

**WHISTLE BLOWER POLICY
FGM PRIVATE LIMITED**

INTRODUCTION AND PHILOSOPHY

The core values of FGM PRIVATE LIMITED—Integrity, Excellence, and Responsibility—form the foundation for all our actions and decisions. They set the standards for our organization and for the conduct of every employee.

To ensure a common minimum standard of professional behaviour, the Company has articulated its **Code of Conduct**. This document lists the identifiable and non-negotiable set of actions and behaviours applicable to all employees. It provides direction and defines boundaries, explaining how to report violations or potential violations of the Company's Values or Code of Conduct, and outlines the redressal process.

PURPOSE OF THIS POLICY

The purpose of this policy is to articulate FGM PRIVATE LIMITED's position on whistle blowing and to establish a process that strengthens our vigil mechanism.

This policy:

- Provides a platform and mechanism for Employees and Directors to voice genuine concerns or grievances about unprofessional conduct without fear of reprisal.
- Creates an environment that promotes responsible and protected whistle blowing. It reminds Employees and Directors of their duty to report any suspected violation of law, Company Values, or the Code of Conduct.
- Serves as a dynamic source of information to help the Company identify and correct issues at various levels, realign processes, and take corrective action as part of good governance.

APPLICABILITY OF THIS POLICY

This policy shall be adopted by FGM PRIVATE LIMITED and approved by its Board of Directors. It is applicable to the Company and all its units and offices in India.

COVERAGE OF THIS POLICY

This policy is applicable to all Employees* and Directors of FGM PRIVATE LIMITED.

Definition of Employees*: An individual is an employee of FGM PRIVATE LIMITED if they work for the Company, directly or indirectly, and the Company has the right to control the details of their work performance by providing a specific wage or salary. This includes permanent, contractual, and temporary staff.

WHO IS A WHISTLE BLOWER?

A Whistle Blower is any Employee or Director who discloses or demonstrates evidence of an unethical activity or any conduct that may constitute a breach of the Company's Code of Conduct or Values. This individual has made the decision to raise a genuine concern, grievance, or allegation after thoughtful consideration.

PROTECTION FOR THE WHISTLE BLOWER

The process is designed to offer complete protection to the whistle blower (employees and directors) provided that the disclosure, concern, or allegation ("complaint") is made in **good faith** and concerns a genuine and serious breach of the Company's Values or Code of Conduct.

FGM PRIVATE LIMITED affirms that it will not allow any whistle blower to be victimized for making a valid complaint. Any kind of victimization brought to the notice of the Value Standards Committee (defined below) will be treated as an act warranting disciplinary action against the perpetrator(s).

The Company condemns any kind of discrimination, harassment, victimization, or other unfair employment practice against whistle blowers. Complete protection will be given against unfair practices like:

- Retaliation, threat, or intimidation.
- Termination or suspension of service.
- Disciplinary action, transfer, demotion, or refusal of promotion.
- Any direct or indirect use of authority to obstruct the whistle blower's right to perform their duties in a free and fair manner.

REPORTING IN GOOD FAITH

Every Whistle Blower is expected to read, understand, and abide by this policy. It is recommended that any individual wishing to report a concern do so after gathering adequate facts and data to substantiate the complaint, not merely on hearsay or rumor.

No action shall be taken against a whistle blower if a complaint was made in good faith, even if no misconduct is confirmed upon subsequent investigation.

However, if a complaint is investigated and proven to be frivolous, malicious, or made with an ulterior motive, the Value Standards Committee shall take appropriate disciplinary or legal action against the concerned whistle blower.

LIST OF EXCLUSIONS

The following types of complaints will ordinarily not be considered and taken up:

1. Complaints that are illegible, if handwritten.
2. Complaints that are vague or submitted with pseudonyms.
3. Complaints that are trivial or frivolous in nature.
4. Matters that are pending before a court of law, tribunal, or other judicial or quasi-judicial body.
5. Matters that are very old, with no explanation for the delay in reporting.
6. Issues raised that relate to routine service matters or personal grievances (e.g., appraisal ratings, leave issues), which should be handled through the standard HR grievance mechanism.

Whistle Blowers are encouraged to make complaints that have an impact on the Company's brand and reputation, involve financial irregularities, or relate to people issues such as bias, partiality, discrimination, abuse, victimization, or harassment.

DEALING WITH ANONYMITY

A whistle blower may choose to keep their identity anonymous. In such cases, to enable a proper investigation, the complaint must be accompanied by strong, specific evidence and data. Anonymous complaints lacking sufficient detail may not be pursued.

CONFIDENTIALITY

The Value Standards Committee will treat all complaints in a confidential and sensitive manner. The identity of the whistle blower will be protected. In specific cases where disclosing the identity is critical and necessary for the investigation, it may be done on a 'need-to-know' basis, and only with the prior approval of the whistle blower.

THE WHISTLE BLOWER OFFICER

For the purpose of this policy, or in their absence, a designated senior official from the HR department of FGM PRIVATE LIMITED will act as the Secretary of the Value Standards Committee and is also known as the Whistle Blower Officer.

PROCEDURE FOR RAISING A COMPLAINT

A whistle blower can make a complaint through any of the following channels:

1. Report of whistle blower: Report to email whistleblower@fgm.co

PROCEDURE FOR HANDLING A COMPLAINT

1. **Filing a Complaint:** A whistle blower who identifies a breach should compile all available information supporting the case.
2. **Routing the Complaint:** The complaint should be sent to the VSC or the Ethics Hotline. If the alleged violation involves a Unit Head, Business Head, or any senior management, it should be reported directly to the Group/Company-level VSC or the Audit Committee Chairperson. All other complaints will be handled by the Unit/Business-level VSC.

3. **Preliminary Assessment:** Upon receiving a complaint, the Secretary of the VSC will conduct a preliminary review to determine if the complaint is genuine and falls under the purview of this policy. If the complaint appears malicious, disciplinary action may be taken against the complainant.
4. **Redirecting if Necessary:** If the complaint does not fall under this policy (e.g., it is a personal grievance or a matter of sexual harassment), it will be redirected to the appropriate forum, such as the HR department or the Internal Complaints Committee (for sexual harassment), and the complainant will be informed.
5. **Investigation:** If the complaint warrants investigation, the VSC Secretary, after discussion with the committee, will appoint an investigation team. This team may consist of trained internal personnel or an external specialized agency. The investigation will be conducted with utmost confidentiality.
6. **Confidentiality During Investigation:** The identity of the "accused" will not be revealed to anyone other than those directly required for the investigation.
7. **Investigation Timeline:** The investigation should be completed within **3 weeks** of the complaint being reported, following the principles of natural justice. Any delay must have strong, valid reasons documented by the committee.
8. **Report and Decision:** The investigation team will submit its report to the VSC. The committee will then decide on the quantum of disciplinary action, considering factors such as:
 - Severity of the misconduct.
 - Impact on the organization (reputation, financial, etc.).
 - Past record of the employee.
 - Past precedence for similar violations.
9. **Range of Punishment:** Punishment may range from a written warning, withholding of increment, demotion, suspension, dismissal from service to prosecution in a court of law.
10. **Management Action:** The VSC will forward its recommendation to the respective Sr Management team which will decide on the final action within **15 days** of receiving the recommendation.
11. **Protecting Identity During Action:** While implementing the decision, the management will ensure that the names of the whistle blower and the accused are kept confidential to the extent possible.
12. **Right to Appeal:** If the whistle blower or the accused person is not satisfied with the decision, they have the option to appeal within **7 days** of the order to the next higher-level committee (e.g., the Board of Directors or a special sub-committee).
13. **Appeal Process:** The higher-level committee will decide whether to re-investigate or review the quantum of punishment and will close the appeal within **21 days** of receiving it.
14. **Exoneration:** If the charges against the accused are found to be false after investigation, a formal closure letter must be sent to them stating that the charges were not proved, and they are fully exonerated.

REPORTING PROCESS

An annual summary of complaints received and resolved will be prepared by the HR and placed before the Committee of FGM PRIVATE LIMITED.

GUIDELINES FOR COMMUNICATION AND IMPLEMENTATION

- A communication mechanism will be put in place to create awareness about this policy for all existing and new employees.
- It is the responsibility of the Group HR HEAD to ensure that the updated contact details of the VSC are made available to all employees through the company intranet or other communication channels.
- A copy of this policy shall be placed on the corporate website of FGM PRIVATE LIMITED.

16. IMPORTANT TEMPLATES**Annexure 1: Template for Reporting Violations**

Please identify the nature of the violation (tick all that apply):

- Misappropriation of company assets or resources
- Conflict of interest
- Inappropriate sharing of confidential information
- Financial fraud of any nature
- Violation of gifts and entertainment policy
- Non-adherence to safety guidelines
- Inaccurate financial reporting
- Bribery & Corruption
- Insider trading
- Other forms of Harassment (Victimization, Bullying, Discrimination, etc.)
- Social Media Misuse
- Misuse of authority
- Environment, health and safety violation
- Concurrent employment
- Others (Please specify): _____

Please provide name, designation and department of the person(s) involved:

- **When did the incident occur?** (Please provide tentative date if you do not know the exact date): _____
- **Please confirm the location of the incident:** _____
- **How did you find out about this incident?** _____
- **How long has this been occurring for?**
 - Less than a month
 - 1-6 months
 - 6-12 months
 - Greater than 12 months
- **Please provide a detailed description of the incident.** (Provide specific information including names, location, date, time, etc.):

[Text Box - Limited to 5,000 characters]

- **Do you have any evidence in support of your allegations?**
 - Yes (Please describe/specify)
 - No
- **Is anyone else aware of this incident?**
 - Yes (Please provide names, if known)

No

• **Is there any additional information that would facilitate the investigation?**

Yes (Please specify)

No

• **Have you reported this incident to anyone in the company?**

Yes (Please specify to whom and when)

No

• **Date of Reporting:** _____

• **Name of the Person reporting (optional):** _____

• **Contact Information (optional):** _____