

## **SHRIRAM EPC LIMITED**

### **WHISTLEBLOWER POLICY**

1. All employees of SHRIRAM EPC LIMITED (SEPC) or of any of its subsidiaries or associate companies (SEPC Employees) have a right and indeed a responsibility, to report any concerns they may have concerning any actual, suspected or planned wrongdoings involving a SEPC Company [Shriram EPC Limited or any of its subsidiaries or associate companies] or any of its directors, officers or employees (“Wrongdoing(s)”). SEPC Employees furthermore have a right to report such concerns (by means of “Whistleblowing”) confident in the knowledge that any such act of Whistleblowing on his part will not lead to any discrimination or recrimination against such employee.

The Chairman of SEPC shall be the authority to whom such concerns are to be addressed. Correspondence on this may be addressed to him at the address of the Registered Office of the Company or by e -mail to [shivaram@shriramepc.com](mailto:shivaram@shriramepc.com).

Any SEPC Employee raising such concerns in good faith, can do so in the knowledge and confidence that the Board of Directors of SEPC will ensure that the act of raising such concerns will not lead to such an individual facing any recrimination, punishment or victimisation. In this regard the Deputy General Manager – Personnel is available, as appropriate, to provide guidance with regard to the scope and application of this policy.

2. Wrongdoings for Whistleblowing purposes include, *inter alia*, the following:
  - a) criminal activities;
  - b) fraud or corruption;
  - c) provision of misleading information or the falsification of financial or other records;
  - d) breaches of copyright, patents and licences;
  - e) violation of health and safety legislation;
  - f) violation of environmental legislation;
  - g) violation of restraint of trade legislation;

- h) failure to comply with other legal obligations;
- i) violation of the Code of Conduct;
- j) breaches of other policies and procedures (including, without limitation, breaches of financial controls and reporting requirements) and
- k) concealing or overlooking any of the above.

### **3. SCOPE OF POLICY**

3.1 The scope of this policy applies to all SEPC Companies in India, including joint ventures and other investments in which any SEPC company has a participating interest. The policy applies regardless of the jurisdiction in which the Wrongdoing occurs or is suspected to have occurred, or whether or not such Wrongdoing or suspected Wrongdoing occurs in the home country or jurisdiction of another Country.

3.2 SEPC Employees will need to consider specific Whistleblowing legislation (of which they are aware) and which is applicable in the country in which the relevant SEPC Company is registered.

### **4. PROCEDURES**

4.1 Where an SEPC Employee suspects there is a Wrongdoing or has been asked to participate in a Wrongdoing he has a duty to disclose his concerns at the earliest opportunity.

4.2 Such disclosures should be made in good faith and be based on a reasonable belief that a Wrongdoing has occurred or is likely to occur. If a subsequent investigation reveals there was no Wrongdoing then the employee making the original disclosure will not be subject to any victimisation or disciplinary action by his employing Company, provided such employee has acted in good faith.

4.3 Any disclosures that are intended primarily to be malicious will not be tolerated and any SEPC employee making such disclosures will be subject to disciplinary action by his employing company.

4.4 In the first instance if an SEPC Employee has any concern he should raise such concerns with his immediate superior. However, if this does not resolve the matter or he does not deem it appropriate to raise such concerns with his immediate superior, he should raise his concerns directly with the Deputy General Manager – Personnel.

4.5 Any concerns on an SEPC Employee with the Deputy General Manager – Personnel shall be in writing. The Deputy General Manager – Personnel shall provide a summary of the issues raised with the Audit Committee of SEPC as appropriate.

4.6 All disclosures by SEPC Employees are treated in strictest confidence and this is maintained as long as it does not hinder any investigation of a possible Wrongdoing. It may be necessary to reveal the source of information, e.g. SEPC Employee statement for evidence purposes in order to successfully complete an investigation.