BUSINESS PARTNER DUE DILIGENCE, INTERNAL AUDIT & INVESTIGATION POLICY DOCUMENT

1. PURPOSE

The purpose of this Policy is to establish a consistent and documented framework for the due diligence of business partners and for the conduct of internal audits and investigations at Shellinfosg Global Digital Technologies Private Limited ("SGDT" or the "Company"). The Policy is intended to support the Company's commitment to integrity, transparency, ethical business practices, and compliance with applicable laws and internal policies.

2. OBJECTIVES

- To identify and assess compliance, integrity, reputational and other relevant risks associated with business partners before engagement and, where appropriate, during the relationship.
- To ensure that business partners are selected and engaged through a reasonable and documented review process.
- To prevent and detect bribery, corruption, fraud, conflicts of interest, sanctions-related concerns and other unethical conduct.
- To establish a structured process for planning and performing internal audits and compliance assessments.
- To provide a fair, confidential and documented process for reviewing suspected misconduct or violations.
- To ensure appropriate corrective and disciplinary action where violations are substantiated.

3. SCOPE

This Policy applies to:

- All employees, directors, officers and senior management of SGDT, as applicable to their responsibilities.
- Business partners including suppliers, vendors, consultants, contractors, agents, distributors, resellers, service providers, joint-venture partners and other third parties acting for or in collaboration with SGDT.
- Business partner relationships that present material compliance, financial, operational, reputational or third-party risk.
- Internal audits, compliance reviews, investigations and assessments conducted by or on behalf of SGDT.

4. DEFINITIONS

Term	Meaning
Business Partner	Any third party engaged or proposed to be engaged by SGDT for the supply of goods or services, representation, distribution, consultancy, agency, contracting, collaboration or other business activity.
Due Diligence	A reasonable and documented process of collecting and reviewing information about a business partner to identify relevant legal, ownership, integrity, compliance, reputational and other risks before or during a business relationship.
Internal Audit	A planned or risk-based review of Company processes, records, transactions or controls to assess compliance, effectiveness and areas requiring improvement.
Investigation	A documented review undertaken to establish facts concerning an allegation, suspected violation, misconduct, fraud, corruption or breach of Company policy.
Compliance Officer	The person designated by SGDT management to oversee or coordinate applicable compliance activities under this Policy and related policies.

5. RESPONSIBILITIES

Management

- Provide appropriate oversight and support for implementation of this Policy.
- Ensure that material compliance risks are addressed and that appropriate corrective action is taken.

Compliance Officer / Designated Compliance Authority

- Coordinate the business partner due diligence process, as applicable.
- Review identified compliance risks and recommend escalation or enhanced due diligence where necessary.
- Coordinate or oversee internal compliance audits and investigations.
- Maintain appropriate records and report material matters to management.

Procurement / Business Owner

- Initiate due diligence for relevant business partners before engagement.
- Provide accurate information and supporting documents for review.
- Ensure that required approvals are obtained before appointment or renewal.

Employees

- Provide accurate information and cooperate with due diligence, audit and investigation activities.
- Report suspected bribery, corruption, fraud, conflicts of interest or other misconduct through designated reporting channels.
- Maintain confidentiality and avoid retaliation against persons raising concerns in good faith.

6. BUSINESS PARTNER DUE DILIGENCE

6.1 When Due Diligence is Required

Reasonable due diligence should be completed before engaging a new business partner where the nature, value, role, access, geography or other circumstances indicate that third-party risk should be assessed. Due diligence may also be refreshed when a material change occurs in the relationship or when concerns arise.

6.2 Information and Documents

Depending on the nature and risk of the relationship, the following information may be obtained:

- Legal name, registered address and incorporation/registration details.
- PAN, GST registration or other applicable tax/business identification details.
- Details of directors, key management and, where reasonably required, beneficial ownership.
- Nature and scope of proposed services or relationship.
- Relevant licences, registrations or certifications, where applicable.
- Banking/payment details and supporting documentation.
- Declarations concerning bribery, corruption, conflicts of interest and compliance with applicable laws, where appropriate.
- Available information regarding adverse legal, regulatory, sanctions or reputational matters relevant to the relationship.

6.3 Risk Assessment

The responsible function should consider the risk associated with the business partner. Factors may include the value and duration of the engagement, services performed, use of intermediaries, government interaction, geographic exposure, ownership structure, reputation, payment arrangements and any identified compliance concerns.

6.4 Enhanced Due Diligence

Where higher-risk circumstances are identified, SGDT may undertake enhanced due diligence, seek additional supporting documents or declarations, obtain management/compliance approval, impose additional contractual controls, or decline or suspend the proposed relationship.

6.5 Approval and Engagement

Business partners should be engaged only after completion of applicable due diligence and required internal approvals. Contracts or purchase orders should include appropriate compliance provisions where relevant, including obligations relating to anti-bribery, applicable laws, records and cooperation with compliance reviews.

6.6 Ongoing Monitoring

SGDT may periodically review business partner relationships, particularly where the relationship is material or presents elevated risk. Additional review may be undertaken when there is a significant change in ownership, management, scope, payment arrangements or other relevant circumstances.

7. INTERNAL AUDITS AND COMPLIANCE REVIEWS

7.1 Audit Planning

SGDT may conduct periodic, risk-based or management-directed audits and assessments to evaluate adherence to Company policies, applicable laws, internal controls and business processes.

7.2 Audit Scope

- Review of relevant policies and procedures.
- Review of selected transactions, approvals and supporting records.
- Review of business partner due diligence and onboarding records.
- Review of compliance with anti-corruption and anti-bribery requirements.
- Identification of control weaknesses and opportunities for improvement.

7.3 Audit Reporting and Corrective Action

Audit observations and recommendations should be documented appropriately. Management should determine corrective actions and responsible persons, with follow-up conducted where appropriate to verify implementation.

8. INVESTIGATIONS

8.1 Reporting of Concerns

Employees and associated persons are encouraged to report suspected bribery, corruption, fraud, unethical conduct, policy violations or other compliance concerns through the Company's designated reporting

channels. Reports may be made to the Reporting Manager, HR Department or the designated whistleblowing channel, including compliance@shellinfoglobal.com , as applicable.

8.2 Initial Assessment

Reported concerns should be assessed promptly to determine whether an investigation is appropriate, the appropriate investigator, the scope of review and any immediate measures required to protect records, evidence, employees or the Company.

8.3 Investigation Process

- Define the allegation and scope of the investigation.
- Identify relevant documents, records and persons with information.
- Review available documentary and electronic evidence.
- Conduct interviews or obtain explanations where appropriate.
- Document material findings and supporting evidence.
- Maintain confidentiality to the extent reasonably possible.
- Determine whether the allegation is substantiated, unsubstantiated or requires further review.

8.4 Fairness and Non-Retaliation

Investigations should be conducted fairly, impartially and confidentially. SGDT does not permit retaliation against any individual who raises a concern in good faith or cooperates with an authorized investigation.

8.5 Corrective and Disciplinary Action

Where a violation is substantiated, SGDT may take appropriate corrective or disciplinary action in accordance with applicable law, employment terms and Company policies. Actions may include process improvements, warnings, suspension, termination of employment or contractual relationship, recovery of losses, or legal action where warranted.

9. RECORD KEEPING AND CONFIDENTIALITY

Due diligence records, approvals, audit reports, investigation records and corrective action records should be retained securely for the period required by applicable law and Company record-retention requirements. Access should be limited to authorized persons with a legitimate business or compliance need.

10. ESCALATION

Material compliance concerns, significant business partner risks, suspected bribery or corruption, material fraud, regulatory concerns or other serious violations should be escalated to the Compliance Officer/designated compliance authority and appropriate management. Where required, matters may be referred to legal counsel or relevant authorities.

11. TRAINING AND COMMUNICATION

SGDT may provide appropriate training and awareness to employees and relevant stakeholders regarding this Policy, business partner due diligence, anti-bribery and anti-corruption requirements, audit responsibilities and reporting mechanisms.

12. POLICY VIOLATIONS

Failure to comply with this Policy may result in appropriate corrective or disciplinary action, subject to applicable law and Company procedures. Business partners may also be subject to suspension, termination or other contractual remedies for material non-compliance.

13. REVIEW AND UPDATES

This Policy shall be reviewed periodically and may be revised to reflect changes in applicable laws, regulations, business practices, risk exposure or Company requirements. Updates shall be communicated to relevant stakeholders.

APPENDIX A – BUSINESS PARTNER DUE DILIGENCE CHECKLIST

- ☐ Legal name and registration details verified
- ☐ Registered address verified
- ☐ PAN/GST/tax registration details verified, where applicable
- ☐ Directors/key management identified
- ☐ Relevant licences/certifications reviewed, where applicable
- ☐ Bank/payment details verified
- ☐ Relevant compliance/anti-bribery declaration obtained, where applicable
- ☐ Adverse legal/regulatory/reputational information considered
- ☐ Risk level assessed

APPENDIX B – INTERNAL AUDIT / INVESTIGATION RECORD

Reference No.	
Date / Period	
Subject / Business Area	
Type (Audit / Investigation / Review)	
Scope / Allegation	
Persons / Functions Involved	
Key Findings	
Corrective / Disciplinary Action	
Closure / Follow-up Date	