferential treatment, an award of business, better prices, or improved terms of sale or service;
- would not influence, or appear to influence, the associates' ability to act in the best interest of the Company;
- would not embarrass the Company or the Gift giver, if disclosed publicly;
- would not in any manner prevent or impede business of the Company being awarded or conducted through the Gift giver's competitors;
- is exchanged during festivals or other ceremonial occasions and is commensurate with the culture and occasion; and
- presented as honorariums while delivering lectures or taking sessions in educational or professional or industry institutions/associations or invitations to become panel members in various bodies of public interest.

The cumulative value of all Gifts an Associate of the Company may receive or provide to a Stakeholder should be reasonable and appropriate within the business context and should not influence Company's business decisions or actions.

If any gesture is intended to improve the image of CACTUS, better present its services or establish cordial relations, we may accept an invitation to a meal, entertainment or a sports event which is within the scope of social formality and not excessively extravagant, expensive, or frequent. Such invitations should ideally be pre-cleared by the reporting manager (who should ensure that such an invitation meets the above criteria and is unlikely to create a conflict of interest).

5. Non- Acceptable Gifts

Under any circumstances, any Associates of the Company shall not accept the following items, and if deemed necessary shall apprise the Grievance Committee regarding the matter.

- Airline travel, whether domestic or international.
- Daily allowances, cash advances, or cash payments of any nature.
- Tickets for family members or persons not directly related to the relevant business project to join any official trips/events or any personnel trips.
- Gifts of cash or gold or other precious metals, gems, or stones.
- Gifts that are prohibited under applicable law.
- 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).
- Gifts the recipient knows are prohibited by the Gift giver's or recipient's organization.
- Gifts given in the form of services or other non-cash benefits (e.g., a promise of employment).
- Acceptance of an offer of any Gifts of any size from any Stakeholder or Government Official. Example: An agent gives your nephew a job

but makes it clear that in return they expect you to use your influence in CACTUS to ensure we continue to do business through them. It is an offence for an agent to make such an agreement. It would also be an offence for any Associate to accept the offer to gain a personal advantage.

- Indulging in corrupt practices to gain or provide a business. Example: You commit an income-revenue-generating contract for an acquaintance without adequate assessment of other similar vendors and/or continue to work with an acquaintance despite complaints of poor-quality work/harassment from the acquaintance. This would be treated as an offence as it will be treated as giving a business advantage to your acquaintance over other potential and deserving vendors.

6. Offering Gifts

The act of offering Gifts assists in establishing or enhancing all types of relationships. This is also true for the corporate world and government agencies. It is also a way to recognize talent and achievements. The Company should have bona fide reasons for offering Gifts, such as thanking long-standing Business Partners and recognizing dedicated Associates. The primary intent should be to affirm the relationship in the most professional manner. An Associate should not offer the following on behalf of the Company:

- Gifts or hospitality if there is a likelihood that it could be seen as 'bribery',
- Gifts in the form of cash,
- Gifts if these do not comply with CACTUS' ethical belief or with relevant laws,
- Gifts to family members of a Business Partner,
- Gifts to Government Officials, unless they are customary gifts provided during festivities, are modest in value, and do not impact Company's business decisions,
- Give, promise to give or offer, any Gifts or advantage with the expectation or hope that a business advantage will be given or received

or to reward a business advantage already given, (Example: You offer tickets to a potential client for a major sporting event, but only if they agree to do business with us. This would be an offence as you are making the offer to gain a business and commercial advantage. It may also be an offence for the potential client to accept our gifts.), and

- Give, promise to give or offer, any payment, Gifts to a Government Official, agent or representative to “facilitate” or expedite a routine (Example: A Government Official suggests a contribution should be made to his favorite charitable organization and in return he would be able to influence the decision-making process for license approvals.).

7. Disclosure in the Gifts Register

To ensure transparency and compliance with this Policy, the following procedure must be followed:

- a. **Reporting Gifts** - Associates who receive / provide any Gifts are required to declare such Gifts to the Human Resource Operations team by completing and submitting the [Gift Reporting Form](#) within 7 business days of receiving the Gift.
- b. **Maintaining Gifts Register** – All reported gifts shall be disclosed in the Gifts Register maintained by HR Operations

8. Communication and Training

It is our commitment to ensure that this Policy is available and understood throughout our organization through proper communication to equip Stakeholders to make informed decisions and uphold the Company’s ethical standards while dealing with Gifts.

To meet this objective, the following will be executed:

- a. Dissemination of this Policy for new Associates shall be carried out at the time of induction.
- b. This Policy will be shared with all existing Associates and Business Partners. If you have any query about this Policy, you should contact your HRBP.
- c. CACTUS’ zero-tolerance approach to unethical standards while

dealing in Gifts should be communicated to all Business Partners, wherever possible, at the outset of CACTUS' business relationship with them or as appropriate thereafter.

Appropriate and periodical training on this Policy will be provided to Associates to educate them about the principles and requirements of this Policy.

9. Raising a concern or complaint

Any person who has reason to believe that a violation of this Policy has occurred, or may occur, must promptly report this information to the Grievance Committee (GC) by writing to grievance@cactusglobal.com.

CACTUS requests all Stakeholders to approach issues under this Policy in a manner that is consistent with the principles set out in this Policy.

10. Zero Retaliation

CACTUS is committed towards no retaliation provisions towards Stakeholders who file reports or complaints under this Policy. CACTUS aims to prevent victimization and other retaliatory behavior towards the Stakeholders, so they aren't afraid to speak up about any issues. To ensure that this Policy is adhered to and to assure that the concerns or grievances will be acted upon seriously, CACTUS shall ensure that

- a. the Stakeholder reporting under this Policy is not victimized and adequate safeguards against such victimization are provided;
- b. complete confidentiality of the reporting Stakeholder is maintained;
- c. suitable action is taken against any person violating this Policy.

11. Monitoring and Review

CACTUS will establish appropriate measures to ensure compliance with the relevant policies, procedures, and controls. CACTUS will monitor the effectiveness and review the implementation of this Policy regularly, considering its suitability, adequacy, and relevance. Any improvements identified will be made as soon as possible. CACTUS reserves the right

to amend, suspend or terminate this Policy at any time, at its sole discretion, with or without notice.

12. Disciplinary Action

Non-compliance with the Policy by a Stakeholder may result in criminal or civil penalties which will vary based on the offence. An Associate acting in contravention of the Policy will also face disciplinary action up to and including summary dismissal. A Business Partner acting in the contravention of the Policy will also result in suspension of payment and termination of all contracts and association with them.

Additionally, disciplinary procedure as per the Disciplinary Policy shall be referred if any violation is noticed in regard to this Policy.

