

**CYBER PEARL INFORMATION TECHNOLOGY PARK  
PRIVATE LIMITED**

**Regd. Office:** Unit no. 7 & 8, 1st Floor, Pinnacle Building, International Tech  
Park, CSIR Road, Taramani, Chennai

**CIN:** U72900TN2002PTC099624

**Website:** [www.cyberpearl.in](http://www.cyberpearl.in)

**WHISTLE BLOWER POLICY/ VIGIL MECHANISM**

## 1.0 PREAMBLE

- 1.1 Section 177 of the Companies Act, 2013 requires the Company to establish a vigil mechanism for directors and employees to report genuine concerns of unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy.

Cyber Pearl Information Technology Park Private Limited (The Company) has decided to adopt vigil mechanism in line with the Ascendas-Singbridge Group Policy which can be referred to as the Whistle Blower Policy/ Vigil Mechanism.

This Policy is adopted by the Company considering the requirements of establishing a Vigil Mechanism of the Companies Act, 2013 and any amendments thereof.

## 2.0 PURPOSE

- 2.1 The objective of this policy is to provide a channel for employees of the Ascendas-Singbridge Group ("ASB") and external parties to bring to the attention of the Audit Committee of Ascendas-Singbridge Pte Ltd (the "ASB Audit Committee") and/or the relevant ASB ListCo Audit Committees, any misdeeds or improprieties committed by the Management and/or staff of ASB or the ASB ListCos, as the case may be, for appropriate action to be taken. "Ascendas-Singbridge Group" or "ASB" refers to Ascendas-Singbridge Pte Ltd and its subsidiaries, associates and related companies. The term "ASB ListCo" refers to either (i) an ASB listed entity, or (ii) an ASB company that manages or is the trustee of an ASB listed entity.
- 2.2 This policy is in line with the principles and best industry practices set out in the Singapore Code of Corporate Governance, where applicable. The **Ascendas-Singbridge Code of Ethics and Conduct** prevailing at the relevant time forms the basis of determining what is deemed as improprieties committed by the Management and staff of ASB, including ASB ListCos.

## 3.0 SCOPE

- 3.1 This policy applies to (i) all ASB employees (including employees of ASB ListCos), covering full-time, part-time, temporary and contract employees, and (ii) business partners of ASB, including ASB ListCos, and covers ASB's activities in all countries where ASB operates.
- 3.2 Any activity or conduct or omission by an employee or officer of ASB or any auditing firm providing external audit services to ASB, relating to accounting, internal controls or internal accounting controls that are questionable or not in accordance with generally accepted accounting practices or not in line with the established ASB Code of Ethics and Conduct shall be deemed as possible improprieties.
- 3.3 Improprieties include but are not limited to:
- a. Fraud or suspected fraud, theft, dishonest acts and other criminal offences;
  - b. Profiteering as a result of insider knowledge;
  - c. Accepting or giving bribes;
  - d. Intimidation, discrimination or harassment of staff and other persons during the course of work or in the capacity of an Ascendas-Singbridge's employee;
  - e. Misappropriation of funds;
  - f. Disclosure of confidential information to outside parties;
  - g. Conflicts of interest in business dealings with external parties or involvement in prohibited activities with reference to the Ascendas-Singbridge Code of Ethics and Conduct;
  - h. Any activity or conduct or omission by an employee or officer of ASB relating to accounting and internal controls that are questionable or not in accordance with

- generally accepted accounting practices or not in line with the established ASB Code of Ethics and Conduct prevailing at the relevant time; or
- i. Any other wrongful acts that may have a material impact on any operating results or the financial position of ASB.

3.4 ASB has a zero tolerance policy with regard to improprieties on the part of its employees. Therefore, all such reporting will be given due consideration regardless of the nature of the impropriety reported and the amount involved. A decision will then be made on the extent to which it warrants the conduct of an investigation and appropriate subsequent action.

#### 4.0 CHANNEL & STRUCTURE

4.1 All ASB employees and officers have a duty to report concerns which they may have or reliable information provided to them about possible misdeeds or improprieties committed by staff or the Management of Ascendas-Singbridge.

4.2 The channels for reporting such concerns or matters include:

- a. Head, Internal Audit of ASB; or
- b. The ASB Audit Committee via e-mail to [wb-asb@ascendas-singbridge.com](mailto:wb-asb@ascendas-singbridge.com); or
- c. Deloitte's ASB Vigilant hotline:

Singapore: 800-852-3874

India: 000-8000-100-4390

or online at [www.ascendas-singbridge.com/ASBvigilant](http://www.ascendas-singbridge.com/ASBvigilant)

Contact details of (a) and (b) above are listed in the telephone directory posted in the AskMe Portal. Alternatively, the parties named in (a) or (b) can also be contacted via post directed to 1 Fusionopolis Place, #10-10 Galaxis, Singapore 138522 and marked for the attention of the relevant party.

Where the report involves an ASB ListCo, the additional channels for reporting are:

The Audit Committee of Ascendas Funds Management (S) Limited, as REIT manager of Ascendas REIT

Via email to [wb-areit@ascendas-singbridge.com](mailto:wb-areit@ascendas-singbridge.com)

The Audit Committee of Ascendas Property Fund Trustee Pte. Ltd., as trustee-manager of Ascendas India Trust

Via [wb-aitrust@ascendas-singbridge.com](mailto:wb-aitrust@ascendas-singbridge.com)

The Audit Committee of Ascendas Hospitality Fund Management Pte Ltd and Ascendas Hospitality Trustee Management Pte. Ltd as REIT manager and trustee-manager of Ascendas Hospitality Trust

Via [wb-ahtrust@ascendas-singbridge.com](mailto:wb-ahtrust@ascendas-singbridge.com)

The Audit Committee of Cyber Pearl Information Technology Park Private Limited.

Via [wb-CyberPearl@ascendas-singbridge.com](mailto:wb-CyberPearl@ascendas-singbridge.com)

4.3 To facilitate reporting with the assurance that reports made will be managed objectively, Deloitte has been engaged to provide an independent hotline as well as online reporting channels. Deloitte is one of the Big Four (Audit Firms) with a global network of experienced professionals providing forensics services.

4.4 Reports by a party should be made within 48 hours of such party becoming aware of the incident. Concerns or information should preferably be provided or confirmed in writing (via telephone, letter, or e-mail) so as to enable thorough investigation. The details to be provided should include:

- a. the persons (name and position) and companies (address) involved;
- b. date and description of the improper activity or act;
- c. the value of the alleged impropriety; and
- d. any potential sources of additional information such as invoices or receipts.

4.5 To facilitate efficiency and effectiveness of investigation, reports should be supported by appropriate and relevant evidence. Employees who make a report shall do so only:

- a. in good faith;
- b. in the reasonable belief that the reportable issue tends to show malpractice or impropriety; and
- c. after having acquired appropriate though not necessarily complete, supporting details and evidence.

4.6 Employees who make a report must not:

- a. contact the suspected individual in an effort to determine facts or demand restitution; or
- b. discuss the case, facts, suspicions or allegations with anyone except the Review Committee, as defined below, or unless specifically asked to do so by the Review Committee.

4.7 Procedures Following Receipt of Reports

4.7.1 Once a case has been reported, the relevant channel is required to report the case within 24 hours to the Group CEO, Head, Internal Audit (if not the party receiving the report) and the Chairman of the ASB Audit Committee (if not the party receiving the report), concurrently. However, if the case reported involves any of the aforesaid parties, such party shall not be informed of the report.

4.7.2 If the report involves any of the ASB ListCos, the relevant channel is also required to report the case, to the Chairman of the Audit Committee of the relevant ASB ListCo. If the report involves an ASB/ASB Listco company incorporated in India which has established an Audit Committee, the relevant channel is also required to report the case to the Chairman of the Audit Committee of such Indian company. Such reporting by the relevant channel as required herein is to be made within 24 hours.

4.7.3 Where the matter reported involves Senior Management or serious misconduct, including but not limited to fraud, corruption, bribery or misappropriation of funds or property, the Chairman of the Board of ASB must be informed immediately.

4.7.4 For matters determined by the channel receiving the report as being personal grievances or misconduct involving work discipline issues of a less serious nature than those contemplated in 2.3 above, the whistleblower will be informed either that the matter is out of scope or that it will be referred to the relevant persons who handle such matters. Such matters will be forwarded to the relevant Heads of Department within Ascendas-Singbridge or Ascendas-Singbridge Listcos (as the case may be) for follow-up e.g.:

- |                                |                              |
|--------------------------------|------------------------------|
| HR policy related matters      | - Human Resources Department |
| Finance policy related matters | - Finance Department         |
| Intra-departmental matters     | - Head of Department         |

4.7.5 If the misconduct reported involves work discipline issues, the procedures stated in the **Ascendas-Singbridge Policy on Misconduct and Disciplinary Action** will apply.

4.7.6 If the misconduct reported is serious involving ethical issues, audit matters or acts that may have a material impact on Ascendas-Singbridge's operating results or Ascendas-Singbridge's reputation (e.g. fraud, corruption, bribery, misappropriation of funds or other serious offence of media interest), the Chairman of the ASB Audit Committee will, within 48 hours of the receipt of the report, decide on the course of action to be taken based on the seriousness of the misconduct reported as follows:

- a. The creation and constitution of a Review Committee (Any party linked to the case should not be on the Review Committee to ensure its independence);
- b. The person who will lead the investigation;
- c. The procedures to be followed; and
- d. The scope of the concluding report.

4.7.7 Unless otherwise required by the Chairman of the ASB Audit Committee, the Review Committee shall comprise the following members:

- a. At least one designated officer from the ASB Group Management Committee ("GMC"), independent of the case reported, to be appointed by Group CEO or Chairman of the ASB Audit Committee
- b. Head, Internal Audit
- c. Head, Group Human Resources

The appointed GMC member will chair the Review Committee and Head, Internal Audit will be responsible for investigation of the case reported. Head, Group Human Resources will advise on disciplinary matters.

4.7.8 The responsibilities of the Review Committee include

- a. to receive and record matters reported;
- b. to conduct investigations, or appoint an investigation team and provide direction on investigations;
- c. to prepare, review and endorse the investigation report, including recommendations on follow-up action;
- d. to liaise and deal with the whistleblower; and
- e. to carry out any other responsibilities prescribed under the relevant regulations or as may be appropriate for the Review Committee to carry out.

4.7.9 Matters involving ASB ListCos shall be dealt with as follows:

If the matter reported involves an ASB Listco or an employee of an ASB Listco, the duties of the Chairman of the ASB Audit Committee set out in Clause 3.7.6 shall be carried out by the Audit Committee Chairman of the relevant ASB ListCo. In the event that the ASB ListCo has in place its own whistleblowing policy, the procedure set out in such whistleblowing policy shall apply once the matter is reported to the Audit Committee of the relevant ASB Listco. If there is no such whistleblowing policy in place, the provisions of this ASB Whistleblowing Policy shall apply.

4.7.10 The Review Committee investigating the matter should submit a status report on the investigation, clearly stating details of the allegation, investigation methodology, findings, recommendations and other relevant information to the ASB Audit Committee or the relevant ASB ListCo Audit Committee, as the case may be, within 10 working days of receiving the case. An extension of time may be sought from the ASB Audit Committee or the relevant ASB ListCo Audit Committee, as the case may be. The ASB Audit Committee or the relevant ASB ListCo Audit Committee, as the case may be, will provide directions on further action to be taken, if required.

- 4.7.11 In addition, quarterly status reports on cases reported and under investigation will be submitted to the ASB Audit Committee and the relevant ASB ListCo Audit Committee, and where applicable, the Audit Committee of the ASB/ASB Listco company incorporated in India.
- 4.7.12 Any investigation will be conducted as sensitively and speedily as possible. The investigation will include but not be limited to the following steps:
- a. Full details of the allegation will be obtained;
  - b. The allegation will be fully investigated; and
  - c. The person who made the report will be informed of the outcome of the investigation in due course and as appropriate, of any action taken.
- 4.7.13 At the appropriate time (subject to the progress and status of the investigation) the person against whom a report is made, will be informed of it. He/she will be allowed to comment and make a rebuttal to the findings before the Review Committee before any investigation is concluded.
- 4.7.14 In some cases, it may be necessary to refer the matter to an external authority for further investigation, particularly in cases alleging misuse of funds.
- 4.7.15 The ASB Audit Committee or the relevant ASB ListCo Audit Committee, as the case may be, will decide on any final action to be taken, including disciplinary action, if deemed fit. A copy of the report should be submitted to the Board and, where applicable, the relevant ASB ListCo Board after it has been reviewed by the ASB Audit Committee and/or the relevant ASB ListCo Audit Committee, and finalised. The Audit Committee of the relevant ASB/ASB Listco company incorporated in India will be updated on the action to be taken.
- 4.7.16 Summary reports on all whistleblowing cases shall be reviewed at the bi-monthly meeting of the ASB Audit Committee and the relevant ASB Listco Audit Committee and thereafter, a summary report of significant cases shall be submitted to the ASB Board and the Board of the relevant ASB ListCo, as the case may be. The parties involved shall be required to maintain confidentiality.
- 4.7.17 Please refer to Annex A for a diagrammatic representation of the Whistleblowing Reporting Channels & Structure.
- 4.7.18 To ensure that ASB has a centralized repository of all reported cases, Internal Audit will handle all matters relating to whistleblowing.

## **5.0 CONFIDENTIALITY OF WHISTLE BLOWER'S & ALLEGED DEFAULTER'S IDENTITY**

- 5.1 The whistleblower's identity will be kept confidential, unless disclosure is required by the court or other regulatory authorities.
- 5.2 Information provided by the whistle blower will be kept confidential except in the following circumstances:
- a. where Ascendas-Singbridge is under a legal obligation to disclose information provided;
  - b. where information is already in the public domain;
  - c. where, as determined by the Review Committee, information is required to be provided to legal or auditing professionals for the purpose of obtaining professional advice; or
  - d. where information is given to the Police or other authorities for purposes of investigation
- 5.3 Where the whistle blower's identity is to be revealed in circumstances other than those expressly stated in this policy, the Review Committee will appoint a representative/s to discuss the need for disclosure with the whistle blower first.

- 5.4 The number of employees involved in the investigation will be kept to a minimum so as to ensure that confidentiality of the case and the identity of the whistleblower are maintained.
- 5.5 The identity of the alleged defaulter will be kept confidential until the Review Committee and the ASB Audit Committee or the ASB Listco Audit Committee (as the case may be), determines that there is sufficient evidence to support the allegations made.

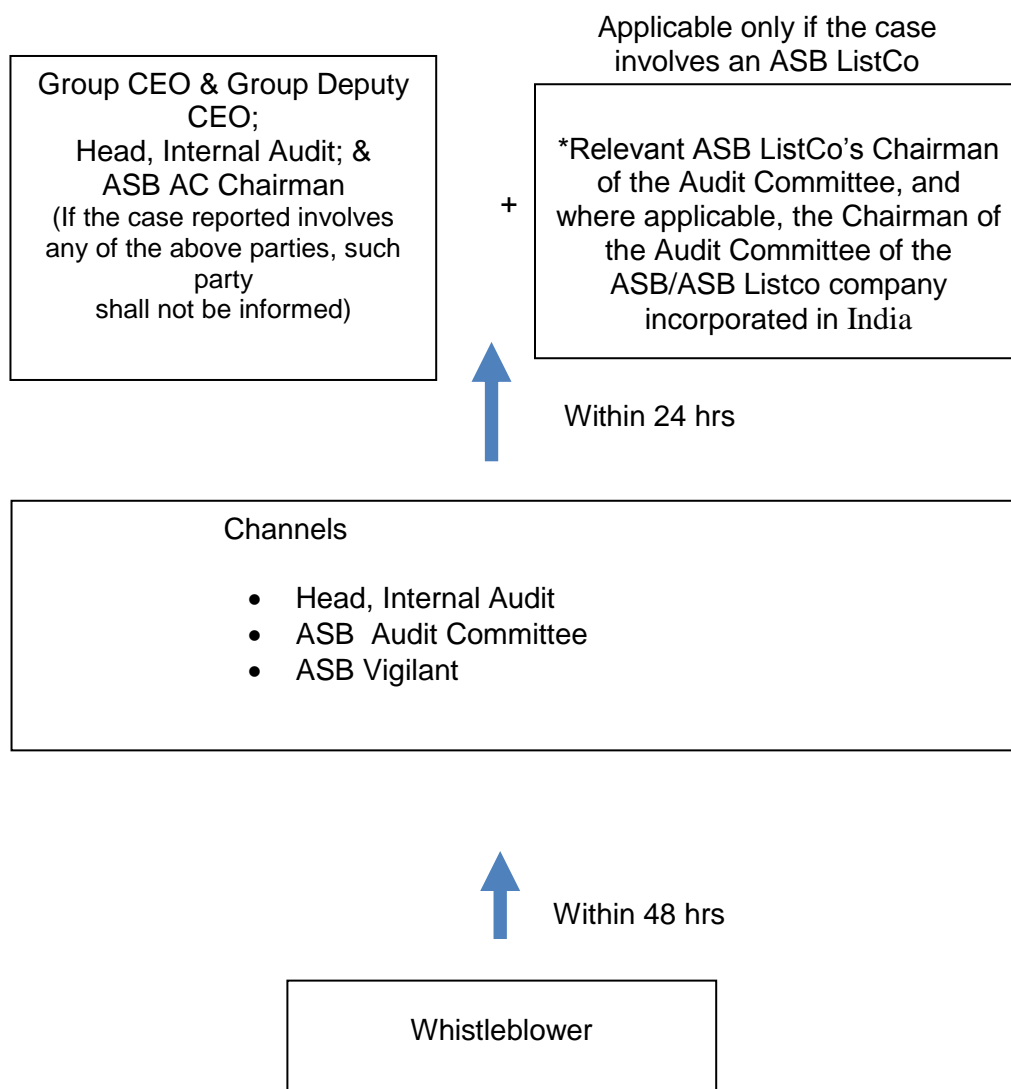
## **6.0 PROTECTION FOR WHISTLE BLOWER**

- 6.1 Victimization of the whistleblower will not be tolerated and disciplinary action will be taken against any employee who victimizes the whistleblower.
- 6.2 Reporting with malicious intent will not be tolerated.

## **7.0 PROTECTION FOR ASB & ALLEGED DEFAULTER**

- 7.1 Information pertaining to the matter reported will be kept confidential and restricted to the group of designated officers in charge of the investigation. This is to prevent unnecessary leakage of information which could result in potential legal suits if there were insufficient evidence to support the case.
- 7.2 There must be sufficient facts and evidence to support the action/decision to be taken against the defaulter, and the evidence must be able to stand up to cross-examination and scrutiny in the courts.

**WHISTLE BLOWING REPORTING CHANNELS & STRUCTURE**



\* Only applicable when report involves an ASB ListCo  
Email addresses for ASB ListCo ACs are as follows:

- Ascendas Funds Management (S) Limited - [wb-areit@ascendas-singbridge.com](mailto:wb-areit@ascendas-singbridge.com)
- Ascendas Property Fund Trustee Pte. Ltd. - [wb-aitrust@ascendas-singbridge.com](mailto:wb-aitrust@ascendas-singbridge.com)
- Ascendas Hospitality Fund Management Pte Ltd & Ascendas Hospitality Trustee Management Pte. Ltd. - [wb-ahtrust@ascendas-singbridge.com](mailto:wb-ahtrust@ascendas-singbridge.com).
- Cyber Pearl Information Technology Park Private Limited – [wb-CyberPearl@ascendas-singbridge.com](mailto:wb-CyberPearl@ascendas-singbridge.com)