

Whistle Blower Policy

Objective

- ⇒ Promote a culture of “Speak-up” on matters relating to Code of Ethics
- ⇒ Provide a non-threatening environment to employees to discuss matters relating to our Code of Ethics
- ⇒ Sustain & strengthen our culture of Integrity & Compliance
- ⇒ To provide necessary safeguards for protection of employees from reprisals or victimization, for whistle blowing in good faith as we strictly follow **No Retaliation Policy**.
- ⇒ To provide an assurance to external stakeholders that there is internal cordiality and transparency.

Audit Committee Audit Committee shall oversee the effective application of the Whistle Blower Policy.

Scope All employees who are on the rolls of Authum Investment & Infrastructure Limited (Authum)

Who is a Complainant? An employee making a disclosure under this process is commonly referred to as a complainant. The complainant’s role is as a reporting party; he/she is not an investigator. Although the complainant is not expected to prove the truth of an allegation, the complainant needs to demonstrate to the Committee, that there are sufficient grounds for concern and expected to provide the complete details/evidences in his possession

Safeguards **Harassment or Victimization**
Harassment or victimization of the complainant will not be tolerated and could constitute sufficient grounds for any punitive action including dismissal of the concerned employee, who indulge in such harassment / victimization.

Complainant’s identity
Every effort will be made to protect the complainant’s identity, subject to legal constraints.

Anonymous Allegations:

Complainants must reveal their proper identity (name, employee id etc) while raising such complaints and as follow-up questions. Investigation may not be possible unless the source of the information is identified. Concerns expressed anonymously WILL NOT BE usually investigated BUT subject to the seriousness of the issue raised the Committee can initiate an investigation independently. It solely depends upon the discretion of the Committee and the nature of complaint.

Complaints

The complaints need to be precise and specific and complainant should not indulge in general or 'in general' forms and should always identify the person against whom such allegations are made.

Who is a Whistle Blower?

Whistle Blower means an Employee or director or any stakeholder making a Protected Disclosure under this Policy.

When do you contact the Committee?

- ⇒ To seek clarity on the code of ethics
- ⇒ To raise a complaint / concern pertaining to code of ethics
- ⇒ To notify if they discover a potential violation of code of ethics

In making a report of a violation of the Code, the Employee should exercise due & utmost care to provide as much details on the concern / complaint & ensure the accuracy of the information.

In case the complaints received do not pertain to matters related to Code of Ethics, then the same should be forwarded to the appropriate authorities for disposal.

Annexure 1 provides the necessary contact details.

How to reach the Committee?

Complainant can reach the Committee either directly as per list provided in *Annexure 1*

Confidentiality

- ⇒ On receipt of complaint, the Committee must not forward the mail or share it with any other person
- ⇒ Committee must carry out the investigation either directly or through

engaging services of other official's assistance, maintaining utmost confidentiality

Investigation

All complaints received will be recorded and looked into. If initial enquiries by the Committee indicate that the concern has no basis, or it is not a matter to be pursued under this process, it may be dismissed at this stage and the decision documented. Where initial enquiries indicate that further investigation is necessary, this will be carried through either by the Committee. The investigation would be conducted in a fair manner, as a neutral fact-finding process and without presumption of guilt. A written report of the findings would be made.

Investigation Result

Based on a thorough examination of the findings, the committee would recommend an appropriate course of action to the CEO / concerned authority of Authum. Where an improper practice is proved, this would cover suggested disciplinary action, including dismissal, if applicable, as well as preventive measures for the future. All discussions would be minuted and the final report will be prepared.

In case of any complaints against CEOs/ Committee, the same would be reviewed and acted upon as may be decided by Company.

***Reporting by
Committee***

The Committee will provide quarterly reports to the Chief Executive Officer/Chief Risk Officer.

***Communication to
Complainant***

- ⇒ The complainant will receive acknowledgement on receipt of the concern, thanking him/her for initiative taken in upholding the company's business conduct standards.
- ⇒ The amount of contact between the complainant and the body investigating the concern will depend on the nature of the issue and the clarity of information provided. Further information may be sought from him/her.
- ⇒ Subject to legal constraints, s/he will receive information about the outcome of any investigations.

Changes to process

This process can be changed, modified, rescinded or abrogated at any time by Authum Investment & Infrastructure Limited.

Responsibilities

1. Bring to early attention of the company any improper practice they

of Employees

become aware of. Although they are not required to provide proof, they must have sufficient cause for concern.

2. Avoid anonymity when raising a concern.
3. Co-operate with investigating authorities, maintaining full confidentiality.
4. The intent of the policy is to bring genuine and serious issues to the fore.
5. A complainant has the right to protection from retaliation.
6. Maintain strict confidentiality.
7. In making a report of a violation of the Code, the employee should exercise utmost care to provide as much detail on the concern / complaint and ensure the accuracy of the information.
8. Be objective while making complaints and allegations

***Responsibilities
of
Committee***

1. The Committee is expected to manage the sensitivities of the person seeking clarifications or reporting a concern. Authum Investment & Infrastructure Ltd and businesses follows a "No-Retaliation Policy" on matters relating to the Code of Ethics, which means that the company will make sure that an employee is not victimized just because he voices a concern or reports a violation.
2. Promote the "speak up" culture
3. Execute the job of the Committee diligently in a manner which shall uphold the spirit of the process
4. Ensure that necessary safeguards are provided to the complainant.
5. Ascertain prima facie the credibility of the charge. If initial enquiry indicates further investigation is not required, close the issue.
6. Where further investigation is indicated carry this through the Committee if necessary.
7. In case of change of Committee on their volition or arising out of resignation/ transfer or any other reason, his/her relieving and handover of the documents / records / any other papers relating to Committee process /enquiry / investigation etc. to the other committee member identified in his place.

8. Ensure the complaints recorded are actioned upon within reasonable time frame as under

A) The investigation should be completed within 60 days of the receipt of complaint. If additional information is submitted or collected from the complainant, then the investigation to completed within 60 working days from the date of such submission of additional details.

B) The report on the findings of the investigation should be submitted within 10 working days of the completion of the investigation / enquiry.

C) Management to decide action on such report / recommendation within 30 days of the issue of such report.

9. Conduct the enquiry in a fair, unbiased manner

- Ensure complete fact-finding.
- Maintain strict confidentiality.
- Decide on the outcome of the investigation, whether an improper practice has been committed and if so by whom.
- Recommend an appropriate course of action suggested disciplinary action, including dismissal, and preventive measures.
- Minute Committee deliberations and document the final report

Appeal

⇒ If the complainant is dissatisfied with the outcome of the investigation and the judgment of the Committee he can appeal to the apex committee

⇒ The decision of this committee will be final and binding

(Refer **Annexure 3** for details)

***Frivolous
Complaints***

In case of repeated frivolous complaints, the Audit Committee may take suitable action against the concerned complainant.

***Maintenance of
logs /
Documentation***

1. Log of all cases will be maintained
2. The Committee shall forward all concerns / send all reports and working papers to the resource person (who will be appointed by

the Chief Executive Officer, Authum)

3. The resource person shall be responsible for keeping the record of all reports and complaints and the investigation reports for a period of 2 years.

Resource Person will also be responsible for recording minutes of quarterly meetings.

***Engaging
professional
firms managing
independent
platform***

To ensure more vibrant mechanism, Authum may make use of external platform that will provide dedicated E-mail IDs to employees under whistle blowing mechanism. They would also Work in close co-ordination with Committee at Authum and work as independent feedback mechanism for supplementing existing framework. The cost of such external platform would be shared across LOBs and Authum on the basis of no. of employees or as may be decide time to time. The specification of such external platform in the Whistle Blowing Mechanism is as per Annexure.

Annexure 1	Committee Network
Annexure 2	Process Flow
Annexure 3	Apex Committee Charter

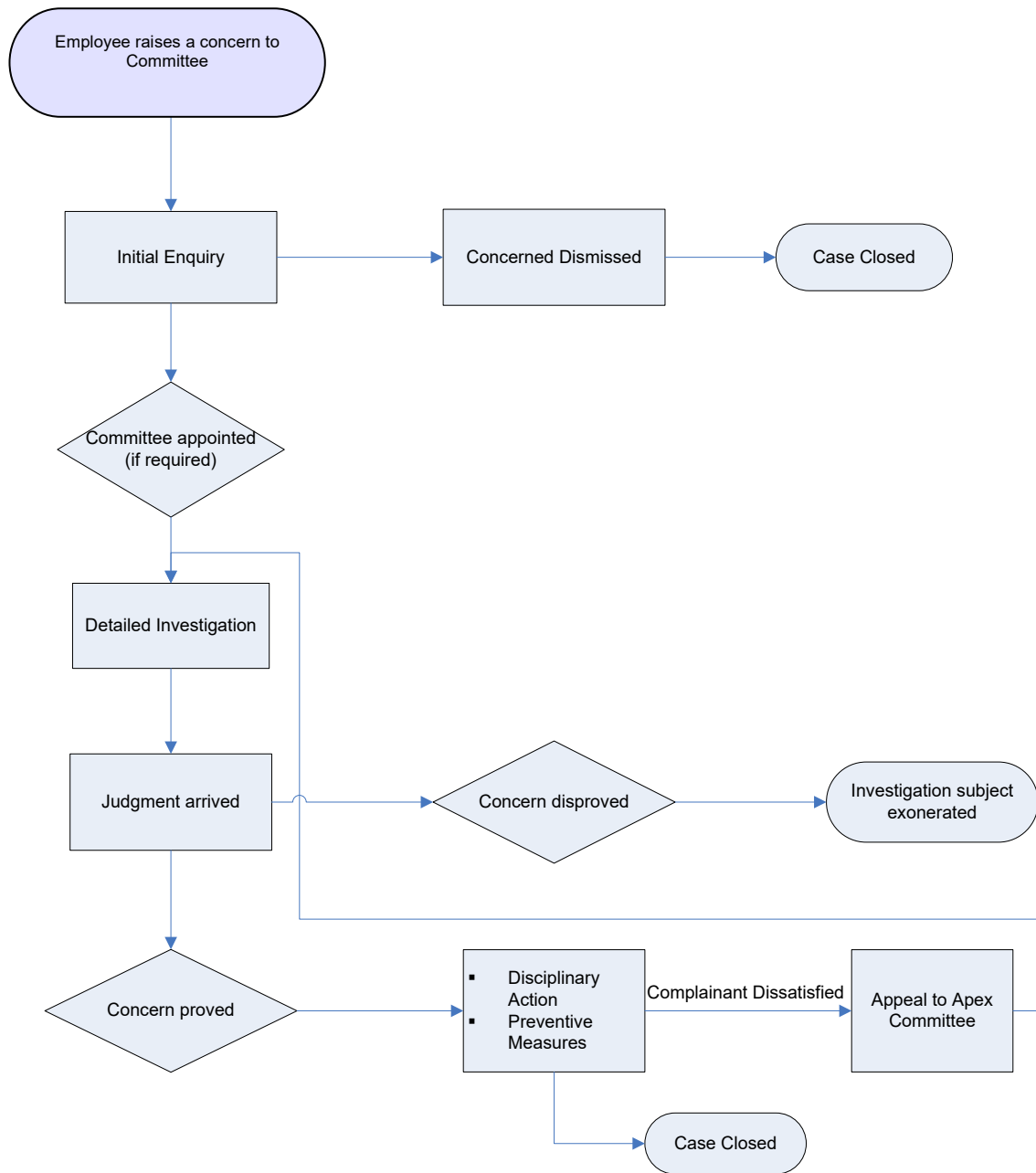
Annexure 1: Committee

- **Name: Savneet Chopra**
Designation: Head – Operations & Customer Service
Email ID: Savneet.Chopra@Authum.com
Contact No: 8080155446
- **Name: Mrityunjoy Sen**
Designation: Assistant Vice President - Collections
Email ID: Mrityunjoy.Sen@Authum.com
Contact No: 9324895252

Complainant can contact Committee through below email id.

Email ID: Whistleblower@Authum.Com

Annexure 2: Process Flow



****Appeal can be made to Apex Committee only once.**

Annexure 3: Apex Committee Charter

The Apex committee is constituted under the provisions of “Whistleblower Policy” of Authum Investment & Infrastructure Limited. It is a standing body of three persons that hear appeals from reports issued by Ombudspersons Committee. The Apex committee (also referred as Appellate Authority in this charter) can uphold, modify or reverse the findings of the reports.

The apex committee shall consist of the following members:

Sr. No.	Name	Designation	E-mail
1.	Akash Suri	Chairman	Akash.Suri@Authum.com
2.	Deepak Dhingra	Member	Deepak.Dhingra@Authum.com
3.	Paresh Narvekar	Member	Paresh.Narvekar@Authum.com

Any appeal against awards in cases involving/relating to Committee/CEO or apex committee members, would be heard by committee of directors as may be formed whenever required.

APPEAL

Time Limit of Filing of Appeal:

- Every appeal must be filed within “30 days from the date of communication of the Committee decision”.
- If the Committee is satisfied that the appellant was prevented by sufficient cause from filing the appeal, the appeal may be admitted after 30 days also.

Commencing the Appeal

- An aggrieved employee may seek the right to appeal to an Apex Committee against the decision of the Committee or any penalty imposed by them.
- Where an employee is pursuing the Appeals procedure, any penalty imposed by the Committee shall not immediately take effect. However, the Apex Committee shall have the authority to temporarily suspend or exclude such an employee in the interests of the Organization.

Disposal of Appeal

- The appeal should be disposed off within 30 days of receipt of the appeal. In exception cases, the Appellate Authority may take 45 days for its disposal. However, in cases where disposal of appeal takes more than 30 days, the Appellate Authority should record in writing the reasons for such delay.
- Appeals only against the decision of the Committee are maintainable before the Apex committee, no other appeal / direct complaint shall be entertained.
- The decision of the Apex committee shall be final and binding.

Working of the Apex Committee

- The primary function of the committee is the disposal of appeals against the decision of the Committee through a formal process of screening of complaints and conducting of enquiries.
- The aim of the committee is to address appeals in order to safeguard and expand the culture of “speak up” in the company.
- The Apex Committee shall accept for review only those cases where the aggrieved employee/complainant can:
 - Present new or additional evidence; and/or
 - (a) Present additional information about her/his personal circumstances; and/or
 - Present evidence of procedural irregularity; and/or
 - (a) Demonstrate that a penalty imposed is disproportionate to the breach; and/or
 - (b) Demonstrate that a restitution financial penalty is based on an inaccurate valuation
- The Appellate authority shall be entitled to question the employee on the content of the statement or any documents presented before them.
- If the employee fails to make an appearance without just cause at a meeting called by the committee, the members may, at their discretion, dismiss the request for an appeal or they may deal with the case as deemed fit in her/his absence.
