

Global Whistleblowing Policy

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Version Control

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5.4	Review	March 2021
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1. Introduction

Firstsource Solutions Limited and its subsidiaries/affiliates worldwide (hereinafter known as “**Firstsource**”, “**we**” or “**us**”) is committed to the highest possible standards of transparency, integrity, and accountability.

In line with this commitment, this Whistleblowing Policy (“**Policy**”) aims at providing an avenue for its present and past, full-time employees, part-time employees, temporary employees, trainees, apprentices, secondees, contract employees, agents, consultants, vendors, business partners and volunteers (together referred to as “**Firstsource Personnel**” or “**you**”) to disclose instances of wrongdoing in the workplace.

The object of this Policy is to have individuals disclose instances of wrongdoing and protect such individuals in the event of a disclosure. The Policy aims to promote an open and honest culture within Firstsource, and all Firstsource Personnel will be supported for reporting a genuine concern. It is designed to ensure that you can raise your concerns about wrongdoing or malpractice within Firstsource without fear of victimization, subsequent discrimination, disadvantage, or dismissal. If you suspect or witness wrongdoing that impacts you, any of your colleagues, any Firstsource Personnel or Firstsource, raising a concern is the right thing to do.

2. Definitions

Whistleblower (also referred to as “you” or “your”): a person who raises a concern or complaint pertaining, but not limited to, misconduct, unethical behavior, actual or suspected fraud, violation of Firstsource policies, wrongdoings, alleged dishonest, irregular or illegal activities, processes and practices or any other conduct or practice occurring in Firstsource which violate the Firstsource policies and applicable laws.

3. Applicability of the Policy

This Policy applies to all Firstsource Personnel.

4. Aim and Objective of the Policy

Firstsource demonstrates the right values and ethical and legal business practices in every field of activity within the scope of its work. The objective of this Policy is to provide a mechanism and a platform to promote responsible whistleblowing and ensure effective investigation and remedial actions. Firstsource is committed to ensuring that no one suffers detrimental treatment for reporting whistleblowing complaints.

This Policy is intended to:

- Inform and enable Firstsource Personnel to raise issues or concerns, which are unethical, unacceptable, unlawful or violate Firstsource policies.
- Ensure that Firstsource Personnel can raise issues or concerns without fear of victimization, subsequent discrimination, or disadvantage thereof.

- Ensure that where any wrongdoing is identified and reported to Firstsource under this Policy, it will be dealt with expeditiously and thoroughly investigated in a fair and unbiased manner and thereafter remedied.

5. What is wrongdoing / Irregular Activity?

Wrongdoing / irregular activity involves any improper, unlawful, illegal/ unethical behavior, activity, process, or guideline and may include, but is not limited to:

- i. Mismanagement
- ii. Actual or suspected fraud or theft
- iii. Breach/violation of Firstsource policies, including but not limited to the Code of Conduct and Ethics Policies
- iv. Violation of any law or regulation Abuse of power for any unauthorized or ulterior purpose
- v. Unfair discrimination during employment at Firstsource or providing services on behalf of Firstsource
- vi. Manipulating processes, procedures, or systems for personal financial gain, achieve product sales, targets, income, or bonuses.
- vii. Criminal offences
- viii. Health and Safety breach
- ix. Data and/ or cyber security breach
- x. Environmental Violations
- xi. Unauthorized disclosure of confidential, price-sensitive and proprietary information
- xii. Matters and incidents related to money laundering, corruption and bribery activities
- xiii. Violations Related to Forced Labor, Child Labor, Human Trafficking and Modern Slavery
- xiv. Antitrust and competition law violations.
- xv. Breaches of regulation or legislation, or concerns about a lack of openness with regulators
- xvi. Other risks or malpractice that impact Firstsource or Firstsource Personnel

This list is not definitive but is intended to indicate the kind of conduct that might be considered as wrongdoing.

6. Safeguard

- **Confidentiality:** All concerns/ complaints made under this Policy are confidential and the identity of the Whistleblower shall not be disclosed by Firstsource, except to those persons who are directly involved in the investigation concerning the complaint. Any Firstsource Personnel can report concerns in confidence and without fear of retribution.

Appropriate action will be taken against the individuals proven to be involved in any attempted retribution. Any form of retribution should also be reported at whistleblowing@firstsource.com. All concerns raised and reports made are duly investigated as per Firstsource policies.

- **Victimization or harassment:** Harassment or victimization of Whistleblowers for reporting good-faith concerns under this Policy will not be tolerated. Complete protection shall be given to the good-faith Whistleblowers for his or her act of disclosing wrongdoing. Self-reporting of one's wrongdoing is not immune to the Whistleblower. However, it may be taken into consideration as a mitigating factor when deciding any disciplinary action.
- **Anonymous allegations:** Firstsource encourages persons reporting whistleblowing concerns to provide their details and contact information (name, location, in the case of employees, employee ID, etc.), details of the Whistleblowing complaint with relevant dates, information and supporting documentation or evidence if any to enable Firstsource to conduct a comprehensive investigation into the whistleblowing complaint. Whilst anonymous complaints are permitted under this Policy, Firstsource will be unable to carry out a detailed investigation on account of insufficient information.
- **Malicious, vexatious, or untrue allegations:** The policy should not be used for making malicious, vexatious or untrue allegations. Actions will be taken against a complainant making such allegations or repeated complaints.
- **Actions for frivolous complaints:** In the event of any frivolous complaints or repeated frivolous complaints, after concluding the investigation which proves that the complaint(s) were frivolous, the Whistleblowing Complaints Committee ("WBC") shall give the recommended action to be taken against the concerned person and Firstsource shall follow applicable policies and laws in determining and implementing such action.

7. Raising a whistleblowing complaint

Complaints may be reported by email, providing the background, relevant dates and supporting documents on the confidential email ID, whistleblowing@firstsource.com or verbally to any of the below-mentioned WBC members:

1. Kamal Agarwal (Group Head – Internal Audit – RPSG Group)
2. Ritesh Idnani (Managing Director and CEO)
3. Shamita Mukherjee (Chief Human Resources Officer)
4. Shahul Karim (SVP – Human Resources)
5. Asha Monnappa (Global Whistle Blowing Convener)

Complaints can also be made to the WBC members jointly or individually.

In case there is concern/ issue against any of the WBC members or in exceptional cases, it may be reported to Mr. Utsav Parekh, Chairman of the Audit Committee at uparekh@gmail.com

8. Procedure to Address Whistleblowing Complaints

All whistleblowing complaints raised under this Policy shall be addressed and inquired into by the WBC. Other than concerns that are received on an anonymous basis, on receiving complaint/information under this Policy, an acknowledgement shall be sent by the WBC to the Whistleblower within three (3) working days.

- **Initial inquiry:** All the concerns/complaints raised on the whistleblowing platforms of Firstsource shall first be subjected to an initial inquiry by the WBC Convener to determine if the concerns/ complaints fall under the purview of a whistleblowing complaint or are of any other nature. The WBC Convener shall have the discretion to move the complaints/ concerns to an appropriate forum.
- **Incident Handling:** After the initial inquiry into a reported concern/ complaint, if it is ascertained by the WBC that it is the whistleblowing complaint, it will be handled in accordance with Firstsource policies and applicable laws.
- **Investigation:** If a whistleblowing complaint warrants an investigation, the following steps shall follow:
 - a) WBC shall bestow/delegate certain powers to the investigation team (where so appointed) as may be deemed necessary to carry out a fair investigation and confer such ancillary powers as may be required to facilitate such investigation. The said investigation team shall be formed independently for each matter/ issue by the WBC.
 - b) During the investigation, depending on the nature of the issue, degree of severity and clarity of information provided in the complaint, if required, the investigation team may get in touch with the Whistleblower to seek further information.
 - c) The investigating team shall conclude the investigation and submit the case report with their analysis, findings, and recommendations to the WBC within thirty (30) days from the date of receipt of the whistleblowing complaint. However, depending on the nature of the investigation, cases may take more than 30 days to be investigated, in which case, the investigation team shall apply for extension with reasons for such request to the WBC. The WBC may extend the investigation period on a case-to-case basis.
 - d) The investigation shall be held confidentially, and no reports/ minutes shall be circulated by the investigating team, or anyone associated with the investigation, with any party or person outside the WBC members, the Audit Committee, and others on a need-to-know basis. All details regarding the matter shall be kept confidential by all WBC members, individuals involved in the investigation, the parties interviewed, the witnesses, the Whistleblower and anyone else involved in the matter, unless they must disclose any information pertaining to the matter to any regulatory or other authority under any provision of law.

- e) The entire investigation process shall be completed in a time-bound manner and any delays shall be escalated to ensure adequate steps are being taken to complete the investigation process.

9. Decisions on investigation and actions to be taken

After the investigation is concluded and the investigation team submits its report to the WBC, the WBC within seven (7) working days from the date of submission of the report, shall make a decision on the actions to be taken to rectify Firstsource processes and/or against all or any person found at fault of being involved in any whistleblowing activity, depending on the severity and sensitivity of the case. The actions will be determined by the WBC in accordance with applicable laws and Firstsource policies.

The WBC shall record the actions taken in writing. All documentation related to whistleblowing shall be maintained by the WBC.

10. Document maintenance for whistleblowing complaints:

WBC Convener shall maintain detailed and auditable documentation of all the whistleblowing complaints received, minutes of the deliberations and investigation, and working papers in compliance with internal Firstsource policies and processes and applicable laws, regulations, and guidelines.

11. Implementation and monitoring of the Policy

The implementation of this Policy will include:

All Firstsource Employees: All employees shall be formally notified of this Policy as part of their onboarding process at the time of joining. Additionally, employees are provided with information about the Policy through Know Your Policy initiative and mandatory annual training

The Policy is also available on the Firstsource intranet and Firstsource company website. www.firstsource.com.

Agents, Consultants, Vendors and Business Partners: New vendors/contractors shall be informed of the Policy at the time of signing a contract. The Policy is available on the Firstsource company website. www.firstsource.com.

Monitoring of the Policy: The WBC, on a quarterly basis, shall furnish details of all whistleblowing cases reported along with the details of the investigation conducted and the actions taken, if any, to the Audit Committee.

12. Review

This Policy shall be reviewed as per the Policy review date or as required to comply with legal & business requirements or when significant changes are proposed.