

**WHISTLE BLOWER (“POLICY”) OF  
KIA MOTORS INDIA PRIVATE LIMITED (“KMI”)**

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	<b>COMPLIANCE</b>	Effective Date : 01.04.2019

## **Whistle Blower Policy of Kia Motors India Pvt Ltd (KMI)**

### **1 OBJECTIVE:**

1.1 The Whistle Blower policy is made in compliance with Section 177 (9) & (10) of Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Boards and its Powers) Rules, 2014.

### **2 APPLICABILITY:**

2.1 The Policy is made with the intention to empower the employees and directors of KIA Motors India Pvt Ltd (KMI) to report/disclose any unethical practices taking place in KMI.

### **3 SCOPE:**

3.1 The scope of this policy shall be limited to the following activities (“Unethical Practice”)

- a) Intentional or malicious acts involving manipulation of Company data / records in bad faith;
- b) Abuse of authority;
- c) Breach of confidentiality.
- d) Illegal Acts
- e) Theft, embezzlement and misappropriation of Company assets;
- f) Actions that undermine the values and are in violation of ethics, morals or general code of conduct followed by the company.
- g) Acts of corporate and financial fraud, criminal acts.
- h) Any other activities not in the interest of the Company.

### **4 WHERE TO REPORT:**

4.1 The Whistle Blowers shall share their questions, concerns, suggestions, or complaints (“Allegations”) to the Company Secretary by submitting a hard copy of the completed “Whistle Blower Form” attached in Annexure – A, along with evidence.

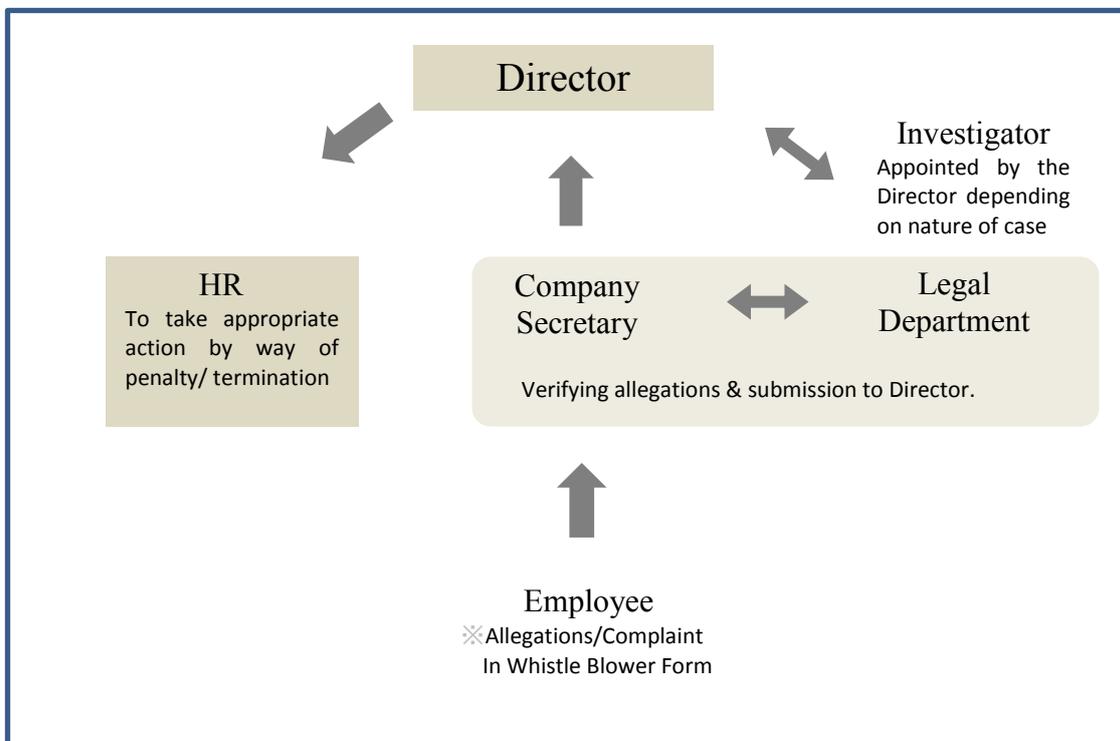
4.2 The Whistle Blower shall share all details mentioned in the form including his name, employee Id, factual description of the violation and reason for reporting. Incomplete forms or illegible forms will not be accepted.

4.3 The Company Secretary shall in consultation with the Legal Department analyse the Allegations received by him and verify if the allegations received are covered in the Whistle Blower Policy.

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- 4.4 The Company Secretary shall present the verified allegations to the Director who has been nominated by the Board of Directors (“Director”).
- 4.5 The Director in consultation with the Company Secretary may then decide on how the internal investigation is to be conducted.
- 4.6 The investigation report shall be submitted to the Director who may direct the HR Department to take appropriate action against the persons held guilty in the investigation report.

**Flow Chart of Whistle Blower Reporting Process**



**5 PROTECTION:**

- 5.1 **Confidentiality:** The Company Secretary and all persons who may possess the information relating to the identity of the Whistle Blower, nature of allegations or the identity of the person against whom allegations are made shall not disclose or publicise this information in any way.
- 5.2 **Protection against disadvantageous Measures:** No person shall take any action that may put the Whistle Blower in a disadvantageous position.
- 5.3 **Preferential Consideration:** If the Whistle Blower believes that his current role in the organisation increases the risk of harm to the Whistle Blower, he may approach the Company Secretary who shall coordinate with the persons from relevant departments and the Director to confirm if there is scope for temporary transfer to

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a different department or location. The HR shall give prior consideration to such request if it is convinced that the same is necessary.

5.4 The Whistle Blower may approach the Company Secretary requesting protection provided for in clause 5.2 and 5.3. The Company Secretary shall discuss the same with the director who may direct the relevant departments to provide the requested protection.

## **6 REJECTION OF PROTECTION REQUEST**

6.1 The Director in consultation with relevant departments and Company Secretary may opine that the suggested protection measures are not required; in such cases the protection request may be declined. The protection already provided may also be recalled.

## **7 PENALTY**

7.1 In case any individual wilfully discloses, publicizes or otherwise breaches the obligation relating to confidentiality in any manner, or initiates any negative action against the Whistle Blower; the Whistle Blower, may approach the Company Secretary requesting disciplinary action against the person. The Company Secretary shall report the request to the Director who may in consultation with the relevant departments and HR department, first confirm if the alleged violations are true and then decide on a penalty which may include penalty, suspension or termination.

## **8 RETENTION OF DATA**

8.1 The Company Secretary shall prepare a report with the number of Allegations reported, status of the Allegations and action taken. The report shall be submitted to the Director on need basis.

8.2 The records and documents pertaining to each Allegation must be filed and maintained for at-least 8 years.

## **9 POLICY**

9.1 KMI may modify this policy unilaterally at any time without notice. This may be done to ensure compliance with Central and local rules, regulations and laws, or accommodate organizational changes within KMI among other reasons.

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### Annexure - A

**WHISTLE BLOWER FORM**

Details of the Whistle Blower reporting the Allegations:

Name: \_\_\_\_\_

Employee Id : \_\_\_\_\_

Title: \_\_\_\_\_

Department: \_\_\_\_\_

E-mail address: \_\_\_\_\_

Phone number: \_\_\_\_\_

Contact Address: \_\_\_\_\_

Details of the Allegations made:

Nature of Allegation: \_\_\_\_\_

\_\_\_\_\_

Departments involved: \_\_\_\_\_

People involved: \_\_\_\_\_

Title of People involved: \_\_\_\_\_

Brief Facts of the incident with supporting documents \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

⊗ Please note that all of the above details must be completed before submission of the form.