


Whistleblower Policy

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	Policy Owner	CDPL Board
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1.0 Objective

Crest Digital Private Limited (“CDPL”, the Company) is committed to conduct business with integrity, including in accordance with all applicable laws and regulations. The Company’s expectations with respect to business ethics are indicated in the Code of Business Conduct and Ethics.

This Whistle-Blower Policy (“Policy”) is framed pursuant to section 177 of the Companies Act, 2013 (“Act”) and references from regulation 9 (A)(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“SEBI PIT Regulations”), to set out a procedure to report actual or suspected violations of applicable laws and regulations and the Code of Business Conduct and Ethics.

This Policy is a means through which Stakeholders can raise actual or suspected violations of the Code of Business Conduct & Ethics.

All Employees are required to comply with applicable whistleblowing laws and with the whistleblowing provisions set out in CDPL’s Code of Business Conduct and Ethics (the “Code”). This Policy supplements the provisions set forth in the Code and is intended to raise awareness of our approach to whistleblowing among our Employees.

This policy has been introduced by the Company to enable employees and other individuals associated with the Company to raise concerns at an early stage and in the right manner, without fear of retaliation, victimization, subsequent discrimination, or disadvantage at workplace.

2.0 Applicability

The policy is applicable to the Company and all of its managed operations. It is applicable to all employees irrespective to their location, Associates (on third party or on contract), Investors, partners, customers, vendors, consultants and suppliers.

Please familiarize yourself with the policy and seek advice of Head Legal/CHRO/Head Risk for any clarification(s).

3.0 Definitions

“Employee” means any and all directors, officers, executives and off Roll Associates of the Company.

“Ethics Committee” means the committee designated by the Board to process and investigate all the Concerns.

“Protected Disclosure” means the disclosure of a Reportable Matter in accordance with this Policy.

“Reportable Matter” means a genuine concern concerning actual or suspected but not limited to:

- Incidents of financial malpractices, accounting or accounting controls
- False reporting and falsification of documents

- Breach of Code of Business Conduct and Ethics
- Illegal activity, improper conduct or unethical behavior.
- Any unlawful act like theft/pilferage and unauthorized use of Company property
- Corruption and bribery issues (either soliciting or offering a bribe)
- Conflict of interest
- Sharing of internal/sensitive information to unauthorized personnel
- Violation of social media guidelines
- Victimization against person reporting a concern in good faith
- Any instance of failure to comply with legal or statutory obligation either for and on behalf of the Company or in any personal capacity in the course of discharging duties of the Company.
- Damage to the environment
- Child Labour
- Sexual Harassment
- Any other potential violations or non-compliances as indicated in the reporting Hotline (Ethics Helpline)

(Please note that complaints concerning personal grievances, such as professional development issues or employee compensation, are not Reportable Matters for purposes of this Policy)

“Whistle-blower” means any Employee/vendor/Third party who makes a Protected Disclosure under this Policy.

4.0 Reporting of Concern/ Protected Disclosures

CDPL is committed to conducting its business with honesty and integrity and all staff are expected to maintain high standards and act in accordance with the Code.

Whistleblowing is the reporting of suspected wrongdoing or concerns in relation to CDPL’s activities. This includes bribery, fraud or other criminal activity, violation of laws and judicial orders, health and safety risks, damage to the environment, any breach (acts or omissions) of legal or professional obligations, complaints regarding accounting, internal accounting controls, or auditing matters, and any other matter detailed in the Code. Any suspected wrongdoing should be reported as soon as possible.

- Any employee whether full-time, part-time or external stakeholder (e.g. ex-employee, associate, strategic partners, vendors, suppliers, contractors) can raise a complaint or report a concern with the Ethics Committee
- An employee should make a protected disclosure as soon as he/she becomes aware of a Reportable Matter. Protected Disclosure should be made pursuant to the reporting mechanism described below.
- The complainant may be a victim or even an observer (Whistle Blower) who is directly or indirectly impacted by such practices.
- The role of a Whistle-blower is limited to making a Protected Disclosure. A Whistle-blower should not engage in investigations concerning a Reportable Matter that is

the subject matter of a Protected Disclosure. Neither should a Whistle-blower become involved in determining the appropriate corrective action that might follow from the submission of a Protected Disclosure

5.0 Reporting Mechanism

The Company has established an Ethics Committee and Ethics Helpline to process and investigate, report, recommend and implement actions on Protected Disclosures in alignment with Brookfield Internal Audit team. Ethics Committee operates under the supervision of the Board and will report all matters on a quarterly basis or at the discretion of the Board.

If an Employee has a whistleblowing concern, CDPL hopes that in most cases they will feel able to raise those concerns with their supervisor. However, where they prefer not to raise it with their supervisor for any reason, they should contact the Human Resources (“HR”) Department or CDPL’s Head-Risk.

In the event an employee does not want to report violations to his/her supervisor or Head - Risk, he/she can always make a report through the Company’s reporting hotline (anonymously if they so choose) telephonically or through dedicated website (the “Reporting Hotline”). The Reporting Hotline is managed by an independent third party. The Reporting Hotline allows anyone to call or submit a report online anonymously (if they so choose) to report suspected unethical, illegal or unsafe behavior in English and other languages. The Reporting Hotline is available toll-free, Monday to Friday between 7:00 am to 11:00 pm. Refer to “Schedule A” to this Policy for the Reporting Hotline phone numbers and websites.

Once an Employee has raised a concern or allegation, the first responder will acknowledge receipt. External vendor will share details of the complaint with a list of designated recipients including select members of the Ethics Committee who will then share the details with the larger committee or Brookfield Internal Audit team to process and investigate the Protected Disclosures (unless complaint prima facie indicates involvement of non-independent members of the committee, in which case it will be reported to the Board directly).

When feasible, CDPL will arrange a meeting with the Whistleblower as soon as practicable. CDPL will carry out a review and, where appropriate, consider whether the issue should be investigated formally. Further investigation could be undertaken in several ways depending on the nature of the concern and the geography involved and could include appointing an independent person to lead the inquiry, seeking further evidence and the accounts of witnesses. Where possible and practical to do so, CDPL will inform the Employee or any other Whistleblower of any outcome and steps undertaken.

Composition of the Ethics Committee is determined by the Board from time to time.

Ethics Committee is currently constituted with:

- Vice President, Risk from Brookfield Asset Management designated as “independent member”.
- Chief Executive Officer, Head – Risk, Chief Human Resources Officer and Head Legal from Crest Digital Private Limited designated as “internal members”.

Protected Disclosures can be raised either through email, phone (hotline) or post (Courier) or any other mode of communication addressed to the Ethics Committee and/or Ethics Helpline. The

details of the same are included in the Schedule A.

To enable the proper investigation of any Reportable Matter, a Protected Disclosure should include as much information as possible concerning the Reportable Matter. To the extent possible, the following information should be provided:

- Date of occurrence and nature of the Reportable Matter (for example, if the Reportable Matter concerns an alleged violation of the Code of Business Conduct and Ethics, please refer to the provision of the Code of Business Conduct and Ethics that is alleged to have been violated);
 - Name of the Employee(s) to whom the reportable matter relates to
 - Relevant factual background concerning the Reportable Matter (for example, if the Reportable Matter concerns a violation of the Code of Business Conduct and Ethics, please include information about the circumstances and timing of the violation).
 - Supporting artefacts in relation to the Protected Disclosure (for example, where knowledge of the alleged violation is based upon certain documents in the Whistle-blower's possession or control, please provide a copy thereof).
- To enable further investigation of Reportable Matters, Whistle-blowers are strongly encouraged to provide their name and contact details whenever they make a Protected Disclosure under this Policy. If a Whistle-blower does not provide his or her name and contact details when making a Protected Disclosure, the Company's ability to investigate the subject- matter of the Protected Disclosure may be limited by its inability to contact the Whistle-blower to obtain further information.

6.0 Investigation

- All Protected Disclosures are taken seriously and will be promptly investigated by the Company.
- Ethics Committee will submit a report to the Board on a quarterly basis with details of number of complaints received, resolved and still pending and any other material fact as the committee may find appropriate regarding the disclosures made.
- Anonymous complaints are also investigated if there is some prima facie basis for such complaints but employees are encouraged to provide their identity for follow-up discussions and for verification of the genuineness of the complaint.
- Everyone working for or with the Company has a duty to cooperate with the investigation process.
- 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.
- It is the discretion of Brookfield Internal Audit team and/or Ethics Committee, when applicable, based on primary facts available may decide to address concerns, to decide to investigate it themselves or through identified investigators including external third-party service providers, if required.
- Complainants who identify themselves may be invited to provide leads and evidence (including circumstantial) to supplement information gathered by investigators.
- The confidentiality of reported violations and the identity of the employees who raise a

whistleblowing concern will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review and subject to applicable law. Employees are encouraged to identify themselves to facilitate our investigation of any report; however, you can make an anonymous report by calling the Reporting Hotline.

- The individual against whom the complaint has been made will also be given an opportunity to present his/ her side of the case along with any documentary support if available. If required, others including colleagues may be called upon to corroborate or provide additional information.
- While investigating a complaint, the Ethics Committee will consider the following:
 - The basis of the complaint and the seriousness of the allegations
 - The reporting hierarchy and relationship of the persons involved
 - Evidence available including information of witnesses or sources
 - Impact on the company: monetary, reputation or legal
- Action will be taken against any person who during investigation or thereafter influences/coaches witnesses, interferes with the investigation process, tampers with evidence or retaliates/ threatens the complainant.
- The Ethics Committee need to close the inquiry and come up with a report within 45 working days from the date of the initial complaint-
- The Ethics Committee and/or Brookfield Internal Audit team will take into consideration all anonymous complaints for appropriate investigation based on the seriousness and credibility of the concern.

7.0 External Disclosure

The aim of this Policy and the Code is to provide a mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases, Employees should not find it necessary to alert anyone externally.

The law recognizes that in some circumstances it may be appropriate for Employees to report their concerns to an external body such as a regulator. It will rarely, if ever, be appropriate to alert the media. CDPL strongly encourages Employees to seek advice before reporting a concern to anyone external. Under all circumstances, Employees can always contact the Reporting Hotline.

8.0 Protection of the Complainant/ Whistle Blower

- If a Whistle-Blower does provide his or her name through Protected Disclosure, the Company will treat as confidential the identity of the Whistle-blower and the fact that a Protected Disclosure has been made, except otherwise required by law and to the extent possible while allowing an investigation to proceed.
- A Whistle-blower may make a Protected Disclosure without fear of retaliation or intimidation. Employees who feel they are being or have been victimized or retaliated against should report this immediately to their supervisor or to the HR team.
- The Company prohibits its Employees from engaging in retaliation or intimidation directed against a Whistle-blower. Employees who engage in retaliation or intimidation in violation of this Policy will be subject to disciplinary action, which may include summary dismissal.
- However, if a Whistle-blower has been found to have made a deliberately false Protected

Disclosure, that Whistle-blower may be subject to appropriate disciplinary action. This does not mean that the information that you provide has to be correct, but it does mean that you must reasonably believe that the information is truthful and demonstrates a possible violation of the Code.

- If you believe that you have been unfairly or unlawfully retaliated against, you may file a report with Head-Risk or CHRO or by calling the Reporting Hotline (Ethics Helpline).

9.0 Retention of documents

All the documents received from the Complainant and evidence obtained during the investigation and the report shall be maintained in strict confidentiality and retained in accordance with applicable laws unless, disclosure is mandated by a court order or is otherwise necessary to comply with the requirements of applicable laws.

10.0 Amendment

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

11.0 Reference Policies

This policy should be read in conjunction with the following policies:

- Code of Business Conduct and Ethics
- Anti-Bribery and Corruption (ABC) Policy.

Management is responsible for reviewing this Policy on an annual basis to ensure consistency and compliance with applicable law, the Code, and other applicable corporate policies. If you have any questions on this Policy, please reach out to Head Risk.

The policy is also available on Company's website – www.crestdigital.com and the details of its establishment shall be disclosed in the Board's Report of the Company.

Schedule A

Reporting channels	Contact information
Phone	1800 200 5478
Email	crestdigitel@ethicshelpline.in
Web Portal	www.crestdigitel.ethicshelpline.in
Post Box	P. O. Box No 71, DLF Phase 1, Qutub Enclave, Gurgaon - 122002, Haryana, India