



1.0 **WHISTLE BLOWER POLICY (GLO/HRM/001/37)**

1 **APPLICABILITY**

This policy applies to all permanent employees of GLOBELA PHARMA PRIVATE LIMITED. (The Company)

2 **POLICY**

This policy is formulated to provide opportunities to employees to access in good faith to the management concern in case they observe unethical or improper practices (not necessarily a violation of Law) in the company and to secure those employees from unfair termination and unfair prejudicial practices.

3 **DEFINATIONS**

3.1 **Annual Report**

“ Annual Report ” include all reports which are required to be placed before the Members of the Company annually i.e. Balance Sheet, Profit and Loss Account, Director's Reports ,Auditors Report and every other document which is required to be annexed or attached or forming part thereof.

3.2 **Board Report**

“ Board Report ” has the same meanings as defined under section 217 of the Companies Act,1956

3.4 **Employee**

A Person who performs a full time service for wages, salary, or other remuneration.

3.5 **The Company or this company**

The Company or this company means “GLOBELA PHARMA PRIVATE LIMITED”.

3.6 **Good Faith**

An employee communicates in “good faith” if there is a reasonable basis for the communication of the existence of waste or of a factual basis for the communication or where the employees knew or reasonably should have known that the communication about the unethical or improper practices is malicious, false or frivolous.

3.7 **Internal Circulars**

“ Internal Circulars ” is a communication made on behalf of the company by an authorized person which is addressed to the employees of the company through



any mode including but not restricted to e-mail, fax, phone notice board inter office note etc.

3.8 Right of access or Right of Approach

The right to an employee to give a written report to the Management for alleged misconduct or unethical or improper practices, which an employee has observed or found in the Company.

3.9 Management

Management means the senior of the employees to whom he is supposed to report in his official work.

3.10 Unfair Termination and Unfair Prejudicial Employment Practices

“Unfair Termination and “Un fair prejudicial employment practices” mean to threaten or otherwise discriminate or retaliate against an employee in any manner that affects the employee’s employment, including compensation, job location, rights, immunities, promotions or privileges.

3.11 Unethical or Improper Practices

3.11.1 Unethical-Unethical act is the act not conforming to approved standards of social or professional behavior which leads to unethical business practices or an action not adhering to ethical, moral and honorable principles.

3.11.2 Improper- Improper refers to unethical conduct, breach of etiquette or morally offensive behaviors.

3.12 Violation-An infraction or a breach which is not necessarily a violation of law, of Company’s policies, memorandum and articles of association, code of conduct designed to protect the interest of employees without jeopardizing interest and growth of Company.

3.13 Waste- Employers conduct or omission, which results in substantial abuse, misuse, destruction or loss of Company’s funds property or manpower belonging to the company.

3.14 **Whistle Blower- An employee who reveals wrongdoings about any Unethical or improper practices carried on in /by the company and communicates in Good faith to the Management, in writing.**

4 GUIDELINES

4.1 Internal Policy

The Whistle Blower Policy (hereinafter referred as “ WBP”) is an internal policy on access to the management concern



4.2 **Prohibition**

The “WBP” prohibits the company from taking any action which may lead to unfair termination or unfair prejudicial employment practices (i.e. threaten, demote, relocate etc.) against its employees for whistle blowing in good faith.

However, this policy does not protect an employee from an adverse action which occurs as a violation or from misconduct or poor job performance pursuant to the Whistle Blower Policy

A. Reporting Authority- Management Concerns

B. Head of Department- Manager

B1 Familiarize themselves with this Policy

B2 Forward whistle blower report to the Management on receipt of the same from his subordinate.

C Rights of Complainants

C1 When reporting in good faith any violation or unethical or improper practices as defined in this Policy communicates in writing along with all necessary evidence. The reporting may relate to the following:

C.1.1.- Waste of Company’s funds, Property, or manpower or

C.1.2.- A deliberate violation of any accounting principles, policies and regulations reporting of fraudulent financial information to the shareholders, the government or the financial markets or any conduct that results in violation of law, legal duties , code of conduct or code of ethics designed to protect the interest of employees of GLOBELA PHARMA PRIVATE LIMITED. However, this should not be merely technical or minimal nature.

C.2. The Employee shall be free to submit violation report to Manager, if deem fit, or otherwise can directly approach to the Management without informing to the Manager.

Management shall appropriately and expeditiously investigate all whistle blower reports received internally investigating the merits of the assertion and determining of necessary course of action.

Further, the Managing Director, as the case may be shall have the authority to call for any information/ documents and such examination of any employee of any employee, etc. for determining the correctness of the complaints.



D.1 Essential Factors- While determining the alleged assertion, the following factors may be considered:

D.1.1. Accuracy of the information furnished;

D.1.2. Nature and quality of evidence ;

D.1.3. Existence of relevant laws and rules

D.1.4. Whether the action appears to be isolated or systematic;

D.1.5. History of previous assertions regarding the same subject or subject matter;

D.1.6. What are the avenues available for addressing the matter;

D.1.7. Seriousness or significance of the asserted action and

D.1.8 Cost and benefit of potential investigation

D.2. Objectivity and Independence – To be objectivity, through and independence of influence in conducting interviews and/or review of relevant documents associated with whistle blower reports.

D.3. Maintenance of Confidentiality- Maintain confidentiality of the whistle blower and witnesses who provide information, as appropriate.

D.4. Clarity in Proceedings- Document investigation activities and conclusions in a clear and understandable fashion.

D.5. Time frame for Redressal of Complaints- Management shall complete all the formalities and shall resolve the matter within 3 months from the date of filing of the Complaints. Any extension in respect thereof shall be in writing along with necessary justification.

E Actions Prohibited by the Whistle Blower Policy

The Company shall not

E.1. Threaten, discriminate or retaliate against an employee in any manner that affects the employees employment (i.e. compensation, job location, rights, immunities, promotions or privileges) when an employee engages in an activity protected by the Policy.

This does not preclude a Manager from taking appropriate action against an employee for misconduct, poor job performance, or a reduction in the workforce within the policy of the Company.

E.2. Adverse action against an employee who participates or gives information in an investigation, or hearing or in any form of inquiry initiated by the Audit Committee.

F. Course of Action Available to the Employees

F.1 An employee who alleges adverse action (Whistle Blower) under the WBP may approach to the Management for appropriate relief within 3 months, if any action is taken against the employee in violation of the Clause E of the policy.

F1.1 The employee has the burden of proof in establishing that he or she has suffered an adverse action for an activity protected under the WBP.

F.1.2 The Management of the Company shall have an affirmative defense if it can establish by a preponderance of the evidence that the adverse action taken



against the employee was due to employee misconduct, poor job performance, or a reduction of workforce unrelated to a communication made pursuant to the WBP;

F.2. Remedies- Board of Directors rendering judgment under the WBP may order any or all of the following remedies;

F.2.1-Order an injunctions to restrain continued violation of the provisions of the WBP.

F.2.2- Reinstate the employee to the same position or to an equivalent position;

F.2.3- Reinstate full fringe benefits and retirement service credit;

F.2.4- Order compensation for lost wages, benefits and any other remuneration

G- Employee Notification

All employees shall be notified of the existence and contents of the policy through the respective department heads and every department head shall submit a certificate duly signed by him to the Management that WBP was notified to each employees belonging to his department. In case of new employees, they will be informed by the Personnel department and statement in this regard shall be submitted to Management.

H WBP shall be available at the Web Site of the company.

The “Whistle Blower Policy” as adopted by the Board and amended from time to time shall be made available at the web site of the Company.

I. Disclosure in Board Report

The affirmation above shall form part of the Board Report that is required to be prepared and submitted together with the annual report.

J. The Board of Directors shall alter, amend or modify the clauses of the above Whistle Blower Policy from time to time in line with the requirement of the Guidelines or any other rules, regulations etc. which may be applicable from time to time.