

Fusion Finance Limited

(formerly known as Fusion Micro Finance Limited)

ANTI BRIBERY & ANTI CORRUPTION POLICY

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Introduction

Fusion Finance is committed to maintaining the highest levels of integrity, fairness, and ethical conduct across all its operations. The organization adopts a zero-tolerance approach towards bribery, corruption, facilitation payments, kickbacks, and any form of improper advantage. This policy establishes the framework for compliance, employee behavior, third-party expectations and reporting mechanisms across all functions and business units.

Objective

The objective of this policy is to:

- Prevent bribery, corruption and unethical conduct in all interactions.
- Provide clear guidance to employees and third parties for identifying, avoiding and reporting improper behavior.
- Ensure that no undue advantage, gratification, gift, hospitality, payment or favour is given, offered, demanded or accepted to influence decisions.
- Uphold ethical conduct across procurement, customer interactions, credit operations, vendor engagement and regulatory dealings.

Scope and Applicability

This policy applies to:

- All employees at all levels
- Directors and senior management
- Contractual staff, trainees, field staff
- Agents, intermediaries, DSAs, collection agencies
- Vendors, suppliers, service providers
- Any entity performing services on behalf of Fusion Finance
- Employees and third parties must comply with this policy irrespective of location, role or business situation.

Prohibited Conduct

Fusion Finance strictly prohibits any form of bribery, corruption, or unethical conduct in its operations. The Company is committed to maintaining integrity, transparency, and fairness in all business dealings. In line with this commitment, the following practices are expressly forbidden:

- Giving, offering, promising, authorizing, or accepting anything of value to obtain business advantage
- Accepting or providing cash, cash equivalents, or gifts beyond approved thresholds
- Using influence with public officials or private entities to secure favorable treatment
- Providing gifts, travel, hospitality, services, or favors intended to improperly influence decisions
- Manipulating procurement, onboarding, lending, or recovery decisions for personal benefit
- Using third parties to indirectly engage in bribery or improper behavior

- Making facilitation payments (“speed money”), unofficial fees, or kickbacks
- Retaliating against individuals reporting suspected violations

Gifts, Hospitality and Entertainment

Gifts and hospitality can play a role in building professional relationships, but they must always be handled with integrity and transparency. To safeguard against conflicts of interest or reputational risks, Fusion Finance set clear rules to ensure that any exchange remains appropriate, compliant, and properly documented.

Gifts or hospitality may be accepted or offered only when:

- Reasonable, proportionate and infrequent
- Not cash or cash equivalents (Including Digital Gift cards, Coupons etc)
- Gifts (Sweets/Chocolates/diary/ pen etc) received collectively by a team must be shared appropriately

Any suspicious, exercise or unusual gifts or hospitality must be reported immediately to their reporting manager.

Political & Charitable Contributions

Fusion Finance maintains strict standards to ensure integrity in all forms of contributions. The company does not permit political contributions unless they have been explicitly approved by the board, and it prohibits charitable donations that could serve as indirect channels of influence. To uphold transparency and accountability, every contribution must undergo proper vetting and be fully documented.

Third Party Due Diligence

Fusion Finance may be held responsible for any improper or unlawful payment made by a third party acting on its behalf, even if such actions were not formally authorized. To mitigate this risk, the organization applies strict diligence in selecting and supervising all external partners engaged to represent or support its business operations.

Before onboarding or renewing a relationship with any third party, the following measures must be ensured:

- Risk-based due diligence is carried out, documented, and reviewed to verify the third party's background, ownership, reputation, competence and ethical practices.
- A written confirmation or contractual undertaking is obtained from the third party agreeing to comply with Fusion Finance's anti-bribery and anti-corruption requirements.
- All contracts must include robust anti-bribery and anti-corruption clauses, including audit rights, cooperation obligations, and the right to suspend or terminate the relationship if any breach of ethical, legal, or anti-corruption provisions is identified. The legal team shall be informed and responsible for ensuring that such clauses are incorporated into every relevant contract.

- All engagements with suppliers, agents, contractors, intermediaries, consultants, service providers, advisors or any other third-party partners must be conducted with the highest standards of integrity and transparency.

Record Keeping

Maintaining accurate records is essential to prevent misuse of funds and ensure compliance with legal requirements. Fusion Finance expects complete transparency in all financial and operational documentation.

- All financial and business records must be accurate, complete and truthful. No entry may be false, misleading or incomplete.
- Expenses, payments and transactions must never be hidden or misclassified. All hospitality, gifts and charitable expenses must include a clear business purpose and required approvals.
- Records relating to third-party payments must be properly documented and supported with evidence.
- All documents must be stored and disposed of following legal requirements and Fusion Finance's internal policies. No one may destroy records relevant to audits, investigations or legal matters.
- Any suspected financial misconduct must be reported immediately to the supervisors

Interaction with Public Officials /Servants

- All dealings with public officials must be conducted with integrity and transparency. Employees must obtain prior approval before engaging in such interactions, and any gifts, favors, or entertainment must be disclosed and comply with company policy and law.
- Employees should make sure their personal interests don't clash with Fusion's interests. They must avoid any actions that could look like unfair treatment, favoritism, or improper behavior when dealing with public officials.
- Employees must comply with all applicable laws and regulations, including anti-corruption, lobbying, and restrictions on gifts, while maintaining accurate records of meetings, communications, and exchanges.
- Any ethical or legal concerns must be escalated to the reporting officer. Failure to follow these guidelines may result in disciplinary action, including termination, underscoring the seriousness of compliance.

Reporting & Protection

Fusion Finance promotes an environment where employees and third parties can raise concerns about suspected bribery, financial misconduct, or policy violations without hesitation. Prompt reporting helps the organization prevent risks and maintain ethical standards.

Individuals should immediately report concerns related to:

- Bribery, kickbacks, or improper payments
- Misuse of funds or falsified records
- Breaches of internal controls or ethical standards

- Questionable conduct by employees or third parties

Reports can be made to the manager, compliance officer or through approved whistleblower channels by sending an email at whistleblower@fusionfin.com. Anonymous reports will also be reviewed where adequate detail is available.

Fusion Finance assures the following protections:

- No retaliation, harassment, demotion or adverse action against anyone reporting in good faith
- Confidential handling of identity and information, as far as legally permissible
- Disciplinary action against anyone who attempts to intimidate or penalize a whistleblower

Investigation process includes:

- Prompt and impartial review of all concerns
- Cooperation expected from all employees involved
- Preservation of relevant documents and records until the matter is closed

Fusion Finance encourages early reporting and treats all concerns seriously, ensuring fairness and integrity throughout the process.

Training & Awareness

Fusion Finance will maintain clear procedures to prevent and address risks covered under this Policy. To ensure consistent understanding and compliance, the Company will provide periodic training and awareness sessions to all relevant Employees. These sessions will cover the Policy requirements, expected conduct, reporting obligations, and internal controls.

Responsibility & Amendments

The Board of Directors has overall responsibility for ensuring that Fusion Finance maintains the highest standards of integrity and compliance. Day-to-day implementation and monitoring of this policy rests with the Compliance Officer, supported by senior management and relevant functional heads. All employees, contractors, agents, intermediaries, vendors, and service providers must follow this policy in their roles.

Matters relating to suspected or confirmed violations of this policy shall be reviewed by vigilance department who can refer to the disciplinary committee for action. The Disciplinary Committee shall assess findings, determine corrective and disciplinary actions, and recommend escalation to the Board where necessary.

The Company will continuously review and monitor this policy, making improvements without delay. Any changes to the policy required by regulations will be reviewed and approved by the Company's Board of Directors. The Board will then provide the necessary guidance to ensure the changes are properly implemented.

Definitions

- **Bribe** : A bribe refers to anything of value such as money, gifts, entertainment, hospitality, or personal benefits given, offered, or accepted with the intent to influence someone's actions, secure business, or gain an unfair advantage.
- **Corruption** : Corruption is the act of offering, requesting, or accepting any benefit to improperly influence someone's actions for personal or business advantage.
- **Facilitation Payments** : A facilitation payment is a small, unofficial payment made to government officials or service providers to expedite routine services or approvals that the payer is already entitled to.
- **Kickbacks** : A kickback is a form of bribery where money, gifts, or other favors are secretly given back to someone as a reward for awarding contracts, business deals, or favorable treatment.
- **DSAs (Direct Selling Agents)** : External representatives appointed by Fusion Finance to source potential customers for loans, credit cards, or other financial products. They earn commissions based on successful conversions.
- **Public servant/official** : A public servant is an individual whose work directly contributes to the functioning of government and the provision of services to the public.