

COMVIVA TECHNOLOGIES LIMITED

WHISTLEBLOWER POLICY

1. OBJECTIVE

The objective of this policy is to uphold Comviva's commitment to ethical business practices in every country we operate in. It promotes an environment where stakeholders can report any actual or perceived wrongdoing without fear of retaliation. The policy sets out ways through which the stakeholders can raise concerns and provides necessary protection for whistleblowers in good faith.

2. SCOPE

Stakeholders, for the purpose of this policy, include all associates (including permanent and on contract), business partners (including agents, contractors, vendors, and suppliers), investors, and customers of Comviva Technologies Limited.

3. RAISING A COMPLAINT

All stakeholders have an obligation to raise actual or perceived wrong doing which include fraudulent, illegal, or unethical behavior or conduct that could harm the company, our associates, customers, or shareholders, or the communities we serve. Such concerns should be raised as soon as possible to the Chairperson of the Audit Committee by sending an e-mail to auditchair@comviva.com.

Concerns of the following nature should be directly reported to the following email IDs

- Concerns regarding sexual harassment at workplace should be reported to posh@comviva.com
- Concerns regarding harassment at workplace should be reported to ethics@comviva.com
- Concerns regarding job posting or job offer should be raised on [E-support](#) (use 'Employment and Careers' in enquiry field)
- Information security violations should be reported to infosec@comviva.com
- Raise ticket for concerns on full and final settlement, leaves, loss of Pay, Provident Fund and exit formalities by raising ticket for concerns on leaves, loss of Pay, and other HR related queries on [E-support](#)

Annexure A provides details on reportable complaints, reporting avenues and escalation mechanism.

4. REPORTING PROTOCOLS AND GUIDELINES FOR THE COMPLAINANT

The complainant should focus on giving factual rather than speculative information. The complainant should apply judgment before raising a complaint and provide appropriate opportunity to the business, or relevant functions or HR to provide the necessary resolution. The complainant is also expected to keep all discussions confidential. Malicious and baseless allegations may result in disciplinary action.

Annexure B details guidelines and protocols to be followed by the complainant.

5. PROTECTION ACCORDED TO A WHISTLEBLOWER

Comviva believes that protecting whistleblowers is essential for maintaining accountability, promoting transparency, and safeguarding the whistleblower against any discrimination and harassment. Such protection will promote an environment where whistleblowers can report wrongdoing without fear of reprisal. Associates can raise allegations of retaliation with HR or with Audit Committee.

Annexure C details the principles adopted by the company for Whistleblower protection.

6. POLICY REVISION

This policy will be revised on a need basis and shall be uploaded on the company's website.

ANNEXURE A - WHAT TO REPORT, WHERE TO REPORT AND ESCALATION MECHANISM

- i. **What to Report:** A reportable complaint refers to a concern or a complaint relating to
- Actual or perceived violations of the Code of Ethical Business Conduct (CEBC), or activities which may otherwise be illegal or unethical.
 - Financial fraud, deliberate error in financial reporting, accounting fraud, intentional circumvention of internal controls, and misrepresentation in financial records, financial reports, or audit reports.
 - Breach of applicable national and international laws including statutory/regulatory rules and regulations

Raising a complaint neither releases associates, customers and/or third-party intermediaries from their duty in the normal course of their work, nor is it a route for taking up personal grievance.

- ii. **Where to report:** In addition to sending an e- mail to the Chairperson of Audit Committee. However, we recommend that the verbal conversations should be followed with a written complaint to the email ID mentioned above.
- iii. **Who to escalate :** The policy provides avenues to the complainants to reach out to the Chief Executive Officer & Whole-term Director as well as the Chairperson of the Audit Committee of Comviva Technologies Limited. Escalation can be made to them by sending an email on the following address:

CEO & WTD: Mr. Rajesh Chandiramani

crjesh@comviva.com

Audit Committee Chairperson : Mr. Ajay Mehta

auditchair@comviva.com

The complainant must apply judgement before escalating the matter. Any complaint should first be made to the Audit Committee Chairperson and last to the CEO & WTD. Complainants should avoid marking all in copy when initiating a complaint.

- iv. **Communicating with the complainant:** The Office of the Audit Committee Chairperson will communicate with the complainant and provide feedback on the progress and closure.

HR shall inform all new associates of this policy during induction and onboarding process so that they are aware of their obligations and protocols to be followed regarding what to report and where to report.

ANNEXURE B - DETAILED GUIDELINES FOR THE COMPLAINANT

- i. **Information to be included in a complaint:** The complaint should focus on factual rather than speculative information and should contain specific information addressing the ‘who’, ‘what’, ‘when’, and ‘where’ of the alleged breach. The complaint should, as far as possible, include relevant evidence and documentation to support the allegation being made.
- ii. **Confidentiality:** Whistleblower involved in an investigation is expected to keep all discussions confidential. This is important to safeguard the integrity of the investigation, safeguard the whistleblower and maintain the sanctity of the investigation process.
- iii. **Exhausting available options prior to raising a complaint:** Based on the nature of the complaint, the associate should initially contact their Reporting Manager (RM) or, if necessary, request for a skip-level meeting with the RM’s supervisor. Should the concern remain unresolved, the next step would be to escalate it to the concerned Business HR Team. If the matter continues to remain unresolved, further escalation should be directed to the Chairperson of Audit Committee. This may not apply to fraud, sensitive matters, or serious breaches to the CEBC, which can directly be reported to the Chairperson of Audit Committee.

Seeking functional support prior to raising queries or requests to the Human Recourse Service Desk (HRSD) is also recommended. For instance, queries pertaining to job posting, PF withdrawal (similar queries) expense eligibility, validation of offer letter, and more, should be made to the relevant functional teams. Likewise, requests for change of RM/project; earlier release; quicker full and final settlement; delay in laptop allocation; non-receipt of joining bonus/referral bonus; etc., should be made to the relevant functions.
- iv. **Bad Faith Complaints:** The intent of the policy is to bring genuine and serious concerns to the forefront. Reporting a complaint that is known to be false, malicious, frivolous, or otherwise misleading, will subject the complainant to disciplinary action, including potential termination of services.
- v. **Whistleblower immunity:** A whistleblower has the right to protection from retaliation, but this immunity does not extend for complicity in the matters that are the subject of the allegations and investigation.

ANNEXURE C - PRINCIPLES FOR WHISTLEBLOWER PROTECTION

- i. **Non-retaliation:** Retaliation against a whistleblower refers to any adverse action taken by an associate or the organization in response to individual's whistleblowing activities. Comviva prohibits retaliation against anyone for raising or for helping to address integrity concerns. Allegations of retaliation will be investigated and if proved, appropriate action will be taken in line with the applicable local regulations.
- ii. **Anonymity:** Concerns may be reported anonymously to the Chairperson of Audit Committee, which are taken seriously and investigated appropriately, although a named complaint enhances reliability and trust in the process. If the complainant chooses to disclose their identity at any point, Comviva is committed to maintaining the confidentiality of the whistleblower, to the fullest extent possible.
- iii. **Confidentiality:** Whistleblower's identity shall be kept confidential to the extent reasonably possible within the requirements of local regulations and considering the legitimate needs of any review and ensuing investigation. Sharing of complainant's personal information, as needed to conduct a fair investigation process, shall be considered as a consent from the complainant unless specific request has been made to not disclose such information without consent.
- iv. **Neutrality:** Investigations and reporting of complaints shall be fair, transparent, and impartial, ensuring that all parties involved are treated equitably and that the truth is sought without prejudice.
- v. **Independence:** The Audit Committee is responsible for monitoring the implementation of this policy, and the Chairperson of the Audit Committee is responsible for administration of the policy on behalf of the Audit Committee. This reporting relationship, separate from management, lends the required independence.