

WHISTLE BLOWER POLICY CUM VIGIL MECHANISM

OF

KABRA DRUGS LIMITED

- Section 177 (9) of the Companies Act, 2013 requires “Every listed company or such class or classes of companies, as may be prescribed to establish a Vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed”.
- As per Section 177(10), the Vigil mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and also make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases;
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, inter alia, mandates all listed companies to establish a mechanism called “Whistle Blower Policy” This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and / or colleagues in general. Blower Policy” for Directors and Employees to report concerns to the management about instances of unethical behaviour, actual or suspected fraud or violation of the Company’s code of conduct or ethics policy.
- This mechanism should also provide for adequate safeguards against victimization of director(s) / employee(s) who avail of the mechanism and also provide for direct access to the Chairman of Audit Committee in exceptional cases. The details of establishment of such mechanism shall be disclosed by the Company on its website.
- In compliance with the above, KABRA DRUGS LIMITED proposes to adopt this Whistle Blower Policy Cum Vigil Mechanism.

OBJECTIVES:-

- The Company is committed to adhere to high standards of ethical, moral and legal conduct of business operations.
- To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express their concerns without fear of punishment or unfair treatment.
- The mechanism provides for adequate safeguards against victimization of employees and directors to avail of the mechanism and also provide for direct access to the Vigilance and Ethics Committee and Chairman of the Audit Committee in exceptional cases.
- This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and / or colleagues in general.

SCOPE OF POLICY: -

It covers any malpractice and event which is likely to affect the interest of the company:-

- Negligence causing substantial and specific danger to public health and safety
- Manipulation of company data/records
- Deliberate violation of law(s)/regulation (s)

- Breach of employee Code of Conduct or Rules

ELIGIBILITY: -

- All Employees of the Company are eligible to make Protected Disclosures under the Policy in relation to matters concerning the Company.

LIMITATIONS: -

- Any untrue allegations will not be taken up and investigated.

ACCESS TO CHAIRMAN OF THE AUDIT COMMITTEE: -

- The Whistle Blower shall have right to meet Chairman of the Audit Committee in appropriate or exceptional cases.

AMENDMENT: -

- The Company at its sole discretion shall amend or modify this Policy in whole or in part, at any time.

BOARD DECISION FINAL: -

- In matters arising under this policy any decision taken by the Board of directors shall be final.