



**Psychotropics
India
Limited**

VIGIL MECHANISM/ WHISTLER BLOWER POLICY

Psychotropics India Limited

**Regd. Office: Plot No. 17, Sector-20A,
Mathura Road, Faridabad-121001
Haryana**

Website: www.pilindia.in



Dear Colleagues,

I am writing to you to make you aware of the fact that PIL has a very strong “Vigil Mechanism/ Whistle Blower Policy”, which is also placed on its website.

As a good organization we try to follow the best practices and give this opportunity to each & every employee of the Company to come forward and report if anything unprofessional or something not in the interest of the organization is being done or practiced in the Company. It is also the responsibility of the Company to ensure confidentiality and protection to the Whistle blower who takes the courage to report any wrong doing in the Company.

In the light of above, I am pleased to share with you all our already in place “Vigil Mechanism/ Whistle Blower Policy” which our employees can make use of in the interest of the organization whenever any need is felt.

With warm regards,

(Navdeep Chawla)

Managing Director &

Member of Audit Committee

Encl.: Vigil Mechanism/ Whistle Blower Policy



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1. Purpose

Psychotropics India Limited (PIL) believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. PIL is committed to developing a culture where it is safe for all employees to raise concerns about any poor or unacceptable practice and any event of misconduct or violation of law in force

2. Governance

Any changes to this policy shall be tracked and documented for future reference and all changes shall be performed only after prior approval of the Compliance Officer and the Audit Committee. Compliance Officer shall undertake periodic review and update this policy to reflect applicable law(s) and /or latest notifications released by the regulating authorities from time to time. Audit Committee shall monitor the effectiveness and review the implementation of the principles set forth in this policy, regularly considering its suitability, adequacy and effectiveness.

3. Definitions

- i. "Whistle-blower" means any Personnel who makes a Protected Disclosure under this Policy
- ii. "Personnel" means any employee of PIL (including outsourced, temporary and on contract personnel), director and/or third-party engaged by or on-behalf of the Company
- iii. "Protected Disclosure" means the disclosure of a Reportable Matter in accordance with this Policy
- iv. "Reportable Matter" means a genuine concern concerning actual or suspected
 - a) fraudulent practices, such as improperly tampering with the Company books and records, or theft of the Company property; and/or
 - b) breach of PIL's Code of Conduct. Please note that complaints concerning professional development issues of employees or employees compensation or other personal grievances are not Reportable Matters for purposes of this Policy
- v. "Audit Committee" means the committee constituted by the Company in accordance with Section 177 of the Companies Act, 2013
- vi. "PIL or the Company" means Psychotropics India Limited and its subsidiaries.



4. Scope

This policy covers reporting of any violation, wrongdoing or non-compliance relating to the Code of Conduct, policies and standard procedures of PIL.

This policy does not cover the following indicative but not exhaustive aspects:

- Compensation related issues like quantum of increments, bonus payouts, etc.
- Queries relating to deduction of tax from salary, etc.
- Inappropriate administration services e.g. quality of food, malfunctioning of phones, etc.
- Malfunctioning of information technology assets like laptop, printers, etc.
- Queries relating to job openings, internal transfers, etc.
- Recommendations to enhance operational efficiencies and/or strategy related decisions.

5. Policy Framework

Our Whistle-Blower Policy is the first and often the best way to provide a platform to address any Concern. It is important that our Employees speak up promptly regarding the Concern, so that it can be addressed in a timely manner. PIL will strive to maintain confidentiality to the greatest extent possible and discussion of the concern should be limited to only those individuals with a “need to know.”

Employees with management responsibilities play an important role in the implementation of the principles set forth in this policy. It is the responsibility of these leaders to:

- Make Employees aware of the principles set forth in this policy and PIL's commitment to it;
- Create an environment in which all Employees can, without fear of retaliation, raise what they believe to be honest issues to any level of leadership;
- Report all the Concerns to the Audit Committee promptly.

No party, including the subject(s) of a Whistle-Blower investigation, may interfere with the investigation. Any attempts to withhold, destroy, damage or tamper with evidence, or attempts to influence/threaten/persuade a party participating in the investigation process, shall warrant a disciplinary action that may even include termination of employment of an Employee or termination of association with a party. Furthermore, PIL shall ensure that any employee assisting in the said investigation is protected to the same extent as a Whistle-Blower.

All parties must cooperate with the investigation process, without compromising their self-incrimination privileges under applicable laws. Furthermore, investigations must be treated as a fact-finding discovery procedure and not as an accusation in itself.

6. Audit Committee

Audit Committee of the Company shall look after implementation of the Policy. The committee comprising the following members:

- Mr. Sajan Kumar Jain - Chairman
- Mr. Navdeep Chawla
- Mr. Arun Gupta



7. Reporting Mechanisms

All Personnel are encouraged to share questions, concerns, suggestions, or complaints with someone who is in a position to address them properly. In most cases, a Personnel's supervisor, manager or point of contact is in the best position to address an area of concern. If, however, Personnel are not comfortable speaking with their supervisor or similarly situated person, or if not satisfied with such person's response, then Personnel are encouraged to speak with or reach out to, the Compliance Officer or the Audit Committee.

Notwithstanding the aforesaid, Personnel can lodge a Protected Disclosure in one of the following ways:

- by contacting the Compliance Officer Mr. Siddharth Chawla at sid@pilindia.in, or
- by contacting the Audit Committee at nchawla@pilindia.in
- by sending a complaint letter in a sealed envelope marked "Private and Confidential" to the Audit Committee at below address:

Mr. Navdeep Chawla
(Member of the Audit Committee),
Psychotropics India Limited,
Plot No. 17, Sector-20A,
Faridabad, Haryana-121001

A Protected Disclosure may be made anonymously. If a Protected Disclosure is made anonymously or otherwise, the Protected Disclosure must provide as much detail and be as specific as possible, including names and dates, in order to facilitate the investigation. To the extent possible, the Protected Disclosure must include the following:

- a) The name of the employee, and/or third party or parties involved;
- b) Where it happened (division or office or location);
- c) When did it happen: a date or a period of time;
- d) Type of concern (what happened);
- e) Submit proof or identify where proof can be found, if possible;
- f) Who to contact for more information, if possible; and/or g) Prior efforts to address the problem, if any.

8. Dealing with the Reported Concerns/Protected Disclosure

The Audit Committee shall assess the basis and merit of the Concern. An investigation shall be launched only if the concern(s) raised entails unethical or improper conduct in violation of the PIL Code of Conduct or any of Policies and procedures. The Audit Committee may investigate and may at its discretion consider involving any other Officer of the Company and/ or an outside agency for the purpose of investigation, if needed. The Committee shall ensure that all members of the investigation team are independent and shall act without prejudice or bias.



The investigating team shall conduct its task in a thorough, fair, objective, legally compliant manner and uphold highest professional and moral standards.

If the reported concern is against any member of the Audit Committee, the concerned member shall rescue himself immediately from any further investigation until the actions are completed on that concern by remaining Committee Members.

Audit Committee Member(s) meet at regular intervals to discuss and assess the nature and gravity of Concern(s) and document the minutes of such discussions for future reference.

Whistle-Blower should co-operate during investigation and thereafter, whenever called-upon by the Committee. Audit Committee shall ensure that such interactions are at a minimum to avoid harassment.

Audit Committee Members should make best efforts to complete investigation at the earliest after receipt of Concern and prepare a report including but not limited to the following:

- Original Concern statement of Whistle-Blower
- Maintain records of investigation with concerned stakeholders
- Investigation outcome, recommended action, responsible persons and timelines

The Committee may communicate the results of investigation to the Whistle-Blower after completion of Investigation. Audit Committee may keep Whistle-Blower informed about the development(s) of the Investigation.

Audit Committee should also ensure that recommended actions are implemented.

Respective Business Heads, depending on the nature of Concern(s) or complaint(s) should extend their co-operation to the Committee whenever required.

Audit Committee shall maintain complete confidentiality of Whistle-Blower and protect him / her from retaliation during investigation and thereafter.

9. Protection to Whistle Blower

If an employee raises a concern under this Policy, he/she will not be at risk of suffering any form of reprisal or retaliation. Retaliation includes discrimination, reprisal, harassment or vengeance in any manner. He/she will not be at the risk of losing her/ his job or suffer loss in any other manner like transfer, demotion, refusal of promotion, or the like including any direct or indirect use of authority to obstruct the Whistleblower's right to continue to perform his/her duties/functions including making further Protected Disclosure, as a result of reporting under this Policy.

10. False Reporting

If at any time, it is revealed that the concern was raised with mala-fide intent, then the person reporting it will be subjected to disciplinary action, that may even include termination of employment of an Associate or termination of association with a party.



11. Record Retention

Documents received/generated during reporting, investigation and enforcement pursuant to this policy, shall be retained by the Company under the custody of Compliance Officer or any other authorized person for a period of 7 (seven) years or such other period as specified by any other law in force, whichever is more.

12. Amendment

The Board of Directors of the Company shall review the policy periodically and amend or modify this Policy in whole or in part, as required at any time and notify such amendments or modifications to all the employees.