



Manipal Technologies Limited

Whistleblower Policy

POLICY DOCUMENT

V3.00

Public Document

Registered Office:

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1. Introduction

This whistleblower policy shall be applicable to Manipal Technologies Limited (hereafter referred to as 'MTL' or 'Organization') having its registered office at Udayavani Building, Press Corner, Manipal – 576 104, including its subsidiaries, associates, and affiliated companies.

MTL is committed to protecting its employees, partners, customers, suppliers, and the Organization from illegal or damaging actions by individuals and ensuring that business is conducted with integrity. In order to promote the highest ethical standards, the Organization will maintain a workplace that facilitates the reporting of potential violations of Organization policies and applicable laws.

Whistleblowing is viewed by the MTL as a positive contribution to Organization's efficiency and long-term success.

1.1 Applicability

This policy applies to directors, shareholders, partners, employees, temporary employees, or any other whistleblower including suppliers, contractors, subcontractors, consultants, interns, trainees, former employees, visitors, job applicants and any other third parties. A whistleblower is anyone who has knowledge of illegal activities occurring in the Organization.

1.2 Scope

This policy intends to enable those who become aware of potential/suspected violations of MTL's Code of Conduct and Ethics that is likely to affect the Organization, to report their concerns at the earliest opportunity to have an impartial investigation.

1.3 Objective

This policy is designed to ensure that whistleblower/s can raise issues/concerns/doubts regarding the likely wrongdoing or potential malpractices within MTL, without the fear of victimization, subsequent discrimination, disadvantage, or dismissal.

This policy also intends to encourage and enable whistleblower/s to raise concerns so that it leads to the improvement in the functioning of MTL. This policy aims to:

- a. Encourage people to feel confident in raising serious concerns at the earliest opportunity.
- b. Explain how and where to raise those concerns.
- c. Define the process that will be followed to review and analyse the concern.
- d. Explain the process that will be followed in responding to the concern raised (only in those cases where identity and contact details are provided).
- e. Reassure whistleblower/s that they will be protected from possible reprisals or victimization.

These might relate to:

- a. Abuse of racial, sexual, disability or other discrimination.
- b. Compromise health and safety of employees.
- c. Blackmail, inappropriate dealings with suppliers/customers.
- d. Accepting favours/considerations in exchange of services.
- e. Not complying/following laws of the country.
- f. Improper use of authority.
- g. Unauthorized use of funds or other assets.
- h. Potential fraud.
- i. Intentional misreporting of performance data.
- j. Hiding information about wrongdoing.
- k. Deliberate concealment of information relating to the above.

- l. Conduct likely to damage the Organization's reputation.
- m. Failures to comply with Organization's policies.
- n. Non-Disclosure of conflicts of interest.
- o. Provision of misleading information or falsification of records.
- p. Misuse of Organization property for personal gain.
- q. Breaches of copyrights, patents, intellectual property, and software licenses.

1.4 Abbreviations

- CEO Chief Executive Officer
- CFO Chief Financial Officer
- CHRO Chief Human Resource Officer
- HR Human Resource
- MD Managing Director
- WIO Whistleblower Investigation Officer
- WPO Whistleblower Protection Officer

2. What is Whistleblowing?

This policy is to encourage people who have serious concerns about any aspect of the MTL's work and business to come forward and voice those concerns. MTL encourages openness and 'Speaking Out' to suggest improvements.

Employees are expected to read and understand this policy at regular interval as it explains:

- a. The type of issues that should be raised.
- b. How the whistleblower raising a concern will be protected from victimization and harassment.
- c. How to raise a concern.
- d. The process that Organization will follow regarding person's suggestion/concern.

3. Protecting the Whistleblower

3.1 Your Duty to Report

This policy has been specifically written to protect all those making disclosures about potential matters of concern. Such disclosures should be made in accordance with the Organization's governance provisions and in the general interest of effective management of the Organization.

Failure to report any reasonable belief that a violation has occurred or is occurring is itself a violation of this policy and such failure will be addressed with appropriate disciplinary action, including possible termination.

3.2 Confidentiality

This policy assures whistleblower/s that they can safely raise a potential concern. All concerns will be treated in confidence and the identity of the whistleblower will be protected at all stages in any internal matter. In specific cases where the criticality and necessity of disclosing the identity of the whistleblower is important, it may be disclosed on a 'need-to-know-basis', during the investigation process and only with the prior approval of the whistleblower.

3.3 Untrue Allegations

If a whistleblower makes an allegation in good faith and reasonably believes it to be true, but it is not confirmed by the investigation, the Organization will recognize person's concern and have nothing to fear. If, however, a whistleblower makes an allegation frivolously, maliciously or for personal gain, an appropriate action may be taken that could include disciplinary action.

4. Raising a Concern

There are several ways to raise a concern, and these are listed below:

a. Option 1 – Contact whistleblower’s Business/Line Manager or HR Partner

If a whistleblower/s has a concern, it should be raised first with the **Business/Line Manager or HR Partner** through a face to face or in writing. However, if the same cannot be raised the Business/Line Manager or HR Partner, OR no action has resulted within 4 working days after it was raised with Business/Line Manager or HR Partner, Manager’s Manager can be approached.

b. Option 2 – Inform Leadership Team

Alternatively, whistleblower/s can raise the concern with the following:

- i. **MD & CEO**
- ii. **CHRO**
- iii. **CFO**

All E-mails with valid contact details will be responded. It may not be possible to respond to anonymous E-mail ID’s.

c. Option 3 – Call the Helpline

Whistleblower/s can also call the confidential dial-in number **+91 820 271 4099** of the Organization. Once connected, a recorded message will prompt to leave person’s message after the beep. This confidential reporting line records person’s concern and is thereafter accessed by the authorised person designated by the Organization.

d. Option 4 – E-mail

To safeguard confidentiality, Organization has created a specific E-mail whistleblower@manipalgroup.info to which whistleblower/s can write the concern.

4.1 How to raise a concern

A potential concern can be raised by telephone, in person or in writing at the earliest. To raise a concern, following information will be required:

- a. The nature of the potential concern and why the whistleblower believes it to be true.
- b. The background and history of the concern (giving relevant dates, place, and people involved).

Although the whistleblower/s are not expected to prove beyond doubt, the truth of the suspicion needs to be demonstrated to the person contacted that the concern is genuine.

5. What the Organization will do?

The Organization will acknowledge having received whistleblower/s concern. The Organization will investigate and review the finding/s. The whistleblower committee will take appropriate actions as required based on the findings of the investigation.

The whistleblower committee are responsible for championing the Whistleblower program and overseeing its implementation and effectiveness. The whistleblower committee can constitute the below whom shall receive the disclosures of the concern.

- a. Chairman
- b. MD & CEO
- c. CHRO
- d. CFO

e. Business Unit Leaders

Whistleblower Investigation Officer (WIO) shall be nominated to investigate of a whistleblower Report.

The Whistleblower Protection Officer (WPO) will take steps to protect the interests of whistleblower/s reporting the concern under this policy. The WPO would usually act as the contact point for communication with the whistleblower.

To be fair to all person/s, including those who may be wrongly or mistakenly accused, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take.

The investigation may need to be carried out under terms of strict confidentiality, i.e., by not informing the subject of the complaint unless or until it becomes necessary to do so. In certain cases, however, such as allegations of ill treatment of others, suspension from work may have to be considered immediately. Protection of individuals is paramount in all cases.

Where appropriate, the matters raised may:

- a. Be investigated by management, internal audit, or through the local disciplinary/grievance process.
- b. Form the subject of an independent inquiry.
- c. Within 10 working days of a concern being raised, the WIO will aim to contact the whistleblower/s.
- d. Acknowledging that the concern has been received.
- e. Indicating how the Organization proposes to deal with the matter and, if any support or additional information is required from person/s.
- f. Communicating the whistleblower/s whether further investigation will take place and if not, why.

The level of contact between the whistleblower/s and the investigators considering the issues will depend on the nature of the matters raised, the potential difficulties involved and the clarity of whistleblower/s information. Whistleblower/s may be interviewed to ensure that the disclosure is fully understood.

If whistleblower/s do not get a timely response, whistleblower/s will have the right to raise the concern with MD & CEO.

6. Document Retention

All documents related to reporting, investigation, and enforcement pursuant to this policy shall be kept in accordance with the Organization's record retention policy and applicable law.

7. Modification

The Board of Directors of MTL and MD & CEO can modify this policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with state, or local regulations and/or accommodate Organizational changes within the Organization.