

## **Anti-Bribery and Anti-Corruption Policy**

Sri Lanka Telecom PLC and its Subsidiaries and  
Associates (“SLT Group”)

**Approver**

Board of Directors of Sri Lanka Telecom PLC

**Owner**

CPO - Human Resource Management of SLT

**Functional Owners**

Chief Officer - Forensic & Compliance of SLT Group  
Deputy Chief Officer - Human Resource Management SLT

**Revision History**

Version	Approval Date	Author	Description
1	25/07/2024	Group Company Secretary	New Policy

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## 1. INTRODUCTION

- 1.1 The purpose of this Anti-Bribery and Anti-Corruption Policy (“**the policy**”) is to set out
- i. The principles for commitments for conducting its business of Sri Lanka Telecom PLC and its subsidiaries (referred to as “SLT” “the Company” or “SLT Group”) in accordance with the highest ethical standards and prohibits all forms of bribery and corruption.
  - ii. Enhance transparency in governance; strengthen integrity of governance and increase accountability; enhance public confidence in the SLT group and strengthen public participation to eradicate corruption.
  - iii. Countering bribery and corruption and the management of bribery and corruption risk in SLT Group by preventing SLT and its Personnel (as defined below) and Third Parties (as defined below) in all forms of bribery and corruption in relation to transactions routed through or involving the SLT.
  - iv. Maintain and implement a zero tolerance for any form of bribery and corruption and will treat potential instances of bribery or corrupt behaviour as a threat to its integrity and reputation as a business.
  - v. To outline the SLT Group’s risks related to bribery and corruption and to strive to promote and achieve compliance with Anti-Bribery and Anti- Corruption Laws of the Country and Company policies.
- 1.2 As set out in this Policy, all employees of the SLT Group are responsible for the prevention and mitigation of bribery and corruption within their own roles and responsibilities. Violation of this Policy or the SLT’s Code of Business Conduct (“COBC”) could result in disciplinary actions including, but not limited to, termination of employment. It is therefore vital that you not only understand and appreciate the importance of this Policy, but also comply with it in your daily work.

## 2. SCOPE

- 2.1 This policy is applicable to SLT Group (as defined below), and its personnel and activities in all jurisdictions in which the Companies operate and Third Parties.
- 2.2 The SLT encourages and influences all of its non-controlled interests (such as non-controlled joint ventures, partners, contractors, sub-contractors, vendors, agents, suppliers, service providers, consultants, representatives and others performing work or providing services for or on behalf of the Company) to have and implement anti-bribery and anti-corruption policies and procedures to an equivalent standard as this Policy.

## 3. DEFINITIONS

“**Accountable Person**” – A person or an entity who is responsible and/or has an obligation for identifying, mitigating and managing bribery and corruption **related risks associated** with transactions with the SLT Group.

“**Breach**” – Non-compliance with any of the requirements contained in this Policy where such non-compliance has not been approved by the Chief Executive Officer, Chief Operating Officer or Chief Peoples Officer as the case may be.

“**Bribery**” – “bribery” means the offer, solicitation or – acceptance of any gratification in contravention of

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any of the Company policies. Bribery involves improperly offering, authorising, giving, agreeing to give, promising, soliciting, providing, receiving or agreeing to receive a benefit or something of value (gratification) to or from a public official (means any executive, official, or employee of a Governmental Authority, political party or member of a political party, political candidate, executive, employee or officer of a public international organization, or director, officer or employee or agent of a wholly owned or partially state-owned or controlled enterprise etc.), someone in business or a close relative of such a person (either directly or indirectly) in order to obtain or retain business or an advantage or to induce, influence or reward improper conduct or an improper decision. While a bribe may involve a monetary payment or offer, it covers anything of value such as:

- a) cash or cash equivalents (eg. gift vouchers, tickets to an event or loans);
- b) some gifts, hospitality, entertainment or travel;
- c) donations or scholarships;
- d) offers of employment or favouring a hiring decision.
- e) the provision of favours (eg. discounted or 'free' use of services of the Company facilities or property);
- f) training; or
- g) anything else that is of value to the recipient.

**“Complaint”** shall mean any written or oral communication with statement received through electronic means or otherwise to the SLT Group

**“Corruption”** - Corruption is the abuse of entrusted power, position and/or trust to get an unlawful advantage or gain, giving or receiving of any gratification or reward of any value for performing a task in relation to the person’s job profile/job description.

**“SLT Group”** – Sri Lanka Telecom PLC and its subsidiaries and associate companies

**“SLT Group Personnel”** - All Directors, Consultants, Management, Officers and Employees (including permanent, probation, temporary or contract staff) of the SLT Group, and individuals (including trainees, seconded staff, casual workers, agency and outsourced staff, interns) acting as an Accountable Person for the Company.

**“Third Parties”** - This collectively includes, but is not limited to, customers, business partners, contractors, sub-contractors, vendors, agents, third party agents, suppliers, service providers, consultants, representatives, third party introducers, referrers, persons acting in a fiduciary capacity, joint venture partners in any operations of the Company and others performing work or providing services for or on behalf of the Company or SLT Group.

## **4. RELATED POLICIES**

4.1 This Policy should be read in conjunction with the other policies, codes, key documents and guidelines of the SLT as listed below as applicable.

- i. Risk Management Policies
- ii. Code of Business Practice (COBP)
- iii. Code of Business Conducts for 3<sup>rd</sup> Parties (COBC)
- iv. Code of Conduct and Disciplinary Policy
- v. Procurement Policy
- vi. HR Policy
- vii. Whistleblowing Procedure
- viii. Sponsorship guidelines
- ix. Delegation of Authority guidelines
- x. Related Party Transactions Policy

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## **5. RISKS AND/OR CONSEQUENCES OF NON-COMPLIANCE**

- 5.1 The Company has a Board approved Risk Policy which sets out the level of risk the Company is willing to accept when pursuing the strategic objectives of the Company. As with any involvement with activities that are illegal, the SLT's risk appetite for bribery and corruption is zero.
- 5.2 The SLT is committed to promote a culture of compliance and genuine engagement with anti-bribery and anti-corruption standards as breaches of anti-bribery and anti-corruption results in criminal or civil penalties, including fines and imprisonment. A breach of any of the provisions of this Policy may lead to disciplinary action and will be investigated in line with the Code of Conduct and Disciplinary Policy of the respective companies of the SLT Group. It may be treated as gross misconduct and could render SLT Group Personnel liable to summary dismissal. Any association with bribery and corruption can also result in serious reputational damage to the Company and individuals involved.
- 5.3 SLT Group Personnel must cooperate fully and openly with any investigation by the Company into alleged or suspected corrupt activity or breach of this Policy. Failure to cooperate or to provide truthful information is a breach of this Policy.

## **6. OBLIGATIONS**

- 6.1 The prohibition against bribery is incorporated into our policies namely COBP and COBC for 3<sup>rd</sup> Parties as referred under section 1.3 of this policy; thus, a violation of this Policy could also result in disciplinary actions pursuant to our COBP and COBC including, but not limited to, termination of employment.
- 6.2 Corruption laws can lead to severe civil and criminal penalties and reputational harm to SLT Group. SLT employees that violate these laws can also face severe civil and criminal penalties.
- 6.3 All SLT Group Personnel must not:
- i. pay, offer, promise or accept, directly or indirectly, any bribe, kickback, secret commission or other form of unlawful payment (however small) in order to obtain any unlawful business or other advantage for the SLT Group, for themselves, or for others;
  - ii. make facilitation payments. Facilitation payments are payments (typically of low value) made to a public official with the purpose of expediting or facilitating the performance of a routine governmental action;
  - iii. provide or accept benefits including gifts, hospitality, entertainment that is extravagant or frequent is considered inappropriate, meals, travel/accommodation, training (other than training on product or services provided as part of contractual obligation under a contract) of service or other things of value which are contrary to the standards in the related policies.
  - iv. provide or offer any gifts or benefits in circumstances where it is known or suspected that the recipient cannot accept the gift or benefit pursuant to law or to any duties/obligations that they owe others;
  - v. make political, charitable or community donations or sponsorships which are contrary to the SLT Group policies.
  - vi. engage or make a payment to a business partner, or any other third party, knowing or suspecting

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- the business partner or third party may use or offer all or a portion of the payment directly or indirectly as a bribe, kickback, secret commission or other form of unlawful payment;
- vii. falsify or mis-describe any book, record or account relating to business of SLT Group . All receipts and expenditures must be supported by documents that describe them accurately and properly;
  - viii. engage in a corrupt practice which is the offering, giving, receiving or soliciting, directly or indirectly, of anything of value to influence improperly the actions of another person.
  - ix. engage in a fraudulent practice by acting or omitting to act which includes misrepresenting or misleading a person to obtain a financial or other benefit or to avoid an obligation.
  - x. engage in a collusive practice which is an arrangement between two or more parties designed to achieve an improper purpose, including to influence improperly the actions of another party.
  - xi. engage in an obstructive practice which is deliberately destroying, falsifying, altering or concealing of evidence material to an investigation or making false statements to investigators.
  - xii. engage in a coercive practice which would impair, harm or threaten to impair or harm directly or indirectly any person or the property of any person to influence improperly the actions of that person
  - xiii. prevent/ abate/ refrain another staff member from performing official duties due to being influenced by any corrupt conduct.
  - xiv. cause or authorise any of the above conduct or any other conduct which is inconsistent with this Policy.
- 6.4 SLT Group Personnel must not do any of the above in their ‘personal capacity’ in an attempt to evade the requirements of this Policy.
- 6.5 No SLT Group Personnel will be penalised, or be subject to other adverse consequences, for refusing to pay bribes or engage in any other conduct which would be a breach of this Policy, even if that refusal may affect the business of the Company.
- 6.6 SLT Group Personnel must keep accurate and complete records of all steps that have been taken towards compliance with the requirements of this Anti-bribery and Anti-corruption Policy.
- 6.7 Individuals and corporate entities associated with the SLT Group including Third Parties, which act for or on behalf of the SLT Group, or who perform functions in relation to or on behalf of the SLT Group are expected to have and comply with policies managing bribery and corruption risk.
- 6.8 SLT Group ensures that anti-corruption laws are not breached and ensures that the reputation of the Company is not damaged. SLT Group Personnel must comply with the related policies/guidelines/circular letters when undertaking any of the following activities on behalf of the Company.
- offering or accepting any benefits, including gifts, entertainment, meals, travel/accommodation, training or any other things of value;
  - engaging and monitoring Third Parties;
  - procuring goods and services;
  - commencing activities in new countries or entering into new business ventures; and
  - making political, charitable or community donations or sponsorships.

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## 7. REPORTING SUSPECTED OR ACTUAL BREACHES

- 7.1 If any SLT Group Personnel becomes aware of any actual or suspected breach of this Policy, the guidelines, standards or any relevant anti-corruptions laws, or any request or demand for any undue financial or other advantage, this must be immediately reported to the immediate Supervisor and/or to the SLT 's Chief Officer-Forensics & Compliance, Forensics & Compliance Group whistleblowing hotline in the case of regions the Regional Telecom Office Manager and/or escalate it to the General Manager Human Resources or Chief Operation Officer or Chief Officer-Forensics & Compliance, Forensics & Compliance Group in accordance with the Compliance Policy and in accordance with the requirements of Whistleblowing procedure.
- 7.2 Material breaches of the Policy will be reported to the Group Audit Committee in accordance with the Compliance Policy and in accordance with the requirements of Whistleblower guidelines.

### Channels of reporting any breach or allegations

<u>Any reportable conduct by</u>	<u>Reporting Authorities</u>
Chairman of the Board	Board Audit Committee
Any other Director including the Chief Executive Officer	Chairman of the Board
Members of the Corporate Management (Chief Officers, Deputy Chief Officers and General Managers)	Board Audit Committee
Any other employee Officer including Deputy General Manager and below	Immediate Supervisor and/or to the SLT's Chief Officer – Forensic & Compliance, Forensics & Compliance Group and CPO
In the case of regions	Regional Telecom Office Manager and/or escalate it to the General Manager Human Resources or Chief Operation Officer or Chief Officer-Forensics & Compliance, Forensics & Compliance Group
Any or all of the above	Whistleblowing Channel

- 7.3 Where a staff member is uncomfortable to report to the immediate supervisor or to the responsible persons given in the reporting channel, he/ she is encouraged to report to one of the reporting authorities stated above with whom the staff member is comfortable in approaching.
- 7.4 Processes are in place to ensure that reports are logged and investigated, and appropriate action is taken. Measures are in place to ensure that complaints are treated confidentially to the extent possible, and consistently with legislative protections.
- 7.5 In circumstances where bribery or corruption relates to customers, the SLT Group may have obligations to report the conduct to the relevant law enforcement authority. Where potentially relevant, SLT Group Personnel should consider whether SLT Group, as the case may be has additional reporting obligations in line with these requirements.
- 7.6 The Company will not permit retaliation of any kind against any SLT Group Personnel where they have reasonable grounds to suspect a violation of this Policy. Any actual or attempted retaliation is also a breach of this Policy.
- 7.7 SLT will use an appropriate channel to inform its customers, on the ability to raise their concerns



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on Bribery or Corruption related activities that they are aware of with the General Manager Human Resource operating /Chief Peoples Officer/Chief Officer – Forensic & Compliance . .

## **8. RISK ASSESSMENT**

- 8.1 SLT shall undertake a risk assessment of the overall operations of the Company in relation to bribery and corruption at least once in two years and as and when necessary (including when there is a change in law, changes in businesses of the Company or circumstances whereby a risk assessment is warranted) to identify, analyze, assess and prioritise actions needed to mitigate internal and external corruption/ bribery risks identified.
- 8.2 The Management shall review the risk assessment report of the Group and consider improvements on the policies and procedures in combating bribery and corruption. The report will be presented to the Group Audit Committee.

## **9. EXCEPTIONS AND VARIATIONS FROM POLICY REQUIREMENTS**

- 9.1 SLT Group Personnel will not be penalised for making a payment or providing a benefit in circumstances where they fear imminent physical injury to themselves or another person if the payment or benefit is not made/provided. If any payment or benefit is made/ provided in such coercive circumstances, SLT Personnel must:
  - 9.2 immediately contact either the General Manager- Human Resource Management and/or the Chief Officer – Forensic & Compliance or the Chief People’s Officer.
  - 9.3 promptly record it (including the amount of the payment made or identification of the benefit provided, the identity of the person to whom it was made and the circumstances in which it was made).
  - 9.4 Any other variations from the Policy requirements must be approved in advance by the Chief People’s Officer and or Chief Officer – Forensic & Compliance.

## **10. TRAINING AND GUIDANCE ON THE POLICY**

- 10.1 SLTMobitel Personnel will receive or be provided with access to a copy of this Policy. This Policy will be hosted on the corporate website of the respective Companies of the SLT Group as well as in the Intranet. The head of Human Resources of the Companies of SLT Group will ensure that SLT Personnel are adequately informed about the requirements of this Policy.
- 10.2 Any questions or clarifications in relation to this Policy should be directed to the Chief People’s Officer or Chief Officer – Forensic & Compliance of SLT Group.

## **11. GOVERNANCE**

- 11.1 When a weakness or a gap is detected during a breach, or where there are new developments in the industry, laws or regulations, improvements on the policies and procedures of the Company, a process review exercise shall be considered and/or necessary modifications will be made to the Policy promptly. In the event of any inconsistency between this Policy and other policies of the Company, provisions in this Policy shall prevail.

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11.2 Internal Audit shall review the anti-bribery and anti-corruption compliance and measures to assess its compliance, performance, efficiency and effectiveness. The audit report shall be presented by Internal Audit Team to the Board Audit Committee for review.

## **12. REVIEWS**

12.1 This Policy and related procedures will be reviewed at least annually, or more frequently if required, by the Human Resource Department in consultation with the Chief Officer – Forensic & Compliance of the SLT Group to:

- a. ensure they remain effective and relevant to SLT Group;
- b. ensure that they continue to comply with relevant laws, regulatory guidance and industry standards;
- c. ensure reports of breaches were appropriately recorded, investigated and responded to; and
- d. determine if any changes are required.

12.2 The results of this review will be presented to the Audit Committee which comprises the Integrated Risk Management review.