

# Whistle Blower Guidelines

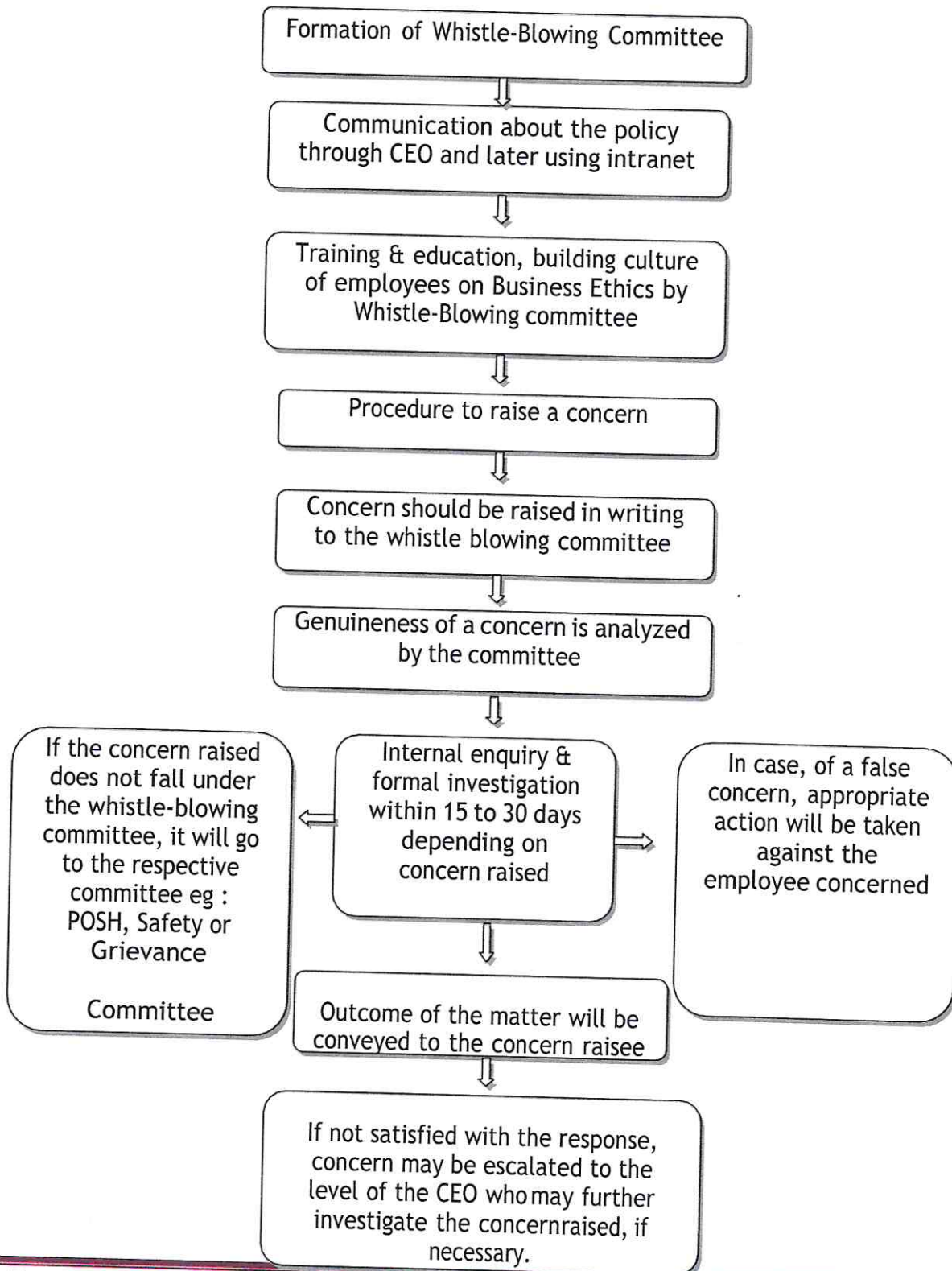
## Index

<i>Flow Chart</i>	2
<i>Whistle Blowing Statement</i>	3
<i>Whistle Blower Policy</i>	4-5
<i>Meaning, Purpose , Scope</i>	6
<i>Definition (Whistle Blower vis-a-vis Grievance)</i>	7
<i>Definition : Whistle Blowing, Whistle Blower Committee Protected Disclosure</i>	8
<i>What can be reported, How to raise a concern (email &amp; address)</i>	9-10
<i>Information and Communication of this Policy</i>	11
<i>Committee for Reporting and Investigation Procedure</i>	11
<i>Our Assurance, What Not to do</i>	12
<i>False Disclosures, Disqualification, Whistle Blowing Committee</i>	13
<i>Role of the Committee</i>	14




# Whistle Blower Guidelines

## Flowchart



*[Handwritten signature]*

*[Handwritten signature]*

## Whistle Blower Guidelines

---

### Whistle Blower Statement

Apicore is committed to the highest standard of integrity, openness and accountability in the conduct of its business and operations. It aspires to conduct its affairs in an ethical, responsible and transparent manner.

We believe in working harmoniously at all levels and rejuvenation of a strong culture of trust, honesty and integrity by laying foundation from the grass root level. The culture we build is pursued and adopted as a habit.

The framework of 'Whistle Blower Policy' is supported by 'Whistle Blower Guidelines'. This would assist the whistle blower to follow the process in recording and communicating any instance/example of improper / wrong practices related to Safety, Health, Environment, Quality, Good Manufacturing Practices (cGMP), Finance, etc. to the Whistle Blower Committee.

The information communicated will be scrutinized and enquired confidentially by the Committee and necessary action initiated.

The purpose of this policy is to create an open environment of work culture and facilitate good manufacturing and business practices, be it at manufacturing plants or at marketing fields or at offices of the Company and its subsidiaries.



Raju Foujdar  
Global CHRO



Dr. K Jayraman  
CEO & President

Date : 03<sup>rd</sup> April 2023

Place : Vadodara



## Whistle Blower Guidelines

# Whistle Blower Policy

### Policy Statement

Apicore is committed to the highest standard of integrity, openness and accountability in the conduct of its business and operations. It aspires to conduct its affairs in an ethical, responsible and transparent manner.

### Objective of the Policy

This policy is to provide an avenue for all employees of Apicore and its subsidiaries as well as members of the public to disclose any improper conduct in business or affairs of the Company in accordance with the procedures provided under this policy and also to provide protection to Whistle Blower.

### Scope of the Policy

This policy is designed to facilitate employees and members of the public to report any improper or misconduct. Such improper or misconduct committed or about to be committed in the conduct of the Company's business and operations and include with reference to the following:

#### All Employees and Segments

- i) Safety, Health, Environment
- ii) Quality
- iii) Good Manufacturing Practices (cGMP)
- iv) Financial

The above list is not exhaustive and include any act or omissions, which if proven, will constitute an act of misconduct under Apicore 'Code of Conduct' and 'Policy on Ethics, Accountability and Integrity' or contravene any legislations in force in the country.

This policy is not to invalidate the Grievance Procedure and/or the Disciplinary Action Process and Procedures, but to provide more avenues for employees and members of the public to disclose to the Company any improper conduct committed or about to be committed in the conduct of the Company's business and operations.

## Whistle Blower Guidelines

---

### Applicability of the Policy

This policy applies to all employees of Apicore and its subsidiaries. This policy also applies to members of the public, wherever it is relevant.

### Procedure in Making a Disclosure

All disclosures are to be channeled in accordance with the procedures and guidelines as provided under this policy.

### Protection to Whistle Blower

A whistle blower will be accorded with protection of confidentiality of identity, to the extent reasonably practicable. In addition, an employee who blows whistle internally will also be protected against any adverse and detrimental actions for disclosing any improper conduct committed or about to be committed within the Company, to the extent reasonably practicable, provided, however, that the disclosure is made in good faith. Such protection is accorded even if the investigation later reveals that the whistle blower is mistaken as to the facts of the concern raised or the rules and procedures involved in whistle blowing.

### Anonymous Whistle Blower

Any anonymous disclosure will not be entertained. Any employee who wishes to report a concern is required to disclose his identity to the Company in order for the Company to accord the necessary protection to him/her. However, the Company reserves its right to investigate into any anonymous disclosure or concern raised.

### Disqualification

While it will be ensured that genuine Whistleblowers are accorded complete protection from any kind of unfair treatment as herein set out, this Policy does not protect employees from disciplinary action arising out of deliberate false or untrue allegations knowingly made with malafide intentions.

### Notification

Upon the completion of the investigation under whistle blowing process and procedures, the whistleblower will be accorded the privilege to be notified on the outcome of the investigation.

*The Company reserves the right to amend this policy from time to time*

## Whistle Blower Guidelines

---

### Meaning

Whistle-blowing is an early warning when something goes / is going wrong in the organization. When someone blows the whistle, they are raising a concern about something goes/is going wrong that affects others (e.g. employees, customers, members of the public or the employer). The person blowing the whistle is usually may not be directly and personally affected. Consequently, the whistleblower rarely has a personal interest in the outcome of any investigation into the concern raised - they are simply trying to alert others and raising red flag. For this reason, the whistleblower should not be expected to prove the wrongdoing. He or she is a messenger raising a concern so that others/committee can address it.

Whistle Blower refers to an individual / group / an established system that exposes alleged or intended wrongdoing. The concern raised by whistle blower might showcase unethical behavior, actual or suspected fraud, mismanagement, violations, etc.

### Policy

Two-page Whistle Blower Policy has been uploaded on the intranet for the information of all the employees.

### Purpose:

The purpose of this policy is to provide a platform through which employees or others will be able to raise concerns to the Whistle Blower Committee which they feel may impact the Company adversely.

### Scope:

- This policy applies to all employees of Apicore and its subsidiaries.
- This policy would focus on improving work culture vis-à-vis Environment, Safety, Health, Quality, cGMPs, etc.



## Whistle Blower Guidelines

---

The difference between Whistle Blowing & Grievance is explained herein below.

### Whistle Blower:

'Whistle-Blower' is one who raises a concern and makes a 'Protected Disclosure' under this policy.

### Grievance:

- When an employee complains/grieves, of being poorly treated, this poor treatment could involve a breach of an individual employment rights or bullying and the complainant is seeking redress or justice for himself/herself. The person making the complaint, therefore, has a vested interest in the outcome of the complaint and for this reason, is expected to be able to prove his/her case.

There are many complaints that can be addressed via the grievance process. Some of these complaints include but are not limited to are :

- Discrimination based on race, color, religion, sex, sexual orientation, national origin, age, marital status, disability, lawful political affiliation, participation in EEO (Equal Employment Opportunity) activity, participation in Union activity, etc.
- Poor treatment (e.g., lack of respect, dignity, common courtesy)
- Proposal to take disciplinary action (e.g.: suspension)
- Denial of official time
- Denial of leave
- Termination/suspension or compressed work schedule
- Sexual Harassment or Emotional Abuse (a separate committee (POSH ) is set-up to look into these issues)
- A separate 'Grievance Committee' is set up to address these issues

## Whistle Blower Guidelines

---

### Whistle-blowing:

- A *whistle-blowing* concern is about a risk, malpractice or wrongdoing that affects others/Company. It could be something which adversely affects other staff, the organization itself, the customers and/or the public at large.

(A *grievance*, on the other hand, is a personal complaint about someone's own employment situation).

- A whistle-blowing concern is where an individual raises the issues as a witness (whereas a grievance is where the individual is a complainant).

### Whistle Blower Committee :

Whistle-blower Committee is a Committee that is committed to prevent any wrongdoing or intended wrong doing vis-a-vis the company and enquire in detail against concerns raised under Whistle Blower Policy, whether the perpetrators are internal or external. The whistle blowing policy is a part of company's commitment to working towards a culture of openness and transparency. Strict Confidentiality will be maintained and nobody will be penalized for Whistle blowing in good faith any concern that might be in the company's interest.

### Protected Disclosure:

Protected Disclosure means a concern raised by a written communication made in good faith.



## Whistle Blower Guidelines

---

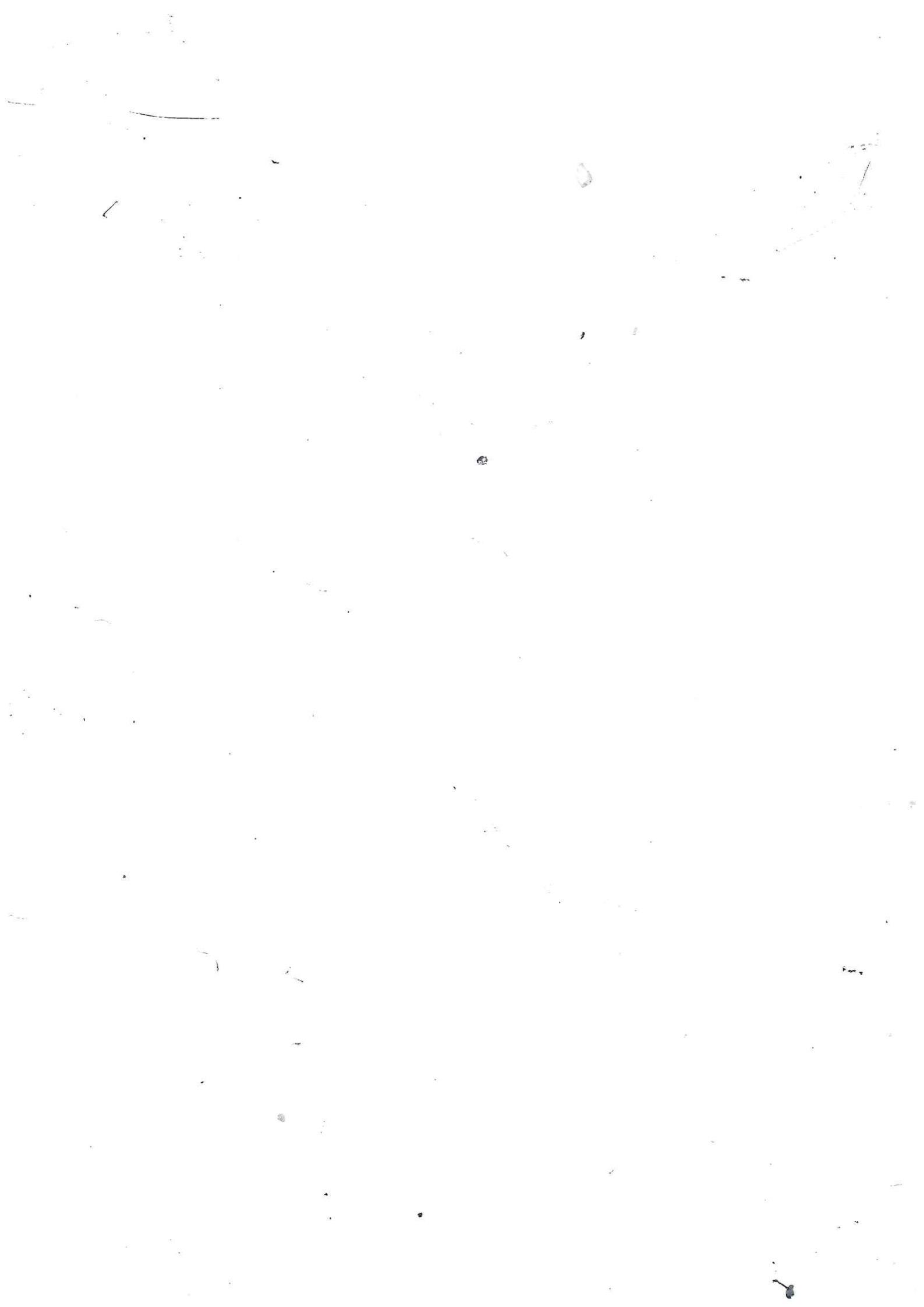
### What can be reported to the Whistle-blowing committee:

The matters such as but not limited to following may be reported to Whistle Blower Committee.

- Use of faulty or poor condition equipments or machinery or a dangerous working environment, that puts staff or users at risk
- Taking payments in exchange for awarding contracts
- Financial abuse and falsification of records including financial records.
- Breaches of legal obligations
- Any kind of gifts / allowances / kinds taken against Company's Code of Conduct
- Disregard to Environment, Health and Safety
- Damage to the environment and misuse of assets of the company
- Non disclosure by employees of any direct or indirect commercial interest in any commercial transaction with the company.
- Violation of Standard Operating Procedures' (SOPs) and current Good Manufacturing Practices (cGMP)
- Theft (assets / materials / confidential documents / etc.)
- Instances of leak of unpublished price sensitive information.

### How to raise a concern:

- If you have a concern about any wrongdoing it should be first raised to Mr. Raju Foujdar, Global CHRO who is the Member Secretary of the Whistle-blower Committee. Concern raised should be only in written format either through a written note or through an email. The email ID created for this purpose is [whistleblower@Apicore.com](mailto:whistleblower@Apicore.com). For written note, kindly send sealed envelope mentioning Confidential and address it to Mr. Raju Foujdar, Global CHRO, Apicore Pharmaceutical Pvt. Ltd. 252-253, Vill- Dhobikuva, Tal: Padra, Distt Vadodara Gujarat-391440



## Whistle Blower Guidelines

---

- Your concern received under this policy will be acknowledged through a note or an email, confirming that the matter will be investigated by the Whistle Blower committee.
- Once you have mentioned your concern, the committee will look into the matter to assess, initially, what action to be taken or not to be taken. This will involve an internal inquiry or a more formal investigation.
- An investigation may cover dialogue with the concern raiser and the person against whom the concern is raised, if any.
- A suitable person will be identified to manage the concern raised. He/She will be someone who is in a position to take necessary action as an outcome of concern raised which is investigated.
- Action taken or not taken on the concern raised will be communicated to concern raisee / Whistle Blower.
- If you as a concern raiser do have any personal interest in the concern raised, we do expect that you tell us at the outset. If your concern falls more properly within the Grievance Redressal Procedure and not under Whistle Blower policy, we will inform you.
- The investigation report will be reviewed by the Chairman of the committee.
- If it is found that there is no sufficient evidence, vis-à-vis, concern raised or the actions of the individual(s) are not serious enough to warrant any action, it may be more appropriate for the committee to take a more informal approach in dealing with such concerns raised.
- You will receive a mail of the outcome of the investigation and/or action taken on the concern raised, though not all the details or a full copy of the investigation report is communicated to you.
- If you have asked to remain anonymous, care will be taken to respect this request
- If you are not satisfied with the response, the concern can be further escalated to the level of CEO & President and further to Chairman.



## Whistle Blower Guidelines

---

### Information and Communication of the Whistle Blower Policy:

- First communication about the Whistle-blower Policy should be made by the CEO & President
- Later, the communication can be made on the intranet and the Company's website
- Yearly training to be given by the Whistle-blower Committee to all the employees through a suitable training mechanism.
- Whistle Blower Policy should be included in Induction manual / training for new joinees

### Committee Reporting and Investigation Procedure:

#### Committee Reporting:

- The Whistle-blowing Committee will report to the CEO & President.
- In-case, if whistle-blower suspects any wrong-doing by any Whistle-blowing Committee members, they can directly write a mail to the CEO & President/Global CHRO about this and if necessary, investigation will be done.

#### Investigation Procedure:

- An email-id, [whistleblower@Apicore.com](mailto:whistleblower@Apicore.com) is created for the Whistle-blowing committee, which will be accessed only by the Committee members to maintain confidentiality of the concerns raised under this policy.
- The Committee will identify whether the concerns raised falls under the Whistle-blower policy and then take it further for discussion/investigation.
- If the concern raised does not fall under the criteria of the Whistle-blowing, the Committee shall inform the same to the concern raiser. The sender can then take his/her concern to any of the other concerned committees: *POSH Committee, Grievance Committee, etc.*
- The committee will not disclose the name, Department or Location of the Whistle Blower to any other person or against whom the whistle is blown.

## Whistle Blower Guidelines

---

### Our Assurance to you:

#### Your Personal Protection:

The Committee is committed to a Policy of open work culture. If you raise a genuine concern under the Policy, you will not be at risk of losing your job or suffering any form of retribution as a result of the concern raised by you, provided you are acting in good faith. This, however, does not protect the individual from his routine work performance and regular duties and discipline.

Of course we do not extend this assurance to someone who maliciously raise a concern which they know is untrue.

#### Your Confidence:

The Company will not tolerate the harassment or victimization of anyone raising a genuine concern. However, we recognize that you may nonetheless want to raise a concern in confidence under this policy. If you ask us to protect your identity, we will not disclose your identity without your consent. If a situation arises where we are not able to resolve the concern without revealing your identity, the Committee will discuss with you whether and how we can proceed.

### What NOT to do if you have a concern:

#### Do not:

- Ignore the matter
- Approach or accuse individual directly
- Try to investigate the matter yourself
- Convey your suspicions to anyone other than those with the proper authority to deal with the matter
- Not be afraid of raising your concern, as this policy will offer you protection

## Whistle Blower Guidelines

---

### **False Disclosure:**

Appropriate disciplinary action will be taken in accordance with the Disciplinary Procedure against any employee or stakeholder who is found to have raised an concern maliciously and that they know it to be untrue.

### **Disqualification:**

While it will be ensured that genuine Whistleblowers are accorded complete protection from any kind of unfair treatment as herein set out, this Policy does not protect any employee from disciplinary action arising out of deliberate false or untrue allegation made or concern raised with mala-fide intention.

Whistleblowers that make three (3) or more disclosures, which have been subsequently found to be mala-fide, frivolous, baseless, malicious or reported otherwise than in good faith, will inter-alia, be disqualified from reporting or raising any further Protected Disclosures under this Policy. Against such Whistle blowers, the Company would reserve its right to take/recommend appropriate disciplinary action.

However, this policy does not protect an employee/Whistleblower from an adverse action which occurs for any alleged wrongful conduct, Poor job performance, any other disciplinary action, etc. that are unrelated or unconnected to this policy.

### **Whistle Blowing Committee :**

A cross functional Committee of Senior Company Executives has been formed under the Chairmanship of Dr. K Jayaraman (CEO & President). Mr. Mahesh Javale (CFO) , Mr. Raju Foujdar (Global CHRO) & Mr. Sundar Rajan (AVP QA) are the Members of this Committee.



## Whistle Blower Guidelines

---

### Role of The Committee

- All whistleblowers' concerns raised should be diligently acknowledged, recorded and screened.
- A whistleblower, whose concern is not considered bonafide, be informed forthwith.
- If there is any abuse of the process, disciplinary action can be initiated by the Committee.
- All bonafide concerns raised should be investigated by the Committee and forwarded, under strict confidentiality rules, to the appropriate person(s) or department(s), for taking necessary recommended action.
- As soon as reasonably possible, the main results of the due diligence examination should be appropriately communicated as feedback to the whistleblower.
- Any person against whose behavior concern has been reported should also be informed of ongoing procedure; thereby allowing this person to present his/her side.
- All employees should be in a position to report any concern, without fear of retaliation or of discriminatory or disciplinary action.
- The whistleblower's employment, remuneration and career opportunities should be protected by the Committee, vis-à-vis, Whistle Blowing.