



**JUBILANT AGRI AND CONSUMER PRODUCTS LIMITED**

**(CIN: U52100UP2008PLC035862)**

Registered Office: Bhartiagram, Gajraula – 244223

District: Amroha, Uttar Pradesh, India

website: [www.jacpl.co.in](http://www.jacpl.co.in)

**WHISTLE BLOWER POLICY**

**Intent**

Jubilant Agri and Consumer Products Ltd. is committed to develop a culture of having high ethical, moral & legal standards of business conduct. In line with this and also our commitment to open communication and the best practices of Corporate Governance, the organization has decided to formulate and implement this Whistle blower Policy in accordance with the overarching guidelines of the “Code of Conduct.” This will act as a neutral and unbiased forum for the Directors and employees of Jubilant Agri and Consumer Products Ltd. An important aspect of accountability and transparency is a mechanism to enable any Director and full time employee of the company to voice concerns in a responsible and effective manner. Where any Director or full time employee in the company discovers information which he/she believes shows serious malpractice, impropriety, abuse, or violation of code of conducts, this information should be disclosed without fear of reprisal.

**Spirit of the Policy**

The purpose of the policy is to provide opportunity to Directors and employees to raise a concern about serious irregularities within the company and to provide the necessary safe guards to the Directors and employees against unlawful victimization. The policy neither releases the Directors or employees from their duty of confidentiality in the course of work, nor is it a route for taking up a personal grievance. Further, this policy does not protect a Director or an employee from an adverse action which occur independent of his disclosure of irregularities pursuant to this policy.

**Scope**

This policy is applicable to all Directors and full time employees who are full time employees of Jubilant Agri and Consumer Products Limited.

**Date of commencement:**

This policy will come into operation with effect from 01st June, 2014.

**Definitions**

Whistle blower or Complainant shall mean any Director or full time employee expressing a concern under this policy.

Protected Disclosure shall mean any concern expressed by a Whistle blower in the mode and manner as prescribed in this policy.

The Ombudsman shall refer to such authority as may be designated for the purpose of processing the protected disclosures. The Ombudsman and its offices will be the rightful owner of the whistleblower process.

Audit Committee shall mean a committee of the Board of Directors of the Company constituted in accordance with the provisions of Section 177 of the Companies Act, 2013.

The Board shall mean Board of Directors of Jubilant Agri and Consumer Products Ltd.

The Company shall mean Jubilant Agri and Consumer Products Ltd.

Chairman shall mean Chairman of the Company

**Policy and procedure for disclosure, enquiry and disciplinary action**

*What constitutes Malpractice, Impropriety, Abuse or Wrongdoing?*

A Complaint means any oral or written complaint made by a Director or any full time employee and includes:

- a) Malpractice
- b) Impropriety
- c) Abuse
- d) Wrongdoing
- e) Misconduct
- f) Questionable accounting practices
- g) Internal accounting controls
- h) Auditing matters

Misconduct can include a whole variety of issues and some are listed below. However, this is not a comprehensive list but is intended to illustrate the sort of issues which may be raised under this policy.

- a) Fraud and corruption.
- b) Breach of the Code of Conduct adopted by the Company
- c) Any instance of any sort of financial malpractice & questionable accounting practices
- d) Any other unethical or improper conduct.
- e) Misconduct with other employees or vulnerable adults (e.g. through physical, sexual, psychological or financial abuse, exploitation.)
- f) Abuse of power (e.g. bullying/harassment)

### **How the Report (Complaint) of Misconduct will be handled.**

The action taken in response to a report of concern under this policy will depend on the nature of the concern.

**Initial Inquiries** - Initial inquiries will be made to determine whether an investigation is appropriate, and the form that it should take. Some concerns may be resolved without the need for investigation.

**Further Information** -The amount of contact between the whistle blower and the person or persons investigating the concern will depend on the nature of the issue and the clarity of information provided. Further information may be sought from or provided to the person reporting the concern.

### **Reporting & Consequences**

#### **Reporting**

Director or Employees can use any of the following three channels to report their concerns – they can use email, or an external web portal or a Post Box, to send their concerns or complaints or queries.

1. Any Director or employee, who comes to know of an instance of malpractice, impropriety, abuse, or violation of code of conduct, may make a complaint giving full details and evidence, if any, by sending a mail to the mail box [ombudsman@jubl.com](mailto:ombudsman@jubl.com)
2. A web portal that can be accessed anywhere, anytime to log complaints or raise concerns. Directors or Employees can log their concerns by accessing the web portal [www.cwiportal.com](http://www.cwiportal.com).

To log your concern through the web portal:

- a. Go to [www.cwiportal.com](http://www.cwiportal.com).
  - b. Click on the 'Lodge Report' button on the home page and use the organization code 'jubilant' or 'JUBILANT' - PLEASE NOTE TO ENTER THE CODE TO GAIN ACCESS.
  - c. Upon lodging a concern you will get a tracking number. You can use this to follow up on your report and view organizational feedback.
3. Directors or Employees can also send concerns by post to the following mail box:  
Post Box No. 4374, Ombudsman - Jubilant Group, New Delhi.
- I. All complaints received under this Policy will be reviewed by the office of the Ombudsman. Any complaint/ misconduct deemed to be of a serious nature will be investigated by an Investigation Committee/Member, appointed by the Ombudsman.
  - II. All complaints will be promptly and discreetly investigated, provided allegations are reasonably clear and specific. An investigation of vague or unspecified alleged wrongdoings without verifiable evidence adduced may not be undertaken. If any of the members of the designated investigative committee has a conflict of interest in the matter (i.e. there is a possibility that his/her/their personal interests may not ensure fair enquiry), he/she/they will inform Ombudsman of the same, who may then appoint some other person(s) in his/their place in the Investigating Team.
  - III. If a complaint is oral, it will be recorded in writing by the office of the Ombudsman and checked for its veracity.
  - IV. The investigations shall be conducted in such manner, at such time and at such venue as may be deemed appropriate by the Ombudsman.
  - V. Office of the Ombudsman may take oral evidence or written statements of various persons including the whistleblower, and may call for necessary documents in evidence. All Directors and employees of Jubilant Agri and Consumer Products Ltd shall have a duty to cooperate with investigations initiated under this Policy.
  - VI. Upon completion of investigation, in case of a proven serious misconduct, the Ombudsman will compile a report of the investigation conducted and shall present it to the chairman and also to the Chairman of the Audit Committee. Where wrongful, unethical or illegal conduct is established on the part of any employee, the Chairman of the Audit Committee shall recommend appropriate disciplinary action against such employee, which could include termination of employment. The chairman would then direct the concerned CEO/ Human Resources Team to take appropriate disciplinary action against the concerned employee which could also include termination of employment.
  - VII. Complaints filed under this Policy will be recorded in a Register to be maintained by the office of the Ombudsman, who shall maintain all related documents for seven years. All such documents shall be kept under lock and key.

## **Identity**

The complainant has a choice to put forth his/her identity to aid the investigative process but he or she is under no compulsion to do so. In either case, the company will protect the identity of the complainant assiduously unless:

- a) The person agrees to be identified
- b) Identification is required by law

## **Assurances under the policy & Protection against retaliation**

The Company will not tolerate any harassment or victimization (including informal pressures) of/against the disclosing person and will take appropriate action to protect the individual when he/ she has raised a concern in good faith.

- a. The Ombudsman will make all efforts to keep the identification of the complainant confidential.
- b. The Company will not retaliate and will not allow any retaliation or discrimination of any kind against any Director or Employee who submitted a complaint in good faith.
- c. If a whistleblower has been victimized, discriminated or retaliated against, he/she may log a written complaint to the Ombudsman/Chairman of the Audit Committee. Such complaints will be investigated as deemed fit by the Chairman of the Audit Committee. If as a result of such investigations, an adverse action is found to have been taken against an employee or director or he is found to have been victimized or discriminated against, the chairman shall take appropriate action on the basis of the recommendation of the chairman of Audit Committee.

The above protection against victimization, retaliation or discrimination will also be available to Directors and employees who offered evidence or made written statements or otherwise participated in the investigations.

## **Warning**

A Director or an employee who knowingly makes frivolous, misleading or false complaints, or without a reasonable belief as to the truth or accuracy of the complaint, will not be protected by this policy and may be subject to disciplinary action including termination of his/her employment or directorship. This will also apply to those Directors or employees, who make false statements or give false evidence during the investigations.

## **Notification**

The Human Resource Department is required to notify and communicate the policy to new and existing employees of the Company.

The Secretarial Department is required to notify and communicate the policy to new and existing Directors of the Company.

## **Review of complaints by the Audit Committee.**

A summary of complaints received under this policy along with the results of investigation and action taken, if any will be placed before the chairman and the Audit Committee on a quarterly basis for review. The report will not contain any names.

## **Power to Amend**

This Policy may, from time to time, be modified, as deemed fit by the Board / Audit Committee. The Chairman may also appoint / make changes in the appointment of Ombudsman from time to time.

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This Policy was approved by the Board of Directors at their meeting held on May 28, 2014