

Triguna

Anti-fraud Policy

(Strictly Confidential)

Applicable to:

Triguna Hospitality Ventures (India) Private limited

Techpark Hotels Pvt Ltd.

Srilanand Mansions Pvt Ltd

Accent Hotels Pvt Ltd.

Caddie Hotels Pvt Ltd.

(hereinafter referred to as “Triguna” or “Company”)

Document ID	Version No.	Release Date	Document Classification
Triguna-AFP	1.1	5 th March 2015	Anti-Fraud Policy

Document Release Note

Anti-fraud Policy documentation is released for use in Triguna ("Triguna" or "Company"), with effect from 5th March 2015

Ownership and control:

This documentation is under the control of the CFO of Triguna.

Revisions:

Revisions if any, to this documentation (Periodic review/ changes due to change in Law, organization Structure, any other reason) will be available on "Speak up" portal. (<http://speakup.Trigunahotels.com>)

Comments, suggestions or queries

Comments, suggestions or queries should be addressed/ mailed to the Compliance Committee of the Company. The Compliance Committee will approach the CFO with the comments, suggestion or queries. Any revisions required based on these, will be made as per the procedure defined in the Code of Conduct.

Document History

Version No.	Launch/ Revision Date	Description of Change	Author/ Revised By	Reviewed By	Approved By
1.1	5 th March 2015	Policy Documented	Corporate Governance Team (IGE)	Abha Gupta	Board

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1. Preamble

- Triguna is committed to prevention and detection of fraud and corruption in its functioning
- This policy document lays down the framework which will facilitate prevention and detection of fraud and corruption in the functioning of Triguna

2. Objectives

The objective of the policy is to promote consistent organizational behavior by providing guidelines and assigning responsibility for enhancing Triguna's governance process and ethical environment

3. Reference to other policies

3.1 This policy should be read in conjunction with following policies of Triguna:

3.1.1 Code of Conduct

- a. Gifts and Business Courtesies
- b. Conflict of Interest
- c. Accurate Financial Reporting
- d. Protecting Company Assets
- e. Diversity and Inclusion
- f. Confidentiality and Intellectual Property
- g. Media and Communication
- h. Political and Religious Affiliations
- i. Compliance with Law

3.1.2 Policy on Sexual Harassment

3.1.3 Bullying and Workplace Violence

3.1.4 Finance and Account Policies

3.1.5 IT Policies (Data Loss Prevention policies, etc.)

3.1.6 Whistle-blower Policy

3.1.7 Any other policy of Triguna, whether included in the above list or not

4. Applicability

This policy applies to the employees of Triguna at all locations, India or abroad, Board of Directors and all those acting on behalf of the Company (such as vendors, suppliers, consultants, agents, etc. and their employees).

5. Definitions

- 5.1 **"Fraud"** in relation to affairs of a company or anybody corporate, includes any act, omission or concealment of any fact or abuse of position committed by any person or any other person with the connivance in any manner, with the intent to deceive, to gain undue advantage from, or to injure the interests of, the company or its shareholders or

its creditors or any other person, whether or not there is any wrongful gain or loss.

6. Highlights of the policy

- 6.1 Triguna maintains an environment with adequate controls that promotes its values, including the requirement of employees across all levels to adhere to the Code of Conduct
- 6.2 It conducts periodic and systematic fraud risk assessments, as deemed necessary
- 6.3 Operational, administrative and financial control activities are designed and implemented to mitigate fraud risks identified internally and/or by the external/internal auditors
- 6.4 The Anti-fraud Policy is communicated to employees across all levels
- 6.5 The procedures for reporting allegations of fraud by employees and external parties is clearly communicated
- 6.6 Triguna monitors the effectiveness of its controls related to mitigating fraud risk and remedies any deficiencies identified internally and/or by the external agencies
- 6.7 Triguna holds necessary training sessions from time to time for all the stakeholders to create awareness regarding Triguna's values, policies and procedures

7. Overseeing and overall responsibility

- 7.1 The Ethics Committee will have the primary responsibility for implementing the Anti-fraud Policy as described in this Policy. The Ethics Committee shall consist of following members:
 - a. Assistant General Legal Counsel (IGH)
 - b. HR Head (IGH)
 - c. Regional Director Human Resource (Accor)
 - d. Senior Legal Counsel (Accor)
- 7.2 The reporting of Ethics Committee will be to the Audit Committee of Triguna
- 7.3 All divisions and departments of Triguna shall implement the procedures and controls developed/recommended by the Ethics Committee
- 7.4 Each functional head shall advocate and help develop a culture of honesty and integrity and work with the Ethics Committee in development and implementation of controls in the key processes in his/her function
- 7.5 The Ethics Committee will conduct periodic meetings to monitor and ensure that employees:
 - 7.5.1 Attend trainings
 - 7.5.2 Are well aware of Triguna's ethics and values and the related policies and/or procedures
- 7.6 The Ethics Committee shall carry out preliminary enquiries of whistle-blowing complaints directed to them as per the Complaint Response Plan (CRP)
 - 7.6.1 Further it shall review the status of all complaints on a monthly basis as mentioned in the CRP
 - 7.6.2 It shall also perform other functions defined in the CRP, like taking disciplinary actions, reporting to Audit Committee, reporting to Chairman's office, regulatory reporting, etc.

- 7.7 The Ethics Committee will consider whether the existence of this and the Whistle-blower Policy needs to be communicated to external parties and in what manner and extent

8. Prevention and detection of fraud

- 8.1 Following are some of the procedures that may be carried out as pro-active measures of fraud prevention and detection. This section of the policy shall be updated as and when new procedures are introduced:

- 8.1.1 Fraud Risk Assessment to be carried out for all key functions and processes and necessary mitigating controls implemented:
 - a. Mitigating controls will be monitored and periodically reviewed
 - b. The above may be carried out (under the instructions and guidance of the Ethics Committee) by an internal team (a designated risk management team / internal audit team) or an external agency
- 8.1.2 Background checks of employees of Triguna to be conducted (for new joiners or for existing employee if and when deemed fit by the Ethics Committee and in the manner deemed fit)
- 8.1.3 Background checks of vendor, suppliers, consultants, agents and other third parties dealing with Triguna to be conducted (for external entities as listed and in a manner deemed fit by the Ethics Committee)
- 8.1.4 Whistle-blower mechanism to be implemented and adequately communicated within Triguna and/or to external parties, if so deemed fit by the Ethics Committee

- 8.2 Training and awareness to be carried out for the relevant stakeholders

- 8.3 It is emphasized that each employee of Triguna shall constantly take necessary measures for prevention and detection of fraud

9. Amendments to this policy

- 9.1 This policy may be modified by Triguna from time to time
- 9.2 Among other reasons, modification may be necessary to ensure compliance with local, state, central and international laws or to accommodate organizational changes
- 9.3 Authority to make changes to this policy (including composition of the Ethics Committees or sub-committees) lies with the Audit Committee of Triguna Enterprises Limited



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