

# WHISTLE BLOWER POLICY

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## Purpose

At Centena, we are committed to the highest levels of ethics and integrity in the way that we do business. We understand that this is crucial to our continued success and reputation of our organization to be a proud Centenian.

Our Shared Values, Principles of Business Conduct, and policies guide our everyday conduct. As a proud Centenian and a responsible employee, considering the best interest of the organization in mind, we have a moral and professional responsibility to speak up and report any unethical behavior.

Centena's Whistleblower Policy is an important element in detecting corrupt, illegal, or other undesirable conduct. Centena strongly encourages you to speak up, if you suspect or witness any matters of concern, to uphold our pride for this organization. Centena will take all reports made under this Policy seriously.

This Policy describes the protections available to whistleblowers, what matters are reportable, how you can report your concerns without fear of Detriment, and how the management will ensure your confidentiality is maintained, support and protect you.

## Scope of the policy:

This policy applies to Centena Group and its divisions, departments, employees, and customers. All current and former partners, directors, officers, company secretaries, employees, secondees, contractors, suppliers (or their employee or subcontractor) and volunteers. It also applies to relatives, dependents, or spouses of any of these people.

## Definitions:

**Whistleblower:** A person who reports fraud or other unethical issues within Centena Group, as well as among stakeholders and entities that are engaged in business with Centena Group, including without limitation to, all customers, partners, suppliers, the community (public), and the agents of third parties and their representatives.

**Whistleblowing:** A process adopted for reporting any violations, fraud, unethical issues within Centena Group.

**Violation:** Malpractices, including any criminal or financial violations, breach of any legal or regulatory obligations, internal organizational requirements or any acts that pose a threat to health, safety or environment.

**Fraud:** An unethical, irregular or illegal act or practice characterized by dishonesty and the premeditated intention to conceal a fact, either in words, acts or counterfeiting, which would result in financial or non-financial loss to Centena Group. It includes erroneous accounting practices or false financial reporting with fraud and mala fide intention.

**Integrity:** Treating everyone fairly and without discrimination or bias and acting professionally and objectively in public affairs management and in relationship with others.

**Unethical issues:** Defaming any person by gender, caste, creed, or color both verbal or written, or touting to gain undue advantage or bribing or getting illegal enrichment.

### **Whistleblower Protection:**

Centena Group is committed to ensuring the protection of whistleblower's who are covered by Centena Group Whistleblowing Policy through the detection of violations, ensuring full confidentiality and dealing with the report covered by this policy based on specific and credible information or documents, without violation of any ethical rules recognized by Centena Group. A whistleblower will have following protection:

- Necessary protection at the location of the work and ensure that the employee does not suffer any discrimination and/or mistreatment.
- Non-disclosure of information concerning the employee's identity and whereabouts.
- No whistleblower will be considered to have violated the provisions of the legislation, agreements and representations related to disclosure of confidential information, whether in the entity for which the whistleblower works or deals with, unless the report is proved false.
- Revenge, harassment or persecution by other employees
- Bias against the whistleblower from Staff, Customer- (Internally or externally) in the present or the future

### **Confidentiality:**

All data and information provided by the Whistleblower will be confidential. Centena group will not disclose the information received from a whistle blower to any other party unless required to do so by a court of law.

### **Procedure:**

The person/whistleblower wanting to raise a formal complaint is encouraged to use the link that is available on the CGNet and Centena website. Alternatively, the whistleblower can reach out to CHRO/Head HR or even to CMD and report the unethical behaviour.

The Whistleblower must list out in his/her complaint all relevant proofs or evidence within one (1) year of when it came to his/her knowledge. If such complaint is lodged after the specified time frame, then, based on situation and circumstances and the gravity of the matter, CMD reserves the right to consider the acceptance of the complaint.

He/she will have to produce the evidence and proofs as and when asked by the investigating committee during the investigation of the case. In the absence of proofs, the whistleblower is still encouraged to raise the complaint, if it is indeed made in the interest of the organization and in protecting its values and culture.

All such complaints shall be viewable only by the HR Head, CHRO and the CMD of Centena. Upon receiving any information on any act, which falls within the scope of whistleblowing, the HR team initiate the procedure of Whistleblowing investigation with the respective investigating committees.

Whistleblowing committee will comprise of 3 independent roles.

1. HR : Will be playing the role of receiving the whistleblower report and submitting/referring the same to the investigating team. HR will also ensure the investigative team maintains absolute confidentiality while conducting the investigation and does not discuss with anyone. In case the complaint is against a HR executive, CMD will take necessary steps by not involving HR in the process.
2. Investigating team: Will comprise of one business Head (CXO), Audit and Risk officer, along with legal Head/external legal consultant, shall conduct required investigation as per complaint raised. If any one the roles mentioned here, are involved in the complaint, CMD will take the necessary steps not to include them in the committee.
3. CMD : Will decide next course of action. HR to obtain the investigative report and submit the same to CMD

The CMD shall decide the way forward based on the investigative reports and promulgate the same to HR. The CMD can also at his/her discretion take appropriate action against employees who misuse this link to deliberately lodge false complaints against other persons.

**Effective Date of Policy:** This amended policy is implemented w.e.f. 1stFeb 2022 and will be periodically reviewed every three years or earlier if necessary.

-----End of Policy Document-----