



ANTI-BRIBERY & ANTI-CORRUPTION (ABAC) POLICY

Policy Framework and Scope

The ABAC Policy of Hemas outlines guidelines to prevent bribery and corruption across Hemas Holdings PLC, its subsidiaries and affiliates (hereinafter referred to as “Hemas”).

The Policy is applicable to all stakeholders of Hemas including internal stakeholders such as directors and employees and external stakeholders, such as suppliers, service providers, consultants, auditors, any persons authorized to represent or act on behalf of Hemas.

The Policy applies to interactions with both private sector individuals and public officials.

This policy reinforces Hemas' commitment to upholding the highest standards of corporate governance, transparency, and ethical conduct in all its operations, by enforcing a zero-tolerance approach towards bribery and corruption.

Objectives

- Prevent and eliminate bribery and corruption in all business interactions by and with Hemas, enhancing governance transparency.
- Ensure compliance with the Anti-Corruption Act.
- Raise awareness among stakeholders about ethical decision-making in compliance with the Anti-Corruption Act.
- Foster a culture of integrity.

Responsibilities and implications of non-compliance with the Policy

All stakeholders are required to read and adhere to this policy.

Non-compliance with the policy by employees may result in severe disciplinary actions, up to and including termination of employment in accordance with Applicable Laws and policies of Hemas.

Non-compliance with the policy by other stakeholders may result in the termination of their business relationship with Hemas and the ability to do so should be covered in the contractual agreements entered between Hemas and such parties. Hemas may also seek other legal or remedial action available under Applicable Law.

Prohibited or restricted transactions

- A. Bribery, facilitation payments, and kickbacks:** Bribes, facilitation payments, and kickbacks, whether financial or otherwise, are strictly prohibited, including the offering or acceptance of such payments to or from private individuals or public officials.
- B. Gifts, Hospitality, and Entertainment (GHE):** The offering and acceptance of GHE are prohibited, except modest gifts that may be permitted with the approval of the designated officer or officers in Hemas so long as there is no contravention of the Anti-Corruption Act and the Policy. In granting such approval, the nature, timing and context of such gift must be



considered in order to assess whether such conduct could objectively be perceived as bribery under the Anti-Corruption Act.

- C. **Donations and Sponsorships:** Hemas provides donations and sponsorships to NGOs, the wider community, and the general public in alignment with its purpose. Donations and sponsorships should not be made to secure any improper advantage or retain any business relationship. Hemas must take reasonable steps to verify that any donation or sponsorship made by Hemas does not constitute an illegal payment to a government body or to a public official or to a private entity or to an individual attached to a private entity or to a foreign public official. Good judgement and due diligence must be exercised to assess the purpose and intention, legitimacy of the donation or sponsorship, and the reputation or status of the beneficiaries. Documentation relating to sponsorships or donations granted should be maintained for transparency.

Hemas is apolitical and believes in political non-alignment. This means that employees should not contribute assets of Hemas to support political parties or candidates for political office. However, this does not preclude employees from either associating with elected officials or from Hemas supporting programs initiated by elected officials for the benefit of the broader community in accordance with this policy and corporate social responsibility guidelines or policies of Hemas.

Conflict of Interest

Employees, directors and third parties must identify and avoid conflicts of interest. Any actual, potential or perceived conflicts should be immediately disclosed to the designated officer or officers in Hemas and appropriately documented.

Documentation

In order to prevent the possibility of bribes being paid or accepted, financial records of Hemas must fairly and accurately reflect each transaction involving its business and/or the deployment of its assets.

In respect of gifts offered or accepted, donations granted, and sponsorship related payments made, all necessary documents to record the transactions and internal approvals therefor, including approval from the relevant superior, receipts etc. should be maintained by the designated officer or officers of Hemas.

Speak Up

Hemas implements the Whistleblowing Policy to provide formal channels for reporting concerns while ensuring protection against any form of retaliation. Stakeholders are encouraged to speak up in cases involving:

- a) suspicion of fraudulent transactions
- b) ABAC Policy violations and breaches
- c) breaches of laws relating to bribery and corruption.



Internal and external stakeholders, including employees, vendors, clients, contractors, and customers, are urged to voice concerns regarding acts of bribery and corruption. Hemas has zero tolerance towards retaliation and the reports are treated confidentially and investigated following due procedure to address any issues, based on among other things, the Whistleblowing policy and Anti-Fraud policy of Hemas.

At the time, such disclosure is being made, the person providing the disclosure must believe on reasonable grounds that the information he provides is true and is of such nature as to warrant an investigation under the Anti-Corruption Act.

Any employee who provides false information or files a complaint under this Policy without reasonable belief that such information constitutes a violation of the Policy or provides a complaint with the intent to deceive or out of malice, will be subject to disciplinary action.

Awareness on Policy

- Awareness sessions will be carried out for employees of Hemas from time to time on the ABAC Policy through HR.
- More in-depth training will be provided frequently to high-exposure roles by Group Legal.
- New recruitments shall be apprised on the ABAC Policy during the induction programme.
- The ABAC Policy of Hemas will be readily available to all employees for future reference.

Monitoring

All Business Unit Heads of Hemas should be vigilant on their transactions to ensure their respective teams are familiar with and are following the ABAC Policy.

Review and Revision

This Policy shall be reviewed by Group HR as deemed necessary with the involvement of Group Legal and Group Risk & Control to ensure that the policy is updated and aligned with applicable laws in respect of bribery and corruption and current corporate governance practices in relation thereto.

Any amendments shall be recommended to the Board by Group HR for approval.

Related Policies

All persons to whom the ABAC Policy applies are encouraged to read this policy together with other relevant policies of Hemas.

Terms and definitions

Term	Definition
Anti-Corruption Act	Means the Anti-Corruption Act No. 9 of 2023 as amended from time to time.

Applicable Laws	Means laws and regulations that apply to Hemas, including the Companies Act, the Listing Rules of the Colombo Stock Exchange and the Anti-Corruption Act.
Board	Means the Board of Directors of Hemas PLC or of companies in the Hemas group.
Bribery	Means the offer, solicitation, or acceptance of any gratification in contravention of any provision in Part III of the Anti-Corruption Act.
Group HR	Means the HR team of Hemas Holdings PLC
HR	Means the HR team of the subsidiaries of Hemas Holdings PLC
Policy	Means the ABAC Policy of Hemas