

Whistleblower Policy

The Purpose of this Policy

- Rolta India Limited and its subsidiaries (hereinafter referred “Rolta” and/or “Company”) are committed to complying with the foreign and domestic laws that apply to them, satisfying the Company’s Code of Conduct and Ethics, and particularly to assuring that business is conducted with integrity and that the Company’s financial information is accurate.
- To promote high ethical standards, the Company will maintain a workplace that facilitates the reporting of any unethical behavior, actual or suspected fraud and / or actual or suspected violations of Company policies and applicable laws. All employees including Directors (hereinafter referred as “employee”) must be able to raise concerns regarding such and actual or suspected violations easily and free of any fear of retaliation. That is the purpose of this policy (the “Policy” or the “Whistleblower Policy”). You are required to read this Policy.
- No unfair treatment will be meted out to a Whistleblower. Complete protection will be given to Whistleblowers against any unfair practice such as retaliation, threat or intimidation of disciplinary action, transfer, refusal of promotion, termination of service.

Your Duty to Report

- Employee, who wishes to avail the mechanism hereunder, is required to report to the Company any unethical behavior, actual or suspected fraud or violation of any law that applies to the Company and any actual or suspected violation of the Company’s Code of Conduct and Ethics. Consult the Company’s Code of Conduct and Ethics for a more detailed description of violations.
- It is the policy of the Company that you must escalate or report when you reasonably suspect that a violation of an applicable law or the Company's Code of Conduct and Ethics has occurred or is occurring, report that violation.

How to Report

- Employees are required to report in writing to the Company any unethical behavior, actual or suspected fraud or violation of any law that applies to the Company and any actual or suspected violation of the Company’s Code of Conduct and Ethics to Chief Compliance Officer (Company Secretary and Head - Legal / Compliance) with a copy to Corporate Chief Financial Officer at Registered Office of the Company in Mumbai. If the complaint is made through email, it should be followed by written complaint duly signed.
- If you have reason to believe that the Chief Compliance Officer and/or Corporate Chief Financial Officer are involved in the suspected violation you may directly report to the Chairman of Audit Committee at Registered Office of the Company.
- Your report should include as much information about the suspected violation as you can provide. Where possible, it should describe the nature of the suspected violation; the identities of persons involved in the suspected violation; a description of documents that relate to the suspected violation; and the time frame during which the suspected violation occurred.
- Anonymous complaints will not be entertained under any circumstances.

Investigations after You Report

- All reports under this Policy will be promptly and appropriately investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable law. Everyone working for or with the Company has a duty to cooperate in the investigation of reports of violations. Failure to cooperate in an investigation, or deliberately providing false information during an investigation, can be the basis for disciplinary action, including termination of employment. If, at the conclusion of its investigation, the Company determines that a violation has occurred, the Company will take effective remedial action commensurate with the nature of the offense. This action may include disciplinary action against the accused employee, up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of Company policy.

False Complaint

- While making a complaint, the Complainant should exercise due care to verify the accuracy of the information in the complaint.
- Good faith shall be deemed to be lacking when the employee does not have personal knowledge on a factual basis for the communication or where the employee knew or reasonably should have known that the communication about the unethical and / or improper activity or alleged wrongful conduct is malicious, false or frivolous.
- Deliberately making baseless allegations can be the basis for disciplinary action, including termination of employment, in accordance with the service rules applicable.

Retaliation is not Tolerated

- No one may take any adverse action against any Complainant for complaining about, reporting, or participating or assisting in the investigation of, a reasonably suspected violation of any law, this Policy, or the Company's Code of Conduct and Ethics. The Company takes reports of such retaliation seriously. Incidents of retaliation against any employee reporting a violation or participating in the investigation of a reasonably suspected violation will result in appropriate disciplinary action against anyone responsible, including possible termination of employment.

Document Retention

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

Modification

- The Board of Directors of Rolta can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with Central, State or local regulations and / or accommodate organizational changes within the Company.