



# **DISHMAN CARBOGEN AMCIS LIMITED**

[Formerly Carbogen Amcis (India) Limited]

## **WHISTLE BLOWER POLICY/ VIGIL MECHANISM**

## Objective

To define high standards of ethical, moral and legal business conducts, Dishman Carbogen Amcis Limited (“Dishman/Company”) has committed to open communication from each and every employee. This policy aims to provide an avenue for employees to raise concerns and reassurance that they will be protected from reprisals or victimization for whistle blowing. This whistle blowing policy is intended to cover protection of employees if and when anyone raises concern to the concerned in Dishman Carbogen Amcis Limited regarding:

- Incorrect financial reporting.
- Unlawful activity.
- Activities that are not in line with Business policy, including the Code of Conduct or activities, which otherwise amount to serious improper conduct.

## Definitions

The definitions of some of the key terms used in this Policy are given below.

- a) **“Audit Committee” means** the Audit Committee constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013 and read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015(Listing Regulation), as may be applicable.
- b) **“Employee” means** every employee of the Company (whether working in India or abroad), including the directors in the employment of the Company.
- c) **“Code” means** the Code of Conduct of the Company.
- d) **“Investigators” means** those persons authorised, appointed, consulted or approached by the Chairman & Managing Director /Chairman of the Audit Committee and includes the police.
- e) **“Protected Disclosure” means** any communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.
- f) **“Subject” means** a person against or in relation to whom a Protected Disclosure has been made or evidence gathered during the course of an investigation.
- g) **“Whistleblower” means** an employee or director making a Protected Disclosure under this Policy.

## Scope

This policy applies to all Dishman employees and workmen. The legal scope of the Public Interest Disclosure Act, on which this policy is based, covers Indian operation staff only. Dishman has introduced these procedures to enable employees and workmen to raise or disclose concerns about malpractice in the workplace at an early stage and in the right way, and they apply in all cases where there are genuine concerns, regardless of where this may be and whether the information involved is confidential or not.

- ✓ Fictitious agency.
- ✓ Criminal offences.
- ✓ Breaches of legal obligations (including negligence, breach of contract, breach of Administrative law).
- ✓ Miscarriages of justice.
- ✓ Health and safety.
- ✓ Damage to the environment.
- ✓ The concealment of any of the above.

If an individual raises a genuine concern and is acting in good faith, even if it is later exposed that they are mistaken, under this policy they will not be at risk of losing their job or suffering of any type of retribution as a result. This assurance will not be extended to an individual who maliciously raises a matter they know to be untruthful or who is involved in any way in the malpractice.

## Summary

Dishman believes that good communication between staff and workers at all levels throughout the organization promotes better work practice. Dishman seeks to conduct itself honestly and with integrity at all times. However, we acknowledge that all organizations face the risk of their activities going wrong from time to time, or of unknowingly harboring malpractice. We are committed to high standards of ethical, moral and legal business conduct and also believe to take appropriate measures to identify such situations and attempt to sort out such mishaps. On this basis, staff and all level employees are encouraged to raise **genuine concerns** about malpractice in the workplace without fear of reprisals that Dishman will protect them from victimization and dismissal, being a good organization should encourage staff to voice their concerns over malpractice and act against an employee who would try to hinder them doing so.

## **Guidelines**

- Overall authority for the final decision taking lies with the Chairperson of Board i.e. Chairman & Managing Director/ Audit Committee / Executive Director.
- Top line / second line managers have a specific responsibility to facilitate the operation of this policy and to ensure that staff and workmen are comfortable to raise concerns, without fear of reprisals, in accordance with the procedure set down below.
- To facilitate this process, Top line / Second line managers will be given proper training and guidelines on the relevant legal and operational framework and best practice. All staff members are responsible for the success of this policy and should ensure that they take steps to disclose any wrong doing or malpractice of which they become aware.

## **Raising a Concern**

If you believe that the actions of anyone (or an India operation group of people) working or agreeing for Dishman do or could constitute malpractice you should raise the matter with your line manager. Where this is not appropriate because the line manager is involved in the alleged malpractice in some way, the matter should be raised with the line manager's senior (Top line managers) and brought to the attention of your HR Manager OR Corporate Head HR.

You may raise your concern verbally or in writing and should include full details and, if possible, supporting evidence. You must state that you are using the Whistleblowing Policy and specify whether you wish your identity to be kept confidential. In exceptional circumstances where it would be inappropriate to approach your line manager, their manager, or your HR Manager, you may raise the matter directly with the Chairman & Managing Director/Chairman of Audit Committee.

## **Anonymous Reporting**

Anonymous disclosures are very difficult to act upon as there may be little or no authenticated evidence to substantiate the allegations. Proper investigation may prove impossible if the investigator cannot obtain further information from you, give you feedback or ascertain whether your disclosure was made in good faith. Dishman does not encourage anonymous reporting as it feels it is more appropriate for individuals to come forward with their concerns.

## Support for Whistleblowers

Once a disclosure is made a member of the HR team will be allocated as your key contact to keep you up to date with the matter and provide any specific support that you may need. No member of staff who raises genuinely held concerns in good faith under this procedure will be dismissed or subjected to any detriment as a result of such action, even if the concerns turn out to be unfounded. Detriment includes unwarranted disciplinary action and victimization. If you believe that you are being subjected to a detriment within the workplace as a result of raising concerns under this procedure, you should inform your allocated member of the HR team immediately. Workers who victimize or retaliate against those who have raised concerns under this policy will be subject to disciplinary action.

## How a disclosure will be handled

All disclosures will be taken seriously and the following procedure will be used.

1. If you have any personal interest in the matter you have raised you must disclose this at the outset. This procedure is not intended to replace the Grievance Procedure, which continues to be the appropriate way to raise personal issues relating to your specific job or employment.
2. Your disclosure under this policy will be acknowledged in writing Confirming that the matter will be investigated and that Dishman will get back to you in due course.
3. A suitable person will be identified to manage the disclosure. This will be someone who is in a position to take any necessary action as an outcome.
4. A suitable individual will be instructed to conduct an investigation into the allegation (they will have had no previous involvement in the matter). We aim to start the investigation within 4 weeks (1 Month) of the disclosure. The length and scope of the investigation will depend on the subject matter of the disclosure. In most instances, there will be an initial assessment of the disclosure to determine whether there are grounds for a more detailed investigation to take place or whether the disclosure is, for example, based on incorrect information.
5. You may be asked to provide more information during the course of the investigation.
6. The investigation report will be reviewed by the person managing the disclosure.
7. Appropriate action will be taken – this could involve initiating a disciplinary process, or informing external authorities if a criminal action has been committed e.g. fraud or theft. We will endeavor to inform you if a referral to an external authority is about to or has taken place, although we may need to make such a referral without your knowledge or consent if we consider it appropriate.
8. If it is found that there is not sufficient evidence of malpractice, or the actions of the individual(s) are not serious enough to warrant disciplinary action, it may be more appropriate for the initial Departmental. Head to take a more informal approach to dealing with the matter.

9. Applicant will receive written notification of the outcome of the investigation, though not all the details or a copy of the report.
10. Possible outcomes of the investigation could be that:
  - ✓ The allegation could not be substantiated; or
  - ✓ Action has been taken to ensure that the problem does not arise again.You will not, however, be given details about the action taken as this could breach the human rights of the person(s) involved.
11. If you are not satisfied with the response you have received you should raise the matter with the Executive Director / Corporate Head HR/ Chairman & Managing Director outlining your reasons.
12. If you have asked to remain anonymous, care will be taken to respect this request (see the confidentiality clause).

### **False Disclosures**

Dishman will treat all disclosures of malpractice seriously and protect staff who raises concerns in good faith. However, appropriate disciplinary action will be taken in accordance with the Disciplinary Procedure against any employee or workmen who is found to have made a disclosure maliciously that they know to be untrue, or without reasonable grounds for believing that the information supplied was accurate. This may result in dismissal.

### **Decision**

Decision If an investigation leads the **Executive Director / Chairman of the Audit Committee** to conclude that an improper or unethical act has been committed, the ED / Chairman of the Audit Committee shall recommend to the management of the Company to take such disciplinary or corrective action as the ED / Chairman of the Audit Committee deems fit. It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.

### **Confidentiality**

Every effort will be made to keep your identity confidential, until and unless any formal investigation is under way. In order not to jeopardize the investigation into the alleged malpractice, you will also be expected to keep the fact that you have raised a concern, the nature of the concern and the identity of those involved confidential. There may be circumstances in which, because of the nature of the investigation or disclosure, it will be necessary to disclose your identity. This may occur in connection with associated disciplinary or legal investigations or proceedings. If in the management view such circumstances occur, we will make efforts to inform you that your identity is likely to be disclosed. If it is necessary for you to participate in an investigation, the fact that you made the original disclosure will, so far as is reasonably practicable, be kept confidential and all

reasonable steps will be taken to protect you from any victimization or detriment as a result of having made a disclosure. It is possible, however, that your role as the whistleblower could still become apparent to third parties during the course of an investigation, also as and when should need to an investigation lead to a criminal prosecution, it may become necessary for you to provide evidence or be interviewed by the Govt. authority like Police. In such circumstances, again, the implications for confidentiality will be discussed with you.

**Corrective Action and Compliance**

As part of the investigation into disclosures made under this policy, recommendations for change will be invited from the investigator to enable Dishman to minimize the risk of the recurrence of any malpractice or impropriety which has been uncovered. The Corporate Head HR will be responsible for reviewing and implementing these recommendations in the future and for reporting on any changes required to the Board of Directors.

**Retention of documents**

All Protected Disclosures in writing or documented along with the results of investigation relating thereto shall be retained by the Company for a minimum period of 8 years.

**Amendment to this policy**

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever.

**Name, Email ID & Contact Details:**

To,  
Chairman, Audit Committee  
Dishman Carbogen Amcis Limited  
Ahmedabad  
grievance@dishmangroup.com ,  
Contact: 02717-420 100/02717-420 124



Dishman Carbogen Amcis Limited

**Format of E-mail or written communication from Employee**

To,  
Chairman, Audit Committee  
Dishman Carbogen Amcis Limited  
Subject: ..... (eg: complaints, grievance, feedback)

Enter Message: ..... (upto 500 characters)

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Thanking you,  
Yours faithfully

Name of the Employee:  
Employee Code:

**NB.** In cases of sexual harassment / misconduct, there are specialized resources available within the Company. Please contact your HR Manager.