

Air India SATS Airport Services Private Limited
Whistleblower Policy / Vigil Mechanism

1. Introduction

1.1. Whistleblower Policy

- 1.1.1 This Whistleblower Policy is formulated in accordance with the provisions of Section 177 of the Companies Act, 2013 and the rules made thereunder to provide a safe and secure avenue for employees, directors, consultants, contractors, vendors, suppliers, and external stakeholders to raise concerns about unethical behaviour, actual or suspected fraud, or violation of the Company's code of conduct.
- 1.1.2 This Whistle-blowing Policy ("Policy") formalizes the procedures for reporting possible wrongdoings involving AISATS Company and its subsidiaries.
- 1.1.3 The key objective of the Policy is to establish a mechanism for Directors, Employees or other Stakeholders to report concerns, provide the policies and procedures for dealing with Whistleblower Complaints and also provide the necessary safeguards for protecting Whistleblowers from victimization and retaliation.

1.2. Definitions

- 1.2.2 "AISATS" / "Company" refers to Air India SATS Airport Services Private Limited and its subsidiaries.
- 1.2.3 "Code of Conduct" shall mean Code of Conduct of Air India SATS Airport Services Private Limited applicable to all its Directors, Key Managerial Personnel, other managerial personnel and Employees, as amended from time to time.
- 1.2.4 "Director" means a Director on the Board of Directors of the Company.
- 1.2.5 "Complaint" means any communication made in good faith that discloses or contains certain information through any channel as mentioned in this Policy, which evidences unethical or improper activity in relation to the Company.
- 1.2.6 "Employee" means every employee of the Company (whether working in India or abroad) including contractual employees.
- 1.2.7 "Stakeholder" shall include, but not be limited to, vendors, contractors, suppliers of AISATS and any other agency providing any material or availing any services of the Company.
- 1.2.8 "Confidential Business Information" means any information, relating to the Company or its Securities, listed or to be listed, that is not generally available, which upon becoming generally available, is likely to materially affect the price

of the Securities and shall, ordinarily include without limitation, information relating to the following:

- a) financial results, quarterly as well as annual;
- b) mergers, de-mergers, acquisitions, delisting, disposals, amalgamation, restructuring, arrangement, spin-off and expansion of business and similar other transactions; and
- c) changes in Key Managerial Personnel, i.e., appointment, resignation, removal of CEO, CFO, CHRO, CCO, COO, CS and whole-time director.

1.2.9 “Whistleblower” shall refer to Director, Employee or other Stakeholder who reports a Complaint under this Policy and the act of reporting is referred as “Whistleblowing”.

2. Scope

2.1. Applicability

2.1.1 This Policy is applicable to all Directors, Employees and other Stakeholders of AISATS and its subsidiaries.

2.2. What to Report

2.2.1 A Whistleblower can confidentially report any actual or suspected unethical practice, misconduct, or violation of Company’s Code of Conduct, law or regulation. An illustrative list of what can be reported includes but is not limited to:

- forgery or alteration of documents
- fraudulent financial reporting
- bribery and corruption (offering gift/reward as bribe to a government official)
- fraud or deliberate by-passing of internal controls
- destruction or falsification of Company’s records or property
- unauthorized alteration or manipulation of documentation (including digital information)
- misappropriation/misuse of Company’s resources (such as funds, assets, and inventory)
- authorizing or receiving compensation for goods not received/services not performed
- authorizing or receiving compensation for hours not worked
- release of proprietary information
- receiving kickbacks/illegal gratification
- theft of cash or goods
- providing unauthorized discounts

- abuse of power leading to misuse of position (sully/harassment)
- deliberate violation of law/regulation or illegal activity
- leak or suspected leak of Unpublished Sensitive Information

2.2.2 This mechanism should not be used to report the following matters as there are separate fora available for reporting them:

- sexual harassment
- personal grievances
- dissatisfaction with performance appraisals or compensation
- improper/inappropriate administration facilities
- malfunctioning of IT assets (laptops, printers, etc.)
- delayed payments and/or taxation related queries
- queries related to recruitment/job openings
- questioning the financial or other business decisions taken by the management, except where fraud or irregularity is alleged
- any other matter for which a separate mechanism to resolve already exists

2.3. Ethics and Compliance Committee

2.3.1 The Company has formed an Ethics and Compliance Committee comprising senior management personnel, which is responsible for overseeing all Complaints reported under this Policy and is empowered to take corrective actions as it deems fit.

2.3.2 Any change in the composition of the Ethics and Compliance Committee shall be approved by the Management.

2.3.3 Responsibilities of the Ethics and Compliance Committee include:

- receiving and acknowledging complaints
- sorting/screening of complaints
- investigating complaints
- recommending a course of action to management based on investigation
- preventing and redressing whistleblower harassment
- any other responsibility as may be decided by the Management (C-Suite).

2.3.4 The Ethics and Compliance Committee shall maintain records such as minutes of meetings, reports, finding documents, etc.

2.3.5 The Ethics and Compliance Committee will prepare a status report on the total number of whistleblower complaints received during the relevant quarter, with

summary of findings and corrective actions taken. The same will be reported to and reviewed by the Management of the Company on a quarterly basis.

3. Procedure

3.1. How to Report

- 3.1.1 A Whistleblower can report her/his concern through any of the following mechanisms.
- 3.1.2 Whistleblowers can choose to report their Complaints anonymously, although they are encouraged to identify themselves to facilitate communication. If a Whistleblower chooses to stay anonymous, it is important that such Whistleblower provides sufficient information about the Complaint so that the Company can conduct a thorough investigation to address the concern. Also, the contents of anonymous Complaints should be verifiable, and should not be of a general nature. Anonymous complaints lacking specific facts or evidence may be disregarded after preliminary screening.
- 3.1.3 The Whistleblower must provide all factual corroborating evidence, as is available and to the extent possible, to enable commencement of an investigation at the earliest.
- 3.1.4 A Whistleblower can directly report her/his concern(s) to the Ethics and Compliance Committee via any of the following reporting channels:
- Toll-free Hotline : **18002673910**
 - Web Portal : **www.aisats.in**
 - Email : **AISATS.ethics@aisats.in**

3.2. Resolution of Complaints

- 3.2.1 All Whistleblower Complaints will be reviewed, and if preliminary evaluation indicates that a detailed investigation needs to be carried out, the Ethics and Compliance Committee will conduct the investigation itself or appoint a competent authority to conduct investigation. All efforts will be made to review and investigate concern expeditiously.
- 3.2.2 It shall be the duty of all the Employees to co-operate in the investigation.
- 3.2.3 The role of the Whistleblower is limited to disclosure and the Whistleblower shall not engage in investigation concerning the reported matter.
- 3.2.4 Based on the results of the investigation, the Ethics and Compliance Committee will take a decision on whether violation has occurred and take appropriate corrective action. Ethics and Compliance Committee's

decision on the course of action on a Whistleblower's Complaint shall be final, unless the Management decides to get any case re-examined after seeing the report.

Toll-free Hotline is available in English, Hindi, Kannada, Malayalam and Tamil 24/7/365.

4. Protection of Whistleblower

4.1. Freedom to Report and Confidentiality

- 4.1.1 A Whistleblower should feel free to report a concern to AISATS without fear of any repercussion. AISATS's management assures always maintaining anonymity of the Whistleblower. The management also affirms that Whistleblower shall be protected from victimization due to the act of whistleblowing. The Company shall maintain confidentiality of the Whistleblower's identity except where disclosure is required by law, regulatory investigation, or judicial proceedings.
- 4.1.2 All Whistleblower Complaints reported under this Policy and the identity of the Whistleblower shall be kept strictly confidential. The identity, phone number or IP address of a Whistleblower will not be recorded or included in any report related to the matter, unless the Whistleblower voluntarily provides such information. AISATS shall take every precaution to maintain confidentiality in such matters.

4.2. Safeguards Against Victimization

- 4.2.1 AISATS prohibits victimization or retaliation of any kind against a Whistleblower or anyone who participates in an investigation. AISATS shall ensure that a Whistleblower is not disadvantaged in any manner for reporting under this Policy, including (but not limited to) discrimination, harassment, transfer, demotion, refusal of promotion, or the like.
- 4.2.2 If at any time, a Whistleblower perceives or apprehends that he/she is being unfairly victimized or retaliated against or harassed due to the act of whistleblowing, he/she shall have the right to approach the Ethics and Compliance Committee, and if not satisfied by the Committee, the Management (C-Suite), who will review the Whistleblower's Complaint and take appropriate action, as applicable, to ensure that the Whistleblower is not so subjected to any unfair or prejudicial employment practices.

4.3. Malicious Complaints

4.3.1 If it is ascertained at any time during investigation of a Whistleblower Complaint that the Whistleblower knowingly lodged a false complaint, or made malicious or wrongful accusations, the Whistleblower shall be liable to appropriate action by the Ethics and Compliance Committee.

5. Administration of Policy

5.1. Right to Amend

5.1.1 The Company reserves the right to amend this Policy in whole or in part, at any time. Any amendment to the Policy shall take effect from the date when it is approved by the Management (C-Suite) members of the Company.

5.2. Notification

5.2.1 AISATS will duly notify its existing Directors and Employees about the Policy, through internal circulars. All new Directors and Employees will be informed about the Policy by HR during their induction. Amendments to the Policy will be notified to all Directors and Employees of AISATS, from time to time. All other stakeholders including vendors, agents, customers, etc., will be duly notified about the Policy.

5.2.2 This Policy, as amended from time to time, will be made available on the Company's website.
