



Wipro's Policy Ombuds Policy

Document Control

Function	CHRO Functions
Sub-function	Ombuds
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Purpose and Objective

Employees are often the first to recognize any concern or potential concern within the Company. The sooner the Company knows about possible problems; the sooner they can be addressed. Each Employee is responsible to promptly raise issues or concerns that they believe violate Wipro's policies, regulations, or the law and not ignore such concerns or dismiss them as mere suspicions or disloyalty to their colleagues, managers or to the Company itself.

The Ombuds Policy has been introduced by the Company to enable employees, directors and other individuals associated with the Company to provide a channel to raise concerns without fear of retaliation, victimization, subsequent discrimination, or disadvantage at workplace.

Wipro assures that such concerns would be enquired into by designated persons independently and fairly.

Applicability/Audience:

This Policy applies to all employees of the Company (including those who are on probation and notice period). It also applies to vendors, service providers, contract employees, clients, retainers, consultants, trainees, and interns. Directors of the Board are also entitled to raise concerns under this Policy. To clarify any person(s) who raise concerns under this Policy are referred to as "Complainants" in this Policy.

In case of conflict with this Policy, federal, state, and local laws and regulations would prevail.

Policy:

- It shall be the duty of every employee to:
 - i. conduct themselves in accordance with Spirit of Wipro, Wipro's Code of Business Conduct ("COBC") and follow applicable laws in the conduct of their business.
 - ii. report any perceived or observed violations promptly to their Manager, L2 Manager, HR or to the Ombudsperson.
 - iii. cooperate fully and honestly with the internal enquiry process so as to arrive at a fair and objective resolution of the complaint.
 - iv. maintain confidentiality with regard to all aspects of the concern and investigative process.
 - v. not engage in any harassment, victimization, or retaliation (including informal pressures) against any Complainant.
- The Company has established an independent Ombuds function comprising of a Chief Ombudsperson and full-time Ombudspersons. The Ombuds function reports to the Compliance Committee of the Company and also reports annually to the Audit Committee of the Company.
- If the Complainant raising a concern request that Complainant identity should not be disclosed to any party other than the Ombudsperson, the Ombudsperson will not disclose it without Complainant consent. Please note that in the interest of ensuring an effective and fulsome enquiry and basis merits of the case, Complainant's identity may be required to be disclosed or may become apparent during the course of the enquiry.

- If a Complainant has reasonable grounds to claim of being retaliated against for raising any concern, Complainant may file a written complaint to the Chief Ombudsperson to seek remedy.

Types of Concerns which may be raised:

Concerns can be reported in respect of violations of potential violations of Wipro Policy, regulations or law. An illustrative list is provided below:

- Conflict of Interest
- Falsification and/or Willful Misrepresentation of Data or Information
- Fraud and corruption (e.g., to solicit or receive or offer or promise any gift/reward as a bribe).
- Any unlawful act, whether criminal (e.g., theft, embezzlement, physical assault) or a breach of the civil law (e.g., slander or libel)
- Bullying or Harassment at Workplace
- Misuse of authority for personal gain/incentive
- Exerting undue influence to commit others into performing non-compliant acts.
- Abuse including physical, sexual, psychological or financial abuse, exploitation or neglect.
- Breach of Company's Code of Conduct to regulate, monitor and report trading by designated persons and their immediate relatives including any incident involving leak or suspected leak of unpublished price sensitive information.
- Health and safety risk observed, including risk to the public as well as other persons (e.g., faulty electrical equipment).
- Damage to the environment (e.g., pollution).
- Any instance of failure to comply with legal or statutory obligation either for and on behalf of the Company or in the course of discharging duties of the Company.
- Any other conduct that violates COBC guidelines adopted by the company from time to time.

Applicability of Complaint location:

- i. Concerns may only be in respect of conduct at the Workplace or Extended Workplace or relating to work of the Company.
- ii. Workplace includes all those places visited or used by an employee for purpose of work or related to work. Extended Workplace includes travelling to or from work in company provided transport or travel for any work-related duties and company events.

Time Limit for Raising Concern:

- i. A Complainant raising a concern is required to share all available and relevant information regarding the concern not later than 3 (three) months from the date of Complainant having knowledge of the concern.
- ii. For any complaint beyond this timeline, it will be the decision of the Chief Ombudsperson to decide on acceptance of the complaint basis relevance.

What's Not in Scope

- i. Acts where the context turns personal.
 - a. Domestic Violence
 - b. Divorce Proceedings / Domestic issues
 - c. Personal Loan default by employee
- ii. Concerns relating to Annual Performance Review raised to Ombuds directly without following defined grievance process (refer to Global Performance Management Policy)
- iii. Concerns involving inappropriate and disrespectful behavior/conduct at Workplace (*can be raised only after prior HR mediation and decision on the same has been obtained*)
- iv. Concerns related to Employee Benefits, Reimbursements and Payroll (unless issue is closed by HRSS)

Procedure for Disclosure, Enquiry and Disciplinary Action

(The approach to receiving complaints, investigation and decision-making will be consistent and shall follow the local law).

Who can raise a complaint?

- i. Anyone who witnesses/ experiences unwanted behavior as detailed in the policy.
- ii. Anyone authorized by the affected party.

Anonymous complaints

The Ombudsperson will take into consideration all anonymous complaints for appropriate investigation based on the following factors:

- i. The subject matter of the concern raised and its perceived seriousness.
- ii. The credibility of the concern as it can be verified discreetly & independently.
- iii. The likelihood of confirming that the allegation is raised through reliable sources; and
- iv. The ability to investigate into anonymous complaints.

However, for the purpose of effective and expeditious redress of concern, the Company encourages Complainants to disclose their identity without any fear or duress.

Where to raise a complaint:

- i. The concern may be raised through e-mail at ombuds.person@wipro.com, or through intranet The Dot > Apps > Ombuds Process, or through internet at www.wiproombuds.com
- ii. Complaint may be forwarded by post/courier to Wipro registered office, addressed to Ombudsperson, Wipro Limited, Doddakannelli, Sarjapur Road, Bangalore, 560035, India
- iii. Complainants may also reach out to any of designated Ombudspersons directly to register their grievance in person. Ombudsperson would formally register the complaint as per process and initiate investigations.

What to provide along with the complaint:

The Complainant must provide sufficient and relevant information to start the investigation. In case the Complainant is non-responsive or fails to provide requisite data necessary to initiate the investigation, for more than 15 days, the concern may be closed without further action.

Complaint may also include:

- i. Any evidence, whether documentary or otherwise (including voice recordings, audio recordings etc.)
- ii. List of witnesses

Gathering and Processing of Information:

In order for Ombudsperson to conduct an effective and comprehensive investigation with respect to any concern that is raised, Ombudspersons may be required to share and process personal data viz. Name, Email ID, Contact Information etc. Such data will be used, shared, stored and processed solely for the purpose of and/or aiding the Ombuds investigation in accordance with legal requirements and internal policies.

Please note that sharing of Complainant's personal information shall be considered as a consent from the Complainant to process such information if required unless the complainant has specifically requested that the details should not be disclosed without Complainant specific consent.

Who will investigate into the concern:

The concern shall be investigated by the Ombudsperson designated by the Chief Ombudsperson or their delegate. Support from experts (internal or external) may be taken depending upon the nature of the concern and requirement of the investigation.

Procedure for handling concerns raised:

- i. Once the complaint is received, an acknowledgement will be sent to the Complainant and taken up for enquiry.
- ii. The Complainant may be contacted for more details.
- iii. Ombudspersons may recommend interim measures to protect the Complainant or safeguard the Company during the course of the investigation.
- iv. A decision is made by the appropriate authority on the disciplinary action to be taken basis the findings of the investigation.
- v. The Ombudsperson will keep the Complainant informed on the completion of the inquiry process.
- vi. All discussions and information associated with the Ombuds investigation must be kept confidential by the Complainant and all individuals associated with the concern. Breach of this may result in disciplinary action including but not limited to termination.

Malafide or Frivolous Concerns:

If a Complainant makes an allegation in good faith, which is not confirmed by subsequent investigation, no adverse action will be taken against that Complainant. In making a disclosure the complainant should exercise due care to verify the accuracy of the information provided in the complaint. Disciplinary action may be taken against a Complainant who makes mala fide or frivolous allegations.

Maintaining confidentiality of the concern as well as the disclosure:

The Complainant raising a concern or the persons to whom the concern is made, or any person involved in the investigation including witnesses shall maintain confidentiality and shall not disclose / discuss the concern or the internal proceedings with any third party.

The obligation of confidentiality does not however restrain the Complainant from disclosing the information as part of legal proceedings initiated by them or in response to any statutory or judicial process in accordance with the law.

The Ombudspersons may report the concern and the investigation to the Compliance Committee, CEO and Audit Committee as necessary. However, when the Complainant specifically requests that their identity be kept anonymous, the same shall not be disclosed.

Complaint closure:

Once the investigation is completed, Complainant will be informed of the outcome of the investigations however, details of the investigations and disciplinary actions (if any) are not disclosed for reasons of confidentiality.

Appeal:

If the Complainant or the person complained against is not satisfied with the investigation process, they can file an appeal with the Chief Ombudsperson who will review the case with a member of the Compliance Committee.

In appropriate or exceptional cases, Complainant may directly raise concerns to the Chairman of the Audit Committee (audit.committee@wipro.com)

Please note that all investigations which lead to a decision of termination of employment are reviewed and approved by the Compliance Committee as part of the completion of the inquiry process and hence are not subject to further appeal.

Disciplinary Action:

The Compliance Committee shall decide on appropriate action as per the Company's disciplinary policy on cases requiring termination of an employee or contract/relationship and other material concerns or those of a serious nature, after review of the case and upon recommendation by the Chief Ombudsperson. The Ombudsperson will recommend disciplinary action in all other cases and the same shall be implemented by the appropriate Manager/HR.

Geo Specific Guidelines [Applicable for Complaints raised in Germany]:

This Annexure shall only be applicable to complaints in Germany. All other terms of the Ombuds Policy shall continue to be applicable in addition to the terms covered in this Annexure.

Timelines for handling concerns raised:

The Company will acknowledge the receipt of a complaint within 7 days.

The Company will inform the complainant of any follow up action planned and already taken within 3 months of acknowledging the receipt of the complaint. The information shall be provided to the complainant to the extent that it does not affect the inquiry or investigation and does not prejudice the rights of those who are the subject of a complaint or are named in the complaint.

Geo Specific Guidelines [Applicable for Complaints raised in Australia]:

This addendum shall be applicable only to Complaints from Australia. All other terms of the Ombuds Policy shall continue to be applicable additionally apart from this addendum.

1 Applicability:

This Policy also applies to spouse, relative and/or dependent of employees, employees of vendors, service providers, clients, and consultants.

2 Public interest disclosure and emergency disclosure:

A disclosure of information (the **public interest disclosure**) by a complainant (the **discloser**) qualifies for protection under this Policy if:

- i. the Complainant has previously made a disclosure of that information (the **previous disclosure**) that qualifies for protection under this Policy.
- ii. At least 90 days have passed since Complainant reported his/her concerns to ASIC or APRA, and Complainant does **not** have reasonable grounds to believe that action to address your concerns is being or has been taken.
- iii. Complainant have reasonable grounds to believe that reporting his/her concerns to a journalist or parliamentarian would be in the public interest.
- iv. Complainant reports his/her concerns about misconduct or an improper state of affairs or circumstances or a breach of the law to a journalist or a parliamentarian. The extent of the information disclosed is no greater than is necessary to inform the recipient about your concerns.

Revision History

Version	Revision Date	Reason for Change	Author	Approved By	Date Approved
2.7	13-Jan-12	Changes updated in contact database of Ombuds team	Asha L	Alexis Samuel	13-Jan-12
2.71	01-August-12	Changes updated in contact database of Ombuds team	Asha L	Alexis Samuel	01-August-12
2.8	1-May-13	Changes updated in contact database of Ombuds team	Asha L	Ravi Kiran Vadapally	1-May-13
2.9	1-Sep-13	Changes updated in contact database of Ombuds team	Asha L	Inderpreet Sawhney	1-Sep-13
3.0	9-Oct-13	Removal of reference to BU Compliance Committee, Wipro Infrastructure Engineering, Wipro Consumer Care and Lighting and other procedural changes in the review process	Dhanalaxmi S	Inderpreet Sawhney	9-Oct-13
4.0	28-Jan-14	Changes updated in contact data base and handling the concern and its closure	Dhanalaxmi S	Inderpreet Sawhney	28-Jan-14
5.0	9-Oct-14	Thoroughly reviewed the Policy and introduced revised appellate process	Dhanalaxmi S	Inderpreet Sawhney	9-Oct-14
5.1	01-Aug-15	Changes updated in contact database of Ombuds team	Dhanalaxmi S	Inderpreet Sawhney	01-Aug-15
5.2	31-Jan-17	Policy changes / clarifications provided, Changes updated in contact database of Ombuds team	Dhanalaxmi S	Inderpreet Sawhney	31-Jan-17
5.3	19-Apr-18	Wipro Logo updated	Sunando Bhattacharjea	Bhavani Padmanabhan	19-Apr-18
5.4	22-Mar-19	Changes introduced to provide for reporting of instance(s) of leak or suspected leak of unpublished price sensitive information.	Sunando Bhattacharjea	Bhavani Padmanabhan	22-Mar-19
5.5	09-Dec-19	New scope applicable for raising Ombuds concerns in Australia	Sunando Bhattacharjea	Bhavani Padmanabhan	09-Dec-19
6	13-May-21	Amendment on applicability Authority of enquiry	Sunando Bhattacharjea	Bhavani Padmanabhan	13-May-21
6.1	01-Apr-23	Insertion of Audit Committee contact mail ID under Appeal	Sunando Bhattacharjea	Tejal Patil	01-Apr-23
7.0	10-Aug-23	Change to New Policy Template, insertion of out-of-scope categories, data privacy assurance, scope for raising concerns in Germany, removing hotline as source of raising concern	Sunando Bhattacharjea	Tejal Patil	10-Aug-23