



BMW TechWorks India Whistleblower Policy

2025-2026

Version 1.0



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Document Preparation

Version	Author	Function	Launch Date	Reviewed By	Approved By
1	Ishan Kulkarni	Legal & Compliance	—	Board of Management	Board of Management

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1. OBJECTIVE

The Whistleblower Policy lays down guidelines for reporting of Protected Disclosures, by employees, directors and other stakeholders, relating to violation of the Code of Conduct. The Policy is an important element in detecting unethical behaviour, corrupt, illegal or other undesirable conduct, actual or suspected fraud, violation of legal or regulatory requirements or incorrect or misrepresentation of any financial statements and reports, etc. This Policy describes the protections available to Whistleblowers, what matters are reportable, how you can report your concerns without fear of retaliation, and how BMW TechWorks India Private Limited ("Company") will support and protect you.

The Company is committed to adhering to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees, directors and stakeholders who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment, victimization or unfair treatment.

2. DEFINITIONS

- a. "Employee" means every employee of the Company (whether working in India or abroad), including contractual employees.
- b. "Code" means the Code of Conduct.
- c. "Director" means every Director of the Company, whether executive or non-executive, past or present.
- d. "Whistle Blower" means a Director, an Employee or a Stakeholder making a Protected Disclosure under this Policy.
- e. "Protected disclosure" means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity. Protected Disclosures should be factual and not speculative in nature.
- f. "Compliance Officer" means an officer of the Company appointed by the Board of Directors who is authorized to conduct detailed investigation under this Policy and to receive Protected Disclosure from Whistle Blowers, maintain record thereof, take initiatives for disposal, inform the Whistle Blower the results thereof and submit periodical report to the Board of Directors.
- g. "Stakeholders" means and includes value-chain partners like suppliers, service providers, contractors, consultants, customers, business associates, trainee and others with whom the Company has any financial or commercial dealings.
- h. "Subject" means a person against or in relation to whom a Protected Disclosure has been made or evidence gathered during the course of an investigation.

3. COVERAGE OF POLICY

The Policy covers malpractices and events which have taken place/suspected to have taken place including but not limited to the following:

- a. Abuse of authority
- b. Breach of conduct
- c. Negligence causing substantial and specific danger to public health and safety
- d. Manipulation of the Company's data/records
- e. Financial irregularities, including fraud, or suspected fraud
- f. Criminal offence
- g. Pilferage of confidential/proprietary information
- h. Deliberate violation of law/regulation
- i. Wastage/misappropriation of the Company's funds/assets
- j. Breach of Employee Code of Conduct
- k. Any other unethical, biased or discriminatory event

4. DISQUALIFICATION

- While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.
- Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with *a mala fide intention*.
- Whistle Blowers, who make any Protected Disclosures, which have been subsequently found to be *mala fide, frivolous or malicious* shall be liable to stern action under Company's Code of Conduct.

5. REPORTING CHANNEL

All Protected Disclosures should be addressed to ethics@bmwtechworks.in

The recipient of the Protected Disclosure (Compliance Officer) shall ensure that a record of the Protected Disclosure is maintained and ascertain from the Whistle Blower whether he was the person who made the Protected Disclosure or not. The record will include:

- Brief facts;
- Whether the same Protected Disclosure was raised previously;
- Details of actions taken for processing the complaint;
- Findings of the Compliance Officer;
- The recommendations of the Board of Management, if any.

6. ETHICS COUNCIL

Members of the Ethics Council

Position	Name	Designation	Email
Head of the Ethics Council	Vishwas Muthyala	Chief Human Resource Officer	vishwas.muthyala@bmwtechworks.in
Member	Shiwali Joshi	Unit Head	shiwali.joshi@bmwtechworks.in
Member	Ishan Kulkarni	Legal & Compliance Officer	ishan.kulkarni@bmwtechworks.in

7. INVESTIGATIONS

- All Protected Disclosures reported under this Policy will be thoroughly investigated by the Compliance Officer, who will investigate the investigations along with the Chief Human Resource Officer.
- If any member of the Ethics Council has a conflict of interest in any given case, then he/she will be recused and the other senior staff members from the Company, as advised by the Head of the Ethics Council will deal with the matter on hand.
- The decision to conduct an investigation by itself is not an acceptance of the charge or accusation and is to be treated as a neutral fact-finding process because the outcome of the investigation may or may not support such charge or accusation.



- d. Subjects will normally be informed of the allegations of a formal investigation and have opportunities for providing their inputs during the investigation.
- e. The identity of a Subject will be kept confidential to the extent possible given the legitimate needs of the investigation.
- f. Unless there are compelling reasons not to do so, Subjects will be given reasonable opportunity of being heard during the investigation. No allegation of wrongdoing against a Subject shall be considered as maintainable unless there is reasonable evidence in support of the allegation.
- g. Subjects shall have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened or intimidated by the Subjects.
- h. Depending on the prevailing circumstances, availability of data and other factors relevant to the Protected Disclosure made, attempt will be made to complete the investigation within 52 working days of the receipt of concern (45 working days for completion of investigation and 7 working days for completion of consequential action).
- i. The Compliance Officer shall inform the Whistle Blower and Subject the outcome of the investigation, either in person or in writing as appropriate, considering the interest of the organization. A Whistle Blower who is not satisfied with the outcome of the investigation may appeal to the Chief Executive Officer who may for reasons to be recorded in writing order a review of the investigation or declare the matter as closed.
- j. The Whistleblower, Subject, Investigators, Witnesses and everyone involved in the investigation process shall maintain complete confidentiality of the case, during and after the completion of the same.
- k. Certain procedures may be carried out by external experts, if required.

8. PROTECTION

- a. No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against the Whistle Blowers.
- b. Complete protection will, therefore, be given to Whistleblowers against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, or the like including any direct or indirect use of authority to obstruct the Whistleblower's right to continue to perform his/her duties/functions including making further Protected Disclosure.
- c. Any other Employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

9. SECRECY / CONFIDENTIALITY

The Whistle Blower, Compliance Officer, Members of Ethics Council, the Subject and everybody involved in the process shall:

- Maintain confidentiality of all matters under this Policy
- Discuss only to the extent or with those persons as required under this Policy for completing the process of investigations.



- Not keep the papers unattended anywhere at any time
- Keep the electronic mails / files protected.

10. DECISION

- a. Compliance Officer shall prepare a detailed investigation report and place it to Ethics Council for consideration. Such investigation report must be signed by all the Ethics Council members.
- b. If an investigation leads the Ethics Council to conclude that an improper or unethical act has been committed, the Ethics Council shall recommend the suitable actions to the Board of Management of the Company.
- c. The Board of Management, after reviewing the recommendations shall take disciplinary action as it may think fit.
- d. The Compliance Officer of the Company shall record the decision taken by the Board of Management.

11. REPORTING TO THE BOARD

The Compliance Officer shall present a summary of all Protected Disclosures and the outcomes of the investigations to the Board of Directors during the Board Meeting in the final quarter of the financial year.

12. RETENTION OF DOCUMENTS

All Protected Disclosures in writing or documented along with the results of investigation relating thereto, shall be retained by the Company for a period of 7 years or such other period as specified by Company's document retention internal policy.

13. 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 directors, employees and stakeholders unless the same is notified to employees in writing and displayed on the website in case of stakeholders.