

MUMBAI METRO RAIL CORPORATION LIMITED

WHISTLE BLOWER POLICY

1. POLICY

1.1 Mumbai Metro Rail Corporation Limited (hereinafter referred to as MMRCL) is committed to conducting its affairs in a fair and transparent manner and providing a working atmosphere to its employees where they feel safe in raising concerns about any wrong doings and unacceptable practices which they feel are being followed in the Company.

1.2 This policy has been put in place to provide a framework to its employees to act as whistle blowers. It aims to protect its employees wishing to raise a concern about irregularities in the Company.

This policy is a part of the Civil Vigilance Commission, and the MMRCL is covered by the Commission.

2. DEFINITIONS:

The definitions of some of the key terms used in this policy are given below:

2.1 **‘Company’** means MMRCL.

2.2 **‘Board’** means Board of Directors of the Company.

2.3 **‘Employee’** means an employee of the MMRCL.

2.4 **‘Protected Disclosure’** means any communication made in good faith that discloses an intention or evidence of an ongoing malpractice.

2.5 **‘Whistle Blower’** means an employee making a Protected Disclosure under this Policy.

2.6 **‘Subject’** is a person against whom or in relation to whom a protected disclosure has been made.

2.7 **“Whistle Officer”** means an officer nominated by the Competent Authority to conduct detailed investigation under this policy.

2.8 **‘Disciplinary action’** means any action that can be taken under MMRCL Conduct, Discipline and Appeal Rules.

2.9 ‘**Audit Committee**’ means the Audit Committee constituted by the Board of Directors of the Company in accordance with the Companies Act, 2013

3. PROCEDURE TO BE FOLLOWED BY WHISTLEBLOWERS:

3.1 Any employee can make a protected disclosure or complaint. The Disclosure should be reported in writing.

3.2 The complaint should be in a closed/secured envelope and should be addressed to the Managing Director of the Company at the following address:

Managing Director
MMRCL
MMRC Transit Office building, A Wing,
E- Block, Behind Income Tax office, Bandra Kurla
Complex, Bandra East,
Mumbai 400 051.

3.3 Protected Disclosures involving or relating to Board Level Executives will be addressed to the Chairman of the Audit Committee at the following address

The Chairman , Audit Committee
C/o Company Secretary,
Mumbai Metro Rail Corporation Limited (MMRCL)
MMRC Transit Office building, A Wing,
E Block, Behind Income Tax office, Bandra Kurla
Complex, Bandra East,
Mumbai 400 051.

3.3 The envelope should be superscribed ‘Complaint under the Public Interest Disclosure’. The complainant should give his/her name and address in the beginning or end of the complaint or in an attached letter.

3.4 Anonymous complaints will not be entertained.

3.5 The text of the complaint should be carefully drafted so as not to give any details or clue as to the identity of the whistleblower. However, the details of the complaint should be specific and verifiable.

3.6 In order to protect the identity of the whistleblower, no acknowledgment would be issued and the whistleblowers should not enter into any further correspondence.

3.7 The Whistle Blower's role is that of a reporting person with investigator, nor would he/she determine the appropriate corrective action that may be warranted in a given case.

3.8 The Whistle Blower will not conduct any investigation on his own, nor will he have a right to participate in any investigative activities other than as requested by the Whistle Officer.

4. INVESTIGATIONS

4.1 All disclosures received in the office would be seen by the Managing Director or the Chairman of the Audit Committee as the case may be. The covering letter would be detached and kept under safe custody.

4.2 Managing Director or the Chairman, Audit Committee may entrust the investigation to the Chief Vigilance Officer or an appropriate "Whistle Officer" ensuring that the identity of the whistle blower is not disclosed. In case of Disclosures involving Board Level Executives, the Chairman, Audit Committee may discuss such disclosures with the Members of the Audit Committee and if unanimously agreed, the Chairman, Audit Committee would appoint a "Whistle Officer" and forward the disclosure for further investigation.

4.3 The investigation report in the matter would be submitted within 60 days of the receipt.

5. DECISION

5.1 On the basis of the investigation report, if it is concluded that an improper or unethical act has been committed, the Competent Authority shall recommend to the appropriate disciplinary authority to take appropriate disciplinary action against the responsible officials.

5.2 Preventive measures to prevent re-occurrence of the subject matter or any other action considered necessary shall also be taken by the Managing Director.

6. PROTECTION

All steps will be taken to provide adequate safeguard against victimization of the employees who have reported a disclosure under the policy. MMRCL, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair treatment adopted against the whistle blower. Complete protection will therefore be offered to the Whistle Blowers against any unfair

practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, discrimination including any act of obstructing the whistleblowers right to continue to perform his duties including making further disclosures.

7. DISQUALIFICATIONS

7.1 While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment, any abuse of this protection will warrant disciplinary action.

7.2 Protection under this policy would not mean protection from disciplinary action arising out of allegations made by the Whistle Blower which are found to be false or bogus or done with a malafide intention.

7.3 Whistle Blowers who make protected disclosures which are subsequently found to be malafide, frivolous or reported otherwise than in good faith, may be disqualified from reporting further protected disclosures under this policy.

8. REVIEW OF FUNCTIONING OF THE WHISTLE BLOWER MECHANISM

An Annual report with the number of complaints received under this mechanism and their outcome shall be placed before the Board of Directors of MMRCL.

9. 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 seven years.

10. AMENDMENT

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