



**SAVA HEALTHCARE LIMITED**

<b>Policy Name</b>	: Whistle Blower & Vigil Mechanism
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**1. Purpose/ Background**

**1.1** The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour.

**1.2** This Policy is intended to encourage the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving the Company and its related bodies (together the Group).

**1.3** The Company is committed to developing a culture where it is safe for all employees to raise concerns about any poor or unacceptable practice and any event of misconduct.

**1.4** In order to meet company's ethical objectives and to ensure the prevalence of ethical behavior in the workplace, it becomes a mandatory requirement to ensure establishment of a mechanism called "Whistle Blower Policy" for employees to report to the management instances of unethical behaviour, actual or potential fraud or violation of the Company's code of conduct and/ or ethics policy and/ or applicable laws.

**1.5** The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company.

**1.6** The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

**2. Eligible Whistleblowers**

Although whistleblower protections will only be available to Eligible Whistleblowers, the Company encourages any person with information about potential misconduct to speak-up about such misconduct. Under the Whistleblower Legislation, the following individuals may be an Eligible Whistleblower in relation to the Company:

An Eligible Whistleblower is an individual who is (or has been):

- an officer, employee, ex-employee, or associate of the Group;
- a supplier of goods or services (whether paid or unpaid) to the Group, including an individual who is or has been employed by such a supplier;
- a relative, spouse, or dependent of any of the above

**3. Definitions**

**3.1** "Disciplinary Action" means any action that can be taken at the completion of and/ or during the investigation proceedings, including but not limited to a warning, imposition of fine, suspension from official duties or any such action as is deemed to be fit commensurate to the gravity and magnitude of the matter.

**3.2** "Employee" means every employee of the Company engaged in any of the sites and offices of the company in India.

**3.3** "Protected Disclosure" means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.

**3.4** "Subject" means a person against or in relation to whom a Protected or Anonymous Disclosure is made or evidence gathered during the course of an investigation.

**3.5** "Whistle Blower" is someone who makes a Disclosure under this Policy.



**3.6** “Whistleblower Committee” means a Committee of persons who is/ are nominated/ appointed to conduct a detailed investigation.

#### **4. The Guiding Principles**

To ensure that this Policy is adhered to, and to assure that the concern will be acted upon seriously, the Company will:

- a. Ensure that the Whistle Blower and/ or the person processing the Protected Disclosure is not victimized for doing so;
- b. Treat victimization as a serious matter, including initiating disciplinary action on such person/(s);
- c. Ensure complete confidentiality.
- d. Not attempt to conceal evidence of the Protected Disclosure;
- e. Take disciplinary action, if anyone destroys or conceals evidence of the Protected Disclosure made/ to be made;
- f. Provide an opportunity of being heard to the persons involved, especially to the Subject;

#### **5. Coverage of Policy**

**5.1** The Policy covers malpractices and events which have taken place/ suspected to take place involving:

- a. Abuse of authority.
- b. Potential violation of Company’s policies & applicable laws.
- c. Breach of contract or acts amounting to breach of trust.
- d. Negligence causing substantial and specific danger to public health and safety.
- e. Substance Abuse – Usage of alcohol/ drugs/ tobacco/ betel leaf/ betel nut or spitting or chewing any other prohibited things or smoking during working hours or within the Company’s premises.
- f. Manipulation of company data/ records.
- g. Financial irregularities/ financial information inaccuracies, including fraud, or suspected fraud.
- h. Criminal offense.
- i. Pilferage of confidential/ propriety information.
- j. Deliberate violation of law/ regulation.
- k. Wastage/ misappropriation of company funds/ assets.
- l. Breach of employee Code of Conduct or Rules.
- m. Any other unethical, biased, favoured, imprudent act/ event.

**5.2** Policy should not be used in place of the Company grievance procedures or be a route for raising malicious or unfounded allegations against colleagues.

**5.3** An Employee is required to report to the Company any suspected violation of any law that applies to the Company and any suspected violation of the Company’s code of conduct and other areas of particular concern.

It is the policy of the company that you must, when reasonably suspect that a violation of an applicable law of the Company’s Code of Conduct has occurred or is occurring, report that potential violation. Reporting is crucial for early detection, proper investigation and remediation and deterrence of violations of Company policies or applicable laws. Failure to



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

## 6. Disqualifications

**6.1** While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.

**6.2** Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.

**6.3** Whistle Blowers, who make any Disclosures, which have been subsequently found to be malafide, frivolous or malicious, shall be liable to be prosecuted under the Company's Code of Conduct.

## 7. The manner in which concern can be raised

**7.1** An eligible whistleblower can make a Disclosure/ report all suspected violations at the designated email id and address mentioned in clause no. 7.4, as soon as possible, but not later than 180 consecutive days after becoming aware of the same.

**7.2** Whistle Blower may put his/ her name to the allegations however concerns expressed anonymously will also be investigated.

**7.3** The company is committed to protecting the identity of whistleblowers who come forward in good faith to report suspected wrongdoing. We understand that fear of retaliation can prevent individuals from speaking up. To the greatest extent possible, the Company will maintain the confidentiality of the whistleblower. However, there may be circumstances where disclosure of the whistleblower's identity is necessary to:

- Conduct a thorough investigation of the allegations
- Comply with legal requirements
- Provide due process rights for the individual(s) accused

The Company strictly prohibits any form of retaliation against any employee for reporting potential misconduct in good faith. Retaliatory acts may result in disciplinary action up to and including termination.

The Company will not investigate the identity of an Eligible Whistleblower who wishes to remain anonymous.

**7.4** The disclosure (Protected or Anonymous) at: [ethics@savaglobal.com](mailto:ethics@savaglobal.com) or post the disclosure to Mr. Vinod Ramachandra Jadhav, Chairman, SAVA House, Off. New Airport road, Viman Nagar, Pune – 411 014, India or post the disclosure directly at Company's website <https://savaglobal.com/whistle-blower/>. Irrespective of the channel, all complaints will be received by the Chairman only.



Upon receipt of the disclosure, the Chairman will refer the matter to the Whistleblower Committee.

**7.5** The Whistleblower Committee consists of members as below:

1. Vinod Ramchandra Jadhav, Chairman
2. Vishal Ramchandra Jadhav, Secretary of the Committee
3. Parmeshwar Rathi, member of the committee

It is practically impossible to refrain from disclosing the name of the complainant to the committee, as it is received by the Chairman, who is also a member of the committee. However, if the complaint is directed against a committee member, the Chairman may opt to alter the composition of the committee to ensure a fair investigation of the complaint.

**7.6** While making the disclosure it is important that all suspected violations are reported. Consult the Company's code of conduct for a more detailed description of potential violations and other areas of particular concern. The disclosure should include as much information about the suspected violation as you can provide. Wherever possible the nature of the suspected violation, the identities of the person/s involved in the suspected violation, any substantiating evidence, including but not limited to, a description of the document that relates to the suspected violation, and the timeframe during which the suspected violations occurred, must necessarily be provided.

**7.7** If initial inquiries by the Whistleblower Committee indicate that the concern has no basis, or it is not a matter for which investigation to be pursued under this Policy, it may be dismissed at this stage and the decision is documented.

**7.8** Where initial inquiries indicate that further investigation is necessary, this will be carried by the Whistleblower Committee. The investigation would be conducted in a fair manner, as a neutral fact-finding process and without prejudice and presumption of guilt. A written report of the findings would be made.

**7.9** The Whistleblower Committee shall:

i) Make a detailed written record of the Protected Disclosure.

The record will include:

- a) Facts of the matter
- b) Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof;
- c) Whether any Protected Disclosure was raised previously against the same Subject;
- d) The financial/ otherwise loss which has been incurred / would have been incurred by the Company.
- e) Findings of Whistleblower Committee;
- f) The recommendations of the Whistleblower Committee on disciplinary/ other action/(s).

ii) The Whistleblower Committee shall finalize and submit the report to the Chairman within 15 days of the disclosure being logged.



**7.10** On submission of the report, the Chairman shall either:

- i) In case the Disclosure is proved, accept the findings of the Whistleblower Committee and take such Disciplinary Action as he may think appropriate and commensurate with the magnitude of the violation and take such other preventive measures to avoid recurrence of the matter;
  - ii) In case the Disclosure is not proved, extinguish the matter;
- Or
- iii) In case the Chairman thinks that the matter is too serious, it can further place the matter before the Board with its recommendations. The Board may decide the matter as it deems fit.

**8.** In exceptional cases, where the Whistle Blower is not satisfied with the outcome of the investigation and the decision, s/he can make a direct appeal to the Chairman of the Board.

**9. Protection against retaliation**

**9.1** No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against the Whistle Blower. Complete protection will, therefore, be given to Whistle Blower against any unfair practice like retaliation, threat or intimidation of termination/ suspension of service, disciplinary action, transfer, demotion, refusal of promotion, discrimination, any type of harassment, biased behavior or the like, including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties/ functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure.

Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

**9.2** The identity of the Whistle Blower shall be kept confidential.

**9.3** Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower.

**10. Secrecy/ Confidentiality**

The Whistle Blower, the Subject, the Whistleblower Committee and everyone involved in the process shall:

- a. Maintain complete confidentiality/ secrecy of the matter.
- b. Not discuss the matter in any informal/ social gatherings/ meetings.
- c. Discuss only to the extent or with the persons required for the purpose of completing the process and investigations.
- d. Not keep the papers unattended anywhere at any time.
- e. Keep the electronic mails/ files under the password.

If anyone is found not complying with the above, he/ she shall be held liable for such disciplinary action as is considered fit.



**11. Reporting**

A quarterly report with the number of complaints received under the Policy and their outcome shall be placed before the Board.

**12. Amendment**

The Chairman has the right to amend or modify this Policy, in whole or in part, at any time without assigning any reason, whatsoever.