



# Onward Technologies Limited

## Whistle Blower Policy

**AS ON**

January 1, 2016

## INTRODUCTION

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### **Objective:**

As a widely held Company, Onward Technologies Limited along with its subsidiaries and other Associate Companies is committed to maintaining the highest level of transparency and integrity while dealing with its stakeholders. We have always considered employees as one of the most important part of the organization and showered great respect, security and affection towards each and every employee associated with Onward at different levels. However, the possibility of malpractices occurring in an organization's operations can never be ruled out and ignorance of this possibility demonstrates poor corporate governance with potentially disastrous consequences. It is for this reason that Onward has come up with a policy to support the voice and discontent of its employees (and ex-employees) against the malpractices and misconduct if any followed or witnessed in the organization.

### **Applicability:**

This Whistle blower Policy is applicable to all the employees of Onward Technologies Limited and its subsidiaries in India and abroad along with Directors of such Companies.

### **Definitions:**

“The Company” or “Onward” means Onward Technologies Limited and / or its subsidiaries in India or abroad.

“Audit Committee” means the Audit Committee constituted by the Board of Directors of the Company.

“Employee” means every employee of the Company (whether working in India or abroad), including the Directors in the employment of the Company.

“Ombudsman” means the person appointed / designated by the Company to solve the Complaints raised by the employees of the Company.

“Respondent(s)” means a person or a group of persons against whom a complaint has been made to the Ombudsman.

“Whistle blower” means the employee making the Complaint to the Ombudsman.

## IMPLEMENTATION

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### **What is this policy about?**

As stated earlier, the Company has framed this policy to ensure that all the employees of the Company can report any malpractices that they observe, either with them or with any other employee of the Company. The Company assures all the employees that it will provide appropriate mechanisms for:

- (a) Receiving the Complaints from employees.
- (b) Investigation if sufficient reasons and proofs provided by the whistleblower.
- (c) Complete protection of identity in cases where the whistleblower has requested for anonymity.
- (d) Assurance and Security of job, security against violence or harassment in case an employee has made a complaint to the ombudsman.
- (e) Fair & transparent investigation, and equal treatment towards all the employees of the Company irrespective of their managerial position or role played by them in the organization.
- (f) Disciplinary Action if the respondent(s) if found guilty of any malpractice or misconduct.

### **Ombudsman:**

The Company shall appoint or designate an existing employee as the Ombudsman under this policy. All complaints shall be made to the Ombudsman only. In case where any employee wants to make a complaint against the Ombudsman, the complaint shall be made to the Chairman of the Audit Committee along with a copy of the Complaint to the ombudsman. The Ombudsman shall on receipt of the complaint, make a preliminary enquiry in the matter against the respondent. Thereafter, on obtaining sufficient evidence pertaining to a malpractice or misconduct against any employee, he may start an investigation against the respondent. In exercise of his role as the Ombudsman, he shall have the following powers:

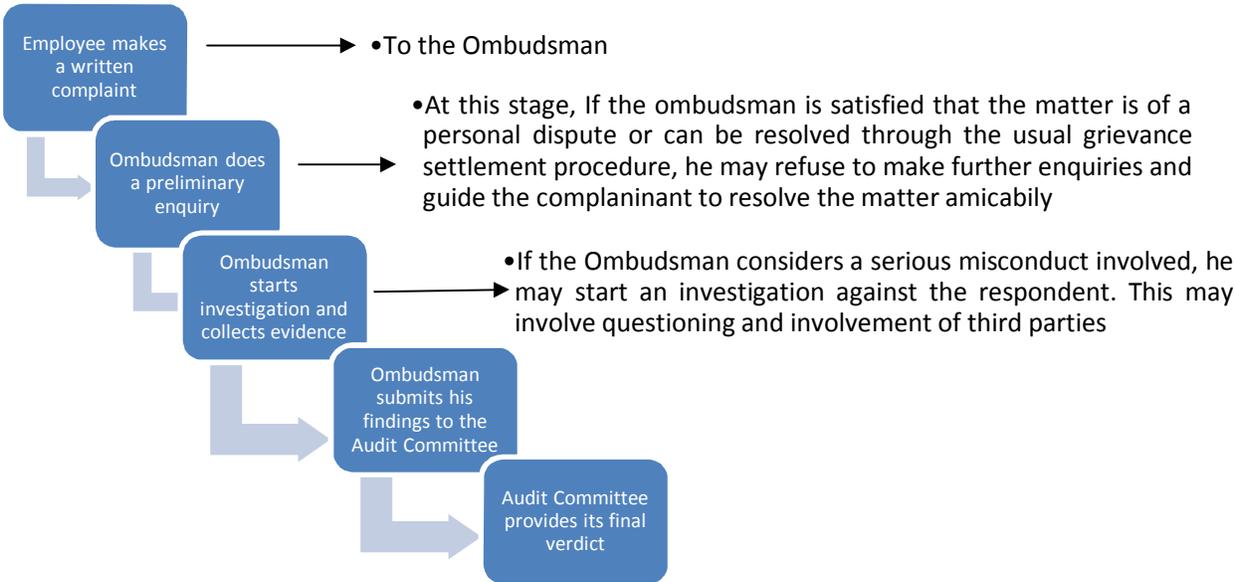
1. Ask questions and demand answers from respondents, their immediate superiors, departmental colleagues and other employees of the Company.
2. Demand proof or evidence from the complainant, where after the preliminary enquiry, he is not able to satisfy himself of existence of any malpractice or misconduct.
3. Take disciplinary actions against employees of the Company if such employees are proving to be a hindrance in the investigation or trying to harass the complainant or do such acts which in the eyes of the ombudsman are causing difficulties in an ongoing investigation.
4. In case where any employee alleges harassment in the form of violence, the Ombudsman is empowered to employ outside third parties including consultants, lawyers and lawyers, not limited to reporting the offense to the police authorities.

# PROCEDURE

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## Procedure for making complaints and investigation:

1. Any aggrieved employee shall make a complaint in writing to the Ombudsman. The complaint shall mention in brief the harassment suffered, name and designation of the respondent.
2. The ombudsman on receiving the complaint, shall study the complaint and make a preliminary enquiry into the matter. In case if the Ombudsman is satisfied that there does not exist any serious offense, or where the matter can be amicably resolved through mediation, he shall intimate the same to the respondent and the complainant.
3. Wherein after preliminary investigation, the Ombudsman discovers facts evidencing existence of harassment, malpractice or misconduct, he may carry out an investigation on the respondent.
4. During the investigation, the Ombudsman may consult third parties including Directors, senior management of the Company, Consultants, experts, lawyers etc.
5. After the investigation is completed, he shall submit a report on the investigation to the audit committee.
6. The audit committee shall after considering the facts of the case, report of the investigation and views of the third parties (if any) provide its verdict on the matter which shall be final.



## CONCLUSION

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The framework of this policy is not an end to stop any misconduct observed in the organization. It is a step towards ensuring that the workforce of the Company is free to raise its voice against serious matters. The Company acknowledges that being a subjective issue, each and every case of whistleblowing shall be different from the other and hence one set of rules may not be enough to combat every situation. It is for this reason that the Company is keen on regularly updating this policy by way of taking suggestions from the employees, taking note of similar occurrences around the globe, employing professional personnel to ensure the compliance of such critical issues is done in true letter and spirit of the laws laid down. The Company requests all the employees to abide by the rules contained herein and help the Company to make Onward a Great place to work.

## FREQUENTLY ASKED QUESTIONS

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The FAQs listed below form a part of the Whistleblower policy of the Company but in no way limit the scope of the policy.

Q1. Whistle blowing – what is it?

- The term “whistle blowing” is most commonly used to describe when an employee (or ex-employee) discloses wrong doing within an organization. Such wrong doing can include unlawful conduct, financial malpractice or dangers to the public or the environment. Public disclosure of confidential information about an organization could clearly be a breach of an employee’s contract, therefore special arrangements are needed to protect both the employee and the organization. It is important that the employee’s concerns about illegal or unethical activities can be raised without fear of victimization and that the organization is alerted to malpractice early so that it can be stopped and the perpetrators dealt with.

Q2. What types of issues are covered?

- Wrongdoing can include:
  - Commission of a crime
  - Failure to comply with any legal obligation
  - A miscarriage of justice
  - A danger to health and safety
  - Damage to the environment
  - The deliberate concealment of information tending to show one of the above is occurring or likely to occur.
- It can also include:
  - Fraud and financial irregularities
  - Deliberate improper business conduct
- Following issues are not covered :
  - Mismanagement which may arise from error or incompetence.
  - Personal grievance which should be pursued through your line managers in accordance with your local grievance procedure.

Q3. How is the complaint to be made?

- The complaint has to be made in writing. It can be made on a plain paper with the details of the complainant, respondent and explaining the matter in brief. Avoid using emails for sending the complaints.

Q4. What do you do if you have a concern about wrongdoing?

- You must report the wrongdoing to the Ombudsman in writing.

Q5. What will happen to me if I raise a concern?

- If you ask us to protect your identity by keeping your confidence, we will not disclose it without your consent. We will write down all the information you give so that you can agree that we have understood your concerns correctly. All legitimate concerns will be respected and investigated. You will receive feedback on the progress of investigations. However, given the fact that the investigation of concerns will vary depending upon their nature, no specific time scale can be set.

If you raise a genuine concern in good faith you will not be at risk of suffering any form of retribution as a result. Provided you are acting in good faith, it does not matter if you find you are mistaken.

Q6. What if I raise the concern anonymously?

- It is very difficult to assess whether or not an anonymous letter is genuine or malicious. Consequently, while the Ombudsman will consider an anonymous report he will not start an investigation.

Q7. What should I do if I face any retaliatory action or threats of retaliatory action as a result of making a complaint?

- If you face any retaliatory action or threats of retaliatory action as a result of making a complaint, please inform the Ombudsman immediately. He/She will treat reports of such actions or threats as a separate complaint and investigate the same accordingly and may also recommend appropriate steps to protect you from exposure to such retaliatory action and ensure implementation of such steps for your protection.

Q8. What actions can be taken by the Ombudsman?

- Amongst others, the Ombudsman has the following powers:
  - (a) To ask questions and demand answers from employees connected with a particular complaint or investigation.
  - (b) To investigate the complaint raised and collect evidence.
  - (c) After confirmation from any of the Directors of the Company or the Senior Management, suspend any person found causing hindrance or who the ombudsman believes to be in opposition to affect the fairness of the complaint or cause undue pressure on the investigation.
  - (d) Appoint outside assistance in the investigations.
  - (e) Involve the Police authorities in case of serious offenses.
  - (f) Restrain the respondent(s) from interacting with the complainant, if required.