

WHISTLE BLOWER POLICY

1. OVERVIEW

1.1. OBJECTIVES

The Whistle-blower Policy allows you to raise concerns about unacceptable, improper or unethical practices being followed in the organization, without necessarily informing your superior. You will be protected against any adverse action and/ or discrimination as a result of such a reporting, provided it is justified and made in good faith.

1.2. APPLICABILITY

The Whistleblower Policy is applicable to all employees, Directors, KMP, vendor, supplier or any other stakeholder of Adhbhut Infrastructure Limited.

2. WHISTLEBLOWER POLICY

2.1. ISSUE GOVERNED BY THIS POLICY

Under this policy, you may raise concerns about unacceptable, improper or unethical practices being followed in the organization, without necessarily informing your superior.

2.2. SAFEGUARDING YOUR INTERESTS

You will be protected against any adverse action and/or discrimination as a result of a reporting under this policy, provided it is justified and made in good faith. The issues raised could include:

- Reporting in good faith, your belief that there is waste of organization funds.
- Reporting in good faith the violation or suspected violation of a law, rule or regulation.
- Participating in or giving information in an investigation, hearing, court proceeding, legislative or other inquiry, or other administrative review.
- Objecting or refusing to carry out a directive that you believe in good faith, may violate a law, rule or regulation.

The organisation is forbidden from taking any adverse action against you for exercising your rights as listed above. Adverse action is defined as:

- Discharging you
- Threatening you

- Discriminating against your employment

2.3. LODGING A COMPLAINT

If you have a genuine complaint or concern about any fraud or violation of a law, rule or regulation or unacceptable, improper or unethical practice, you may raise this with Board of Directors, Member(s) (Including Chairperson) of the Audit Committee.

2.4. BOARD OF DIRECTORS

You are free to communicate your complaints directly to the Board of Director of the Company.

The details of Board of Directors are available on the website of the Company.

Website Link:

- A. Board of Director Information

<https://www.adhbhutinfra.in/board.php>

- B. Contact Details Information

<https://www.adhbhutinfra.in/contactus.php>

2.5. AUDIT COMMITTEE

You are also free to communicate your complaints directly to the member of the Audit Committee including Chairperson.

The details of members are available on the website of the Company.

Website Link:

- A. Audit Committee Information

<https://www.adhbhutinfra.in/board.php>

- B. Contact Details Information

<https://www.adhbhutinfra.in/contactus.php>

3. PROCEDURE

- a. All Protected Disclosures concerning financial/accounting or any other matters should be addressed to the Chairman of the Audit Committee of the Company for investigation.

b. Details of the Chairman of the Audit Committee is as under:

MR. SOURABH KHANIJO, INDEPENDENT DIRECTOR

Contact No. +91- 7048959386

Email id: adhbhut.ind@rediffmail.com

Address: DSC 260, DLF South Court, Saket, New Delhi-110017

- c. If a protected disclosure is received by any executive of the Company other than Chairman of Audit Committee, the same should be forwarded to the Chairman of the Audit Committee for further appropriate action. Appropriate care must be taken to keep the identity of the Whistle-blower confidential.
- d. Protected Disclosures should preferably be reported in writing so as to ensure a clear understanding of the issues raised and should either be typed or written in a legible handwriting in English, Hindi or in the regional language of the place of employment of the Whistle-blower.
- e. The Protected Disclosure should be forwarded under a covering letter which may bear the identity of the Whistle-blower. The Chairman of the Audit Committee shall detach the covering letter and forward only the Protected Disclosure to the Investigators for investigation.
- f. Protected Disclosures should be factual and not speculative or in the nature of a conclusion, and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern and the urgency of a preliminary investigative procedure.
- g. The Whistle-blower may disclose his/her identity in the covering letter forwarding such Protected Disclosure. Anonymous disclosures will also be entertained. However, it may not be possible to interview the Whistle-blowers and grant him/her protection under the Policy.

4. INVESTIGATION

All Protected Disclosures reported under this Policy will be thoroughly investigated by the Chairman of the Audit Committee of the Company who will investigate/oversee the investigations under the authorization of the Audit Committee. If any member of the Audit Committee has a conflict of interest in any given case, then he should recuse himself and the other members of the Audit Committee should deal with the matter on hand.

- a. The Chairman of the Audit Committee may at its discretion, consider involving any Investigators for the purpose of investigation.

- b. The decision to conduct an investigation taken by the Chairman of the Audit Committee is by itself not an accusation and is to be treated as a neutral fact-finding process. The outcome of the investigation may not support the conclusion of the Whistle-blower that an improper or unethical act was committed.
- c. The identity of a Subject will be kept confidential to the extent possible given the legitimate needs of law and the investigation.
- d. Subjects will normally be informed of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.
- e. Subjects shall have a duty to co-operate with the Chairman of the Audit Committee or any of the Investigators during investigation to the extent that such co-operation will not compromise self-incrimination protections available under the applicable laws.
- f. Subjects have a right to consult with a person or persons of their choice, other than the Investigators and/or members of the Audit Committee and/or the Whistle-blower. Subjects shall be free at any time to engage counsel at their own cost to represent them in the investigation proceedings.
- g. Subjects have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened or intimidated by the Subjects.
- h. Unless there are compelling reasons not to do so, Subjects will be given the opportunity to respond to material findings contained in an investigation report. No allegation of wrongdoing against a Subject shall be considered as maintainable unless there is good evidence in support of the allegation.
- i. Subjects have a right to be informed of the outcome of the investigation. If allegations are not sustained, the Subject should be consulted as to whether public disclosure of the investigation results would be in the best interest of the Subject and the Company.

5. DECISION

If an investigation leads the Chairman of the Audit Committee to conclude that an improper or unethical act has been committed, the Chairman of the Audit Committee shall recommend to the management of the Company to take such disciplinary or corrective action as the Chairman of the Audit Committee deems fit. It is clarified that any disciplinary or corrective action initiated against the

Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.

6. REPORTING

The Chairman of the Audit Committee shall submit a report to the management on a regular basis about all Protected Disclosures referred to him since the last report together with the Results of Investigations, (if any).

7. RETENTION OF DOCUMENTS

All Protected Disclosures in writing or documented along with the results of investigation relating thereto shall be retained by the Company for a minimum period of eight years.

8. AMENDMENT

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

(This Policy is adopted by the Board of Directors in the Board Meeting held on 30.05.2022)