



ANDHRA BANK
(A Govt. of India Undertaking)

WHISTLE BLOWER POLICY

I. PREAMBLE

With a view to safeguard the Bank against internal / external threats like frauds, bribery, corruption, abuse of authority, non-compliance with laid down systems and procedures etc. which involve financial and reputational implication, constant vigilance at all levels is necessary through a process called "Whistle Blower mechanism" wherein each and every director/employee can act as Whistle Blowers. The directors / employees are appealed not to be silent spectators to any wrong doing in the Branch / Office but to report the same to the higher authority / authority concerned. This mechanism is intended to ensure that a few unscrupulous staff members are not vitiating the overall atmosphere / work culture and putting the Bank's interest in jeopardy.

Directors / Employees, often, are hesitant to come forward and report to higher authorities about wrongdoings, mishaps around them fearing disclosure of identity and probable retribution / victimization from the official/s concerned. In order to instill confidence in the Directors / Employees as well as to prevent the mishap at the initial stage itself, a need was felt for introduction of "Whistle Blower Mechanism" in the Bank, to ensure effective Corporate Governance.

II. PURPOSE & OBJECTIVE :

The Whistle Blower Policy is framed in accordance with the relevant provisions of Companies Act 2013, directions issued by RBI and also in compliance of Clause 49 of the Listing Agreement of SEBI.

As per the Policy, Bank has put in place a "Whistle Blower Mechanism" which enables the directors / employees to raise concerns about any unacceptable/unethical practices, irregularities, frauds, any event of misconduct at any level, etc. that could jeopardize the interest of the Bank. The Mechanism aims to protect such Whistle blowers and also provides a framework to the Directors / Employees to act as Whistle Blowers.

III. PROCEDURE TO BE FOLLOWED BY WHISTLE BLOWERS

The detailed procedure to be followed by the complainant for lodging the complaint through Off-line mode, On-line mode or through SMS under "Whistle Blower" mechanism is as under.

1. *For lodging the complaint through Off-line mode [i.e.. physical form]*

- i. The complaint should be in a **closed/secured envelope**.

- ii. The envelope should be addressed to the General Manager [Operations] of the Bank who is the Designated Authority, at the following address.

Andhra Bank, Head Office
5-9-11, Dr.Pattabhi Bhavan
Saifabad
Hyderabad – 500 004

- iii. The above-mentioned envelope should be superscribed "**Complaint under Whistle Blower Policy**". If the envelope is not superscribed as mentioned above and not closed, it will not be possible to protect the complainant under the above resolution and the complaint will be dealt with as a normal complaint. The complainant should give his/her name and address in the beginning or end of complaint or in an attached letter. The disclosure or complaint should contain full particulars as far as possible and shall be accompanied by supporting documents or other materials.
- iv. The complaint should be signed by the complainant at the end of the complaint after leaving some place. The General Manager [Operations] will not entertain any anonymous/pseudonymous complaint.
- v. The text of the complaint should be carefully drafted so as not to give any details or clue as to the identity of the whistle blower. However, the details of the complaint should be specific and verifiable.

2. For lodging a complaint through "On-line mode" under OCRM [Online Complaint Registration Mechanism]

- i. The Bank has devised an Online Complaint Registration Mechanism (OCRM) where any employee can lodge a complaint online through any computer system linked to our intranet at branches/Offices, without entering User ID & Password and just by visiting the URL (<http://whistle.abcbs.co.in:8383/complaint>) / Link to OCRM placed on the Bank's Integrated Portal.
- ii. A Standard Operating Procedure (SOP) for registering complaints online shall be in place.
- iii. The access rights to view the Online complaints under 'Whistle Blower' category are restricted only to the Designated Authority i.e. General Manager (Operations).
- iv. It is appealed that the complaints be preferably lodged online. This will ensure in protecting the identity of the complainant as also confidentiality of the contents.
- v. The text of the complaint should be carefully drafted so as not to give any details or clue as to the identity of the whistle blower. However, the details of the complaint should be specific and verifiable.

3. For lodging a complaint through SMS

- i. An employee can lodge Whistle Blower complaint by sending an SMS from his / her mobile to a designated virtual mobile number 9223011112 Anytime 24/7, Anywhere & Anyplace (AAA).
- ii. A Standard Operating Procedure (SOP) for registering complaints through SMS shall be in place.

IV. ROLE OF THE DESIGNATED AUTHORITY :

- i. In order to protect the identity of the person, no acknowledgement will be issued to the Whistle Blowers and no further correspondence will be entertained in the matter.
- ii. The identity of the complainant will not be revealed unless the complainant himself/herself has made the details of the complaint either public or disclosed his/her identity to any other office or authority.
- iii. The Designated Authority shall institute a scrutiny through the Fraud Risk Management Department (FRMD), Head Office and may, if deemed fit, call for further information or particulars from the person making the disclosure / complaint.
- iv. The Designated Authority shall in exceptional cases, if thought fit, refer the Whistle Blower complaints to the Chairman of the Audit Committee of the Board before instituting a scrutiny through FRMD, Head Office.
- v. The Designated Authority on finding the allegation of misuse of office or corruption substantive, shall initiate appropriate action in the matter, which shall inter-alia include the following :
 - a) Appropriate proceedings against the concerned staff member
 - b) Recommend to appropriate authority / agency for initiation of criminal proceedings in suitable cases, if warranted, by facts and circumstances of the case
 - c) Recommend corrective measures to prevent recurrence of such events in future
- vi. If any person is aggrieved by any action on the ground that he is being victimised due to the fact that he / she had filed a complaint or disclosure, he/she may file an application before the Designated Authority seeking redressal in the matter, who shall take such action, as deemed fit.
- vii. Either on the application of the complainant, or on the basis of the information gathered, if the Designated Authority is of the opinion that either the complainant or the witnesses needs protection, the Designated Authority shall initiate suitable action.

- viii. In case the Designated Authority finds the complaint to be motivated or vexatious, action against the complainant may be taken.
- ix. While considering the complaints the "Designated Authority" would take no action on complaints relating to administrative matters like recruitment, promotion, transfers and other related issues. However, in case of serious complaints of irregularities in these matters, the same shall be brought to the notice of MD & CEO of the Bank for taking appropriate action.

V. DISQUALIFICATIONS

- i. It will be ensured that genuine whistle blowers are accorded complete protection from any kind of unfair treatment and any abuse of this protection will warrant appropriate action / disciplinary action. Protection under this policy would not mean protection from disciplinary action arising out of allegations made by the Whistle Blower which are found to be false or bogus or done with a malafide intention.
- ii. Pursuant to a complaint, if the investigation reveals the involvement of the Whistle Blower himself/herself in the act and / or irregularity, no protection including that of non-disclosure under this Policy shall be available to the Whistle Blower under any circumstances and he / she shall be liable to be proceeded against as per norms, for his/her involvement in the act and/or irregularity.

VI. REVIEW OF FUNCTIONING OF THE WHISTLE BLOWER MECHANISM

- i. The Audit Committee of the Board shall periodically review the existence and functioning of the Whistle Blower Mechanism.
- ii. The Bank shall annually affirm that it has not denied any Director / Employee access to the Designated Authority of the Bank in respect of the matters involving unethical behaviour, actual or suspected fraud or violation of law or improper practice (not necessarily a violation of law) and that it has provided protection to "Whistle Blowers" from unfair termination and other unfair employment practices. Such affirmation shall form a part of the Board Report on Corporate Governance and submitted together with the Annual Report.
- iii. A yearly report with the number of complaints received under the Whistle Blower Mechanism, along with the outcome shall be placed by Fraud Risk Monitoring Department before the Audit committee of the Board.

VII. PUBLICATION

The Policy shall be posted on the Bank's website and a copy of the Policy shall be circulated to all Branches / Offices of the Bank.

VIII. MODIFICATION IN THE POLICY

The Managing Director & CEO or in his absence, the Executive Director, shall be the Competent Authority to make any changes, issue clarification(s) with respect to the policy in tune with Companies Act / RBI / SEBI / Government Guidelines or Central Vigilance Commission Guidelines issued from time to time.

IX. REVIEW

The Policy shall be subjected to review by the Board on an annual basis.
