

This whistleblower policy is applicable to TAKE Solutions Limited and its Subsidiaries and is fundamental to the Company's professional integrity. In addition, it reinforces the value the company places on staff to be honest and respected members of their individual professions. It provides a method of properly addressing bona fide concerns that individuals within the organization might have, while also offering whistleblowers protection from victimization, harassment or disciplinary proceedings. This policy shall not cover career related or other grievances. The whistleblower's role is as a reporting party. Whistleblowers are not investigators or finders of facts; neither can they determine the appropriate corrective or remedial action that may be warranted.

It should be emphasized that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Company nor should it be used to reconsider any matters which have been investigated under the harassment, grievance or disciplinary policies and procedures.

TAKE is committed to satisfying the company's Code of Conduct and Ethics, particularly in assuring that business is conducted with integrity and that the company's financial information is accurate. To promote the highest ethical standards, the Company will maintain a workplace that facilitates the reporting of potential violations of Company policies or applicable regulatory compliances, fraud, malpractices, criminal activity, bribery, improper behavior or any wrongdoing which may affect the reputation of the Company. Employees must be able to raise concerns regarding such potential violations easily, and free of any fear of retaliation.

DEFINITIONS

"Audit Committee" means that the Audit Committee constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013 and read with Clause 49 of the Listing Agreement with the Stock Exchanges.

"Employee" means every employee of TAKE & its Subsidiary companies/ Associates (whether working in India or abroad).

"Whistleblower" means an employee, contractor, vendor, or a person having interest in any transaction with TAKE and its subsidiary companies/Associates or entity, who makes disclosure in good faith pursuant to this policy about any unethical or improper practices noticed by him in the Organization/work place.

EMPLOYEES DUTY TO REPORT

It is the responsibility of every employee to report any suspected violation of any law as well as Code of Conduct and Ethics or such other violations including violations of the anti-retaliation aspects of this policy. Retaliation in this aspect includes adverse actions harassment, or discrimination.

HOW TO REPORT

The employee shall report all suspected violations by sending an e-mail to: ombudsman@takesolutions.com or In writing in a sealed cover to the Chairman of the Audit Committee, TAKE Solutions Limited, No.8B, Adyar Club Gate Road, Chennai – 600028. Wherever possible, it should describe the nature of the suspected violation; a description of documents that relate to the suspected violation; and the time frame during which the suspected violation occurred. The identity of the whistle blower shall be kept confidential to the extent possible. However, any reporting which if found to be mala fide, malicious or reported not in good faith will attract disciplinary action but not otherwise.

INVESTIGATIONS

All reports under this Policy will be promptly and appropriately investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable law. Once the employee has submitted the policy form stating the details of the incident, the Audit Committee will take a minimum of 2 – 3 weeks to respond to the situation.

This however depends on the severity of the case. Every employee at TAKE has a duty to cooperate in the investigation of reports of violations. Failure to cooperate in an investigation, or deliberately providing false information during an investigation, can be the basis for disciplinary action.

If at the conclusion of its investigation the Audit Committee determines that a violation has occurred, the Audit Committee shall direct the Management to take effective remedial action commensurate with the nature of the offense.

This action may include disciplinary action against the accused party, up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of Company policy.

PROTECTION TO WHISTLE BLOWER

No adverse action will be taken against any employee for complaining about, reporting, or participating or assisting in the investigation of a disclosure under this policy. The Company shall protect the whistle blowers against any unfair practice like retaliation, threat or coercion, suspension, transfer, demotion, denial of promotion. The company takes reports of such retaliation seriously. Incidents of retaliation against any employee reporting a violation or participating in the investigation of a reasonably suspected violation will result in appropriate disciplinary action against anyone responsible.

DOCUMENT RETENTION

All documents related to reporting, investigation and enforcement pursuant to this Policy shall be kept in accordance with the company's record retention policy and applicable law.

CONFIDENTIALITY

The Company will treat all Disclosures made by employees under this Policy as confidential and privileged to the fullest extent permitted by law.

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 Employees unless the same is notified to the Employees in writing.

The above policy shall form part of the employment and other personnel policies of the Company.