



## **KN AGRI RESOURCES LIMITED** **'WHISTLE BLOWER POLICY / VIGIL MECHANISM'**

### **1. PREAMBLE**

This policy has been framed pursuant to Section 177 of the Companies Act, 2013 for establishment of Vigil Mechanism as part of Whistle Blower Policy for the Directors and Employees of such companies to report genuine concerns regarding conduct of the affairs of the Company and to provide necessary safeguards for protection of employees from reprisals or victimization, for raising genuine complaints / concerns in good faith and for the benefit of the organization.

### **2. POLICY OBJECTIVES**

The primary objectives of the Policy are:

- To provide mechanism to report allegations of corruptions, or unethical behavior, or misuse of office by authorities of the Company.
- To establish process to resolve / redress genuine complaints / concerns based on facts and valid evidence(s).
- To provide adequate protection and safeguards to those who avail this mechanism.
- To penalize misuse of this policy

### **3. SCOPE**

The Policy covers genuine complaint(s), backed by factual evidence covering events such as fraud, violation of company rules, corruption, misconduct, negligence causing risk to public health and safety, misappropriation, etc.

This Policy is not, however, intended to question financial or business decisions taken by the Company that are not reportable matters nor should it be used as a means to reconsider any matters which have already been addressed pursuant to disciplinary or other internal procedures of the Company. Further, this Policy is not intended to cover career related or other personal grievances, and matters which are pending before a court of Law, State, National Human Rights Commission, Tribunal or any other judiciary or sub-judiciary body.

### **4. INVESTIGATION PROCESS**

- Investigations will be conducted in confidence and will be transparent and fair.
- A member (Investigation Member), appointed by the Audit Committee, will investigate any complaint which is received by the Audit Committee. Investigation Members are required to conduct this process by fact-finding and analysis. If any Investigation Member has a conflict of interest in the matter i.e. there is a possibility that their personal interests may not ensure fair



enquiry, such member will inform the Audit Committee of the same, which may then appoint a different Investigation Member.

- All information disclosed during the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with the policy and applicable law.
- Participants of the investigation shall provide all reasonable information and disclosure as is required to effectively carrying out the investigation. Any failure to cooperate in an investigation, or deliberately providing false information during an investigation, can be the basis for disciplinary action, including termination of employment.
- The Audit Committee shall complete its investigation within [60] days of receiving a query or concern or within such extended period as the Board may approve.

## **5. PROTECTION TO WHISTLE BLOWER**

No unfair treatment shall be given to the complainant by virtue of his / her having reported a Protected Disclosure under this policy. The complainant may report any violation of the above clause to the Designated Officer, who shall investigate into the same and recommend suitable action to the management.

Protection will be given to complainant against any unfair practice like retaliation, threat or intimidation of disciplinary action, transfer, demotion, refusal of promotion or the like including any direct or indirect use of authority to obstruct the complainant to continue to perform his duties / functions including making further Protected Disclosure. Such protection will not be available in case of frivolous, false, or complaints not conforming to the Whistle Blower Policy of the Company.

## **6. FALSE COMPLAINTS**

The protection from any unfair treatment as a result of the complaint, is essential part of the policy but misuse of this protection by making frivolous and false complaints with mala fide intentions and / or for wrongful gains is strictly prohibited. Any Person who makes such complaints with mala fide intentions and which would subsequently found to be false will be subject to strict disciplinary action.

## **7. EFFECTIVE DATE**

This Policy shall come into force with effect from 10.12.2021.