



DEEPAK NITRITE LIMITED

WHISTLE BLOWER POLICY

Introduction

1. Deepak Nitrite Limited ('DNL' or 'Company') believes in conducting its business based on strong ethical values. Aligned to strong ethical practices, DNL has laid down certain policies including the Code of Conduct (CoC). For sustenance of this framework, there is a need to have a mechanism which can enable all employees (both permanent and contractual), former employees, third parties and all other stakeholders, to voice their concerns and violations of CoC in a safe, secure and confidential manner.

Purpose

2. This policy provides all DNL employees (permanent or on contract), a mechanism to voice anonymously and confidentially, without fear of reprisal, their genuine concerns, grievance or allegation about illegal or unprofessional conduct **including actual or suspected leak of Unpublished Price Sensitive Information as defined in Code of Conduct for Regulating, Monitoring and Reporting by Insider on Prohibition of Insider Trading of the Company, framed under SEBI (Prohibition of Insider Trading) Regulations, 2015.** It provides guidance and explains how to report violations/ potential violations of law and DNL values and CoC.

Scope

3. This policy is applicable to all Directors and Employees (both permanent and contractual) of DNL and its subsidiaries including Deepak Phenolics Limited ('DPL').

Who is a Whistle Blower?

4. Whistle Blower is any Director or Employee, who makes a disclosure or expresses a genuine concern, grievance or an allegation, of an unethical activity or any conduct that may constitute breach of the CoC or DNL's Values or the law of the land.



Reporting Channels

5. Whistle Blower can use English, Hindi, Gujarati, Marathi or Telugu for reporting. Whistle Blower can choose from the following channels to report a genuine concern, grievance or an allegation:
 - a) Hotline
 - b) Web
 - c) Email
 - d) Whatsapp
6. Hotline, web and email reporting channels will be provided by an independent third party who is bound contractually not to reveal the name and contact details of the Whistle Blower. This provides total anonymity to the Whistle Blower.
7. Whatsapp reporting channel will be handled by the independent Ombudsman of the Company.
8. All information received on any of the channels will be kept strictly confidential.

Hotline

9. Hotline will be a toll free number serviced by a third party (“Facilitator”). This toll free number can be called from any phone/ number. Once the call is connected, caller will get a welcome message from the Facilitator. Caller will be required to give the ‘Access Number’ to identify their own location or where the incident has taken place. Callers can use a language from English, Hindi, Gujarati, Marathi and Telugu. Callers are encouraged to share their contact details with the call taker, so as to facilitate the Facilitator to contact them if some clarifications are required. The Facilitator will not share the contact details of the caller with the Company. In case caller wishes to remain anonymous, he/ she can do so.
10. Each caller will be given a ‘Unique Case Number’. This number can be used to subsequently ascertain the progress on the concern, complaint or allegation made by the caller.

Web

11. Whistle Blower can log in to website www.speak-up.info/deepakgroup or such other URL as may be notified by the Company. On the landing page there will be few simple questions, which the Whistle Blower has to answer. Thereafter, the Whistle Blower can type out the text of his/ her concern or complaint. Any language out of English, Hindi, Gujarati, Marathi and Telugu can be used. There is also a provision for the Whistle Blower to upload files if he/ she so desires. Whistle Blower can remain



anonymous while uploading the concern/ complaint. The Facilitator will make no efforts to track the IP address of the laptop/ desktop/ phone which had logged in.

E-mail

12. Whistle Blower also has an option to send his/ her concern or complaint through an email to the designated email id as may be notified by the Company from time to time. Here again there will be no effort made by the Facilitator to trace the mail id from which it has received the concern/ complaint. Whistle Blower can remain anonymous if he / she wish to. Whistle Blower can use English, Hindi, Gujarati, Marathi or Telugu to write the email.

Whatsapp

13. Whistle Blower can raise a concern or complaint by sending details of the incident on the designated Whatsapp number as may be notified by the Company from time to time. They can send or attach any video, audio or jpg file along with their concern or complaint. The designated Whatsapp number will be with the independent Ombudsman of the Company. Ombudsman will keep the identity of the complainant confidential.

Constitution of Committee

14. The Chairman & Managing Director of the Company shall constitute a Committee (hereinafter referred as “Committee”) as a part of the ‘Complaint Resolution Plan’.
15. The Chairman & Managing Director of the Company shall elect and nominate such persons as he deem fit to become the members of the Committee, from time to time.
16. The Committee will meet once a month or as frequently as may be required.

Guidance on Reporting

17. Employees and third parties are encouraged to report any kind of concern or wrong doing under this Policy.
18. Employees have the choice to use reporting channels provided by the Facilitator or contact the Ombudsman directly. Every employee and manager is required to report to Ombudsman any concern or complaint received by them verbally or in writing. No action should be initiated without consulting the Ombudsman. Any complaint against any member of the Committee constituted under clause 14 may be reported to the Chairman of the Audit Committee of directors of the Company.
19. While reporting the concerns, Whistle Blower must provide all the evidence available with him/ her.



20. Whistle Blower has the option to choose any of the reporting channels mentioned in this Policy. Whistle Blower can also choose to remain anonymous while reporting through any channel.
21. However, Whistle Blowers are encouraged to leave their contact details with the Facilitator. The Facilitator is bound by a contract not to reveal the contact details of any Whistle Blower to the Company. Before launching investigations or during investigation, the Ombudsman may require some clarification on an aspect of the complaint. He will approach the Facilitator to contact Whistle Blower and seek clarifications. It will be helpful for the Facilitator to connect with the Whistle Blower, only if he/ she have left his/ her contact details with them.
22. Every Whistle Blower is expected to read and understand this Policy and abide by it. It is recommended that any individual, who wishes to report, should do so after gathering correct facts and data to substantiate the complaint and not complain merely based on hearsay or rumour. However, no individual is expected to initiate his/ her own investigations to gather evidence. The Ombudsman will gather relevant evidence during the investigation process.

Protection to Whistle Blower

23. No unfair treatment will be meted out to a Whistle Blower by virtue of his/her making a disclosure or having reported or raised a concern, complaint or allegation, under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers.
24. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, or the like including any direct or indirect use of authority to obstruct the right of Whistle Blower to continue to perform his/her duties/functions including making further disclosures.
25. DNL will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making a disclosure or raising a concern, complaint/ allegation.
26. A Whistle blower may report any violation of the above clause to the Ombudsman. The Ombudsman will place the same before the Committee for further course of action.
27. The identity of the Whistle Blower will be kept confidential and any other Employee assisting in the investigation shall also be protected to the same extent as the Whistle Blower.



Frivolous and False Complaints

28. The Company will take no action or investigate frivolous complaints. Complaints found to be false will be closed without taking any action. The Committee may decide to take action against those making frivolous and false complaints.
29. Thus employees are cautioned that they should refrain from raising frivolous and false complaints.
30. In case of repeated frivolous complaints being filed by any person, the Committee may take suitable action against the concerned person including reprimand.

Action Taken on Receipt of Whistle Blow

31. All concerns and complaints received through reporting channels 'hotline', 'Web' and Email will be automatically uploaded in the online 'case management system'. The Ombudsman will upload all concerns and complaints received through other channels or means, on the same case management system.
32. The Ombudsman will have access to the case management system. He will be responsible to place all the concerns and complaints in the case management system, before the Committee.
33. The Committee on review of each complaint will take any of the following decisions for each case:
 - a) Preliminary investigations to be conducted by the Ombudsman
 - b) Sexual Harassment complaints to be sent to Internal Committee
 - c) Detailed investigation to be conducted by the Ombudsman
 - d) To outsource investigations
 - e) Closure of the case
34. The investigations will be conducted by the Ombudsman in a discreet manner as far as possible. Whistle Blower will be provided protection against any retaliation. As a principle of natural justice, the person against whom the complaint has been received will be given an opportunity to explain his/ her actions/ conduct.
35. From time to time, progress of each case will be updated on the case management system. Complainants will be able to get this information from the Facilitator, using their unique case number.
36. All reports of investigation will be brought before the Committee to take a decision on the consequential management.



37. Depending on severity of the issue and findings the Committee may decide following actions to be taken, without limitation:
- a) Formal Reprimand or Warning letter
 - b) Transfer of the employee from one location/department/function to another
 - c) Withholding of a pay rise, increment or bonuses
 - d) Withholding of promotion
 - e) Monetary fine
 - f) Temporary suspension
 - g) Termination
 - h) Legal action (criminal or civil)
 - i) In case of third parties, black- listing, termination of contract or legal action (criminal or civil)
38. The Committee will also take a decision on remedial actions to be taken to prevent recurrence of similar incidence.

Communication

39. This Policy shall be communicated to all the concerned and shall be displayed on the web site of the Company.

Retention of Documents

40. All documents along with the results of Investigation relating thereto, shall be retained by the Ombudsman for a period of 5 (five) years or such other period as specified by any other law in force, whichever is more.

Administration and Review of the Policy

41. The Committee shall be responsible for the administration, interpretation, application and review of this Policy. The Committee shall be empowered to bring about necessary changes to this Policy, if required at any stage, with the concurrence of the Audit Committee.
