

**ORAVEL STAYS LIMITED**

**Whistle Blower Policy**

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## ORAVEL STAYS LIMITED

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#### 1. OBJECTIVE

Oravel Stays Limited and its direct or indirect subsidiaries, affiliates, and associate entities (the “**Company**”) are committed to adhering to the highest standards of ethical, moral and legal conduct in its business operations. In terms of Section 177 of the Companies Act, 2013, read with Rule 7 of The Companies (Meetings of Board and its Powers) Rules, 2014, and Regulations 4(2)(d)(iv) and 22 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a mechanism called the Vigil Mechanism (“**Whistle Blower Policy**” or “**Policy**”) for its directors and employees, their representative bodies and other stakeholders to report genuine concerns about illegal or unethical practices actual or suspected fraud or violation of the Company’s code of conduct or ethics policy.

#### 2. APPLICABILITY

This Policy applies to all, permanent, full-time and part-time employees and contractors, of the Company across all locations, India or abroad, their recognized representative bodies, directors of the Company and all those acting on behalf of the Company such as consultants, suppliers, vendors and agents (“**Person**”/ “**You**”). The Audit Committee of the Company (“**Audit Committee**”), is responsible for the supervision, review and implementation of the Policy.

The Policy, as approved by the Board of Directors (“**Board**”) on September 21, 2021 shall be applicable to the Company with effect from September 21, 2021.

#### 3. WHAT NOT TO REPORT

Every person has a responsibility to report any concern relating to illegal or unethical practices actual or suspected fraud or violation of the Company’s code of conduct or ethics policy including but not limited to any of the following matters:

- a) Acts of violation of the Code and Company policies;
- b) Dishonest, unethical, corrupt or fraudulent acts or acts of serious impropriety;
- c) Conflicts of Interest;
- d) Financial irregularities, including fraud or suspected fraud or deficiencies in internal control mechanism, misleading or deceptive accounting, or false or intentional inappropriate reporting, either by, or affecting the Company;
- e) Any act or incident potentially damaging the interest of the Company or its employees, or business arising out of unsafe practices leading to financial or reputational loss or health and safety risks and environmental issues; and
- f) Breaches of intellectual property rights and disclosure of confidential data/information to competitors/third parties.

#### 4. WHERE TO REPORT

Any reportable matter or complaint can be notified in one of the following ways:

- a) By writing an email on the email id [ombudsperson@oyorooms.com](mailto:ombudsperson@oyorooms.com);

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- b) By sending a complaint letter in a sealed envelope marked "Private and Confidential" to the Ombudsperson's address: **OYO Ombudsperson, 3<sup>rd</sup> Floor, Orchid Centre, Sector 53, Gurugram, Haryana-122022**

To enable the Company to evaluate and investigate the complaint effectively, all critical information should be provided in the complaint along with evidence.

You may choose to remain anonymous where permitted by law. In such cases, the complaint should be accompanied by evidence and data. If you give your name, we will do all we can to protect your identity consistent with conducting a thorough investigation.

In the event You are victimized in any manner upon making a complaint or in circumstances where You believe that your complaint is not being addressed, you can directly access the Chairperson of the Audit Committee and may write to the Chairperson of the Audit Committee at [auditchair@oyorooms.com]

## 5. WHAT IS NOT REPORTABLE UNDER THIS POLICY

A reportable matter should not be confused with any day to day personal work-related grievance that does not have any significant implications for the Company with respect to reportable matters, such as:

- a) an interpersonal conflict between employees, or
- b) a decision relating to employment or engagement, such as a transfer, promotion, or
- c) any other form of disciplinary action; or
- d) a grievance related to work/superior-subordinate relationship/relationship with peers; or
- e) complaints associated with unsatisfactory probation reports, performance evaluations, favoritism, and nepotism, and alike.

Such concerns, if received shall be referred to the Human Resources Department and redressed through other mechanisms established within the system.

## 6. NON-RETALIATION

At OYO, we strictly prohibit retaliation of any kind against any Person who raises a concern and/or participates in an investigation.:

Form of retaliation may include:

- a) discrimination, reprisal, harassment or vengeance in any manner; or
- b) unfair termination and other unfair or prejudicial employment practices such as transfer, demotion, refusal of promotion, or the like including any direct or indirect use of authority to obstruct such Person's right to continue to perform duties/functions; or
- c) any other action taken against a Person because they raised a concern, participated in an investigation or attempted to deter Person(s) from violating the Code.

This protection is available provided that:

- (i) the communication/ disclosure is not made in bad faith;
- (ii) the complainant reasonably believes that information, and any allegations contained in it, are substantially true and accurate;
- (iii) the complainant is not acting for personal gain; and
- (iv) there's no malice or abuse of procedure.

Anyone who abuses the procedure (for example, by maliciously raising a concern knowing it to be untrue and/or without any corroboration) will be subject to disciplinary action, as will anyone who victimizes a colleague by raising a concern through this procedure. If considered appropriate or necessary, suitable legal measures may also be taken against such individuals.

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#### **7. INVESTIGATION & REPORTING**

- (i) All bonafide complaints under this Policy will be promptly and appropriately investigated. All information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, according to applicable law. It is not required for the Company to inform the Person raising the Complaint of the investigation findings or the actions taken.
- (ii) The Ombudsperson may not be the investigator and the investigation may be conducted by other experts to whom the concern is referred by the Ombudsperson based on the nature of the concern.
- (iii) All Persons must cooperate in the investigation of reports of violations.
- (iv) Failure to cooperate in an investigation or deliberately providing false information during an investigation can be the basis for disciplinary action, including termination of employment.
- (v) If the Company determines that a violation has occurred after its investigation, the Company will 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 Policy.
- (vi) A periodic update on all material complaints received, with summary of findings of the Ombudsperson and corrective actions taken will be made to the Audit Committee.

#### **8. COMMUNICATION AND DISPLAY**

The Company will post this Policy on its intranet and website at <https://www.oyorooms.com/> and update it as necessary to ensure that the Persons are informed about this Policy.

All clarifications regarding the provisions or procedures associated with this Policy should be directed to the Company's Compliance Officer.

#### **9. AMENDMENTS**

The Company reserves the right to alter, add to, vary or substitute any of the provisions of this Policy at any time with the approval of the Audit Committee.