

**WHISTLE BLOWER POLICY & VIGIL MECHANISM**  
**[Pursuant to Sec. 177(9) & (10) of the Companies Act, 2013, and Reg. 22 of Securities**  
**and Exchange Board of India (Listing Obligations and Disclosure Requirements)**  
**Regulations, 2015]**

## 1. PREFACE

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour. The Company is committed to developing a culture where it is safe for all employees to raise concerns about any poor or unacceptable practice and any event of misconduct.

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations') requires all listed Companies to establish a mechanism called "Whistle Blower Policy" for employees to report to the management instances of unethical behaviour, actual or suspected fraud.

Section 177 of the Companies Act, 2013, mandates the listed companies and such class of companies shall establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed. The vigil mechanism shall provide for adequate safeguards against victimization of employees who use such mechanism and for direct access to the chairperson of the Audit committee in appropriate or exceptional cases.

Accordingly, this **Whistle Blower Policy ("the Policy")** has been formulated with a view to provide a mechanism for employees of the Company and Directors to approach the Audit committee of the Company

## 2. POLICY OBJECTIVES

**RAMINFO LIMITED** ("The Company") and its subsidiaries are committed to complying with the foreign and domestic laws that apply to them assuring that business is conducted with integrity and that the Company's financial information is accurate. If potential violations of Company policies or applicable laws are not recognized and addressed promptly, both the Company and those working for or with the Company could face penalties. In order to promote ethical standards, the Company will maintain the workplace that facilitates reporting of potential violations of Company policies and applicable laws. Employees must be able to raise concerns regarding such potential violations easily and without any fear of retaliation.

This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and / or colleagues in general.

## 3. DEFINITIONS

The definitions of some of the key terms used in this Policy are given below. Capitalized terms not defined herein shall have the meaning assigned to them under the applicable law.

**"Alleged wrongful conduct"** shall mean violation of law, infringement of Company's rules, misappropriation of monies, actual or suspected fraud, substantial and specific danger to public health and safety or abuse of authority.

**“Audit Committee”** means a Committee constituted by the Board of Directors of the Company in accordance with the Regulations of SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013.

**“Authorized officer”** means the Officer appointed by the Board to discharge the designated functions under this Policy including assisting the Committee or Board in receipt, investigation etc., of the disclosures.

**“Board”** means the Board of Directors of the Company.

**“Company”** means RAMINFO LIMITED and all its Offices.

**“Code”** means Code of Conduct for Directors and Senior Management adopted by the Company.

**“Employee”** means every employee of the Company whether temporary, permanent, contractual, trainees including Directors in the employment of the Company (whether working in India or abroad).

**“Protected Disclosure”** means a concern raised by an employee or group of employees of the Company, through a written communication and made in good faith which discloses or demonstrates information about an unethical or improper activity under the title “Scope of the Policy” with respect to the Company. It should be factual and not speculative or in the nature of an interpretation / conclusion and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern.

**“Subject”** means a person or group of persons against or in relation to whom a Protected Disclosure is made or evidence gathered during the course of an investigation.

**“Whistle Blower”** is an employee or group of employees who make a Protected Disclosure under this Policy and also referred to in this policy as a complainant.

**“Whistle Officer”** or **“Committee”** means an Officer or Committee of persons who is nominated / appointed to conduct detailed investigation.

**“Investigators”** mean those persons authorized, appointed, consulted or approached by the Compliance Officer/Chairman of the Audit Committee and include the auditors of the Company and the police.

**“Unpublished Price Sensitive Information”** means as defined in SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereto.

#### 4. SCOPE OF THE POLICY

The Whistle Blower’s role is that of a reporting party with reliable information. They are not required or expected to act as investigators or finders of facts, nor would they

determine the appropriate corrective or remedial action that may be warranted in a given case.

Whistle Blowers should not act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than as requested by the Authorized Officer or the Chairman of the Audit Committee or the Investigator.

Protected Disclosure will be appropriately dealt with by the Chairman of the Audit Committee, or any Officer authorized for this purpose, as the case may be.

Whistle Blowers must put their names to allegations and investigation may not be possible unless the source of the information is identified. **Disclosures expressed anonymously will not be investigated in the normal course.**

The Policy covers all malpractices and events (hereinafter referred to as “**Concern**”) which have taken place / suspected to take place which includes a whole variety of issues listed below:

- i. Any unlawful act, whether criminal or a breach of the civil law;
- ii. Breach of any Policy or Manual or Code adopted by the Company;
- iii. Abuse of power/authority (through physical, sexual, psychological or financial abuse, exploitation or neglect);
- iv. Negligence causing substantial and specific danger to public health and safety;
- v. Manipulation of company data/records;
- vi. Financial irregularities, including fraud, or suspected fraud;
- vii. Deficiencies in internal control and check
- viii. Perforation of confidential /propriety information
- ix. Deliberate violation of law(s)/regulation (s)
- x. Wastage / misappropriation of Company’s funds/assets
- xi. Breach of employee Code of Conduct or Rules
- xii. Any other unethical or improper conduct.
- xiii. Deficiencies in internal control and check
- xiv. Deliberate error in preparation of financial statements or misrepresentation of financial reports.
- xv. Leak of Unpublished Price Sensitive Information or suspected leak of Unpublished Price Sensitive Information.

The Policy should not be used in place of the Company grievance procedures or to be a route for raising malicious or unfounded allegations against colleagues.

## 5. ELIGIBILITY

All Employees of the Company are eligible to make Protected Disclosures under the Policy in relation to matters concerning the Company and its Subsidiaries.

## 6. DISQUALIFICATIONS

- a) While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.
- b) Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.
- c) Whistle Blowers, who make any Protected Disclosures, which have been subsequently found to be mala fide or malicious or Whistle Blowers who make 3 or more Protected Disclosures, which have been subsequently found to be frivolous, baseless or reported otherwise than in good faith, will be disqualified.

## 7. RECEIPT AND DISPOSAL OF PROTECTED DISCLOSURES

- a) All Protected Disclosures concerning financial/accounting matters should be addressed to the Chairman of the Audit Committee of the Company for investigation.
- b) In respect of all other Protected Disclosures, those concerning the employees at the levels of Vice Presidents and above should be addressed to the Chairman of the Audit Committee of the Company and those concerning all other employees should be addressed to the authorised officer appointed in this regard, i.e., the Compliance officer at the Registered Office of the Company.

In case a Whistle Blower feels that he/she has been victimized in employment related matters because of reporting about the violation of the Code, he/ she can submit a “**Grievance**” to the authorised officer, giving specific details of nature of victimization allegedly suffered by him/her. All such grievances will be examined by the Audit Committee. The Committee will meet at regular intervals and examine the grievances on merits. The Committee will also conduct necessary investigation of the concerned and recommend appropriate action as the case may be.

While Management is determined to give appropriate protection to the genuine Whistle Blower, the employees at the same time are advised to refrain from using this facility for furthering their own personal interest. If proved, such cases may be referred to the Audit Committee for disciplinary action.

- 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 Company's Authorised Officer or 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
- e) The Protected Disclosure should be forwarded under a covering letter which shall bear the identity of the Whistle Blower. The Chairman of the Audit Committee / Authorised Officer, as the case may be shall detach the covering letter and forward only the Protected Disclosure to the Audit Committee 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.
- g) For the purpose of providing protection to the Whistle Blower, the Whistle Blower should disclose his/her identity in the covering letter forwarding such Protected Disclosure.

A letter can be sent to the Compliance Officer at:-

The Compliance Officer,  
Raminfo Limited,  
Unit No.1609, 16<sup>th</sup> Floor, Orbit,  
Plot No.30C, Sy No 83/1,  
Hyderabad Knowledge City, TSIIC, Madhapur,  
Hyderabad, Shaikpet, Telangana, India, 500081  
E-mail: [cs@raminfo.com](mailto:cs@raminfo.com)

- h) If there is a reason to believe that the Compliance Officer is involved in the suspected violation or concerning financial/accounting matters, a report may be made to the Chairman of the Audit Committee of Board of Directors at:

The Chairman,  
Audit Committee,  
Raminfo Limited,  
Unit No.1609, 16<sup>th</sup> Floor, Orbit,  
Plot No.30C, Sy No 83/1,  
Hyderabad Knowledge City, TSIIC, Madhapur,  
Hyderabad, Shaikpet, Telangana, India, 500081

On receipt of the protected disclosure the concerned authorities shall make a record of the Protected Disclosure and also ascertain from the complainant whether he/she was the person who made the protected disclosure or not. They shall carry out an enquiry by themselves or by involving any other Officer of the Company or by hiring the services of an outside agency for needful action.



## 8. INVESTIGATION

- a) All Protected Disclosure under this policy will be recorded and thoroughly investigated by the Audit Committee of the Company in accordance with the normal procedure. The Audit Committee may at its discretion, consider the involvement of any other Officers of the Company for the purpose of investigation.
- b) The decision to conduct an investigation by the concerned authorities is 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) Subject(s) will normally be informed in writing of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.
- d) Subject(s) shall have a duty to co-operate with the concerned authorities or any of the Officers appointed by it in this regard.
- e) Subject(s) have a right to consult with a person or persons of their choice, except Authorised Officer or the Audit Committee and/or the Whistle Blower. This may involve representation including legal representation. Subjects shall be free at any time to engage counsel at their own cost to represent them in the investigation proceedings.
- f) Subject(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witness shall not be influenced, coached, threatened or intimidated by the subject(s). If he/she is found indulging in any such actions it will make him/her liable for disciplinary actions. Under no circumstances, subjects should compel investigator to disclose the identity of the Whistle Blower.
- g) Unless there are compelling reasons not to do so, subject(s) will be given the opportunity to respond to material findings contained in the investigation report. No allegation of wrong doing against a subject(s) shall be considered as maintainable unless there is good evidence in support of the allegation.
- h) Subject(s) have a right to be informed of the outcome of the investigations. 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.
- i) The investigation shall be completed normally within 45 days of the receipt of the protected Disclosure.
- j) The identity of a Subject and the Whistle Blower will be kept confidential to the extent possible given the legitimate needs of the law and the investigation.

## 9. DECISION AND REPORTING

- a) If an investigation leads the Audit Committee to conclude that an improper or unethical act has been committed, the Authorised Officer/ Chairman of the Audit Committee shall recommend to the management of the Company to take such disciplinary or corrective action as it may deem 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.
- b) The Authorised Officer shall submit a report to the Audit Committee on a regular basis about all Protected Disclosures received by him since the last report together with the results of investigations, if any.

## 10. SECRECY / CONFIDENTIALITY:

The Whistle Blower, the Subject, the Compliance Officer/ Chairman of Audit Committee and everybody involved in the process shall:

- a. Maintain confidentiality of all matters under this Policy;
- b. Not discuss the matter in any informal/social gatherings/ meetings
- c. Discuss only to the extent or with those persons as required under this Policy for completing the process of investigations;
- d. Not keep the papers unattended anywhere at any time;
- e. Keep the electronic mails / files password protected.

## 11. PROTECTION

- a) No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties/functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.
- b) A Whistle Blower may report any violation of the above clause to the Chairman of the Audit Committee, who shall investigate into the same and recommend suitable action to the management.
- c) The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law.



- d) Any other Employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

## **12. FALSE COMPLAINTS:**

While this policy is intended to protect genuine Whistle-blowers from any unfair treatment as a result of their disclosure, misuse of this protection by making frivolous and bogus complaints with mala fide intentions is strictly prohibited. Personnel who make complaints with mala fide intentions and which are subsequently found to be false will be subjected to strict disciplinary action.

## **13. COMMUNICATION**

A whistle Blower policy cannot be effective unless it is properly communicated to Directors and Employees. Director and Employees shall be informed through by Publishing in the website of the company.

## **14. 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 8 (Eight) years.

## **15. ADMINISTRATION AND REVIEW OF THE POLICY**

The Chairman of the Audit Committee and Compliance Officer shall be responsible for the administration, interpretation, application and review of this policy. They shall also be empowered to bring about necessary changes to this Policy, if required at any stage with the concurrence of the Audit Committee. The Audit Committee shall oversee the administration of this policy and ensure proper implementation and follow-up of the same.

## **16. 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. However, no such amendment or modification will be binding on the Directors and Employees unless the same is notified to them in writing.

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Last reviewed and amended on – 19.05.2025