


OMBUDSPERSON POLICY

VERSION -1.8/2022

DATE OF ISSUE – 1ST APRIL 2022



MADHVI GOYAL
HEAD HUMAN RESOURCES
DOCUMENT OWNER



S K SAYAL
MANAGING DIRECTOR & CEO
APPROVED BY

1. Objective and Scope

The Companies Act 2013 and the listing agreement envisages a vigil mechanism for employees to report a genuine concern. The Ombudsperson's office oversees the vigil mechanism that allows employees as well as other stakeholders of the company to report any threatened or actual breach of the code of conduct. It reports to the audit committee of the Board and investigates complaints Suo motto on the basis of information received or on complaints that are reported to it.

This policy should be read in conjunction with Bharti's Code of Conduct (COC) and the Consequence Management Policy.

Policy objectives

1. Set out and implement a fair and objective procedure for addressing concerns that maintains confidentiality of the process and identity of the persons involved.
2. Assure employees and Business Associates that they are fully protected against reprisals, punishment, intimidation, coercive action, dismissal or victimization for reporting genuine concerns made in good faith even if not proven. Anyone who attempts to victimize any person who complains, co-operates or provides information/data relating to an investigation or complaint, is liable to face punitive action. Similarly, frivolous, false and malicious complaints will be treated with the utmost severity and the consequences may include dismissal or termination of service.

The office of the Ombudsperson has oversight over the COC and provides clarifications, guidance, and training and conducts investigations.

All employees are required annually to certify that they have read and understood the COC and affirm to comply by the same.

2. Raising a concern

Any internal or external stakeholder (e.g. associate, strategic partners, vendors, suppliers, contractors, excluding customers) may file a complaint or report a COC related concern to the Ombudsperson. The complainant may be a victim or even an observer who is directly or indirectly impacted by such practices.

Full details of the alleged breach including location, date and time, persons involved, any witnesses, documents if available and the identity of the complainant should be provided. Anonymous complaints may also be investigated if there is some prima facie basis, however, complainants are encouraged to provide their identity for follow up discussions and for verification of the veracity of the complaint.

3. What to report

Any matter that is an alleged or threatened breach of the Company's COC should be reported at the earliest. However, matters such as service conditions, organizational

policies, appraisals and other operational issues should be taken up through Human Resources or departmental heads or an employee's immediate supervisor.

4. How to Report

- ▣ In person with the office of the Ombudsperson
- ▣ Through telephone (secure hotline)
- ▣ Through email at ombudsperson@bharti.in
- ▣ In writing (hard copy) to:

The Ombudsperson

Bharti Enterprises Ltd.
Bharti Crescent, 1, Nelson Mandela Road
Vasant Kunj, Phase II
New Delhi – 110 070, India

5. Investigation process

- a) Complaints pertaining to alleged COC violations received through email (except those received anonymously) will be acknowledged. The Ombudsperson's office will conduct a preliminary evaluation on information provided to determine whether it merits further scrutiny.
- b) Detailed investigation may include inspection of documents and discussions with relevant persons, witnesses and others as required for evidence or corroboration either in person or through audio/video calls.
- c) Cases involving allegations of sexual harassment will be dealt with as prescribed under law.
- d) All matters relating to financial misdemeanours, fraud or impropriety will be forwarded to the fraud investigation team of the Corporate Audit Group (CAG) for further action. At times, the two teams may work jointly on a case. An external investigative entity may also be involved in certain matters that merit such support.
- e) The identity of the complainant will be kept confidential and only disclosed on a strict "need to know" basis to others. The individual against whom the complaint has been made will, and others including the complainant, colleagues and witnesses may be called upon to corroborate or provide additional information.
- f) While investigating a complaint, the Ombudsperson will consider the following:
 - i. The basis of the complaint and the seriousness of the allegations
 - ii. The reporting hierarchy and relationship of the persons involved
 - iii. Evidence available including information of witnesses or sources
 - iv. Repeat offences by the same person
 - v. Impact on the company: monetary, reputation or legal

Penal action will be taken against any person who attempts to influence/coerce/intimidate the complainant, or witnesses, or in any manner interferes with the investigation process, tampers with evidence during the investigation or afterwards.

6. Roles and Responsibilities

6.1 Whistleblower

The whistleblower (including an anonymous complainant) must provide all factual - corroborative evidence, as is available to enable a scrutiny of the complaint. An investigation may not be undertaken without verifiable support.

No employee shall conduct any prima facie or detailed investigation, before informing the alleged violations to the Ombudsperson office. Neither can any such person speak/ discuss the matter in the office or in any informal/ social gatherings or meetings.

6.2 Investigation Participant

All witnesses and persons who are interviewed, asked to provide information, or otherwise required to participate in an investigation are required to fully cooperate with the investigation.

Participants shall refrain from discussing or disclosing the investigation or their testimony to anyone (including in particular the complainant and defendant).

Requests for confidentiality or anonymity by participants will be honored to the extent possible.

Participants are entitled to protection from retaliation for having participated or co-operated in an investigation.

6.3 Investigation Subject

The decision to conduct an investigation is not an accusation; it should be treated as an objective fact-finding process. The outcome of the investigation may or may not support a conclusion that an unethical / illegal act was committed, and, if so, by whom. All stake holders will comply with applicable laws and regulations of India and in particular the regulations involving privacy and confidentiality of information/ data.

7. Reporting

An investigation report including recommendation for corrective action will be sent to the CEO and the Director-HR only. A summary report is submitted to the Audit Committee of the Board.

8. Policy owner

This policy is owned by the Ombudsperson, Bharti Enterprises.

9. Policy status

Current version: 1.8

Date of revision: 1st April 2022