

# Anti – Trust and Fair Competition Policy

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## 1. Purpose

- 1.1 The policy highlights Wockhardt's commitment to Antitrust and Competition Laws to conduct business in Fair, Ethical and Transparent manner. Wockhardt shall demonstrate zero tolerance towards "unfair methods of competition" and "unfair or deceptive acts or practices".
- 1.2 This policy provides guidance to Associates across Wockhardt Limited (including its subsidiaries) about Antitrust and Competition Laws and to conduct business in fair, ethical and transparent manner.
- 1.3 It is important that all Associates act professionally, fairly and with utmost integrity in all its business dealings and relationship; whenever and wherever they operate or engage with competitors, suppliers, distributors or any other members of Wockhardt's supply chain.

## 2. Applicability

This policy shall be applicable to all Associates ( which term shall include but not be limited to all on-roll employees, Board Members, Contractors, Suppliers, Consultants, Trainees, Service providers of Wockhardt Limited and its subsidiaries and all other persons or entities contractually obligated to Wockhardt Limited across the globe.

### Policy Framework

#### 2.1 Dealing with Competitors

- 2.1.1 In today's marketplace, competitors interact in many ways, through trade associations, professional group, joint venture, standard setting organizations, and other industry groups. Wockhardt shall encourage such dealings, provided they are fair, ethical and transparent in nature.
- 2.1.2 Associates must be aware of antitrust risks in their interactions with competitors and must maintain caution at all the times during their dealings with competitors.
- 2.1.3 Associates shall not under any circumstances, engage in Price Fixing with any competitor(s) or supplier(s). Associates shall establish prices for all its products independently based on internal cost, expected profit margin and other relevant criterion, without the influence of or in collusion with any third party, or competitor.
- 2.1.4 Price Fixing not only relate to prices, but also to other terms that affect cost to consumers, and therefore, Associates are prohibited to disclose any such information to the competitors. This could include any matters, including but not limited to:
  - Financing Rates
  - Pricing policies
  - Promotions
  - Bids
  - Costs
  - Capacity
  - Terms and conditions of sales, including individual credit terms

- Discount
  - Identity and contact details of Customers
  - Allocation of Customers or Sales areas
  - Production quotas
  - Status of products in R&D pipeline
- 2.1.5 Competitive information and/or intelligence, must only be collected through legal and ethical means such as published news, press release and information available in the public domain etc.
- 2.1.6 Bid rigging can take many forms, but one frequent form is when competitors agree in advance which firm will win the bid. Associates must never coordinate or collude with competitors by discussing bid amounts for winning contracts. Such price or bid amount must always be kept confidential.
- 2.1.7 Associates must never try to influence or direct competitor to not undertake business with targeted individual or organization as it amounts to illegal boycott.

## **2.2 Dealing with Suppliers and Dealers**

- 2.2.1 The Anti-trust laws also affect a variety of relationships – those involving organizations at different levels of the supply chain including but not limited to suppliers, distributors, logistics providers, third parties, business partners etc.
- 2.2.2 Wockhardt shall encourage arrangements, provided they are undertaken with an intention to reduce cost or promote efficiencies.
- 2.2.3 Associates must not enter into any agreement or arrangement with retailers, distributors or business partners, if such agreement or arrangement prohibits or appears to prohibit the sale of Wockhardt products to certain sections or types of customers.
- 2.2.4 Wockhardt has a right to choose its business partners. As permitted by applicable laws, Wockhardt shall be entitled to enter into exclusive contracts with its Business Partners. However, Associates must refrain from any anti-competitive arrangements or agreement with such Business Partner.

## **2.3 Mergers & Amalgamations**

Mergers and Amalgamations may benefit the organization and its consumers by allowing organizations to operate more efficiently. While entering into any mergers and amalgamations, Wockhardt shall comply with the requirements of Antitrust and Competition Laws

### **Miscellaneous**

The principles provided above are an indicative list and not an exhaustive list of all possible scenarios which could result in violation of applicable Antitrust and Competition Laws. Associates shall ensure that no business practice is proposed or undertaken which may be in contravention of applicable Antitrust and Competition Laws and other relevant guidelines or this Policy.

## **3. Exceptions**

All exceptions/ deviation/ non-compliance to this Policy must be reported to the Chief Compliance Officer for appropriate action.

#### 4. Breach of Policy Principles

Any violation of the principles set forth in this Policy by any Associates may result in significant consequences and penal actions against such Associates, including wage freeze, prosecution, fines and other penalties for improper conduct, including termination and initiation of criminal proceedings against such person in addition to any actions initiated by respective authorities under the Antitrust and Competition Laws, for the time being in force.

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