

## **Aurum PropTech Limited**

### **Whistle Blower Policy**

(Effective August 1, 2019)

#### **1. Objective**

The objective of this Whistle Blower Policy is to provide Directors, Employees, Customers and Vendors of Aurum and its Subsidiaries an avenue to raise any complaint or concern, in line with the Organization's commitment to the highest possible standards of ethical, moral and legal business conduct and its commitment to transparent communication.

#### **2. Whistle Blowing Domain**

2.1. Strong business ethics form the basis for all of our relationships with teammates within Aurum, Customers, Contractors, Competitors, Suppliers, Government, Shareholders, Society and Colleagues. Actions that fall short of, or even appear to fall short of these standards can only undermine our business integrity, standards of excellence, and ultimately our success.

2.2. This Policy has been introduced by the Organization to enable individuals to raise their concerns about any malpractice, impropriety, abuse or wrongdoing at an early stage and in the right way, without fear of victimization, subsequent discrimination or disadvantage. The Policy is intended to encourage and enable all individuals to raise concerns with the Organization instead of overlooking them.

2.3. It is emphasized that this Policy is intended to assist individuals who believe they have information about a malpractice, impropriety, abuse or wrongdoing. It is not designed to question financial or business decisions taken by the Organization nor should it be used to reconsider any matters, which have already been addressed pursuant to disciplinary or other procedures of the Organization.

#### **3. Scope & Coverage**

##### **3.1. Who can raise a Complaint?**

Directors, Employees (on permanent, contractual or temporary rolls), Customers, Contractors and Vendors who are engaged with Aurum, including its Subsidiaries, Associate Companies and Joint Ventures (in case such entities do not have a Whistle Blower Policy of their own).

### **3.2. Complaint against whom?**

Complaint can be raised against any Director of the Organization or any Employee of Aurum (on permanent, contractual or temporary rolls), including its Subsidiaries, Associate Companies and Joint Ventures (in case such entities do not have a Whistle Blower Policy of their own).

### **3.3. Complaint about what?**

Any misconduct or breach of duty in the performance of a professional service that results in a financial irregularity/loss and/or reputation loss. Any activity by a Director or Employee of Aurum (including its Subsidiaries, Associate Companies & Joint Ventures, in case such entities do not have a Whistle Blower Policy of their own), that is undertaken in the performance of his/her engagement with Aurum/official duties, whether or not that action is within the scope of his or her employment, and that:

3.3.1. is in violation of any law or regulation of the country under whose laws the individual is governed, including, but not limited to, corruption, malfeasance, bribery, theft of property, fraudulent claims, fraud, coercion, conversion, malicious prosecution, misuse of property, misuse of confidential information of the Organization/Associate Companies/ Clients/Vendors or willful omission to perform duty, and/or

3.3.2. is economically and/or environmentally wasteful/harmful, and/or

3.3.3. involves abuse of authority [i.e. committing an act, decision or conduct with a purpose to intimidate, harass or treat another employee unreasonably under the applicable facts and circumstances], gross misconduct, misappropriation of money and actual or suspected fraud], and/or

3.3.4. is a violation of law or of the Organization's Code of Conduct & Ethics Policy (COBCE); and/or

3.3.5. is a directive to violate or assist in violating an applicable law, rule or regulation or any order to work or cause others to work in conditions outside of their line of duty that would unreasonably threaten the health or safety of Employees or the public; and/or

3.3.6. constitutes unethical and improper practice [e.g., a decision being taken on the basis of personal relationship/gain rather than merit]; and/or

3.3.7. results in a mis-statement in the Organization's financial records which include time sheets, sales records and expense reports and distorting the true nature of the transaction; and/or

3.3.8. results in a mis-statement about the products and services of the Organization; and/or

3.3.9. relates to accounting, internal accounting controls or auditing matters or regards questionable accounting or auditing matters;

3.3.10. is an act in the nature of a restrictive trade practice; and/or

3.3.11. is an activity considered inappropriate involving dealings with Vendors/Customers or potential Customers/Business Associates; and/or

3.3.12. is an act which does not conform to approved standards of social or professional behavior, which leads to unethical business practice or morally offensive behavior.

#### **4. Definitions**

##### **4.1. Ombudsperson**

4.1.1. Ombudsperson is an official who will act as an impartial intermediary between a Complainant and the Organization and to whom complaints or concerns can be raised for remediation.

4.1.2. For any complaints raised by Employees in Aurum, including its Subsidiaries, Associate Companies and Joint Ventures (in case such entities do not have a Whistle Blower Policy of their own), Customers, Contractors or Vendors, the Ombudsperson will be a full-time senior manager in Aurum, well respected for his/her integrity, independence and fairness. He or she would be authorized by the Board of Directors of Aurum (the "Board") for the purpose of receiving all complaints under this Policy and ensuring appropriate action.

4.1.3. For any complaints raised against Directors or by any Director against the Management, the Ombudsperson will be the Chairperson of the Audit Committee of the Board.

4.1.4. For any complaints regarding accounting, internal accounting controls or auditing matters or regarding questionable accounting or auditing matters, the Ombudsperson will be the Chairperson of the Audit Committee of the Board.

4.1.5. The names of the Ombudspersons and the Chairperson of the Audit Committee of the Board, are given below :

Role	Name	Contact
Ombudsperson	Mr. Ajit Joshi *Mr. Himanshu Thosar *Ms. Sonia Jain	<a href="mailto:joshiajit62@gmail.com">joshiajit62@gmail.com</a> <a href="mailto:Himanshu.Thosar@aurumproptech.in">Himanshu.Thosar@aurumproptech.in</a> <a href="mailto:sonia.jain@aurumproptech.in">sonia.jain@aurumproptech.in</a>
Chairperson of Audit Committee of the Board	Mr. Vasant Gujarathi	<a href="mailto:vasantgujarathi@gmail.com">vasantgujarathi@gmail.com</a>

#### 4.2 . Complainant

A Director, Employee in Aurum, including its Subsidiaries, Associate Companies and Joint Ventures (in case such entities do not have a Whistle Blower Policy of their own), Customer, Contractor, Vendor or any other individual raising a complaint or a concern is commonly referred to as a Complainant (Whistle Blower). The Complainant’s role is only as a reporting entity and 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 Ombudsperson, that there are sufficient grounds for concern.

#### 4.3. Investigation Subject

The Investigation Subject is a person or group of persons against whom a complaint has been raised. Identity of the Investigation Subject would be kept confidential to the extent possible.

#### 4.4. Compliance Committee

The Compliance Committee is constituted to act as a co-ordinating body to help Ombudspersons in dealing with any complaints received. The Compliance Committee shall also be responsible for keeping the Board informed of all developments related to Whistle Blowing and also dealing with all statutory and audit reporting.

For all complaints regarding accounting, internal accounting controls or auditing matters or regarding questionable accounting or auditing matters, the role of the Compliance Committee will be fulfilled by the Audit Committee of the Board, independent of any management of Aurum, and references in this Policy to the “Compliance Committee” with respect to such complaints will be deemed to be references to the Audit Committee of the Board.

The co-ordinates of Compliance Committee, effective July 23, 2021, are given below:

Role	Name	Contact details
1. Chairperson, Compliance Committee (also Ombudsperson)	Mr. Kunal Karan	<a href="mailto:Kunal.karan@aurumproptech.in">Kunal.karan@aurumproptech.in</a>
2. Member, Compliance Committee	*Ms. Sonia Jain	<a href="mailto:sonia.jain@aurumproptech.in">sonia.jain@aurumproptech.in</a>

## 5. Reporting Channels

Multiple reporting channels have been made available, as listed below, which are designed to make the process of raising a concern, easy, comforting and confidential.

**5.1. Internal Channels:** A Complainant can communicate his/her concern directly to the Ombudsperson or to Members of the Compliance Committee within the Organization through face to face meeting, e-mail, telephone, or fax.

**5.2. Email ID** - Complainants can also raise their concern through e-mails to the Ombudspersons or Compliance Committee members or Chairperson of Audit Committee (if the complaint is against a Director or by a Director or is regarding accounting, internal accounting controls or auditing matters or regarding questionable accounting or auditing matters). If, for any reason, the Complainant does not wish to write to any of these entities, he/she can write to [investors.grievances@aurumproptech.in](mailto:investors.grievances@aurumproptech.in). Emails addressed to this ID will be received by the Company Secretary or Chairperson of the Compliance Committee, who will appropriately direct it to any of the Ombudspersons or Compliance Committee member/s or Chairperson of the Audit Committee, after ascertaining the nature and identity sensitivity of the concern raised.

**5.3. Dedicated Hotline** - Besides the specific contact number of Ombudspersons provided, a dedicated telephone hotline is provided at: (+91-22) 3000 1728 which can be directly reached and on which any Whistle Blower complaint can be registered. Calls to the hotline during work hours will be directed to the Operator to any of the Ombudspersons or Compliance Committee members, as desired by the caller except that complaints regarding accounting, internal accounting controls or auditing matters or regarding questionable accounting or auditing matters will be directed to the Chairperson of the Audit Committee of the Board. Calls after work hours will go into a voicemail where the caller can leave a recording, which will be referred to the Compliance Committee members or Chairperson of the Audit Committee of the Board by the operator.

**5.4. Anonymous Reporting** - Complainants can also raise their concerns by forwarding a sealed envelope to the Ombudsperson or to Compliance Committee member/s, without revealing their identity. Complainants who wish to raise concerns anonymously regarding accounting, internal

accounting controls or auditing matters or regarding questionable accounting or auditing matters, must forward their envelope to the Chairperson of the Audit Committee of the Board.

**5.5. Good Faith** - Complaint reporting must be done in absolute faith, without any malafide intention. This is especially important for anonymous complaints where there may not be an avenue for the Ombudsperson or the investigating person to cross verify with the Complainant. If the investigations are handicapped by lack of complete information or material leads, the Ombudsperson or the investigating person may drop and close the complaint.

#### **6. Guidelines for type of information to be furnished:**

6.1. In order to facilitate a smooth investigation, the following information will generally be required to be provided by any person raising a concern or complaint under the Whistle Blower Policy:

6.1.1. Name and whereabouts of persons against whom the concern or complaint is raised – viz. Employee/s or Contractor/s or Director/s.

6.1.2. The area/location within the Organization or outside, where the concerned incident would have occurred – viz. Dept., Section, Office, etc.

6.1.3. Date and time of the incident occurrence

6.1.4. Nature and description of incident, with reference to any of the following –

- financial issue
- legal issue • management action
- employee misconduct, and/or
- health, safety or environment issue
- any other issue

6.1.5. If possible, furnish any document, evidence or proof in relation to the concern or complaint

6.1.6. Provide contact details, if possible, of people with whom the investigating agency can connect during the process of inquiry to elicit more information or details

6.1.7. Details of any prior attempts to address the issue, if done.

6.2. It is reiterated that the above basic details must be furnished, to the extent possible, in relation to all complaints or concerns raised under the Whistle Blower Policy, so that all such complaints or concerns can be squarely addressed.

## **7. Remediation & Investigation**

7.1. Once a complaint has been made by a Whistle Blower, the Ombudsperson to whom the disclosure has been made will inform the Chairperson of the Compliance Committee of such disclosure by way of a report prior to investigating the concern.

7.2. The Ombudsperson shall then proceed to investigate the complaint/concern, either by himself or through any other person, in consultation with Compliance Committee Member/s.

7.3. Investigation by the Ombudsperson includes the following steps:

- a. Obtaining full details and clarifications of the complaint.
- b. Consider the involvement of any other internal or external investigation agency or person.
- c. Fully investigate into the allegation with the assistance where appropriate, of other individuals/bodies.
- d. Preparation of a detailed written report and submission of the same to the Compliance Committee, at the earliest, but generally not later than 30 days from the date of disclosure of complaint/concern.

7.4. Whilst the purpose of this Policy is to enable the Organization to investigate concerns and take appropriate steps to deal with it, the Organization will give the Complainant as much feedback as the Organization can. However, the Organization may not be able to inform the Complainant the precise action taken where this would infringe a duty of confidence owed by the Organization to someone else.

7.5. The Organization will also take steps to minimize any difficulties, which a Complainant may experience as a result of raising any concern. Thus, if the Complainant is required to give evidence in criminal or disciplinary proceedings, the Organization will arrange for the Complainant to receive advice about the procedure, etc.

## **8. Complaint against a Compliance Committee Member or Ombudsperson**

If a complaint is against a Compliance Committee Member or an Ombudsperson, the same will need to be referred directly to the Chairperson of Audit Committee of the Board.

## **9. Rules for Investigation and decision by the Compliance Committee**

9.1. The Compliance Committee shall follow the procedure detailed below to enable a fair conduct of the investigation and decision recommendation :

9.1.1. The Compliance Committee will, based on the findings in the written report submitted by the Ombudsperson and after conduct of such further investigation as it may deem fit, come to a final decision in the matter, not later than 30 days from the date of receipt of the written report.

9.1.2. If the complaint is shown to be justified, then the Compliance Committee shall invoke disciplinary or other appropriate action against the Investigation Subject as per Organization procedures.

9.1.3. A copy of the decision in writing will be sent to the Audit Committee of the Board.

9.2. All investigations will be conducted confidentially to the extent possible and consistent with the need to conduct an effective investigation.

9.3. The Investigation Subjects will have a right to consult with another person of their choice, other than the Ombudsperson, members of Audit Committee and/or the Whistle Blower. They shall also be free, at any time, to engage a Counsel at their own cost to represent them in the investigation proceedings. No reimbursement of Counsel Engagement cost shall apply even if there was nothing proved after investigations, against whom the complaint was made.

9.4. The Investigation Subject will have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witnesses shall not be influenced, threatened or intimidated by such persons.

9.5. All complaints received will be recorded and looked into. If initial enquiries by the Ombudsperson indicate that the concern or complaint has no basis, or it is not a matter to be pursued under this Policy, it may be dismissed at this stage by the Ombudsperson and the decision documented by him/her.

9.6. Where initial enquiries indicate that further investigation is necessary, this will be carried through either by the Ombudsperson alone, or by a Committee nominated for this purpose. The investigation would be conducted in a fair and impartial manner, through a fact-finding process and without presumption of guilt. A written report would be made on completion of the investigation.

## **10. Investigation Result**

Based on a thorough examination of the findings, the Ombudsperson/s or Compliance Committee will recommend an appropriate course of action to the CEO/Group Head - HR of the Organization (in case of complaints by Employees, Customers, Contractors and Vendors) or to the Audit Committee of the Board (in case of complaints by Directors or complaints regarding accounting, internal accounting controls or auditing matters or regarding questionable accounting or auditing matters). Where an improper practice is proved, the outcome would be disciplinary action, including dismissal, if applicable. For the sake of good order, preventive measures will also be initiated as soon as possible. All discussions will be minuted and the final report prepared.

## **11. Regular disclosure to Audit Committee**

The Audit Committee should be informed of the investigation process, report and decision taken with respect to each and every case reported under this Policy.



## **12. Communications with the Complainant**

The Complainant will receive acknowledgement on receipt of the concern subject, of course, to it being not anonymous. 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 and other sensitivities, s/he will receive information about the outcome of any investigations.

## **13. Appeal Process**

13.1. If the Whistle Blower or the Investigation Subject is not satisfied with the decision of the Compliance Committee, they can appeal against the decision before the Audit Committee, within 30 days from the date of decision. They should put their concerns in writing to the Chairperson of the Audit Committee or to the Company Secretary, who will arrange for any further investigation, as appropriate. The Chairperson/Company Secretary will send a written response to the appealing Whistle Blower or Investigating Subject.

13.2. The Audit Committee will take the decision on the matter within 30 days of such an appeal and the decision of the Audit Committee in the matter will be final and binding on all the parties.

## **14. Reporting in Good Faith**

Complaints or concerns should be raised in good faith and, to the extent possible, after gathering facts and/or data related to what he/she is stating. It should not be on hearsay or rumors and should not be done with any malicious intent and/or vested interests. However, if the complaint is found to be with malicious intent and/or vested interests, appropriate action will be taken against the complainant.

## **15. Non-Retaliation and Non-Harassment**

15.1. A Complainant who raises a concern in good faith will be protected from threat of retribution, victimisation, discharge or discrimination.

15.2. In case a Complainant believes that he or she has been retaliated against for raising concern under this Policy, he/she may file a written complaint to the Ombudspersons or Compliance Committee Member/s requesting appropriate remedy.

15.3. If the retaliation complaint is against an Ombudsperson or Compliance Committee member, then the Complainant should approach the Chairperson of the Audit Committee.

15.4. All such retaliation or harassment complaints will be dealt with in accordance with the Organization's Disciplinary Action process.

## **16. Complainant Acknowledgment**

Based on the report of the Compliance Committee or the Chairperson of the Audit Committee, an appropriate senior management authority of the Organization will ensure that remedial action, where required, is taken in a timely manner. This action will be in accordance with the applicable laws. The Complainant shall be given necessary feedback on the concern so raised & closure action taken, unless prevented by legal constraints.

## **17. Accountabilities**

### **17.1. Complainants (Directors/Employees/Customers/Vendors)**

- a. Bring to early attention of the Organization any improper practice they become aware of or concerns they have regarding suspected violations of the Organization's standards. Although they are not required to provide proof, they must have sufficient cause for concern.
- b. Anonymous reporting is sufficient.
- c. Co-operate with investigating authorities, maintaining full confidentiality.
- d. The intent of the Policy is to bring genuine and serious issues to the fore and it is not intended for petty complaints. Malicious allegations by team mates of Aurum will lead to disciplinary action.
- e. A Complainant has the right to protection from retaliation. But this does not extend to immunity for complicity in the matters that are subject of the allegations and investigation.
- f. In exceptional cases, where the Complainant is not satisfied with the outcome of the investigation carried out by the Ombudsperson, s/he can make a direct appeal to the Chairman of the Audit Committee of Aurum.
- g. Maintain confidentiality of the complaint and related facts other than as required by applicable law.

### **17.2. Ombudsperson/Compliance Committee/Chairperson of Audit Committee**

- a. Ensure that the Policy is being rightfully implemented.
- b. Ascertain prima facie the credibility of the charge. If initial enquiry indicates further investigation is not required, close the issue.
- c. Document the initial enquiry.
- d. Where further investigation is indicated, carry this through, appointing a Committee if necessary.
- e. Acknowledge receipt of concern to the Complainant, thanking him/her for initiative taken in upholding the Organization's business conduct standards.
- f. Ensure that necessary safeguards are provided to the Complainant.
- g. Conduct the enquiry in a fair, unbiased manner.
- h. Ensure complete fact-finding.
- i. Maintain strict confidentiality.

j. Decide on the outcome of the investigation, whether an improper practice has been committed, and, if so, by whom.

k. Recommend an appropriate course of action-suggested disciplinary action, including dismissal, preventive measures and other appropriate measures.

l. Minute Committee deliberations and document the final report.

### **17.3. Chairperson of Compliance Committee**

a. Provide quarterly reports to the CEO/Board. In case of a complaint by a Director, the quarterly report should be submitted to the Chairperson of the Audit Committee.

b. Ensure necessary actioning of recommendations of the Ombudsperson/Compliance Committee.

### **17.4. Investigation Subject**

a. Provide full co-operation to the Investigation team.

b. Be informed of the outcome of the investigation.

c. Accept the decision of the Ombudsperson.

d. Maintain confidentiality of the issue.

\* Reviewed & amended by Board of Directors on April 27, 2023.