



Whistleblowing Policy

1. Purpose

- 1.1. The Whistleblowing Policy is intended to directly support Excel-Par Electronics Private Limited's (Company's/Excel-Par's) Core Values described in the Code of Conduct. Excel-Par places high value on the trust and integrity expected of its employees. It is also intended to encourage and enable employees and others to raise concerns within the Company before seeking resolution outside the Company.
- 1.2. In line with this, Excel-Par has adopted a Whistleblowing Policy that outlines the Company's commitment to ensure that employees and other stakeholders can raise concerns regarding any illegal conduct or malpractice at the earliest opportunity without being subject to victimisation, harassment, or discriminatory treatment, and to have such concerns properly investigated. This policy sets out the mechanism and framework by which employees, contractors, consultants and any other individuals or organisations dealing with the Company can confidently voice concerns/complaints responsibly without fear of discriminatory treatment.

2. Scope

- 2.1. This Whistleblowing Policy applies to the Company and all its subsidiary companies. All employees (whether permanent, contract, part-time or casual), Directors, Shareholders, Consultants, Vendors, Contractors, outside agencies or any parties with a business relationship with the Company or its subsidiaries are encouraged to disclose any wrongdoing that may adversely impact the Company.

3. Definitions

- 3.1. Whistleblowing – This occurs when an employee or another stakeholder raises a genuine concern about dangerous or illegal activity or improper conduct that he/she is aware of through his/her work/dealing.
- 3.2. Whistle-blower – The employee/other stakeholder disclosing or reporting the wrongdoing.

4. Policy

- 4.1. The Company encourages the employees/other stakeholders to make any disclosures openly and honestly and that concerns/complaints raised will be treated fairly and properly.



4.2. All disclosures made under this Policy will be dealt with in a confidential manner. Disclosures received under anonymity will not be entertained to prevent invalid malicious reporting, poison letters, exploitation, and victimisation.

4.3. The Whistle-blower must identify himself/herself and provide contact information in his/her report. This will facilitate the investigator to obtain further information, if required and communicate on results of the investigation to the Whistle-blower.

5. Improper Conduct

5.1. The following shall constitute “Improper Conduct” under this Policy

5.2. Incidents of fraud, corruption, or bribery

5.3. Conduct or activity which breaches any law or regulatory obligation

5.4. Breach of the Company’s policies, practices, procedures, or other rules of conduct

5.5. Improprieties in matters of financial reporting

5.6. Situation which poses a danger to health, safety or any individual or significant danger to the environment

5.7. Other improper conducts as provided in the **Appendix 1 - List of Complaints Under Whistleblowing Policy.**

6. Communication Channel

6.1. Disclosure of information should initially and promptly be made by the Whistle-blower to one or more of the following persons within the Company:

6.1.1. Mr. Narayan Biligiri Selvapillai (Managing Director): narayan@excelpar.in

6.1.2. Mr. Varun V S (Company Secretary): vsvarun@yahoo.com

6.2. Reports of disclosure under this Policy can be made through E-mail to the above-mentioned E-mail addresses or postal mail (Using the attached form as per **Appendix 2 – Whistleblowing Form**) addressed to the above persons. The postal address for communication is as follows:



6.2.1. Excel-Par Electronics Private Limited,
Plot No. 292/B, Hebbal Industrial Area, Mysore 570016,
Karnataka, India.

6.3. Employees who have raised concerns internally will be informed of who is handling the matter, how they can contact them and if there is any further assistance required.

7. Required Evidence

7.1. The whistle-blower should be able to provide in writing, information regarding the type of activity or conduct, identity of the person(s) suspected as being involved, when it occurred and who was affected.

7.2. The Whistle-blower must have first-hand knowledge or information of the facts, i.e. information obtained from third party or 'hearsay' will not be entertained. However, the Whistle-blower should not be discouraged from making a report because they are unsure whether there is sufficient evidence to support their allegations.

8. Confidentiality and Protection

8.1. A Whistle-blower must identify himself/herself when submitting a complaint/disclosure. Upon making the disclosure in good faith:

8.1.1. The Whistle-blower will be protected from any reprisal within the Company or its subsidiaries as a direct consequence of the disclosure. ('Reprisal' means disciplinary measures, demotion, suspension or termination of employment or service)

8.1.2. The Whistle-blower's identity shall be protected i.e. kept confidential unless otherwise required by law or for purposes of any proceedings by or against the Company

8.1.3. The identity and personal information of the Whistle-blower and the alleged wrongdoer may be revealed to persons involved in the investigations or any other process.

8.2. Protection under 8(a) above will be accorded by the Company only when the Whistle-blower satisfies all the following conditions:

8.2.1. The disclosure is done in good faith



- 8.2.2. The Whistle-blower is aware that the information and any allegations disclosed are true;
- 8.2.3. The Whistle-blower has not communicated the disclosure to any other party not related to the disclosure
- 8.2.4. The disclosure made is not for personal gain or interest.
- 8.3. The Company views seriously any false, malicious, or defamatory allegation. This can be considered as gross misconduct where the Company may take appropriate disciplinary action.
- 8.4. Suppliers/ Vendors of the Company and members of the public who become a Whistle-blower will also be protected by the Company as to his/her/its identity subject to satisfying all conditions in 8(b) above.
- 8.5. Employee and industrial relations related issues and human resources related issues are excluded from the operation of this Policy because they are other established mechanisms to raise such complaints.

9. Procedures

- 9.1. All complaints/disclosures received would be placed before a Whistleblowing Committee for its action.
- 9.2. The Whistle-blower Committee shall comprise of the following members:
 - 9.2.1. Chairman and Managing Director
 - 9.2.2. Company Secretary
- 9.3. The Committee shall have the authority to:
 - 9.3.1. determine the legitimacy of the disclosure
 - 9.3.2. direct further action; and
 - 9.3.3. determine who should conduct the investigation i.e. engage external expertise, management, or form an Internal Audit Committee.
- 9.4. If any of the Committee members is the suspect being involved in the improper conduct, he/she will automatically abstain from attending the meeting.
- 9.5. If, the Internal Audit Committee (or any other Assigned Investigator) is tasked to investigate, he/she must take all reasonable steps to ensure that investigations



regarding the disclosure are fair and unbiased.

9.6. The Internal Audit Committee (or any other Assigned Investigator) will keep detailed records of all evidence gathered, interviews conducted and all records received which affect the outcome of the investigation.

10. Reporting

Upon conclusion of the investigation, the Head of Internal Audit Committee/ Assigned Investigator will present the outcome of the investigation to the Whistle-blower Committee.

11. Action(s) after reporting

11.1.1. If the Whistle-blower Committee is satisfied with the outcome of the investigation, it will communicate to management to proceed with action based on established policy and procedures for the necessary disciplinary action to be taken immediately. Instituting the disciplinary action will be the responsibility of Whistle-blower Committee. If the case is involving members of the Board, it will be deliberated by the Board of Directors of the Company.

11.1.2. Senior Management must also take into account recommendations contained in the investigation report to prevent the conduct from continuing or occurring in the future. Actions to be taken may also be directed to remedy any harm or loss arising from the conduct.

12. Review of this Policy

The Board of Directors or the Whistle-blower Committee can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with laws and regulation and/or accommodate organizational changes within the Company or Group. However, the modification made shall be effective after the same is circulated to employees in writing or electronically.



Appendix 1 - List of Complaints Under Whistleblowing Policy

The list of complaints/concerns includes, but are not limited to:

1. Corruption or bribery
2. Breaching of a legal obligation
3. Misuse of company information
4. Any dishonest or fraudulent act
5. Any act of conflict of interest with suppliers, vendors, or contractors
6. Forgery or alteration of any document or account belonging to the company
7. Forgery or alteration of a cheque, bank draft or any other financial document
8. Misappropriation or theft of funds, supplies or other assets
9. Providing or accepting gifts or material value to/from customers, contractors, vendors, or other persons doing or attempting to do business with the Company or its Group of Companies that are intended to influence a business decision or selection process
10. Destruction, removal or inappropriate use of the Company's records, furniture, fixtures, and equipment
11. Falsifying payroll records or overtime claims
12. Falsifying travel and entertainment expenses and/or utilising company funds to pay for personal expenses
13. Fictitious reporting or receipts, delivery orders, etc., from suppliers or shipments to customers
14. Misappropriation of Company-owned computer hardware, software, data, etc.
15. Acceptance of fictitious quotations from suppliers, vendors, or contractors in favouring for a particular entity
16. Inventory or asset theft
17. Any other detrimental wrongdoing which nature of the wrongdoing is subject to absolute discretion of the Committee



Appendix 2 – Whistleblowing Form

Whistleblowing Report				
To				
Incident Details	Date		Time	
Incident Location				
Name(s) of the alleged person(s)/ Division/ Department	<ol style="list-style-type: none"> 1. 2. 3. 			
Description/ Circumstances of the alleged incident (Please use attachments if necessary)	<ul style="list-style-type: none"> • What/ Who/ When/ Where/ How • Please provide evidence to support the claim 			
Signature				
Name				
Department/ Division/ Company				
Contact Details	<ul style="list-style-type: none"> • Contact number: • Mail address: 			
Date				

Note: It is necessary to provide your name and contact number so that we can contact you for additional information of the reported concern.