ABIS FOODS AND PROTEINS PRIVATE LIMITED [FORMERLY KNOWN AS ABIS EXPORTS (INDIA) PRIVATE LIMITED WHISTLE BLOWER POLICY

I. **Objective:** The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. This policy aims to provide an avenue for employees and other stakeholders to raise concerns on any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc.

II. **Policy:** The Whistleblower policy intends to cover serious concerns that could have grave impact on the operations and performance of the business of the Company. The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal matter.

III. **Definitions:**

(a). **"Disciplinary Action"** means any action that can be taken on the completion of /during the investigation proceedings including but not limited to a warning, imposition of fine, suspension from official duties or any such action as is deemed to be fit considering the gravity of the matter.

(b) **"Employee"** means every employee of the Company (whether working in India or abroad) including those who are on secondment /deputation including the contract employees and trainees.

(c) **"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. Protected Disclosures should be factual and not speculative in nature.

(d) **"Subject"** means a person or group of persons against or in relation to whom a Protected Disclosure is made or evidence gathered during the course of an investigation under this Policy.

(e) **"Whistleblower"** is someone who makes a Protected Disclosure under this Policy.

(f) **"Vigilance Officer"** or "Vigilance **Committee (referred to as "the Committee")** means an officer or Committee of persons who is/are nominated/ appointed to conduct detailed investigation of the disclosure received from the whistleblower and recommend suitable action. Currently, Head Internal Audit is nominated as Vigilance Officer. The Committee, if appointed, should include **Senior Level Officers of HR, Internal Audit and a representative of the Division/ Department where the alleged malpractice has occurred.**

(g) **"Company"** means, "ABIS EXPORTS (INDIA) PRIVATE LIMITED."

(h) **"Good Faith"**: An employee shall be deemed to be communicating in "good faith" if there is a reasonable basis for communication of unethical and improper practices or any other alleged wrongful conduct. Good Faith shall be deemed lacking when the employee does not have personal knowledge on a factual basis for the communication or where the employee knew or reasonably should have known that the communication about the unethical and improper practices or alleged wrongful conduct is malicious, false or frivolous.

(ii) **"Policy or This Policy"** means, **"Whistleblower Policy."**

IV. **Scope**

Various stakeholders of the Company are eligible to make Protected Disclosures under the Policy. These stakeholders may fall into any of the following broad categories:

(a) Employees of the Company;

(b) Employees of other agencies deployed for the Company's activities, whether working from any of the Company's offices or any other location;

(c) Contractors, vendors, suppliers or agencies (or any of their employees) providing any material or service to the Company;

(d) Customers of the Company;

(e) Any other person having an association with the Company.

A person belonging to any of the above mentioned categories can avail of the channel provided by this Policy for raising an issue covered under this Policy.

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

(a). Abuse of authority

(b). Breach of contract

(c). Breach of Company Policy or failure to implement or comply with any approved Company Policy.

(d) Any Other matter as may be deemed fit.

V. ANONYMOUS/ PSEUDONYMOUS ALLEGATION

Disclosures expressed anonymously or pseudonymously will ordinarily NOT be investigated & Liable to reject summarily.

PROCEDURE FOR REPORTING & DEALING WITH DISCLOSURES

1. Mode of Disclosure

(a) A Disclosure shall be made in writing by the Whistle Blower. Letters can be sent either by hand-delivery, courier or by post addressed to the Vigilance Officer or can be dropped in the complaint box affixed at appropriate place in the office. Emails can be sent to the email id: **abisexports@ibgroup.co.in**

(b) While, a disclosure has normally to be submitted to the Vigilance Officer, it may also be submitted directly to the Director of the Company via email at the email id: **mail@ibgroup.co.in** when the Whistleblower feels it necessary under the circumstances.

(c) However, in case there is a disclosure against the DIRECTOR, the Whistle Blower may address to the Chairman of the Internal Audit Committee.

(d) Disclosures against the Heads of the Units / Departments may be sent directly to the DIRECTOR of the Company.

2. Format for submission of Disclosure

While there is no specific format for submitting a Disclosure, however, the following details must be mentioned:

(a) Name, address and contact details of the Whistleblower (including Employee's ID, if the Whistleblower is an employee).

(b) Brief description of the malpractice, giving the names of those alleged to have committed or about to commit a malpractice. Specific details such as time and place of occurrence are also important.

3. Process of Dealing with Disclosure

(a) The Vigilance Officer shall acknowledge receipt of the Disclosure as soon as possible (preferably within 07 days of receipt of a Disclosure), where the Whistleblower has provided his/her contact details.

(b) The Vigilance Officer will proceed to determine whether the allegations (assuming them to be true only for the purpose of this determination) made in the Disclosure constitute a malpractice by discussing with the Director or the Chairman of the Audit Committee (if required), as the case may be. If the Vigilance Officer determines that the allegations do not constitute a malpractice, he/she will record this finding with reasons and communicate the same to the Whistleblower.

(c) If the Vigilance Officer determines that the allegations constitute a malpractice, he/ she will proceed to investigate the Disclosure with the assistance of the Whistle Committee comprising of Senior Level Officers of Personnel & Admin, Internal Audit and a representative of the Division/ Department where the breach has occurred, as he/she deems necessary. If the alleged malpractice is required by law to be dealt with under any other mechanism, the Vigilance Officer shall refer the Disclosure to the appropriate authority under such mandated mechanism and seek a report on the findings from such authority.

(d) All concerned will normally be informed of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.

(e) The investigation may involve study of documents and interviews with various individuals. Any person required to provide documents, access to systems and other information by the Vigilance Officer or Vigilance Committee for the purpose of such investigation shall do so. Individuals with whom the Vigilance Officer or Whistle Committee requests an interview for the purposes of such investigation shall make themselves available for such interview at reasonable times and shall provide the necessary cooperation for such purpose.

(f) If the malpractice constitutes a criminal offence, the Vigilance Officer will bring it to the notice of the Director or the Chairman and take appropriate action including reporting the matter to the police.

(g) The DIRECTOR of the Company may, at his/her discretion, participate in the investigations of any Disclosure.

(h) The Vigilance Committee shall conduct such investigations in a timely manner and shall submit a written report containing the findings and recommendations to the Vigilance Officer as soon as practically possible and in any case, not later than 90 days from the date of receipt of the Disclosure. The Vigilance Officer may allow additional time for submission of the report based on the circumstances of the case.

(i) While it may be difficult for the Vigilance Officer to keep the Whistleblower regularly updated on the progress of the investigations, he/she will keep the Whistleblower informed of the result of the investigations and its recommendations subject to any obligations of confidentiality.

(j) The Vigilance Officer will ensure action on the recommendations of the Vigilance Committee/ Officer and keep the Whistleblower informed of the same. Though no timeframe is being specified for such action, the Company will endeavor to act as quickly as possible in cases of proved Malpractice.