

1. Preamble:

- a. Suven Pharmaceuticals Limited (SPL), being a responsible corporate citizen, is committed to adopt best practices through the implementation of various policies under the regulatory framework of law. Whistle Blower Policy (WBP) is one such practice SPL has pressed into service to ensure integrity of its financial and technical information, which is relied upon by the stakeholders.
- b. The WBP, an offshoot of SPL's Code of Conduct, has created a mechanism to receive and address any concern or complaint of serious nature relating to accounting, auditing, internal accounting controls, disclosure matters, reporting of fraudulent financial information to our stakeholders, or any other matters involving fraud, Director and/or employee misconduct, illegality or serious health, safety and environmental issues, which cannot be addressed through normal management actions.

2. Definitions

The definitions of some of the key terms used in this Policy are given in the annexure.

3. Scope

- a. The Whistle Blower's role is confined only to disclosure, and such disclosure will be appropriately dealt with and kept confidential by the Company Secretary or the Chairman of the Audit Committee, as the case may be.
- b. The Whistle Blower should invoke this Policy for resolution of serious issues/concerns/queries and must not take this route for raising malicious or groundless allegations against colleagues.
- c. WBP provides direct access to Chairman of the Audit Committee in exceptional cases and gives protection to anyone who wants to lodge a complaint. Confidential and/ or anonymous complaints can be put forward by a Whistle blower using the procedures set forth herein. The policy empowers the Audit Committee to initiate appropriate action that may lead to the extent of termination of employment, besides other actions if necessary.
- d. The company has zero tolerance levels for any victimization/retaliation against any Whistle Blower. The policy disqualifies the Whistle Blower if he/she makes any false or bogus allegations with mala fide intentions, who would, by virtue of this, eventually lose the protection under the policy.

4. Procedure for investigation

- a. All Disclosures should be in writing or through email at wbm@suvenpharm.com addressed to the Chairman of the Audit Committee through the Company Secretary of the Company. The information that is speculative in nature will be ignored.
- b. The Audit Committee will authorize the Company Secretary / Chairman of the Audit Committee to investigate/ oversee the investigations and may involve any investigators for the purpose of investigation. During the course of investigation, the identity of Whistle Blower and subjects will be kept confidential. Subjects will normally be informed about the allegations made against them at the beginning of the investigation. The investigation will be carried out in a fair, ethical and transparent manner.
- c. The investigation shall be completed normally within 60 days of the receipt of the Disclosure.

5. Decision

If an investigation leads to the conclusion that an improper or unethical act has been committed, the subjects will be informed suitably. The Chairman of the Audit Committee shall recommend to the Management of the Company to take such disciplinary or corrective action as the Chairman of the Audit Committee may deem fit.

6. Reporting and retention of documents

The Company Secretary shall submit a report to the Audit Committee in its meetings on all reported events and action taken thereon. All Disclosures in writing or documented along with the results of investigation relating thereto shall be retained by the Company for a period of 3 years.

7. Amendment

The Chairman & MD is empowered to make any amendments to this Policy without assigning any reasons there for.

Annexure

“Audit Committee” means the Audit Committee constituted by the Board of Directors of the Company in accordance with Section 177, Chapter XII of the Companies Act, 2013 and read with Clause 49 of the Listing Agreement with the Stock Exchanges.

“Code” means the SPL’s Code of Conduct.

“Disclosure” means any communication made in good faith that discloses or demonstrates information that may evidence unethical or improper or fraudulent or non-integrity issues / activity.

“Investigators” mean any person/s authorized, appointed, assigned or nominated or consulted or approached by the Chairman of the Audit Committee in connection with a reported event and / or includes the Internal / Statutory Auditors of the Company and the police.

“Subject” means a person against or in relation to whom a Disclosure has been made or evidence gathered during the course of an Investigation.

“Whistle Blower” means any employee, director, officer, customer, contractor and/or third-party intermediary engaged to conduct business on behalf of the Company, such as agents and consultants who has or had access to data, events or information about an actual, suspected or anticipated reportable matter within or by the organisation, and, whether anonymously or not, makes or attempts to make a deliberate, voluntary disclosure or complaint of organisational malpractice.