

	<b>Policy Ref No.</b>	Altius/Risk/ABC/01/2024
	<b>Policy Owner</b>	Chief Risk Officer
	<b>Approver</b>	Board
	<b>Date of Issue</b>	<b>Version</b>
	December 17, 2024	1.0

## Document History

Version No.	Date of Approval	Description of change
1.0	December 17, 2024	New document approved by Board

## ANTI-BRIBERY AND CORRUPTION POLICY

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## I. Introduction

Altius Group (“Altius” or “Company”) is committed to high ethical standards, doing open and fair business, following best practices of corporate governance, and supporting the business reputation at the appropriate level. It is committed to providing the best of services in the utmost professional manner by ensuring every transaction and service reflects the Code and our core values.

“Altius Group” and/ or “Altius” shall mean and include Altius Telecom Infrastructure Trust (“the InvIT”), Data Link Investment Manager Private Limited, Summit Digitel Infrastructure Limited, Elevar Digitel Private Limited, Crest Digitel Private Limited, Crest Virtual Networks Private Limited, Roam Digital Private Limited and such other entities as may be acquired by Altius as its Special Purpose Vehicle (SPV) in future.

This Anti-Bribery and Corruption Policy (“the Policy”) applies to all Directors, officers, employees and temporary workers<sup>1</sup> (collectively, “you”) associates (on third party payroll) of Altius Group and all of its subsidiaries (collectively with Altius, “we”, “us”, “our” or the “Company”) unless such subsidiaries or Special Purpose Vehicles have adopted their own policies that are consistent with the provisions of this Policy<sup>2</sup>. In addition, the policy is applicable on partners including vendors and representatives or any other persons / individuals who may be acting on behalf of the company

This Policy should be read in conjunction with the Code of Business Conduct and Ethics (“the Code”), which serves as a guide for how you should conduct yourself as a member of the Altius team.

## II. Zero Tolerance Approach to Bribery

***Do not give or receive bribes, including facilitation payments.***

We have, over many years, built a reputation for conducting business with honesty and integrity. It is vital for us to maintain this reputation as it generates confidence in our business from our customers, clients, investors and others – which ultimately means it is good for business.

We do not pay and will not pay bribes or offer improper inducements to anyone in furtherance of our business, either directly or indirectly, and you are not permitted to pay bribes on our behalf or authorize others to pay bribes on our behalf. We have a zero-tolerance approach towards bribery. This commitment comes from the highest levels of management, and you must meet this standard.

A bribe is anything of value that is offered, promised, given or received to improperly influence a decision or to gain an improper or unfair advantage in promoting, enhancing, obtaining or retaining business. It is important to understand that a corrupt act has occurred even if:

- A bribe does not succeed.
- A person authorizes or provides direction for a bribe, but no bribe is ultimately offered or paid.

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<sup>1</sup> For purposes of the Policy, “temporary workers” include non-full-time employees and consultants and contractors etc. that work on our premises. The business group retaining a temporary worker is responsible for ensuring that the temporary worker certifies their commitment to comply with the Policy.

<sup>2</sup> Where a subsidiary has adopted its own policies that are consistent with the provisions of this Policy, the subsidiary’s Directors, officers, employees and temporary workers follow those policies, and, in case of a conflict, the terms of those policies control. Where a subsidiary has not adopted their own policies that are consistent with the provisions of this Policy, the subsidiary must review the Policy in the context of their business to ensure that the Policy is appropriate and addresses all legal and regulatory requirements and risks applicable to their business.

Bribery may not always be in the form of cash payments and may take many other forms, including:

- Gifts, travel, entertainment, and hospitality.
- Political contributions, charitable donations or sponsorships;
- Employment opportunities, directorships, internships or secondments;
- Procurement and service contracts;
- Phony jobs, internships or “consulting” relationships;
- Excessive discounts or rebates; or
- Cash equivalents (such as Gift Cards), stock, non-arm’s length loans, forgiveness of debt or other transactions.

Facilitation payments are also a form of bribe and are, therefore, not permitted. Facilitation payments are small payments made to secure or speed up routine actions or otherwise induce public officials or other third parties to perform routine functions they are otherwise obligated to perform, such as issuing permits, approving immigration documents or releasing goods held in customs. This does not include official legally permitted statutory or administrative fees formally imposed and codified by government agencies for expedited service.

The company has a corresponding Anti-Bribery and Corruption Program that outlines the specific actions we take to prevent and detect bribery in our business. As set forth in this Policy, there are certain circumstances in which you are required to take specific actions in accordance with the Anti-Bribery and Corruption Program.

### **III. Dealing with Public Officials**

***Interactions with public officials require enhanced scrutiny and sensitivity.***

A public official is any person who is employed by or is acting in an official capacity for a government, a department, agency or instrumentality of a government, or a public international organization, or any other persons so defined in the applicable laws of the jurisdictions in which we operated. This is a broadly defined term and includes elected or appointed persons who hold legislative, administrative or judicial positions, such as politicians, bureaucrats, civil servants, and judges. It also includes candidates for political office, political party officials and persons who perform public functions, such as professionals working for public pension plans, public health agencies, water authorities, planning officials and agents of public international organizations, such as the United Nations or World Bank. A public official may also include employees of government-owned or controlled businesses, including sovereign wealth funds and state-owned utility companies. For example, if a government has an interest in a utility and exercises control over the activities of that utility, then the utility’s officials are likely to be considered public officials. Third-parties acting at the direction of these individuals and entities should also be considered public officials.

There is increased sensitivity and scrutiny of dealings with public officials because this has traditionally been an area where bribery activity is more likely to occur. Be cognizant of these risks in your dealings and interactions with public officials and consider how your actions may be viewed. For example, providing payments, gifts or employment to close relatives of public officials has been treated by enforcement authorities as direct payments to the public officials and, therefore, may constitute violations of law.

***Hiring public officials or persons referred by public officials requires enhanced scrutiny.***

Hiring public officials or applicants related to, or referred by, public officials could be seen as a bribe in certain situations and should be subject to enhanced review to ensure that the related risks are appropriately mitigated. Consult the company's Internal legal counsel for procedures related to identifying and mitigating these risks.

In practice, situations can be complex and this Policy does not cover every circumstance that you may encounter. When in doubt, please contact the company's Internal legal counsel.

**IV. Third-Parties**

***Third-Parties are not permitted to pay bribes on our behalf.***

The company and the parent company may be scrutinized and/or prosecuted for failing to detect and prevent bribery by a person associated with it. This includes any individual or entity that performs services for or on behalf of the company. Employees should avoid doing business with third-parties who do not have a zero tolerance approach to bribery.

This means due diligence should be undertaken on contractors, joint venture partners, agents and other third-parties to establish their anti-bribery credentials, where warranted by the assessed level of risk. This due diligence could include meeting with them to better assess their business practices and anti-bribery and corruption policies/controls, and making inquiries into their reputation and past conduct. Other risk mitigation strategies, such as including anti-bribery language in agreements, should also be implemented, as appropriate and in consultation with internal legal counsel.

Please refer to the company's Third-Party Due Diligence Procedures and Procurement Policy and Procedures for further details.

**V. Gifts, Meals and Entertainment**

***The giving or receiving of gifts, meals and entertainment should be proportionate and reasonable for the circumstances, for legitimate purposes only, and not with a view to improperly inducing a third-party to misuse their position, as a quid pro quo for official action or with linkage to an official decision.***

Gifts (e.g. merchandise, event tickets) given to or received from persons who have a business relationship with the company are generally acceptable, if the gift is reasonable in value, infrequent, appropriate to the business relationship, and does not create an appearance of impropriety. **No cash payments should be given or received. In addition, gifts should not be given to or received from public officials** except (i) branded promotional items of nominal value (e.g., pens, mugs, notepads, water bottles, caps, t-shirts) and (ii) modestly priced gifts (e.g. holiday fruit baskets or boxes of chocolate) in connection with holidays or personal events (e.g., birthdays or weddings). For all holiday or personal event gifts provided by [Company] to public officials, prior written authorization from internal legal counsel or person(s) designated to provide such authorization is required to ensure compliance with applicable law and this Policy, and a log of such authorizations should be maintained, including the identity of recipients and description and value of the gift(s). Where possible, holiday gifts for public

officials should be provided to the applicable government entity for distribution to individuals, rather than to individuals themselves.

Meals and entertainment (e.g. sporting events or the theatre, concerts, rounds of golf) given to or received from persons who have a business relationship with the company are generally acceptable, but again only if the meal or entertainment is reasonable in value, appropriate to the business relationship, infrequent, does not create an appearance of impropriety, is otherwise in accordance with applicable laws and regulations, and if a representative from the sponsoring organization (the party paying for the meal or entertainment) is present at the event. For the avoidance of doubt, if a representative from the sponsoring organization is NOT present at the event, the meal or entertainment would be considered a gift. Also, be aware that many jurisdictions have laws restricting meals and entertainment given to public officials or their close relatives that must be followed.

Gifts, meals and entertainment that are repetitive, no matter how small, may be perceived to be an attempt to create an obligation to the giver and should not be provided. Gifts or entertainment given close in time to when a decision impacting Altius' business is being made (including by a private business partner) may be perceived as a bribe in return for a favourable decision and should also not be provided. Employees should not pay for gifts, meals and entertainment personally to avoid having to report or seek approval.

Travel (e.g. for site visit) and related items given or received should follow the same principles as for gifts, meals and entertainment. When travel or related items are given, payment should be made directly to the provider (as opposed to providing a reimbursement to the individual), whenever possible. Under no circumstances should cash or per diem reimbursements be provided.

To help ensure that our practices are reasonable, appropriate and otherwise in accordance with applicable regulatory requirements, certain gifts, meals and entertainment must be logged and/or pre-approved.

If you are in doubt as to whether gifts or entertainment proposed to be given or received are proportionate and reasonable for the circumstances, please consult internal legal counsel.

## **VI. Charitable Donations**

***Do not solicit or offer donations to clients, suppliers, vendors, public officials or others in a manner which communicates that a donation is a prerequisite for future business or that the offer of a donation is intended to obtain or retain business and a business advantage.***

We encourage our Directors, officers and employees to contribute personal time and resources to charities and not-for-profit organizations. However, unless approved, you are prohibited from using the company name, resources or business contacts for solicitation of donations. Charitable donations made by individuals on their own behalf should have no relationship to company business and must comply with local laws and regulations.

Charitable contributions can take the form of:

- Soliciting donations on behalf of the company
- Donating time, funds, or property
- Using work time or Altius' facilities or services for, or to assist charitable organizations.
- Providing a share of revenue to a state-owned enterprise established for charitable purposes.

## Raising funds in support of community activities

Requests for donations may take many forms (e.g. direct requests or indirect requests such as purchasing a table, a round of golf or otherwise contributing to an event designated to raise money for a particular charitable cause/organization). All requests for corporate donations to charities and other not-for-profit organizations (e.g. schools, hospitals, libraries, etc.) must be approved in advance by the company's internal legal counsel or person(s) designated to approve such donations. If you are requested by a public official to make a donation to a particular charity, please obtain approval from internal legal counsel or person(s) designated to provide such authorization before agreeing to or making the donation. Also consider conducting due diligence when the proposed charity or not-for-profit organization is not well-known or there may be question as the legitimacy of the organization as a charity or not-for-profit.

Please refer to the company's Guidelines or Policy for the Giving and/or Receipt of Gifts, Meals, Entertainment, and Solicited Charitable Donations and Corporate Social Responsibility (CSR) Policy for further details.

## VII. Political Contributions and Lobbying

***Do not offer or make contributions to political parties, officials and/or candidates that might influence, or be perceived as influencing, a business decision.***

Lobbying activities generally include attempts to influence the passage or defeat of legislation and it may trigger registration and reporting requirements. In many jurisdictions, the definition of lobbying activity is extended to cover efforts to induce rule-making by executive branch agencies or other official actions of agencies, including the decision to enter into a contract or other arrangement.

***Do not engage in any lobbying activities on behalf of the company (or the parent company) without specific authorization.***

You must not engage in lobbying activities on behalf of the company without the prior written approval of the company's internal legal counsel or person(s) designated to approve such activities. No lobbying activities on behalf of the parent company is permitted without prior written approval of the designated representative of the parent company.

## VIII. Record-Keeping

***Record all our transactions in a complete, accurate and detailed manner so that the purpose and amount of the transaction is clear.***

In addition to prohibiting bribery, anti-bribery legislation and other laws expressly require accurate and complete record-keeping and the establishment and maintenance of an adequate system of internal controls. One purpose of these provisions is to prevent companies from concealing bribes and to discourage fraudulent accounting practices.

All transactions should be recorded completely, accurately and with sufficient detail so that the purpose and amount of any such payment is clear. No undisclosed or unrecorded funds or assets of the company

should be established for any purpose. False, misleading, or artificial entries should never be made in the books and records of the company for any reason.

## **IX. Reports and Complaints**

Internal reporting is critical to the company's success, and it is both expected and valued. You are required to be proactive and promptly report any suspected violations of this Policy, or any illegal or unethical behaviour of which you become aware, including, but not limited to, any situations where a public official or other party requests or appears to request an inappropriate benefit. The confidentiality of reported violations will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review and subject to applicable law. No retribution or retaliation will be taken against any person who has filed a report based on the reasonable good faith belief that a violation of the Policy has occurred or may in the future occur.

Employees should report violations of the Policy to their supervisor, since their supervisor is generally in the best position to resolve the issue. Alternatively, you may contact the company's internal legal counsel to report any actual or potential misconduct or Policy violations, or if you have any specific or general questions. Directors should promptly report violations to the Chair of their Board of Directors. In the event you do not want to report violations to your supervisor or internal legal counsel, you can always make a report through the company's reporting hotline. See the Code for our reporting hotline information, which is managed by a third-party and allows for anonymous reporting of suspected violations.

### **Disciplinary Action for Policy Violations**

Please note that we reserve the right to take disciplinary action for Policy violations that fits the nature and particular facts of the violation. This could, in the most severe circumstances, include immediate termination for cause and, if warranted, legal proceedings may be brought against you.

## **X. Key Contacts**

If you have any questions on this Policy or the Anti-Bribery and Corruption Program of the company, please contact:

Chief Risk Officer- Sunil Panjwani  
E-mail: [Sunil.Panjwani@altiusinfra.com](mailto:Sunil.Panjwani@altiusinfra.com)