

**WHISTLE BLOWER POLICY**  
**OF**  
**OMKAR SPECIALITY CHEMICALS LIMITED**

Omkar Speciality Chemicals Ltd (OSCL) believes in the high standard of ethical, moral and legal business conduct and it's committed towards transparency & open communication in organization. In order to safeguard company interest and commitment towards open culture, we have introduced policy of Whistle Blower. This policy has been created with the objective of providing employees, customers, vendors and business associate an avenue to raise concerns which seem to go against the company's value and commitment. This policy also seeks to provide necessary safeguards for protection of employees, from reprisals or victimization, for whistle blowing in good faith.

Regulation 4(2)(d) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations , 2015 which is effective from December 1, 2015 amended by the Board of Directors on October 23, 2015. inter alia, provides for a mandatory requirement for all listed companies to devise an effective a vigil mechanism called 'Whistle Blower Policy' for stakeholders including individual employees and their representative bodies to report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy to freely communicate their concerns about illegal or unethical practices.

**1. PREAMBLE**

The Whistle Blower policy is for elimination of malpractices in the system. This policy encourages all the employees / stakeholder to come out with their complaints regarding any kind of misuse of company's properties, mismanagement or wrongful conduct prevailing in the company, if any. Whistle Blower could be a either "present employee" or an "ex-employee" who may provide information about his/her HOD to the Whistle blower Committee of the company either through phone or through written communication with relevant information without fear or retaliation of any kind. The information on suspected wrongful conduct is such an information that the employee / stakeholder / business associates in good faith believe that this is an evidence towards violation of a Law or Regulation by the Company/ Financial Malpractices /A danger to public health or safety.

## **2. PURPOSE**

To encourage the employees / stakeholder to report to the management about suspected unethical behaviors, malpractices, wrongful conduct, fraud violation of the company's policy including code of ethics and conduct, violation of law or questionable accounting or auditing matters by any employees / stakeholder /Director in the company without any fear of retaliation. To build and strengthen a culture of transparency and trust in the organization. To disclosure of alleged wrongful conduct to the team members of the whistle blower policy.

## **3. APPLICABILITY**

This policy applies to all the employees and ex-employees/ stakeholder, customer, vendors as well as Business Associates of the Company.

## **4. ACTS OF WRONG CONDUCT**

The information on suspected wrongful conduct should be such information which the Employees/ stakeholder /business associates in good faith, believes, evidences any of the following. - Violation of any law or regulations, including but not limited to corruption, bribery, theft, fraud, coercion and willful omission. - Pass back of Commission/benefit or conflict of interest. - Procurement frauds. - Mismanagement, Gross wastage or misappropriation of company funds/assets. - Manipulation of Company data/records. - Stealing cash/company assets; leaking confidential or proprietary information. - Unofficial use of Company's material/human assets. - Activities violating Company policies including Code of Ethics and Conduct. - A substantial and specific danger to public health and safety. - An abuse of authority. - An act of discrimination or sexual harassment. The above list is only illustrative and should not be considered as exhaustive.

## **5. PROCEDURE FOR MAKING DISCLOSURE**

### **5.1 Employee**

Concerns should be raised with the employee's line manager who will then notify to Whistle Blower Committee members However, if for some reason the employee does not feel comfortable to report through his/her line Manager, then he has the right to bypass the line management structure and take his/her concerns directly to any one member of the Whistle Blower Committee.

## **5.2 Ex-employee/ stakeholder /vendor's/Business Associates**

Can approach directly with their complaint to any one of the Whistle blower Committee members  
Concerns are best raised in writing. The employee is invited to set out the background and history of the concern, giving name(s), date(s) and place(s) where possible, and the reasons why they are concerned about the situation. If the employee/party does not feel able to put his/her concerns in writing, He/she can telephone, email or meet one of the people listed below. The employee's concerns could also be expressed anonymously, and this choice would be respected.

## **6. COMMITTEE MEMBERS**

A Committee has been constituted by the Management to consider and redress complaints. The committee consists of Chairman & committee members.

Mr. Prafulla Bhise – Chairman

Mr. Sitendu Sharma

Mr. Sriram Modak

Mr. Prakash Rao

## **7. SAFEGUARDS**

### **7.1 Protection Against Victimization**

No adverse action shall be taken against an employee / stakeholder or business associate in "knowing retaliation" who makes any good-faith disclosure of suspect or wrongful conduct to the committee members.

### **7.2 Confidentiality**

Disclosure of wrongful conduct may be submitted on a confidential basis or may be submitted anonymously. Such disclosures will be kept confidential to the extent possible, convenient with the need to conduct an adequate investigation.

### **7.3 Untrue Allegation**

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigations, no action will be taken against the individual. In making a disclosure, the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes frivolous allegations, disciplinary action may be taken against the individual.

## **8. INVESTIGATION**

The Committee members, after proper scrutiny, must investigate within 30 days upon receipt of complaint. They will ascertain the correctness and trueness of the complaint and shall recommend necessary corrective measures for the said complaint as follows:-

- i) Closing the complaint if wrongful conduct remains largely unsubstantiated.
- ii) If the complaint found correct on investigation, action against concerned persons be suggested.

To overcome system weakness/making it more stringent recommending installation of other policies, codes or procedures. Management, on the basis of the recommendation of the Committee, shall take appropriate action immediately.

## **9. REPORT**

The complainant will be kept informed of the final outcome of Committee investigation. All responses to the complainant will be in writing and sent to his/her home address where the employee / stakeholder has provided his/her identification. Committee members shall address all reported concerns or complaints to management periodically.

If you have any such information you can disclose it to any of the committee members or email your concern to: [praful.bhise@omkarchemicals.com](mailto:praful.bhise@omkarchemicals.com)

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