

INDIAN TONERS & DEVELOPERS LIMITED

WHISTLE BLOWER POLICY

(To comply with the Provisions of Section 135 of the Companies Act, 2013 and the rules framed thereunder and incorporating MCA circulars upto 18.06.2014)

**INDIAN TONERS & DEVELOPERS LTD.
CORPORATE OFFICE : 1223, DLF TOWER 'B'
JASOLA
NEW DELHI – 110 025.**

CIN NO. L74993UP1990PLC015721

WHISTLE BLOWER POLICY

1. Objective

This policy is formulated to provide mechanism to employees & Director to approach the Audit Committee of the Company and disclose unethical and improper practices or any other alleged wrongful conduct in the Company and to prohibit managerial personnel from taking any adverse personal action against those employees.

2. Applicability

This policy applies to all permanent employees & Directors of the Company.

3. Scope of Policy

The policy intends to cover following information on suspected unethical and improper practices or wrongful conduct, which employee(s) and directors in good faith believes to exist :

- a. Manipulation of Company data / records
- b. A substantial and specific danger to public health safety.
- c. An abuse of authority
- d. Leaking confidential or proprietary information
- e. Violation of any law or regulations
- f. Gross wastage or misappropriation of company funds / assets
- g. Activities violating policies of the Company including Code of Conduct.

The above list is only illustrative and should not be considered as exhaustive.

4. **Procedures**

- a. Whistle Blower Committee shall mean a committee constituted by the company. Whistle Blower Committee shall comprise of the Company Secretary and Chief Financial Officer. Key directions/actions taken will be informed to the Chairman & Managing Director and Audit Committee.
- b. Any employee and director who observes any unethical and improper practices or allege wrongful conduct shall make a disclosure to the Whistle Blower Committee in writing as soon as possible but not later than 60 consecutive calendar days after becoming aware of the same and shall furnish as much details and evidence as possible.
- c. The Whistle Blower Committee shall appropriately and expeditiously investigate all whistle blower reports received.
- d. The Whistle Blower Committee shall have right to call for any information / document and examination of any employee and director of the Company or other persons (s) as they may deem appropriate for the purpose of conducting investigation under this policy.
- e. After completion of investigation, a report shall be prepared by Whistle Blower Committee and be placed before the Audit Committee for its consideration.
- f. After considering the report, the Audit Committee shall determine the cause of action and may order for remedies which may inter alia include
 - i) Revision of the policies and procedures of the Company to reduce the risk of recurrence.
 - ii) Suggest action against concerned persons.

5. **Protection**

- a. No discrimination, harassment, victimization or any other unfair employment practice like retaliations, threat or intimidation of termination / suspension of service, disciplinary action, transfer, demotion, refusal of promotion, or like will be adopted against Whistle Blowers.

- b. A Whistle Blower may report any violation of the above clause to the Chairman of the Audit Committee, who shall investigate into the same and recommend suitable action to the management which may inter alia include
 - i Reinstatement of the employee and director to the position or to an equivalent position.
 - ii Order for compensation for lost remuneration or any other benefits.

6. **Anonymous Allegations**

This policy requires individuals to put their name to any disclosures they make.

7. **Confidentiality**

The Company will treat all such disclosures in a sensitive manner and will endeavor to keep the identity of an individual making an allegation confidential. However, the investigation process may inevitably reveal the source of the information and the individual making the disclosure may need to provide a statement which cannot be kept confidential if legal proceedings arise.

8. **Untrue / Malicious / Vexations Allegations**

If an individual makes an allegation, which is not confirmed by subsequent events, and the investigation shows that an individual has made malicious or vexatious allegations for personal leverage, and particularly if he or she persists with making them, disciplinary action may be taken against the individual concerned.

9. **Notification**

All departmental heads are required to notify and communicate the existence and contents of this policy to the employees of their department. The new employees shall be informed about the policy by the Personnel & Administration Department and Director shall be informed about the policy by the Secretarial Department.

10. The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the Employees unless the same is notified to the Employees in writing.
11. The Company shall annually affirm that it has not denied any personnel access to the Whistle Blower Committee and that it has provided protection to whistle blower from adverse personnel action. The affirmation shall also form part of Corporate Governance report which will be attached to the Annual report of the Company.
12. The contact details of Whistle Blower Committee and the Chairman of the Audit Committee are as follows:

a.	The Chairman, Whistle Blower Committee, INDIAN TONERS & DEVELOPERS LTD., 1223, DLF Tower 'B', Jasola, New Delhi – 110 025.	info@indiantoners.com
b.	The Chairman, Audit Committee, INDIAN TONERS & DEVELOPERS LTD., 1223, DLF Tower 'B', Jasola, New Delhi – 110 025.	casgoel@gmail.com