HT MEDIA GROUP

DIGICONTENT LIMITED

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Code of Conduct & Whistle Blower Policy

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Code of Conduct Policy

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HT MEDIA GROUP

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1. PREFACE

HT Group conducts its business in an ethical and transparent manner with balanced care from all stakeholders. Over the last many years, HT group has enjoyed unflinching trust and confidence of its customers, readers and other stakeholders. Covered Persons (as defined hereinafter) are duty bound to protect and carry forward the rich legacy.

This code of conduct ("the Code") lays down the principles governing the expected conduct and behavior of Covered Persons while discharging their functions and duties for the Company.

The Code has been adopted by the Board of Directors of the Company on 19th January 2021 in supersession of all earlier version(s) and associated document(s). and has come into force with immediate effect

The Code complies with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), and should be read in conjunction with other applicable policies and procedures of the Company.

2. APPLICABILITY

The Code is applicable to -

- all members of the Board of Directors of the Company [‘Director(s)’]; and
- all employees (whether on-roll or off-roll). consultants, retainers, trainees or interns, contractors, agents, sales representatives etc. of the Company, holding & subsidiary company(ies) and affiliate companies.

hereinafter collectively referred to as **'Covered Persons'**.

In the Code, words importing the masculine gender shall include feminine; and words importing the singular shall include the plural and *vice-versa*.

3. GOVERNING PRINCIPLES A ND RESPONSIBLITIES UNDER THE CODE

a) Honesty, integrity & ethical conduct

Covered Persons should display acceptable standards of responsible conduct and while doing so, are expected to observe honesty, integrity and law-abiding behavior. They should exercise the powers and privileges vested in them by the Company in good faith and in the interests of the Company.

b) Health & safety

The Company is committed to providing and maintaining a safe and healthy working environment to its employees. Likewise, Covered Persons are expected to adhere to standard health and safety protocols at all times.

Carrying arms and ammunition (even if they are licensed) by Covered Persons inside the office premises is not allowed.

c) Conflict of Interest

Covered Persons should avoid a situation which may give rise to conflict of interest. 'Conflict of interest' is said to arise when an individual's private interest interferes or appears to interfere, directly or indirectly, with the interests of the Company (including holding, subsidiary, associate. joint venture company etc.). Covered Persons' private interests also include those of his relatives (as defined hereinafter). Should conflict of interest arise in a particular case, Covered Person should disclose to CHRO of HT Group without any delay through proper channel, for appropriate direction.

In addition to any other transaction, 'conflict of interest' will arise in following situations -

(i). *Outside employment* - Covered Persons (excluding Independent and Non-executive Directors and those who have non-exclusive engagement with the Company in any capacity) should not accept simultaneous employment or position of responsibility outside the Group or engage in any business activity/vocation, whether part-time or full-time, unless the same is required by the Company.

(ii). *Outside Directorship* - Covered Persons (excluding Directors and those who have non-exclusive engagement with the Company in any capacity) should not accept Directorship/partnership in any company/LLP/firm/society/institution outside the Group, unless the same is required by the Company or prior approval has been accorded by Chairperson in case of Group CEO and by Group CEO in case of others.

(iii). *Outside investment* - Covered Persons (excluding Independent Directors and those who have non-exclusive engagement with the Company in any capacity) should not invest, whether directly or indirectly, in any unlisted company/LLP/partnership firm ('Investee Entity') outside the Group which has any existing business relationship with the Company (e.g. suppliers, vendors, customers, advertisers, distributors, business partner., etc.). There is no bar on Covered Person to invest in securities of any listed company, units of mutual funds, etc.

Provided, if such investment pre-dates employment of the Covered Person in the Company, the former should disclose details of the investment at the time of joining.

Provided further, if the Covered Person has already invested in Investee Entity. and thereafter becomes aware of any prospective business relationship of the Investee En1ity with the Company, he shall immediately disclose the same to the reporting manager. In such a case, he shall also ensure that he is not part of any commercial decision-making process in relation to that proposed business relationship.

Transaction with Relative - The Covered Persons shall not conduct business of the Company with his Relative or with a Related Party, except with complying with the procedures and provisions of Companies Act, 2013 and SEBI LODR. The term "Relative" shall have the same meaning ascribed in Section 2(77) of the Companies Act. 2013 read with the Companies (Specification of definitions details) Rules, 2014 and the expression "Related Party" shall have the same meaning ascribed in Section 2(76) of the Companies Act, 2013 and SEDI LODR. however, a Covered Person may enter into an arrangement with his relative in accordance with the terms of employment

a) Equal opportunity & anti-harassment

The Company provides equal opportunity to all the employees regardless of their diversity i.e. race, color, religion, ethnicity, gender, marital status, sexual orientation, medical condition, special ability etc. Accordingly, all employee-related decisions should be taken strictly on merit and fitment.

Covered Persons are expected to treat their colleagues and business associates with dignity and respect. Case-5 of 'harassment' at the workplace, such as intimidation, coercion, abuse, violence etc., regardless of the form (i.e. physical, verbal, via messaging, email, audio/visual etc.) shall be dealt with seriously, and appropriate disciplinary action will be taken against the wrong-doer. The Company encourages reporting of any instance of harassment.

Concerns relating to sexual harassment of women at workplace shall be dealt with in accordance with Company's policy in this regard (hosted on the Company's internal employee portal).

b) Compliance of applicable laws and Company's policies

As a responsible corporate citizen, the Company follows the laws of the land to conduct its business. Ignorance of law is not an excuse for non-compliance, and therefore, Covered Persons are expected to be well conversant with the legal obligations applicable to their respective domain and area of working. There are implications of non-compliance of the applicable laws, which may include penal action on the Company and/or on the individual(s) responsible for the same. The Company reserves the right to subject such individuals to appropriate disciplinary action.

The Company, in its endeavor to be legally compliant at all times, has established various policies and procedures, and Covered Persons arc expected to adhere to the same. In case there is any inconsistency between the applicable laws and the Code and/or other policies and procedures of the Company, the provisions of said law shall prevail.

c) Prohibition of insider trading and protection of confidential information

Covered Persons should not indulge in insider trading of shares of the Company. They should refrain from dealing in the shares of the Company while in possession of 'Unpublished Price Sensitive Information’ (as defined in SEBI Regulations) about the Company. Any act of Covered Persons amounting to leakage of 'Unpublished Price Sensitive Information’ about the Company shall be liable to appropriate disciplinary action. The code of conduct in relation to prohibition of Insider Trading is hosted on the Company's internal employee portal.

Covered Persons should also ensure that any confidential information about the Company and/or it's business (including any information relating to a third party for which the Company is obliged to maintain confidentiality), which is in their possession, is used only for the intended purpose; and maintain confidentiality thereof. However, such information may be disclosed for a legitimate purpose upon prior authorization by the competent authority or for fulfillment of any legal obligation.

d) Fraudulent conduct

Any act of a Covered Person which may be construed as fraud, theft, mis-appropriation of funds, manipulation or falsification of accounts, mis-statement of facts or any other similar act of misconduct will be liable to appropriate disciplinary action. If any Covered Person has information of such act, the same should be reported under the Whistleblower mechanism of the Company, for further necessary action, (please refer Company's Whistle blower Policy hosted on the Company's internal employee portal).

e) Safeguard of Company's assets and Intellectual Property

Covered Persons are expected to use the Company's assets, whether tangible or intangible, for legitimate business purposes only. They are expected to take utmost care of the assets which are in their custody/control. and should not be misused. misappropriate, loan to others, sell or donate, them.

Company's intellectual properties viz. trademarks, copyrights, designs, brands. Domain names, etc. are valuable assets, and safeguarding these assets is the individual and collective responsibility of Covered Persons. Covered Persons are expected to be vigilant, and protect these intellectual properties from misuse, theft, infringement etc. Similarly, they should refrain from misusing or infringing intellectual property of others.

f) Anti-bribery, anti-corruption, gifts & entertainment

Bribery or corruption in any form are against the core values of the Company.

Covered Persons should neither accept himself nor permit any dependent member of his family to accept, gift, payment, or anything of value, from customers, vendors, suppliers. consultants of the Company {past, present or prospective) and/or any other person.

However, infrequent business meals, accepting customary gift of nominal value from Company's business associates and colleagues on special or celebratory occasions like opening of new office, marriage, festival celebration etc., and which is not meant to influence decision-making in any manner, is permitted. CHRO of HT Group may issue guidance from time to time with respect to value of gift that may be considered as acceptable.

g) Disclosure of Company's information to public, press or media

All communication regarding the Company, its operations etc., to the public, media, analysts, investors, business community etc., should be handled by authorized representatives and spokespersons only. Covered Persons should not directly or indirectly make, cause to make, support, deny or endorse any public statement pertaining to the Company, unless he is authorized to do so.

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Covered Persons should adhere to the Social Media Policy of the Company.

4. PROVISIONS APPLICABLE TO INDEPENDENT DIRECTORS

Independent Directors are advised to adhere to the 'Code for Independent Directors' outlined under Schedule IV of the Companies Act, 2013.

CHRO of HT Group is the Compliance Officer for the purpose of the Code.

5. ADMINISTRATION OF THE CODE

Any violation of the Code may be reported in the manner outlined in the Whistle Blower Policy. in the event of violation of the Code is proved pursuant to an investigation into the case, the Company reserves the right to take appropriate disciplinary action against the wrong-doer, which may include warning, wage-freeze, demotion, termination, etc.

6. AFFIRMATION & COMPLIANCE REPORTING

Covered Persons shall affirm compliance with the Code on an annual basis as at the end of each financial year. The affirmation will be given io the prescribed manner on or before 15 days from the close of the relevant financial year.

7. WAIVER

Any waiver of the provision(s) of the Code may be granted by the Board of Directors for Directors; and by CHRO of HT Group, Group General Counsel and Ombudsperson jointly, for other Covered Persons. Such waiver may be granted in writing, basis merits of the case and within the legal framework.

Interpretation of CHRO of HT Group on any provision of the Code shall be final. All queries in this regard should be addressed to him.

8. IMPROVEMENTS

The Code is intended to be a living document. Suggestions for improving the Code may be sent to CHRO of HT Group.

Whistleblower Policy

This policy document is an internal document for HT Media Ltd.
HT Media Ltd reserves unconditional right to amend, abrogate, modify and / or rescind any of the provisions of this policy at any time

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WHISTLE BLOWER POLICY

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1.0 PREFACE

1.1 HT Group conducts its business in an ethical and transparent manner with balanced care of all stakeholders. Over the last many years, HT group has enjoyed unflinching trust and confidence of its customers, readers and other stakeholders. Covered Persons (as defined hereinafter) are duty bound to protect and carry forward the rich legacy.

1.2 This code of conduct ("the Code") lays down the principles governing the expected conduct and behavior of Covered Persons while discharging their functions and duties for the Company.

1.3 The Code has been adopted by the Board of Directors of the Company on 18th January 2021 in supersession of all earlier version(s) and associated document(s). and has come into force with immediate effect

1.4 The Code complies with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), and should be read in conjunction with other applicable policies and procedures of the Company.

2.0 OBJECTIVE

2.1 The Policy is intended to provide opportunity to report concerns about violation(s) or the Code by any person referred to in para 3.2 below, via the mechanism provided in the Policy.

3.0 APPLICABILITY

3.1 A Complaint under the Policy can be made by any person who is aware of any actual or suspected violation of the Code.

3.2 A Complaint under the Policy can be made against any Director and/or employee (whether on-roll or off-roll). consultant, retainer, trainee/intern, agent, sales representative etc. of the Company, holding & subsidiary company(ies) and affiliate companies.

4.0 DEFINITIONS

4.1 Audit Committee means the Audit Committee constituted by the Board of Directors.

4.2 Code means the 'Code of Conduct' approved by the Board of Directors, and in force.

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4.3 Complaint means any written communication by Whistleblower that discloses or demonstrates credible information, material, evidence, etc. which reports actual or suspected violation of the Code, via the mechanism provided in the Policy.

4.4 Subject means the person who is the subject of Complaint

4.5 Ombudsperson means the person designated as such by Group CEO, to receive Complaint in terms of the Policy, and supervise investigation of the Complaint in the manner outlined under the Policy.

4.6 Whistleblower means any person who lodges Complaint under the Policy.

4.7 In the Policy, words importing the masculine gender shall include feminine; and words importing the singular shall include the plural and vice-versa.

5.0 REPORTING OF COMPLAINT

5.1 Whistleblower shall report Complaint in the manner hereinafter provided.

5.2 Whistleblower shall document the complaint in the suggested format appearing in Appendix -III, and forward the same in the following manner:

- via dedicated e-mail id.: wb@hindustantimes.com (For HT Media Group), wb@htdigital.in (For DCL Group)
- via post addressed to the Ombudsperson (details mentioned in Appendix -I)
- such other mode available from time to time

However, in exceptional cases, Whistleblower may directly approach Chairman of Audit Committee (details mentioned in Appendix-I).

5.3 Complaint shall be lodged as soon as possible after occurrence of the incident, and not later than 90 days from the date of occurrence of the incident in case a Complaint is received after 90 days, the same shall be taken up for investigation only if Ombudsperson/Chairman of Audit Committee forms the view that there is prima facie substance in the Complaint.

5.4 As far as possible, Complaint should be accompanied by credible and relevant material, details, evidence etc. concerning the case.

5.5 Whistleblower is encouraged to put his name to the allegations. Identity of the Whistleblower will be kept confidential. Nevertheless, Chairman of Audit Committee/Ombudsperson and/or Investigators, if they deem fit for the purpose of fair investigation of the Complaint, and/or to meet the requirement of law in the said behalf may disclose identity of the Whistleblower.

5.6 Where Subject of any Complaint is a Director and/or direct reportee of Group CEO, Ombudsperson shall, along with Group General Counsel and CHRO of HT Group conduct investigation under the guidance and supervision of Chairman of Audit Committee.

5.7 Where Subject of any Complaint is a person below the level mentioned in para 5.6 above, the investigation will be supervised by Ombudsperson.

5.8 Where a complaint is under consideration of the Chairman of Audit Committee, he will conduct enquiry proceedings in relation to the Complaint, in such manner as he may deem fit. For this purpose, he may appoint an independent expert/outside investigator(s), if required.

5.9 Where a complaint is under the consideration of the Ombudsperson, he will conduct enquiry proceedings in relation to the Complaint through the Code of Conduct Committee (CoC Committee) constituted by the Ombudsperson. The present composition of CoC Committee is given in Appendix-II.

5.10 Chairman of Audit Committee/Ombudsperson shall initiate action on Complaint only if:

- The alleged action of the Subject prima facie constitutes violation of the Code; and
- Complaints are supported by credible and related facts, information or data, as the case may be.

5.11 Any change in the Chairman of Audi t Committee or Ombudsperson or CoC Committee or their contact details given in Appendix - I & II, respectively, shall be notified by hosting the revised particulars on the Company's internal employee portal, and simultaneous updation of the respective Appendix.

5.12 It is clarified that no Board approval is required for amendment of the Policy to effectuate the above changes(s).

5.13 During investigation proceedings, both Whistleblower and Subject shall be given reasonable opportunity of being heard. Likewise, they shall extend full co-operation in the investigation proceedings, including but not limited to, furnishing prompt reply to the query(ies) of the Chairman of Audit Committee or Ombudsperson or CoC Committee or any other investigation agency, as the case may be, not withholding or tampering with evidence, attempting to undue influence/coerce witnesses etc.

5.14 During investigation proceedings necessary assistance, feedback and evidence may be sought from person(s) as may be required.

5.15 If upon initial enquiry, Chairman of Audit Committee/Ombudsperson forms a view that the Complaint is not a matter to be investigated under the Policy or is not substantiated by facts/figures, the same may be forwarded to the appropriate forum or dismissed at that stage itself, and the decision in this regard shall be documented.

5.16 Upon completion of enquiry proceedings, Ombudsperson shall submit his written report on behalf of the Chairman of Audit Committee to the Board of Directors, where the Subject is a Director or direct reportee of Group CEO, and in other cases to CHRO of HT Group, for appropriate action. The Board of Directors/CHRO may, in their discretion either accept the recommendation in the report or annul or partly/fully modify the same.

5.17 In case of investigation of a matter related to leak of unpublished price sensitive information (suspected or actual), the Compliance Officer shall inform the prescribed authority, the particulars of such leak of information, inquiry and results thereof.

5.18 Investigation proceedings under the Policy shall be completed as soon as possible, and within 60 days of receipt of the Complaint. In exceptional cases, this period may be extended with prior approval of Ombudsperson and Chairman of Audit Committee, as the case may be.

6.0 MISCELLANEOUS

6.1 If as a result of enquiry, Chairman of Audit Committee/Ombudsperson as the case may be, forms the view that the Complaint is false and/or lodged with mala-fide intent, Whistleblower may be subject to appropriate disciplinary action as recommended by them and accepted by CHRO of HT Group.

6.2 Under no circumstances, Whistleblower shall be subject to any action by the Company and/or its officers that may be construed as victimization, having taken recourse to the Policy. Any violation of this protection will attract appropriate disciplinary action against the concerned person. It is clarified that this protection will not be available if recourse to the Policy is taken with mala-fide intention.

6.3 Any personal grievance or concern relating to terms & conditions of employment shall be outside the purview of this Policy and will be appropriately dealt with by fill function.

6.4 The interpretation of CHRO of HT Group on any provision of the Policy shall be final.

6.5 Whistleblower, Subject, investigator(s) and every other person involved in the investigation process shall maintain secrecy and confidentiality of the case, subject however to para 5.5 above.

6.6 All documents and results of the investigation relating thereto shall be retained by CHRO of HT Group for a minimum period of eight years.

6.7 Audit Committee shall oversee the Policy (vigil mechanism) in compliance of the provisions of Section 177 of the Companies Act, 2013.

7.0 REPORTING

7.1 A quarterly report on Complaints received under the Policy, and outcome of investigation shall be placed before the Audit Committee.

8.0 COMMUNICATION

8.1 The Policy shall be suitably communicated to those who are covered under the same and shall also be put on the website of the Company i.e. www.htmedia.in, www.digicontent.co.in and on the Company's internal employee portal.

9.0 IMPROVEMENTS

9.1 The Policy is intended to be a living document. Suggestions for improving the Policy may be sent to CHRO of HT Group.

10.0 AMENDMENT

10.1 The Company reserves the right to amend the Policy without assigning any reason, therefore. Any amendment to the Policy shall be approved by the Board of Directors and hosted on the website of the Company. Jn case provisions of the Policy are contrary to or inconsistent with the provisions of the Act and SEBI LODR, the provisions of the Act or SEBI LODR, as the case may be, shall prevail.

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Appendix - I				
HTML	**HMVL**	**NMW**	**NRL**	**DCL**
Chairman of Audit Committee:	Chairman of Audit Committee:	Chairman of Audit Committee:	Chairman of Audit Committee:	Chairman of Audit Committee:
Mr. Vivek Mehra	Mr. Sharad Bhansali	Mr. Ishant Juneja	Ms. Suchitra Rajendra	Mr. Mannu Bhatia
E-mail: vivekmehra@vm-mindshare.com	E-mail: sharadbhansali@gmail.com	E-mail: ishant.juneja@rrayze.com	E-mail: suchitra1.rajendra@gmail.com	E-mail: mannubhatia@gmail.com
Ombudsperson:	Ombudsperson:	Ombudsperson:	Ombudsperson:	Ombudsperson:
Mr.Samudra Bhattacharya	Mr.Samudra Bhattacharya	Mr.Samudra Bhattacharya	Mr.Samudra Bhattacharya	Mr.Paras Kaushik
Ombudsperson-Whistle Blower Policy	Ombudsperson-Whistle Blower Policy	Ombudsperson-Whistle Blower Policy	Ombudsperson-Whistle Blower Policy	Ombudsperson-Whistle Blower Policy
E-mail: samudra.bhattacharya@hindustantimes.com	E-mail: samudra.bhattacharya@hindustantimes.com	E-mail: samudra.bhattacharya@hindustantimes.com	E-mail: samudra.bhattacharya@hindustantimes.com	E-mail: paras.kaushik@hindustantimes.com
Lotus Tower, New Friends Colony, New Delhi	Lotus Tower, New Friends Colony, New Delhi	Lotus Tower, New Friends Colony, New Delhi	Lotus Tower, New Friends Colony, New Delhi	Lotus Tower, New Friends Colony, New Delhi

Appendix II				
Present composition of the CoC Committee is as under:				
HTML	**HMVL**	**NMW**	**NRL**	**DCL**
1. Ms. Monika Aggarwal-Lead Member	1. Ms. Monika Aggarwal-Lead Member	1. Ms. Monika Aggarwal-Lead Member	1. Ms. Monika Aggarwal-Lead Member	1. Ms. Aradhika Ahuja-Lead Member
2. Mr. Rajesh Handa-Member	2. Mr. Rajesh Handa-Member	2. Mr. Rajesh Handa-Member	2. Mr. Rajesh Handa-Member	2. Mr. Ajay Nair, CFO, Member
3. Mr. Pervez Dinar Bajan-Member	3. Mr. Pervez Dinar Bajan-Member	3. Mr. Pervez Dinar Bajan-Member	3. Mr. Pervez Dinar Bajan-Member	3. Mr. Rajesh Handa - Member
4. Mr. Sachin Kalra-Member	4. Mr. Sachin Kalra-Member	4. Mr. Sachin Kalra-Member	4. Mr. Sachin Kalra-Member	4. Mr. Sachin Kalra-Member
5. Mr. Nikhil Sethi-Member	5. Mr. Nikhil Sethi-Member	5. Mr. Nikhil Sethi-Member	5. Mr. Nikhil Sethi-Member	5. Mr. Nikhil Sethi-Member

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Appendix-III

Suggested form for lodging complaint under Whistle Blower Policy

HT Group

In Terms of the Whistle Blower Policy of the Company, I have to lodge a complaint as per following details:

Nature of complaint

Please select the relevant governing principle(s) of the Code of Conduct for violation of which the complaint is being lodged (you may select more than one item):

S No.	Governing principle of the Code of Conduct	Please put tick (✓)
1.	Honesty, integrity & ethical conduct	
2.	Health & safety	
3.	Conflict of Interest	
a)	Outside employment	
b)	Outside Directorship	
c)	Outside Investment	
d)	Transaction with Relative	
4.	Equal opportunity & anti-harassment	
5.	Compliance of applicable laws and Company's policies	
6.	Prohibition of Insider trading and protection of confidential information	
7.	Fraudulent conduct	
8.	Safeguard of Company's assets and Intellectual Property	
9.	Anti-bribery, anti-corruption, gifts & entertainment	
10.	Disclosure of Company's information to public, press or media	

Name, designation and department of person(s) involved:	
Name & Designation	**Function & Location**
Description of the complaint (please give complete details including financial implication. if any, relevant documents evidences. Etc.)	

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Declaration:

I confirm that the contents of the above complaint are true to my knowledge and belief. Further, I shall make myself available for investigation into the matter.

Signature:

Name of the Person reporting: ....

Employee Id. (if applicable): ....

Email Id: ....

Mobile no.: ....

Date: ....
Place:...............

List of enclosure(s) :

1.

2.

3.

4.

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Integrity Matters (Ethicsline)

Integrity Matters 'Ethicsline' is a new and simple way to report concerns regarding violation of Code of Conduct.
It is operated by an independent third-party organization. So any report made, is completely secure, confidential and anonymous.

Contact details

a. Web: https://htmedia.integritymatters.in
b. Call: Toll-free (within India): 1800-102-6969
c. Email: htmedia@integritymatters.in
d. Post: HT Media Group. C/o Integrity Matters Unit 1211, CENTRUM, Plot No C-3, S.G. Barve Road, Wagle Estate. Thane West - 400604, Maharashtra, India

Steps to report your concern

- Provide access code HTMEDIA when asked for it.
- Choose to share your identity or remain anonymous.
- Provide full details of the incident you are reporting.
- You may also attach, email, fax or post any documents supporting your allegation.
- IMPORTANT: You will be provided with a "Report Key" which you will need to note down for follow-up communication. If you lose the report key, you will not be able to follow-up/track your complaint.

Do not be afraid to make such reports. There will be no reprisals against any employee reporting a violation or suspected violation in good faith.