

**WHISTLE BLOWER POLICY**

**RAPICUT CARBIDES LIMITED**

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## **WHISTLE BLOWER POLICY**

### **1. Preface**

- The Company believes in the conduct of its affairs in fair and transparent manner by inculcating honesty, integrity & ethical behaviour.
- The Company is committed to develop a culture which is safe for all the employees to raise concerns on unacceptable practices adopted and misconduct.
- The purpose of this policy is to bring to the knowledge of management irregularities within the organisation & to protect employees blowing the whistle.

### **2. Definitions**

- Employee means every employee of the Company including Directors in the employment of the Company.
- Whistle Blower is an employee of the Company who raises the concern of misconduct or irregularity within the Company.
- Whistle Officer is a person appointed or nominated by the management to conduct the investigation.
- Subject is a person against whom the concern is raised or evidence is gathered during investigation.
- Disciplinary action means any action taking during or completion of investigation including but not limited to reprimand, levy of fine, temporary or permanent suspension of duties or any other action which deems fit.
- Audit Committee means the Audit Committee constituted by the Board of Directors of the Company under Section 292A of the Companies Act, 1956 read with Clause 49 of the Listing Agreement.

### **3. Principles of Policy**

- To ensure and assure that the concern raised will be acted upon seriously.
- To ensure that the Whistle Blower is not victimized for raising the concern.
- To ensure that the investigation remains confidential.
- To ensure that the Subject does not try to conceal the evidence of concern raised.
- To take disciplinary action on whosoever tries to conceal or destroy the evidence.
- To provide opportunity to Whistle Blower and/or Subject of being heard.

### **4. Areas of Coverage**

The policy shall cover all the areas of misconduct, irregularities including:

- Criminal Offence.
- Disclosure of confidential information.
- Breach of Trust.
- Breach of Code of Conduct.
- Negligence in handling sensitive information .
- Misappropriation of Company's Funds & Assets.
- Financial Frauds.

### **5. Areas which are not covered under this policy**

- As Company assures action against genuine concern raised by Whistle Blower, it does not provide any kind of protection to Whistle Blower for raising false or incorrect concern.
- Whistle Blower who raises incorrect, false or malicious concern would be liable to be prosecuted under Company's Code of Conduct.

### **6. Means of Raising Concern & Procedure thereof**

- Whistle Blower after becoming aware of the misconduct, irregularity shall immediately but not later than 30 days should raise his concern and report to Whistle Officer.

- Whistle Blower shall raise the concern in writing & mention his complete name & designation. Anonymous concern raised will not be entertained.
- If the Whistle Blower in his preliminary investigation finds the concern baseless then he may dismiss the investigation.
- Whistle Officer may carry out further investigation if during the preliminary investigation he finds that further investigation is needed.
- Whistle Officer shall make a detailed note of concern raised alongwith the facts & findings.
- Whistle Officer shall prepare a detailed report & submit the same to Audit Committee.
- On submission of Report the Whistle Officer shall discuss the matter with Audit Committee.
- In case the concern raised is proved the Whistle Officer shall take such Disciplinary action as it may deem fit & take preventive steps to avoid the re-occurrence of the matter.
- In case the concern raised is not proved then dismiss the same.
- If the concern raised is of serious matter in the opinion of Whistle Officer he may refer the matter to Audit Committee for necessary action.
- In exceptional cases Whistle Blower can appeal directly to Audit Committee if he is not satisfied with the order passed by the Whistle Officer.

## **7. Protection of Whistle Blower**

Whistle Blower shall be protected from unfair treatment including:

- Transfer to other location.
- Demotion
- No annual increments
- Disciplinary actions
- Harassment

by virtue of his reporting or raising concern. The identity of the Whistle Blower shall be kept confidential. Any other employee assisting the Whistle Blower shall also be

protected.

**8. Reporting to Audit Committee**

A quarterly report on number of complaints received & disposed off shall be placed before the Audit Committee.

**9. Amendments**

The Audit Committee reserves the right to amend or modify this policy either in whole or in part at any time without giving any reasons thereof.

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