



## **LOKMAT MEDIA PVT LTD**

### **WHISTLE BLOWER POLICY**

This policy is formulated to provide opportunity to employees to access in good faith, to the Whistle Blower Audit Committee (WBAC) in case they observe illegal, unethical and gross improper practices or any other perverse conduct in the Company and to prohibit managerial personnel from taking any vengeful or adverse personnel action against those employees.

#### **APPLICABILITY:**

This policy applies to all Regular and Contract employees of the company

#### **DEFINITIONS:**

**Whistle Blower:** Whistle Blower is someone who makes a Protected Disclosure of a major wrong doing under this Policy.

**Protected Disclosure:** Protected Disclosure means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.

#### **Unethical and Improper Practices**

Unethical and improper practices shall mean –

- a) An act which does not conform to approved standard of social and professional behavior;
- b) An act which leads to unethical business practices;
- c) Improper or unethical conduct;
- d) Major Breach of etiquette or morally offensive behavior, etc.

#### **Coverage of Policy**

The Policy covers malpractices and events which have taken place/ suspected to take place involving:

1. Abuse of authority
2. Breach of contract
3. Negligence causing substantial and specific danger to public health and safety
4. Manipulation of company data/records
5. Financial irregularities, including fraud, or suspected fraud
6. Criminal offence
7. Pilferation of confidential/propriety information
8. Deliberate violation of law/regulation
9. Wastage/misappropriation of company funds/assets
10. Breach of employee Code of Conduct or Rules
11. Any other unethical, biased, favored event

Policy should not be used in place of the Company grievance procedures or be a route for raising malicious or unfounded allegations against colleagues.

The Policy would not cover the following:

While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.

Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention. Any complaint made with an ulterior motive to subvert normal organizational action like transfer or in anticipation of any punishment when under disciplinary proceedings would make the complainant ineligible for protection under this policy.

Whistle Blowers, who make any Protected Disclosures, which have been subsequently found to be mala fide, frivolous or malicious, shall be liable to be prosecuted under Company's Code of Conduct without prejudice to other legal recourses.

#### **Formation of an Audit Committee:**

Audit Committee shall mean a Committee of one to three members from the Board of the Company, Head HR, and one more senior member of the Company.

This team can meet once in a Quarter or immediately upon receiving a complaint depending on the urgency of the reported violation to decide the fate of the cases.

#### **Procedures:**

Any employee who observes any unethical & improper practices or alleged wrongful conduct shall make a disclosure to the Whistle Blower Audit Committee as soon as possible but not later than 15 consecutive calendar days after becoming aware of the same. The Committee, at its discretion may condone the delay if the reasons for the delay are reasonable or due to some other exigencies, that are explained and found satisfactory for such condonation.

Audit Committee shall appropriately and expeditiously investigate within three months, all whistle blower reports received. In this regard, the Committee, if the circumstances so suggest, may appoint a senior executive or a committee of managerial personnel to investigate into the matter and prescribe the scope and time limit therefore.

The Committee shall have the right to outline detailed procedure for an investigation. Where the Audit Committee has designated a Senior Executive or a committee of managerial personnel for investigation, they shall mandatorily adhere to scope and procedure outlined by Audit Committee for investigation.

The Audit Committee or officer or committee of managerial personnel, as the case may be, shall have right to call for any information/document and examination of any employee of the

Company or other person(s), as they may deem appropriate, for the purpose of conducting investigations.

A report shall be prepared after completion of investigation and the Audit Committee shall determine the cause of alleged Adverse Personnel action and may order for remedies, which may include:

a) Order for an injunction to restrain continuous violation of this policy;  
b) Reinstatement of the employee to the same position or to an equivalent position;  
c) Order for compensation for lost wages, remuneration or any other benefits, etc.  
d) Any other relief as it deems appropriate in the facts and circumstances of the matter. The decision of Audit Committee shall be final and binding. If and when the Audit Committee is satisfied that the alleged unethical & improper practice or wrongful conduct existed or is in existence, then the Audit Committee may –

a) Recommend to Board to reprimand, take disciplinary action, and impose penalty / punishment when any alleged unethical & improper practice or wrongful conduct of any employee is proved.

b) Recommend termination or suspension of any contract or arrangement or transaction vitiated by such unethical & improper practice or wrongful conduct.

#### **5. Notification**

All Unit/Functional/departmental heads are required to notify & communicate the existence and contents of this policy to the employees working with them. The same can be uploaded on the dashboard of our HR software. This policy as amended from time to time shall also be made available to one and all.

#### **6. Annual Affirmation**

The Company shall annually affirm that it has not denied any personnel access to the Audit Committee and that it has provided protection to whistle blower from adverse personnel action. The affirmation shall form part of Corporate Governance report.

#### **7. Monetary Rewards**

Whistle Blowers will be also eligible to monetary rewards depending on the gravity of the problem, the savings that would accrue due to rectification of any wrong doing reported and the reward will be decided by the WBAC, at its own discretion and shall be final and binding.

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Email ID : [whistleblower@lokmat.com](mailto:whistleblower@lokmat.com)  
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**Note :** Appropriate changes / additions & deletions will be made in the above policy as and when required in future.