

Anti-Corruption and Anti-Bribery Policy Document & Code of Conduct

This Policy Document and Code of Conduct sets out our responsibilities as an organization, and those of our personnel, in observing and upholding our position against corruption and bribery, as well as providing information and guidance to all our personnel on how to recognize and deal with corruption and bribery; it also details our ethos to third parties who conduct business or engage with us including individuals and organizations who come into contact with us in the course of service and business interaction.

1. BACKGROUND

Eldohosp Pharmaceuticals Ltd Kenya (herein under referred to as 'EPL'), whose mission is to spearhead and catalyze actions aimed at promoting good business practices by building capacity and awareness of ethics, integrity and Corporate Social Responsibility and to engage with respect to human rights, labor, environment and anti-corruption.

As part of this commitment, we as a company are required to make a clear statement to our stakeholders and the general public, being part of the communication on progress that that describes our company's effort to implement the principles.

We at Eldohosp Pharmaceuticals Ltd release this "Anti-Corruption/Anti-Bribery Policy Document & Code of Conduct" to proscribe practices in our operations that are purposefully designed to combat corruption. These policies and code of conduct are applicable to all EPL stakeholders including shareholders, employees, government, consumers, environment, society, suppliers, contractors and agents. These extend to both the public sector and the private sector.

2. POLICY STATEMENT & PURPOSE

It is our company policy to conduct all of our business in an honest and ethical manner. We hereby take a zero-tolerance approach to bribery and corruption. We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery.

The purpose of this policy is to:

- Set out our responsibilities, and those of our personnel including directors, managers and staff, in observing and upholding our position on bribery and corruption
- Provide information and guidance to our personnel on how to recognize and deal with bribery and corruption.
- Detail our ethos to any third parties who conduct business or engage with us including individuals and organizations who come into contact with Eldohosp Pharmaceuticals Ltd in the course of service and business interaction.

2. Scope

2.1 Those covered by the code

This code applies to all individuals working at all levels, including senior managers, officers, employees (whether permanent or temporary), consultants, contractors, trainees, interns, or any other third party persons associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as employees in this code). Third party means any individual or organization we come into contact with during the course of their work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

2.2. Areas of focus

We are keen to focus on areas of business where corruption and bribery can most often occur. These may include:

- Bribes.
- Gifts, entertainment and hospitality.
- Facilitation payments and kickbacks.
- Political contributions.
- Charitable contributions.

3. Glossary of Terms

3.1 Bribes

Bribe refers to directly or indirectly giving or offering anything of value for the purpose of obtaining or retaining business, to win a business advantage, or to influence a decision. Bribery is the offering, promising, giving, accepting or soliciting of an advantage as a reward for action which is illegal or a breach of trust. This includes accepting anything of material value to gain a commercial, contractual, regulatory or personal advantage. Employees must not engage in any form of bribery, either directly or through any third party (such as an agent or distributor). Specifically, employees must not bribe any public official.

3.2 Gifts, Entertainment and Hospitality

Employees must not offer or give any gift or hospitality which could be regarded as illegal or improper, or which violates the recipient's policies; or to any public employee or government officials or representatives, or politicians or political parties; or Gifts, entertainment and hospitality are acceptable if they are reasonable, proportionate and made in good faith and in compliance with our company policies.

3.3 Facilitation Payments and Kickbacks

A "facilitation payment" refers to small sums paid to government and private officials to facilitate or expedite routing. Facilitation payments are made for the purpose of expediting or facilitating the performance of a public official for a routine governmental action, and not to obtain or retain business or any improper business advantage. Our strict policy is that facilitation payments must not be paid. "Kickbacks" are payments made in return for a business favor or advantages. All workers must avoid any activity that might lead to, or suggest, that kickbacks will be made or accepted by Eldohosp Pharmaceuticals Ltd.

3.4 Political Contributions

We do not make donations, whether in cash or kind, in support of any political parties or candidates, as this can be perceived as an attempt to gain an improper business advantage. Employees may personally make political contributions provided they are not used to conceal bribery and are legal and ethical under local laws and practices.

3.5 Charitable Contributions

Charitable support and donations are acceptable (and are encouraged!), whether they be in-kind services, knowledge, time, or direct financial contributions. However, employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. We only make charitable donations that are legal and ethical under local laws and practices.

3. Glossary of Terms

3.6 Conflicts of Interest

Conflicts of interest arise when an employee's position or responsibilities with the transacting entity present an opportunity for personal gain apart from the normal rewards of employment, or when an employee gives preference to his personal interests where his duties and responsibilities to the company should come first. Employees and directors should avoid situations where their personal interests might be, or might appear to be in conflict with the interests of the entity they serve. They must also disclose any interests that they, or their Family members, have with businesses that deal with or compete against the company entity that they serve.

3.6.1 Business

For purposes of clarity, 'Business' includes, but is not limited, to the following: The company Suppliers, Contractors, Sub-contractors, Business partners, Consultants, Dealers, agents, or any business that provides products or services to the company. Businesses that provide products or services similar to those offered by the company also fall in this category.

3.6.2 Interest

For purposes of clarity, 'interest' means any participation, control or management of the operations, strategy or governance of a business outside The company, whether by a The company employee or by his/her proxy; The holding of 5% or more shares in a public listed company, by the employee directly or jointly with others; Any benefit (financial or otherwise) that an employee obtains directly, or indirectly from a business outside the company; Any benefit obtained by a member of one's Family from a business supplying products or services to the company. Any employee who has or proposes to have an interest in such a business must disclose such interest to the entity they serve.

3.6.3 Family

For purposes of clarity, 'family' includes but is not limited to the employee's parents, brothers, sisters, children, aunts, uncles, cousins. It also includes the employee's spouse and his/her Family.

Conflicts of interest can also arise if any family member is employed by an entity, or is contracted to work for the entity, as a supplier or sub-contractor, this relationship must be disclosed.

3.7 Bribing a government official

No company Employee shall make any offer, gift, payment, promise to pay, or authorization of the payment of any Money or anything of value (including charitable and political contributions), directly or indirectly, to a Government Official, for the purpose of:

- Influencing any act or decision of the Government Official in their official capacity;
- Inducing the Government Official to do or omit to do any act in violation of their lawful duty;
- Securing any improper advantage;
- Inducing the Government Official to use their influence to affect or influence any act or decision of such government, in order to assist in obtaining or retaining business or in directing business to any party;
- Receiving Confidential Information or advice that would provide the person with an undue advantage;
- Manipulating the procurement or selection process through any means to ensure a given result; or
- Any other corrupt payment defined in any policy and procedure of the company.

3.7 Bribing a private sector agent

No company Employee shall make any offer, gift, payment, promise to pay, or authorisation of the payment of any money or anything of value (including charitable and political contributions), directly or indirectly, to a private sector official/ agent, or business partner for the purpose of:

- Influencing any act or decision of the agent in their official capacity;
- Inducing the agent to do or omit to do any act in violation of their lawful duty;
- Securing any improper advantage;
- Inducing the agent to use their influence to affect or influence any act or decision, in order to assist in obtaining or retaining business or in directing business to any party;
- Receiving Confidential Information or advice that would provide the person with an undue advantage;
- Manipulating the selection process through any means to ensure a given result.
- Any other corrupt payment defined in any policy and procedure of the company.

4. RESPONSIBILITY OF STAKEHOLDERS

All employees and stakeholders are required to read, understand and comply with this Code.

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for or with us.

All employees and stakeholders are required to avoid any activity that might lead to, or suggest, a breach of this code.

All stakeholders must notify the company senior management through the Branch Manager as soon as possible if there is suspicion that a conflict with or breach of this code has occurred, or may occur in the future.

Any employee or stakeholder who breaches this Code will face disciplinary action, which could result in immediate dismissal for gross misconduct.

We reserve our right to terminate our contractual relationship or all forms of engagement with third parties who are in breach of this Code, and to report them to relevant authorities that regulate them for further action.

5. RECORD KEEPING

We keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

All hospitality or gifts accepted or offered are to be declared to the company through the Branch Manager.

All expenses claims relating to hospitality, gifts or expenses incurred to third parties must be documented including specific details of the reason for the expenditure.

All accounts, invoices and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness, and for scrutiny to ensure that the dealings do not breach this Code.

No accounts are kept “off-book” to facilitate or conceal improper payments.

6. HOW TO RAISE CONCERN

All stakeholders and the general public are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries or concerns, these should be raised directly with the Branch Manager.

7. WHAT TO DO IF YOU ARE A VICTIM OF BRIBERY OR CORRUPTION

It is important to notify the Branch manager as soon as possible if you are offered a bribe in relation to the operations of the company, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

8. PROTECTION

It is important to notify the Branch Manager as soon as possible if you are offered a bribe in relation to the operations of the company, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

Summary:

Eldohosp Pharmaceuticals Ltd is committed to running its business responsibly with active compliance of the Codes of Ethics, all set laws and applicable regulations.

Any complain(s) against our processes, employees or stakeholders dealing with us can be communicated to our Senior Management as per the contacts below.

Any query related to this code of conduct should also be communicated through the same email addresses.

CHIEF EXECUTIVE OFFICER	DR. P.V. LODHIA	pvlodhia@eldorethospital.com
MANAGING DIRECTOR	DR. NEELESH AGGARWAL	neeleesh@epl.co.ke
GENERAL MANAGER	TONY MATHEW	tony@epl.co.ke

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