



KVGGN SYNERGY PRIVATE LIMITED

Whistle Blower policy

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1.0 PREAMBLE

KVGGN Synergy Private Limited is committed to maintaining the highest standards of business integrity and compliance. Upholding strong business practices is crucial for ensuring the Company's adherence to applicable laws and regulations, as well as for safeguarding its reputation and brand. The Company is dedicated to conducting its affairs in a fair and transparent manner, guided by the highest standards of professionalism, honesty, integrity, and ethical behavior.

To support this commitment, the Company has established a Code of Conduct that outlines the principles and standards that should govern the actions of both the Company and its employees. Any actual or potential violation of the Code, regardless of its perceived insignificance, is considered a serious concern for the Company.

The involvement of employees and directors in identifying violations of the Code of Conduct is essential. The Whistleblower Policy provides a reliable platform for employees and third parties to report any wrongdoing, including suspected violations of the Company's Code of Conduct or any applicable laws or policies, without fear of retaliation, provided they are reporting in good faith.

2.0 PURPOSE

To establish a mechanism through which employees and directors of the company can report any genuine or suspected instances of unethical behavior, fraud, or violations of the Company's Code of Conduct to the Chief Compliance Officer. This reporting should occur without the fear of retaliation, and the policy explicitly prohibits the victimization of whistleblowers who report in good faith.

For additional guidance, employees are encouraged to consult with the Compliance Officer either in person or via email atcompliance@kvgggn.in ..

3.0 SCOPE AND APPLICABILITY

Eligibility of Use of the Whistleblower Policy:

This Whistleblower policy provides a mechanism for the following individuals and entities to report concerns:

- a. All employees of the Company, including permanent, temporary, and contractual staff.
- b. All directors of the Company; and
- c. All subsidiaries, joint ventures, and associates in India where KVGGN Synergy holds management control, either directly or through its subsidiaries.

Additionally, this mechanism is available to external stakeholders, including value-chain partners, suppliers, service providers, distributors, sales representatives, contractors, channel partners, consultants, intermediaries, agents, joint-venture partners, business associates, financial stakeholders, and group companies.

Any of these stakeholders may choose to make a protected disclosure under the Company's Whistleblower policy. Such disclosures will be forwarded for investigation when there is reasonable evidence suggesting a possible or actual violation.

KVGGN Synergy expects all external stakeholders to act in alignment with the principles outlined in this Whistleblower policy and the Company's Code of Conduct.

4.0 DEFINITIONS

4.1 "Alleged Misconduct" refers to any violation or infringement of the law, the Company's Code of Conduct, irregularities, governance deficiencies, financial reporting issues, mismanagement, actual or suspected fraud, misappropriation of the Company's assets or funds, abuse of authority, or any other act that has, or has the potential to have a similar effect or outcome.

4.2 "Third Parties" includes suppliers, manufacturers, distributors, contractors, vendors, consultants, advisors, and other service providers conducting business on behalf of KVGGN Synergy, with whom the Company engages in any business, financial, or commercial dealings.

4.3 "Audit Committee" refers to the Audit Committee established by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013.

4.4 "Bona Fide" means the disclosure of a concern based on a reasonable inference of unethical or improper practices, or any other alleged wrongful conduct.

4.5 "Code of Conduct" refers to the code of conduct adopted by the Company.

4.6 "Company" refers to KVGGN Synergy Private Limited."

4.7 "Employee" includes all individuals employed by the Company, whether working in India or abroad, including the Directors employed by the Company.

4.8 "Code" refers to the KVGGN Synergy Code of Conduct.

4.9 "Disciplinary Action" refers to any action taken by the Company in response to an alleged misconduct, either before, during, or after the investigation process.

4.10“Director” refers to any individual who holds or has held a directorial position at the Company, both current and past.

4.11“Employee” refers to all employees and retainers of the Company, in any capacity, including regular employees, contractual employees, and Directors.

4.12“Investigators” refers to individuals authorized, appointed, consulted, or approached by the Chief Compliance Officer or the Chairman of the Audit Committee. This term also includes any other relevant agencies as appropriate.

4.13“Protected Disclosure” refers to any communication made in good faith that reveals or demonstrates information suggesting unethical or improper activity.

4.14“Reporter” refers to a person against whom a Protected Disclosure has been made or from whom evidence is gathered during an investigation.

4.15“Whistleblower” refers to any Employee or third party who discloses or demonstrates evidence of unethical activity or conduct that may constitute a breach of the Company’s Code of Conduct or its Values.

5.0 PROCEDURE

5.1 Reporting by a Whistleblower

A Whistleblower who identifies any non-compliance with the Company’s values or its Code of Conduct by an employee or a segment of the organization should gather relevant information to support the claim.

The Whistleblower should send the Protected Disclosure to the Chief Compliance Officer of KVGGN Synergy.

If the Protected Disclosure pertains to the Chief Compliance Officer, it should be directed to the Chairman of the Audit Committee.

To ensure clarity and proper understanding of the issues raised, Protected Disclosures should ideally be submitted in writing. The disclosure should include as much specific detail as possible to facilitate a comprehensive assessment of the nature, extent, and urgency of the concern, as well as to enable a preliminary investigative procedure.

Protected Disclosures may be submitted in typed or legible handwritten form, or sent via email to compliance@kvggn.in Submissions can be made in English, Hindi or on any regional language of the whistleblower's place of employment.

If the Protected Disclosure is not legible or does not provide sufficient details, the Company reserves the right to discard the complaint.



Contact details of the Compliance Officer and Chairman of the Audit Committee of KVGGN Synergy are:

Chairman @kvgn .in	Chairman Audit Committee
compliance @kvgn.in	Chief Compliance Officer

5.2 Investigation

All Protected Disclosures reported under this policy will be assessed by the Chief Compliance Officer or Chairman of the Audit Committee, with the approval of the Audit Committee. If any member of the Audit Committee has a conflict of interest in a specific case, they must recuse themselves, and the remaining members of the Audit Committee will handle the matter.

An investigation will only be initiated after a preliminary review establishes that:

- The alleged act constitutes improper or unethical activity or conduct, and
- The allegation is supported by sufficient, specific information to warrant an investigation, or the matter, though not meeting this threshold, warrant management review.

It is important to note that the initial review is not an investigation of assumed improper or unethical conduct. The decision to proceed with an investigation, made by the Chief Compliance Officer or Chairman of the Audit Committee, is not an accusation but a neutral fact-finding process. The outcome of the investigation may not support Whistleblower's conclusion that an improper or unethical act has occurred.

At their discretion, the Chief Compliance Officer or Chairman of the Audit Committee may choose to involve external investigators in the investigation process.

The Reporter:

- May not be informed of the allegations at the outset of the initial review or a formal investigation. However, they may be given the opportunity to provide input during the investigation, if deemed appropriate by the Chief Compliance Officer or Chairman of the Audit Committee.
- Must continue fulfilling their work responsibilities during the investigation, unless specifically instructed otherwise.
- It has a duty to cooperate with the investigation process, to the extent that such cooperation does not infringe upon self-incrimination protections afforded by applicable laws.
- Has the right to consult with a person or persons of their choice, other than the Chief Compliance Officer or Chairman of the Audit Committee. The Reporter may engage legal counsel at their own expense to represent them during the investigation



- Shall not engage with the media or discuss any information related to the investigation on public forums during the investigation process. Doing so constitutes a violation of the Code of Conduct and may result in disciplinary action.
- Will be provided with an opportunity to respond to material findings identified during the investigation, unless there are compelling reasons to withhold such an opportunity. No allegation of wrongdoing against the Reporter will be considered valid unless supported by solid evidence.
- has the right to be informed of the outcome of the investigation. If the allegations are not substantiated, the Reporter should be consulted to determine whether public disclosure of the investigation results would be in the best interests of both the Reporter and the Company.
- It has a responsibility not to interfere with the investigation process. Evidence must not be withheld, destroyed, or tampered with, and witnesses should not be influenced, coached, threatened, or intimidated by the Reporter.

The investigation should generally be completed within 30 days of receipt of the Protected Disclosure.

5.3 Protection

No unfair treatment shall be directed at Whistle Blower solely for having reported a Protected Disclosure under this policy. The Company strongly condemns any form of discrimination, harassment, victimization, or other unfair employment practices against Whistleblowers. As such, full protection will be provided to Whistleblowers against retaliation, threats, intimidation, termination or suspension of service, disciplinary actions, transfers, demotions, denial of promotions, or any other similar adverse actions. This also includes the misuse of authority to hinder the Whistleblower's ability to perform their duties, including making further Protected Disclosures.

KVGGN Synergy is committed to minimizing any difficulties the Whistleblower may encounter because of making a Protected Disclosure. If the Whistleblower is required to provide evidence in criminal or disciplinary proceedings, the Company will ensure that the Whistleblower receives advice regarding the procedures.

If a Whistleblower believes they are subject to any violation of this protection, they may report the matter to the Chief Compliance Officer or Chairman of the Audit Committee, as appropriate. The matter will be investigated, and suitable actions will be recommended to the management.

5.4 Investigation

Investigators are tasked with conducting a thorough fact-finding and analysis process. Their authority and access rights will be derived from the Chief Compliance Officer or Chairman of the Audit Committee, as applicable, and they will act within the defined course and scope of their investigations.



To support the investigation, technical and other resources may be utilized as necessary. All investigators must maintain independence and impartiality, both in fact and in perception. They are required to uphold fairness, objectivity, and thoroughness throughout the investigation process, while adhering to ethical behaviors, and complying with legal and professional standards.

5.5 Decision

If an investigation leads the Chief Compliance Officer or Chairman of the Audit Committee to conclude that an improper or unethical act has occurred, they will recommend to the management of the Company that appropriate disciplinary or corrective actions be taken. It is important to note that any disciplinary or corrective actions taken against the Reporter, resulting from the findings of an investigation under this Policy, must adhere to the applicable disciplinary procedures of KVGGN Synergy.

No allegation of wrongdoing against a Reporter will be considered valid unless supported by substantial evidence. The decision regarding the nature and timing of any disciplinary action rests solely with the KVGGN Synergy Board.

6.0 REPORTING

The Chief Compliance Officer or Chairman of the Audit Committee, as applicable, shall provide regular reports to the Audit Committee regarding all Protected Disclosures referred to them since the last report, along with the outcomes of any investigations conducted. The decision to initiate disciplinary action against a Reporter will be discussed jointly with the Audit Committee and the KVGGN Synergy Board at the subsequent board meeting.

All findings, along with the supporting evidence and documentation, will be submitted in writing by the Chief Compliance Officer or Chairman of the Audit Committee at these meetings, prior to any decision-making process.

7.0 RETENTION OF DOCUMENTS

All Protected Disclosures, whether written or documented, along with the results of any investigations related to them, shall be retained by the Company for a minimum period of eight years.

8.0 GENERAL GUIDELINES

- This Policy is an extension of KVGGN Synergy's Code of Conduct.
- Protected Disclosures must be factual and not speculative or based on conclusions. A Concern will be deemed to have been communicated in good faith by a Whistleblower if there is a reasonable and justifiable basis for reporting any alleged wrongful conduct, unethical behaviors, or improper practices, as perceived by the Whistleblower. The Whistleblower should act in good faith, based on reliable information, and should not report any Concern based on malicious, frivolous, or unfounded intentions.
- The Whistleblower's role is to report with reliable information. It is advisable for anyone wishing to report to do so based on substantive evidence and not on hearsay or rumors.

However, a Whistleblower is not expected to act as an investigator or determine the appropriate corrective or remedial actions. They should not undertake any investigative activities on their own nor participate in the investigation, except when specifically requested by the Chief Compliance Officer, Chairman of the Audit Committee, or the appointed Investigators.

- While genuine Whistleblowers will be protected from any form of unfair treatment under this policy, any misuse of this protection will result in disciplinary action. The Company reserves the right to take appropriate action against individuals who abuse this protection or make frivolous, false, or malicious allegations, knowing them to be unsubstantiated. Allegations that are subsequently determined to be frivolous, false, or made in bad faith may result in disciplinary action, as deemed appropriate by the Company at its sole discretion.
- Protection under this policy does not extend to individuals making false or malicious allegations knowingly, or with dishonest intent.
- Whistleblowers who make three or more Protected Disclosures that are found to be malicious, frivolous, baseless, or reported in bad faith will be disqualified from reporting further Protected Disclosures under this Policy. In such cases, the Company or Audit Committee reserves the right to take or recommend appropriate disciplinary action.
- All complaints will be handled confidentially and sensitively. In cases where it is critically necessary to disclose the identity of the Whistleblower, it will only be shared on a “need-to-know” basis during the investigation process and with the prior consent of the Whistleblower.
- Any employee who assists in the investigation will be afforded the same protection as the Whistleblower.

□ **9.0 AMENDMENT**

Changes in the business context, regulatory environment, or other relevant factors may necessitate the adoption or implementation of new principles, guidelines, or regulations. As such, this Policy is subject to revision or amendment at any time, without prior notice or obligation to provide a reason.