

## Whistle Blower Policy-THBS

Approved by:

Shivdayal Charan  
[s\\_charan@thbs.com](mailto:s_charan@thbs.com)

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### About this template

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### **Objective**

THBS encourages its employees who have concerns about suspected misconduct and Malpractice to express their concerns without fear of punishment or unfair treatment. This policy aims to ensure that the employees have an avenue to raise concerns regarding any violations, breaches, etc. The Policy intends to address such serious concerns that could have grave impact on the operations and performance of the business of the Company.

### **Scope**

Employees and various other stakeholders such as employees of other agencies deployed for the Company's activities, whether working from any of the Company's offices or any other location, contractors, vendors, suppliers or agencies (or any of their employees) providing any material or service to the Company, and the customers of the Company, working for and within the Company are eligible to make Protected Disclosures under the Policy, and may raise an issue regarding such Malpractices, violation, or breach which have taken place/ suspected to take place involving:

- Breach of confidentiality obligation towards propriety information
- Breach of contract
- Negligent behavior causing substantial and specific danger to public health and safety
- Mishandling of company data/records
- Abuse of authority including retaliation through discrimination, reprisal, harassment or vengeance in any manner
- Breach of IT Security policies and data privacy policies
- Misuse of Social Media
- Misuse / misappropriation of company property/funds including financial fraud or suspected fraud
- Bribery or corruption
- Sexual Harassment
- Breach of Company Policies including the Code of Conduct policy
- Any unlawful act or offence whether under criminal or civil law

The intent of the policy is to bring genuine concerns to the notice of the management. This Policy is not intended for frivolous, vexatious, or petty disclosures, and employees must restrain themselves from seeking to settle personal grudges by invoking this Policy. Any such malicious allegations by employees may attract disciplinary action, including termination of employment, in accordance with Company rules, policies and procedures. Additionally, this Policy may not be used as a defense by an employee against whom an adverse personnel action has been taken independent of any disclosure made by her/him under the Company rules and policies.

### **Definition**

- “Code” means the Code of Conduct policy as defined above.
- “Company” means Torry Harris Business Solutions Pvt. Ltd., including entities over which the Company has management control.
- “Disciplinary Action” means any action that can be taken on the completion of /during the investigation proceedings including, but not limited to, a warning, imposing fine, suspension from official duties, or any such action as is deemed to be fit considering the gravity of the matter.
- “Employee” means every employee of the Company.
- “Good Faith” An employee shall be deemed to be communicating in ‘good faith’ if the employee demonstrates honesty and sincerity of intention and there is a reasonable basis for communication of unethical and improper practices or any other alleged wrongful conduct.
- “Malpractice” means an improper, unacceptable, illegal or negligent behavior.
- “Protected Disclosure” means a concern raised by a written communication of a factual nature and made in good faith that discloses or demonstrates information that may evidence unethical or improper activity. Any communication that is based on hearsay or is speculative in nature will not fall under the ambit of protected disclosure.
- “Subject” means the person(s) against whom a Protected Disclosure is made under this Policy.
- “Whistle blower” is someone who makes a Protected Disclosure under this Policy.
- “Whistle Committee” means a committee as appointed by the Company that will work with the Whistle Officer to address the Protected Disclosure made by the Whistle blower.
- “Whistle Officer” means an officer who is nominated or appointed to conduct detailed investigation of the Protected Disclosure made by the Whistle blower and recommend a disciplinary action accordingly. The Committee, if appointed, shall include Senior Level Officers of Personnel and Administration, internal audit team and a representative of the respective department where the alleged malpractice has occurred.
- “Policy” or This Policy” means this Whistle Blower Policy.

### **Protected Disclosures**

While Whistle blowers are encouraged to put their names to their disclosures, individuals may raise concerns anonymously as well. The Company will have the discretion to decide and proceed with an anonymously expressed concern based on the seriousness of the issue raised and the impact it is likely to have on the employee and on the Company.

### **Company’s Representation**

- To assure that a Protected Disclosure considered in due seriousness, the Company will:
- Ensure complete confidentiality
- Not attempt to conceal evidence that may have a bearing on the Protected Disclosure
- Ensure that the Whistle blower is not victimized

- Provide an opportunity of being heard to the Subject
- Ensure that all employees assisting in the investigation of an alleged misconduct shall also be protected to the same extent as the Whistle blower

### **Investigation and Mitigation of Protected Disclosures**

The Company shall take the following steps for the investigation and mitigation of Protected Disclosures under this Policy:

#### **The Whistle blower is required to:**

- Bring to early attention of the Company about any Malpractice on becoming aware of the same.
- Fully co-operate with the Whistle Officer and the assigned investigating authorities.
- Maintain confidentiality during the investigation process and for as long as it deemed necessary by the Company.
- Follow the procedures for disclosure as prescribed in this Policy.

#### **The Whistle Officer represents that it will be responsible for:**

- Maintaining confidentiality of the Whistle blower and the Protected Disclosure, and access to the Protected Disclosure and the resultant investigation process/reports will be restricted to the Whistle blower, the Whistle Officer and the Whistle Committee, and the policy process owner.
- Conducting all enquiry in a fair and unbiased manner to ensure that all facts are brought to light
- Arrive at an outcome based on the investigation and recommend an appropriate course of action which may include a warning, or a disciplinary action, including dismissal, and other such preventive measures
- Maintain a record of the incident and the final outcome and submit a quarterly report to the policy process owner on the total number of complaints received during the period, nature of complaint, summary of the findings of the Whistle Officer and the Whistle Committee, and the corrective actions taken to address the issue.
- All Protected Disclosures in writing or documented along with the results of investigation in the quarterly report or otherwise, shall be retained by the Company for a minimum period of 07 years, or as applicable under the relevant laws, whichever is more favorable to the Company.

### **Subject's Rights Under This Policy**

- The Subject shall have the right to be heard by the Whistle Officer or the appointed Whistle Committee so that it is ensured that the Subject is given adequate opportunity to communicate her/his say with regards to any allegation made under the Protected Disclosure.

- Subjects have the right to be informed of the outcome of the investigation and shall be so informed in writing by the Company after the completion of the inquiry/ investigation process, except that Subject shall not have the right to inquire or learn about the identity of the Whistle blower.
- By way of deterrence, the Company may publicly inform employees of the penalty imposed and disciplinary action taken against Subject if the allegations under the Protected Disclosures are found to be true. Nonetheless, any new investigation into allegations of potential misconduct will not be influenced by the findings of a previous investigation based on a different Protected Disclosure, to the extent that the complaints, and alleged misconduct are justifiably separate from the previous allegations, concerning a Subject under this Policy.

### **Protection To The Whistle Blower Under This Policy**

- If the Protected Disclosure is made in good faith, then the Whistle blower will not be subject to the risk of suffering retaliation in the form of harassment, discrimination, or vengeance in any form or manner. However, a Whistle blower right to protection from retaliation does not extend to immunity for involvement in the matters that are the subject of the Protected Disclosures and subsequent investigation.
- As a result of reporting under this Policy, the Whistle blower will not be at the risk of losing her/ his job or suffer any loss in any manner including demotion, refusal of promotion, or other such similar obstructions that may affect the Whistle blowers right to continue to perform her/his duties as an employee of the Company, including her/his rights of making further Protected Disclosure.

### **The Whistle Blower is required to:**

Write to [whistleofficer@thbs.com](mailto:whistleofficer@thbs.com) in case of any misconduct or malpractice.

### **Amendments to the Policy:**

The Company is entitled to amend the terms of this policy at any time and without notice. In case there are inconsistencies or ambiguities with regards to the procedures for implementation of this Policy such difficulties or ambiguities will be resolved in line with the broad intent of the Policy. Furthermore, the Company may also introduce additional procedures and requirements to enhance the corporate governance practices.