

## **PRISTINE LOGISTICS & INFRAPROJECTS PVT LTD WHISTLE BLOWER POLICY**

### **THE POLICY**

This document sets out the policy of Pristine Logistics & Infraprojects Pvt Ltd (PLIPL) (the “Company”) on Whistle-blowing. It was endorsed by the Board of Directors of the Company on 23.12.2015 and applies to the Company and all subsidiaries in the group.

The Policy consists of three Principles and a series of Practical Procedures to give effect to those Principles. The objective of the Policy is to provide a framework to promote responsible and secure whistle-blowing.

### **The Principles**

1. The Company welcomes whistle-blower reports and encourages staff and third parties to draw to its attention instances of corporate wrong-doing within PLIPL and its group of companies (as defined below a “Disclosure” );
2. It will appropriately investigate and act upon such disclosures;
3. The Company regards attempts to victimise or discriminate against a Whistle-blower as potentially gross misconduct.

### **Practical Procedures**

#### **1. Responsible Person**

The Company will at all times nominate a Director/senior manager to be responsible for overseeing the application of this Whistle-blower Policy and the Principles and Practical Procedures and for investigating Disclosures. It will ensure that the identity of this Director is communicated to staff. The Director/senior manager will be sufficiently senior to be fairly regarded as independently minded.

The first Director responsible for this role is Shri Durgesh Govil. In discharging this role he will report to the PLIPL Board of Directors. All Disclosures should be addressed to him.

Disclosure concerning the conduct of any of the Directors of Pristine Group of Companies should be addressed to the Board of Directors through Shri Rajnish Kumar, Director, who shall place it before the Board within 15 days of receipt of the said disclosure by circulation except addressing it to the said Director against whom the said Disclosure has been made. The Board shall then decide the manner in which such Disclosure should be dealt.

#### **2. Making a Disclosure**

##### *Employees*

A Disclosures should be made in writing to Shri Durgesh Govil, with the issues clearly and unambiguously set out. The Whistle-blower should identify themselves in the

disclosure. Anonymous disclosures may prove difficult to substantiate and will be harder to follow up.

A Disclosure is not intended to replace an employee's duty to keep their supervisors and managers properly informed on a day to day basis of matters which should be of concern to them or are relevant to the performance of their job. It is intended to be used where an employee has serious and justified doubts about the willingness or ability of that supervisor or manager to act appropriately upon such information.

A "Disclosure" is a concern raised in writing and made in good faith that discloses or demonstrates information that may evidence serious unethical or improper activity within the Company (or a company in its group) and its and their business or clinical practices.

A Disclosures should be factual and not speculative and should contain as much specific information as possible to allow for a proper assessment of the nature and extent of the concerns.

A Disclosure could concern malpractices and events which are taking place or are suspected or known to have taken place. Examples include:

- a) *abuse of authority;*
- b) *manipulation or falsification of company data or records;*
- c) *financial or compliance irregularities, including fraud, suspected fraud, bribery or corruption;*
- d) *criminal offence having an impact on the Company or its reputation;*
- e) *deliberate violation of law or regulation;*
- f) *any other unethical behaviour.*

This policy relies upon the good faith of staff and it should not be used as a mechanism for raising malicious or unfounded allegations against colleagues. Such practices may themselves be grounds for disciplinary proceedings.

#### *Third Parties*

Disclosures (as defined above) may come from third parties who are unconnected with PLIPL and its Group Companies. They must be passed to Shri Durgesh Govil, immediately.

### **3. Investigation**

Shri Durgesh Govil is responsible for reviewing all Disclosures and will seek appropriate internal and external advice and assistance in investigating the facts set out in the disclosure. The Company would expect that any review would be completed within 30 business days of the receipt of the Disclosure.

Following the completion of the review Shri Durgesh Govil will provide a short report to the Company's Board of Directors recommending appropriate further action, if any. This may include disciplinary proceedings up to summary dismissal.

Where the Disclosure concerns the conduct of Shri Durgesh Govil, then Shri Rajnish Kumar, will bring to the notice of Board for review and appropriate action.

The Company will not attempt to conceal the Disclosure and will take appropriate disciplinary action in the event that such a disclosure is found to be proven and against any person who destroys or conceals evidence relevant to the Disclosure.

#### **4. Protection**

The Company condemns any kind of discrimination, harassment or victimization of a Whistle-blower. The Company will ensure that:

- a) the identity of the Whistle-blower is kept confidential and only disclosed on a need to know basis;
- b) papers relating to a Disclosure are filed carefully away and access to e mails and electronic files restricted by the use of an appropriate password so as to avoid the accidental disclosures of a Whistle-blowers identity;
- c) instances of victimization of a Whistle-blower are treated as a serious matter which may give rise to disciplinary action by the Company against any person(s) causing or allowing such victimization.

These protections may be lost if a disclosure is not made in good faith.

#### **5. Retention of documents**

All Disclosures and the documents supporting the disclosure and/or gathered during a review will be retained by Shri Durgesh Govil, Director for a minimum period of five years.

#### **6. Senior Management Information**

Shri Durgesh Govil, shall provide a brief summary of the Disclosures, his investigations and the resultant action to the next meeting of the Board of Directors of the Company.

#### **7. Review**

Shri Durgesh Govil, Director, Pristine Group of Companies and the designated person under this Policy will monitor, review and at least annually report on the effectiveness of and adherence to its Principles, the Practical Procedures and the steps to implement them. The report will be submitted for approval by the Board of Directors.

#### **8. Reporting**

The report and accounts of the Company and the Agenda for the Annual General Meeting will include a report on the workings and effectiveness of this policy.

9. **Communication**

The Company will communicate its Principles and Practical Procedures and its approach to their implementation to its employees and will publish this policy on its website under the title "Whistle-blower Policy". Any amendments by the Board shall be updated from time to time.