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	31 January 2025	2.0

Document History

Version No.	Published Date	Description of change
1.0	08 November 2024	New document approved by Board
2.0	31 January 2025	(i) The Policy now includes a definition of Altius to provide clarity and context (ii) Added CLO in the Ethics Committee (iii) Updated details of the new Ethics Helpline incorporated into the policy. (iv) Provision included to allow the Ethics Committee to extend the investigation duration beyond 45 working days if necessary. (v) Email ID of Ethics Committee updated

Whistle-Blower Policy

Elevar Digital Infrastructure Private Limited
 (formerly known as e Telecom Infrastructure Private Limited)

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1. Objective

Elevar Digitel Infrastructure Private Limited (“Elevar” or “Company”) is committed to conducting business with integrity, including in accordance with all applicable laws and regulations.

The Whistle-Blower Policy (“Policy”) is framed to set out a procedure to report actual or suspected violations of applicable laws and regulations, the code of Business Conduct and Ethics and the instances of leak of Unpublished Price Sensitive Information (“UPSI”).

All Employees are required to comply with applicable whistleblowing laws and with the whistleblowing provisions set out in Altius’ Code of Business Conduct and Ethics (the “Code”) which is also applicable to Elevar being a Special Purpose Vehicle (SPV) of Altius Group. This Policy supplements the provisions set forth in the Code and is intended to raise awareness of our approach to whistleblowing among our Employees. This Policy is a means through which Stakeholders can raise actual or suspected violations of the Code of Business Conduct & Ethics.

This policy has been introduced by the Company to enable Employees and other individuals associated with the Company to raise concerns at an early stage and in the right manner, without fear of retaliation, victimization, subsequent discrimination, or disadvantage at workplace.

2. Applicability

This Policy applies to the Company and all of its managed operations. It thereby applies to all Employees, Temporary workers, off roll associates (on third party roll), Vendors/Third Party, Consultants, suppliers & Customers regardless of their location. All are required to report/disclose actual or suspected violations of applicable laws and regulations and the Code of Business Conduct and Ethics and the instances of leak of UPSI, as per this Policy.

Employees are required to familiarize themselves with this Policy and seek advice from Chief Risk Officer of the Company for any clarifications.

3. Definitions

- a. **“Altius Group” and/or “Altius”** shall mean and include Altius Telecom Infrastructure Trust (“the InvIT”), Data Link Investment Manager Private Limited, Summit Digitel Infrastructure Limited, Elevar Digitel Private Limited, Crest Digitel Private Limited, Crest Virtual Networks Private Limited, Roam Digital Private Limited and such other entities as may be acquired by Altius as its Special Purpose Vehicle in future.
- b. **“Board of Directors**, means a body constituted to represent Shareholders / Investors. The Board of Directors (Board) is a governing body that typically meets at regular intervals to set policies for corporate management and oversight.
- c. **“Employee”** means any and all directors, officers, executives and other on-roll workers and off roll associates (on Third Party roll) of the Company.
- d. **“Ethics Committee”** means the committee designated by the Board to process and investigate all the concerns indicated in the Protected Disclosures
- e. **“Protected Disclosure”** means the disclosure of a Reportable Matter in accordance with this

Policy.

- f. **“Reportable Matter”** means a genuine concern concerning actual or suspected wrongdoing or dangers in relation to the Company’s activities, including:
- i. Fraudulent practices, such as improperly tampering with the Company’s books and records, or theft of company property.
 - ii. Incidents of financial malpractices, accounting and accounting controls,
 - iii. False reporting and falsification of documents
 - iv. Any unlawful act like theft/ pilferage and unauthorized use of Company Property.
 - v. Corruption, including bribery, fraud, money laundering, criminal or illegal activity or any other miscarriage of justice.
 - vi. Health and safety risks, damage to the environment or any breach of legal or professional obligations.
 - vii. Conflict of Interest issues
 - viii. Sharing of internal / sensitive information to unauthorized personnel
 - ix. Violation of social media guidelines
 - x. Victimization against person reporting a concern in good faith
 - xi. Any instance of failure to comply with legal or statutory obligation either for and on behalf of the Company or in any personal capacity in the course of discharging duties of the company.
 - xii. Child labour
 - xiii. Sexual Harassment
 - xiv. Any breach of the Code of Business Conduct and Ethics.
 - xv. Leak of UPSI
- (Please note that complaints concerning personal grievances, such as professional development issues or Employee compensation, are not Reportable Matters for the purposes of this Policy. Reportable Matter includes all the concerns indicated on the Ethics Helpline of Altius)*
- g. **“Whistle-blower”** means any Employee, Vendor/ Third Party or Customer who makes a Protected Disclosure under this Policy.

4. Policy

a. When to Report

Protected Disclosures are to be made whenever an Employee, Vendor/ Third Party or Customer becomes aware of a Reportable Matter. The Protected Disclosure should be made promptly as soon as he/ she becomes aware of the Reportable Matter. Protected Disclosure should be made pursuant to the reporting mechanism described below.

b. Role of a Whistle-Blower

The role of a Whistle-blower is limited to making a Protected Disclosure. A Whistle-blower should not engage in investigations concerning a Reportable Matter that is the subject of a Protected Disclosure. Neither should a Whistle-blower become involved in determining the appropriate corrective action that might follow from the submission of a Protected Disclosure.

c. Reporting Mechanism

- i. The Company has established an Ethics Committee to process and investigate, report, recommend and implement actions on Protected Disclosures in alignment with Brookfield Internal Audit team. Ethics committee operates under the supervision of the

Board of Directors and will report all matters on a quarterly basis or at the discretion of the Board.

ii. Composition of the Ethics Committee will be determined by the Board from time to time. Currently, the Ethics Committee consists of

- Group Managing Director of Altius – Chairman of the Ethics Committee
- Representative from Brookfield Asset Management - ‘Independent Member’
- Chief Risk Officer (CRO) – Secretary and Member
- Chief Human Resource Officer (CHRO) – Member
- Chief Legal Officer (CLO) - Member

iii. Employees should report violations of the Code to their supervisor, since their supervisor is generally in the best position to resolve the issue. Reporting can also be done to the relevant Zonal Head and CXO's or CHRO at the corporate level, who are then obligated to report the same to the Ethics Committee. Alternatively, employees may contact the Company's Chief Risk Officer to report potential Code violations, or for any specific or general questions.

iv. In the event an employee do not want to report violations to your supervisor, Chief Human Resource Officer or Chief Risk Officer, the employee can always make a report through the Company's Ethics Helpline (anonymously if he/she so choose) telephonically or through a dedicated website. The details are given below:

Ethics Helpline details:

- By website to www.altius.ethicshelpline.in
- By telephone/mobile to the Hotline **1800 102 6843**
- By email to ethics helpline : altius@ethicshelpline.in
- By Post : P. O. Box No 71, Sub Post Office, Plot No. D, 6/14, DLF Qutub Enclave, DLF Phase 1, Gurgaon - 122002, Haryana, India
- Access QR Code to obtain details



v. In case the protected disclosure is regarding any of the Ethics Committee members, Protected Disclosures may directly be sent to the Chairman of the Ethics Committee by letter marked “Private and Confidential”, and delivered to:

The Chairman of the Ethics Committee,

Altius

Eleva Digital Infrastructure Private Limited

Plot No 14-A, Maruti Industrial Complex, 07th Floor

Sector 18, Gurgaon-122008

The Protected Disclosures can also be sent through E-mail. Any disclosure made through the E-mail is assessed and analyzed by the Chief Risk Officer, who may initiate investigation in the matter and accordingly inform the chairman of the Ethics Committee. The E-mail be sent to ElevaEthicsCommittee@altiusinfra.com. Where a Protected Disclosure concerns any internal members of the Ethics Committee, the independent members of the Ethics committee will revert to the Chairman of the Ethics Committee.

- vi. External vendor will share details of complaint with independent members of the Ethics Committee who will then share the details with the larger committee to process and investigate the Protected Disclosures (unless complaint prima facie indicates involvement of non-independent members of the committee, in which case it will be reported to the Ethics Committee directly).
- vii. To enable the proper investigation of any Reportable Matter, a Protected Disclosure should include as much information as possible concerning the Reportable Matter. To the extent possible, the following information should be provided:
 - Date of occurrence and nature of the Reportable Matter (for example, if the Reportable Matter concerns an alleged violation of the Code of Business Conduct and Ethics, please refer to the provision of the Code of Business Conduct and Ethics that is alleged to have been violated)
 - Name of the Employee(s) to whom the Reportable Matter relates to
 - Relevant factual background concerning the Reportable Matter (for example, if the Reportable Matter concerns a violation of the Code of Business Conduct and Ethics, please include information about the circumstances and timing of the violation)
 - Supporting artefacts in relation to the Protected Disclosure (for example, where knowledge of the alleged violation is based upon certain documents in the Whistle-blower's possession or control, please provide a copy thereof)
- viii. To enable further investigation of Reportable Matters, Whistle-blowers are strongly encouraged to provide their name and contact details whenever they make a Protected Disclosure under this Policy. If a Whistle-blower does not provide his or her name and contact details when making a Protected Disclosure, the Company's ability to investigate the subject-matter of the Protected Disclosure may be limited by its inability to contact the Whistle-blower to obtain further information.
- ix. The confidentiality of reported violations and the identity of the employees who raise a whistleblowing concern will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review and subject to applicable law. Employees are encouraged to identify themselves to facilitate the investigation of any report; however, they can also make an anonymous report by calling the reporting Ethics Helpline.
- x. All Protected Disclosures are taken seriously and will be promptly investigated by the Company. The individual against whom the complaint has been made will also be given an opportunity to present his/ her side of the case along with any documentary support if available. If required, others including colleagues may be called upon to corroborate or provide additional information.
- xi. While investigating a complaint, the Ethics Committee will consider the following:
 - The basis of the complaint and the seriousness of the allegations
 - The reporting hierarchy and relationship of the persons involved
 - Evidence available including information of witnesses or sources
 - Impact on the company: monetary, reputation or legal
 - Action will be taken against any person who during investigation or thereafter influences/coaches witnesses, interferes with the investigation process, tampers with evidence or retaliates/ threatens the complainant.

- The Ethics Committee need to close the inquiry and come up with a report within 45 working days from the date of the initial complaint. If there are delays in obtaining responses from the complainant or relevant details from various functions, the Ethics Committee may extend the investigation period accordingly
- xii. Ethics Committee will submit a report to the Board of Directors on a quarterly basis with details of number of complaints received, resolved and still pending and any other material fact as the committee may find appropriate regarding the disclosures made.
- xiii. Broad process of reporting mechanism is summarized below:

Complaints are lodged at the Ethics Hotline which is managed by a third-party service provider. Once the complaint is filed, the complainant receives an acknowledgment of the filing of the report. The complaint so received is shared with a list of designated recipients. An investigation of the complaint is conducted and based on the findings; final report is prepared. The summary of the finding is shared with Elevar Ethics committee.

- xiv. The Ethics Committee shall promptly inform the Company Secretary (designated as Compliance Officer for the purpose of SEBI PIT Regulations), of leak of UPSI reported by Employees, Initiation of inquiries and results of such inquiries, for further reporting to SEBI, as per the Code of Conduct for Prohibition of Insider Trading and SEBI PIT Regulations (if such regulations are applicable).

d. Protection of Whistle- Blowers

- i. If a Whistle-blower does provide his or her name when making a Protected Disclosure, the Company will treat as confidential the identity of the Whistle-blower and the fact that a Protected Disclosure has been made, except as otherwise required by law and to the extent possible while allowing an investigation to proceed.
- ii. A Whistle-blower may make a Protected Disclosure without fear of retaliation or intimidation. The Company prohibits its Employees from engaging in retaliation or intimidation directed against a Whistle-blower. Employees who engage in retaliation or intimidation in violation of this Policy will be subject to disciplinary action, which may include summary dismissal.
- iii. However, if a Whistle-blower has been found to have made a deliberate false Protected Disclosure, that Whistle-blower may be subject to appropriate disciplinary action. This does not mean that the information that he/she provides has to be correct, but it does mean that he/she must reasonably believe that the information is truthful and demonstrates a possible violation of the Code.
- iv. If he/she believe that you have been unfairly or unlawfully retaliated against, he/she may file a report with Chief Risk Officer, Chief Human Resource Officer, by calling the Reporting Hotline, or registering on the website.

e. Role of the Board of Directors

- i. The Board is responsible for supervising the development and implementation of this Policy, including oversight of working of the Ethics Committee. It will also approve the Terms of Reference / Charter for the Ethics Committee.
- ii. The Board shall receive reports from the Ethics Committee concerning the investigation and resolution of Protected Disclosures made pursuant to the Policy on a quarterly basis.
- iii. The Board shall periodically review the functioning of the whistleblower mechanism.
- iv. The Ethics Committee, as deem appropriate, may update the Board of Directors on the

findings of material / significant Protected Disclosure, if any, or any matter/update as considered appropriate by the Ethics Committee

f. Reference Policies

This policy should be read in conjunction with the following policies:

- Code of Business Conduct and Ethics Policy
- Anti-Bribery and Corruption (ABC) Policy
- Third Party Management Policy
- Gift, Entertainment & Hospitality Policy
- Conflict of Interest and Confidentiality Policy
- Policy on Interactions with Public Officials

g. General

The Policy is available on the website of the Company and details of its establishment and an affirmation that no personnel has been denied access to the Ethics Committee shall be disclosed in the Board's Report of Elevar

h. Retention of documents

All the documents received from the Complainant and evidence obtained during the investigation and the report shall be maintained in strict confidentiality and retained in accordance with applicable laws unless, disclosure is mandated by a court order or is otherwise necessary to comply with the requirements of applicable laws.

i. External Disclosure

The aim of this Policy and the Code is to provide a mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases, Employees should not find it necessary to alert anyone externally.

The law recognizes that in some circumstances it may be appropriate for Employees to report their concerns to an external body such as a regulator. It will rarely, if ever, be appropriate to alert the media. Elevar Digital strongly encourages Employees to seek advice before reporting a concern to anyone external. Under all circumstances, Employees can always contact the Reporting Ethics Helpline.