

WHISTLE BLOWER POLICY	
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Policy Owner/Approver – Board of Directors of the Company	

Cropnosys (India) Private Limited (hereinafter referred to as the “**Company**”) is committed to maintaining good corporate governance and in this regard, has set up a channel to receive complaints of unlawful or unethical conduct and other wrongdoings within the Company, in order to enable a work environment where each individual feels respected and safe.

Rationale of the Policy:

The purpose of this policy is to articulate the Company’s point of view on whistle blowing, the process, and the procedure to strengthen whistle blowing mechanism at the Company.

This policy:

1. Provides a platform and mechanism for the Employees and third parties (such as contractors, vendors, business partners, etc.) to voice genuine concerns or grievances about unprofessional conduct without fear of reprisal.
2. It provides an environment that promotes responsible and protected whistle blowing. It enables Employees and third parties about their duty to report any suspected violation of any law that applies to the Company or the Company’s code of conduct.
3. Above all, it is a dynamic source of information about what may be going wrong at various levels within the Company, and which will help the Company in realigning the processes and take corrective actions as part of good governance practice.

Applicability:

This policy is applicable to all Employees and third parties who may wish to report a concern related to a potential violation of the Company’s code of conduct.

Whistleblower meaning:

Any employee of the Company (“**Employee**”) or director of the Company (“**Director**”) or a third party who discloses or demonstrates evidence of an unethical activity or any conduct that may constitute breach of the Company’s code of conduct. This whistleblower has come to the decision to make a disclosure or express a genuine concern/ grievance/ allegations, after a lot of thought.

Protection Afforded:

The process is designed to offer protection to the whistleblower (i.e. Employees, and third parties) provided that the disclosure made/ concern raised/ allegations made (“**Complaint**”) by a whistleblower is in good faith and the alleged action or non-action constitutes a genuine and serious breach of what is laid down in the Company’s code of conduct.

The Company affirms that it will not allow any whistleblower to be victimized for making any Complaint. Any kind of victimization of the whistleblower brought to the notice of the Board of Directors of the Company will be treated as an act warranting disciplinary action.

As a Company, we condemn any kind of discrimination, harassment, victimization or any other unfair employment practice adopted against the whistleblowers. Complete protection will be given to the whistleblowers against any unfair practices like retaliation, threat or intimidation or termination/ suspension of service, disciplinary action, 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 in a free and fair manner.

Reporting to be undertaken in good faith:

Every whistleblower is expected to read and understand this policy and abide by it. It is recommended that any individual who wishes to report, do so after gathering adequate facts/ data to substantiate the Complaint and not complain merely on hearsay or rumour. This also means that no action will be taken against the whistleblower, if the complaint was made in good faith, but no misconduct was confirmed on subsequent investigation.

However, if a Complaint, after an investigation proves to be frivolous, malicious or made with ulterior intent/ motive, the Board of Directors of the Company will take appropriate disciplinary or legal action against the concerned whistleblower.

Complaint Matters and Templates:

The following are examples of incidents which may be a subject matter of the Complaint by the complainant:

1. Misappropriation of company assets or resources.
2. Conflict of interest.
3. Inappropriate sharing of confidential information.
4. Financial fraud of any nature.
5. Non-adherence to safety guidelines.
6. Inaccurate financial reporting.
7. Suspected leak of Unpublished Price Sensitive Information (UPSI).
8. Other forms of Harassment – Victimization, Bullying, Discrimination etc.
9. Social Media Usage.
10. Misuse of authority.
11. Environment, health and safety.

12. Any other matter which the complainant may deem as serious in nature.

The Complaint should also contain the following details:

1. Name, designation and department of the person(s) involved;
2. Time period of when the incident occurred (a tentative date can be provided if the exact date is not known);
3. Location of the incident;
4. How the complainant became aware of the incident leading to the Complaint;
5. How long has the incident been occurring for;
6. Details of the incident with all available supporting documents and evidence; and
7. If the subject matter of the incident has been previously reported to any person in the Company.

Complaints which will not be considered:

The following types of complaints will ordinarily not be considered and taken up:

1. Complaints that are illegible, if handwritten.
2. Complaints that are trivial or frivolous in nature.
3. Matters which are pending before a court of law, tribunal or any other judiciary or sub judiciary body.
4. Any matter that is very old (i.e. more than 3 years old) from the date on which the act constituting violation, is alleged to have been committed.
5. Issue raised, relates to service matters or personal grievance (such as increment, promotion, appraisal, etc.) and/ or any customer/ product related grievance.

Anonymity of whistleblower:

A whistleblower may choose to keep his/ her identity anonymous. In such cases, the Complaint should be accompanied with strong evidence and data.

Confidentiality:

The Board of Directors of the Company will treat all complaints in a confidential and sensitive manner. In specific cases where the criticality and necessity of disclosing the identity of the whistleblower is important, it may be disclosed, on a 'need-to-know-basis', during the investigation process and only with the prior approval of the whistleblower.

Complaint Procedure:

A whistleblower can make a Complaint in multiple ways:

1. He/ she can write to the Board of Directors of the Company at cipl.notices@jtcrop.com.

2. A whistleblower can send a Complaint to the Head Office of the Company situated at RMZ Galleria Offices, 9th Floor, Northstar Building, Opposite Yelahanka Police Station, Yelahanka, Bangalore – 560064, Karnataka, India (**Ph No: +91 9108142145**). The complainant may also send a message (such as through WhatsApp) to the aforementioned phone number, which will be treated as written proof of the complaint.

Penalty for when allegations are found to be true:

If an investigation, based on a whistleblower complaint, concludes that an Employee or third party is guilty of committing an offense or wrongdoing, the following penalties may be applied, depending on the severity of the offense:

1. **For Employees:**

- Warning or Reprimand for minor offenses.
- Suspension without pay for a specified period.
- Demotion or reassignment to a different role or department.
- Termination of employment in cases of severe misconduct, illegal activities, or repeated offenses.
- Legal action where applicable, including but not limited to fines, civil or criminal charges, or restitution for damages caused by the misconduct.
- In the event that a third party (including contractors, vendors, business partners, or others) accuses or reports an Employee for misconduct, fraud, malpractice, gross negligence and/or violations of the Company's integrity standards, and such Employee is found guilty after due investigation, the Company reserves the right to forfeit any outstanding dues owed to such Employee. This includes, but is not limited to, gratuity, leave encashment, bonus/incentives, notice pay, and ESOPs, if applicable and subject to applicable laws.

2. **For Third Parties (such as contractors, vendors, business partners, etc.):**

- Termination of contractual agreement with immediate effect.
- Legal action including claims for restitution for damages, fines, or pursuing civil and criminal charges.
- In the event that a third party (including contractors, vendors, business partners, or others) is found to have committed fraud, misconduct, malpractice, gross negligence and/or violations of the Company's integrity standards, the Company reserves the right to withhold or forfeit any outstanding dues or payments owed to such third party. This includes, but is not limited to, amounts due under contractual agreements, incentives, or any other financial obligations, subject to the terms of the applicable contract and relevant laws.

Policy communication and implementation guidelines:

It is the responsibility of the HR department of the Company to ensure that the updated names and email id of the various Employees and Directors of the Company is made available to all Employees through the local intranet, email communication and/or any other communication mechanism they may adopt. A copy of this policy shall also be placed on the intranet/ server of the Company.

This policy is equally applicable to third parties who may wish to report a concern related to a violation / potential violation of the Company code of conduct.

This policy can be modified or repealed at any time by the Board of Directors of the Company. In such an event, the same will be communicated to the Employees.

For and behalf of **Cropnosys (India) Private Limited,**




Name: Brunda Jagannath
Designation: Director

