

Sona BLW Precision Forgings Limited

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POLICY OF WHISTLE BLOWER AT WORKPLACE

(The Policy for controlling internal reporting and compliance violations)

I. Purpose

The purpose of the Whistle Blower Policy is to strengthen Company's compliance management by codifying its proper internal reporting structure including the structure of collecting and reporting information regarding compliance violations for the Company, which lead to preventing, detecting early correction, and preventing recurrence of any illegitimate acts.

II. Scope of Application

The Whistle Blower Policy shall be applicable to all employees (on roll & Contractual) & Supplier of the Company.

III. Handling internal reports

III.1. Whose internal reports may be accepted?

The reporting desk designated under Clause III.4.1 of the Whistle Blower Policy may accept reports from employees, Supplier/ Contractor/ Contractor Employee working for SBPL.

III.2. What conducts may be reported?

III.2.1 The following conducts by employee(s) individually/jointly with others may be reported if the reporting employee believes that such conducts are impossible or impractical to be prevented during the regular course of business:

- ① harmful to life and limb of a person;
- ② harmful to the interest of a customer;
- ③ harmful to the preservation of the environment;
- ④ unfair or deceptive in commerce (e.g. anti-competitive act);
- ⑤ corruptly supplying profits to others;
- ⑥ transacting directly/indirectly with antisocial forces;
- ⑦ driven by personal gain contrary to company's interest; and
- ⑧ other conducts in violation of code of conduct specified in HR Manual and other policies viz. Policy for Prevention of Sexual Harassment of Women at Workplace, of the Company, as may be made from time to time."

III.2.2 "Of the conducts set forth above, the same may be reported by letter or email to

Whistle Blower Joint Committee of the Company comprising of

Mr. V. Vikram Verma (Executive Director) vikram.verma@sonagroup.com,

Mr. Munish Sapra munish.sapra@sonagroup.com,

Dr. Vinod Kumar Yadav vinod.yadav@sonagroup.com and

Members of audit committee 02 Member of Board of Directors

Email: speakup.sbpl@sonagroup.com

III.3. Duties of a reporting employee

III.3.1 The Person shall report the occurrence or apprehension of occurrence of any known conduct as enumerated in Clause III.2.1 irrespective of the fact that he or she is personally involved in such conduct.

III.3.2 The Person shall not make a report for purposes other than that of the Whistle Blower Policy, such as making a false or libelous report, and reporting motivated by personal gain.

III.3.3 "At the time of reporting, a reporting person must make reasonable efforts to articulate the following items:

- ① Details of the conduct;
- ② Name and title of the offending employee, and/or department in which the conduct took place; and
- ③ How the reporting person became aware of the conduct? "

III.3.4 Disciplinary action shall be taken against the reporting person acting in violation of Clause III.3.1 and III.3.2 above in accordance with the internal employment regulations. Further, the Whistle Blower Committee may take such actions as they may deem fit in this regard.

III.4. Reporting desk

III.4.1 The following reporting desks are designated:-

(1) Whistle Blower Committee of the Company comprising of Mr. V. Vikram Verma (Executive Director), Mr. Munish Sapra, and Dr.Vinod Kumar Yadav"

III.4.2 If the reporting desk receives the report, it will take cognizance of the whistleblower complaint recorded in Annexure – B within 2 working days of the receipt of the whistleblower complaint, analyze the whistleblower complaint and assess the sensitivity and categorization of the complaint into key actionable heads such as HR related issues, Frauds, Bribery and corruption and Code of Conduct violations.

III.4.3 If a report is made to a department other than those designated in Clause III.4.1, such department must either fulfill all obligations under Clause III.6, Clause III.7 and Clause III.8 or, upon obtaining a prior consent from the reporting employee, hand over the report to Whistle Blower Committee for further actions.

III.4.4 If a department not designated to receive a report under Clause III.4.1 handles the report in accordance with Clause III.4.3, and if a subsequent investigation reveals compliance violation, such department shall promptly report it to the Whistle Blower Committee.

III.5. Method of reporting

III.5.1 Report of Whistle Blower Complaint may be made to the Whistle Blower Committee either by phone, written letter or email.

III.5.2 To minimize irresponsible reports and to accurately capture relevant facts, a reporting person must reveal his or her name; provided, however, that such person may report anonymously if a legitimate reason to do so has been communicated.

III.5.3 The confidentiality provisions of relevant regulations including the internal employment regulations shall not deter a person from reporting in accordance with the Whistle Blower Policy.

III.6. Accepting investigating, recording and managing information

III.6.1 The reporting desk must file a record of all accepted reports.

- III.6.2 The reporting desk may refuse to accept a report insufficient under Clause III.2.1, made not for the purposes listed in Clause III.3.2, or made anonymously with insufficient information for the purpose of Clause III.3.3.
- III.6.3 Except for anonymous reports, the reporting desk must notify a reporting person of the commencement of investigation or a rejection of a report within 20 days of receipt.
- III.6.4 Upon an acceptance of a report, the Whistle Blower Committee shall jointly with concerned department in charge, commence an internal investigation of reported facts. WBC may appoint internal auditor to conduct the required investigation.
- III.6.5 For the purpose of the investigation, Whistle Blower Committee may, upon the reporting person prior consent (not for anonymous reports), delegate the investigation to the relevant department. The Whistle Blower Committee together with the relevant department must appropriately handle the matter.
- III.6.6 During the investigation, Whistle Blower Committee and the relevant department must maintain the privacy of the reporting person and other persons involved in the matter.
- III.6.7 If the investigation reveals that the reported matter did not involve any conducts listed in Clause III.2.1 or was in violation of Clause III.3.2, Whistle Blower Committee may, after notifying the reporting person, close the case.
- III.7. Corrective measures
- If the investigation reveals a compliance violation, the Whistle Blower Committee must notify the department in which the violation occurred. The notified departments must take appropriate corrective measures to prevent recurrence and report it to the Whistle Blower Committee.
- III.8. Reporting
- III.8.1 Except for anonymous reports, the reporting desk must notify the reporting person of the result of the investigation and any corrective measures taken, if any.
- III.8.2 The reporting person may not disclose to others any information obtained by Whistle Blower Committee under Clause III.8.1.
- III.8.3 The Whistle Blower Committee shall also submit a MIS report to the Audit Committee of Directorson half yearly basis for reported cases.
- III.9. Disciplinary measures
- III.9.1 In case any compliance violation, the offending person may be subject to disciplinary measures in accordance with the internal employee regulations.
- III.9.2 If the reporting person is the offending employee, the fact of reporting may be considered as a ground for leniency.
- III.10. Protection for a reporting employee
- III.10.1 The Company and its employees may not take any retaliatory actions against a reporting person, including dismissal and other measures against his or her interest.
- III.10.2 An employee acting in violation of Clause III.10.1 may be subject to disciplinary measures in accordance with the internal employee regulations.
- III.10.3 The Company must take all necessary measures to prevent the workplace environment from deterioration as a result of the act of reporting.
- III.11. Familiarization of the Whistle Blower Policy

The Company must take appropriate measures to make the Whistle Blower Policy known internally to all employees of the Company. The Company shall notify the policy to all the employees of the Company at the time of induction and shall also notify when there are any changes in policy or reporting mechanism.

IV. Management of Compliance Violations

IV.1. Corrective measures

IV.1.1 The department in which a violation occurs or is apprehended must take corrective measures to prevent recurrence and report the details of such measures to the Whistle Blower Committee.

IV.1.2 The Whistle Blower Committee must report all cases of compliance violations to the Audit Committee of Directors of the Company, which will utilize such information to prevent its reoccurrence.

IV.2. Disciplinary measures

The Whistle Blower Committee in consultation with HR and Administration Department will then determine what disciplinary measures should be taken against the offending employee, if any, in respect of all cases of compliance violations.

IV.3. Reporting and risk management

IV.3.1 The Whistle Blower Committee must report on quarterly basis all cases of compliance violations of the company to the Audit Committee of Directors of the Company.

IV.3.2 Notwithstanding of Clause III.8, if a compliance violation that took place in the company which has a serious impact on goodwill of the company, the department in which the violation occurred, its controlling department, and the Whistle Blower Committee shall promptly report it to Audit Committee of Directors which will then consult with relevant departments and experts, if necessary, to determine an appropriate course of action, including additional investigation and disclosure of information to an external entity.

IV.4. Information sharing and recurrence prevention

IV.4.1 Whistle Blower Committee must take appropriate measures to prevent recurrence of cases of compliance violation reported in accordance with Clause IV.3.1.

V. Confidentiality

V.1. Confidentiality

V.1.1 The company and employees operating under the Whistle Blower Policy must strictly maintain any information confidential and may not disclose it to a third party unless required otherwise under the Whistle Blower Policy.

V.1.2 An employee in violation of Clause V.1.1 may be subject to disciplinary measures in accordance with the internal employee regulations.

V.2. Organizing and maintaining relevant documents

The company and employees operating under the Whistle Blower Policy must organize, maintain and dispose of documents created or collected for the purpose of the Whistle Blower Policy in accordance with policies of the Company from time to time

VI. Supplementary provisions

① The Whistle Blower Policy shall come into immediate effect.

② The changes if any, to the Whistle Blower Policy shall be approved by the Audit Committee of the Company.

- ③ Issues not specified/covered in the Whistle Blower Policy may be regulated by other rules and regulations of the Company.