

**SCHOTT POONAWALLA PRIVATE LIMITED**  
*(Formerly known as 'Schott Kaisha Private Limited')*

**WHISTLE BLOWER POLICY**

## **1.0 PURPOSE**

- Encouraging Employees and Business Associates to report unethical business practices at workplace without fear of reprisal.

## **2.0 OBJECTIVE**

- To allow and encourage our employees and business associates to bring to the management's notice concerns about suspected unethical behavior, malpractice, wrongful conduct, Fraud, violation of the Company's Policies including Code of Ethics and Conduct, violation of law or questionable Accounting or Auditing matters by any employee/director in the company (hereinafter referred to as Wrongful Conduct) without fear of reprisal.
- To ensure timely and consistent organizational response and thereby ensuring complete transparency in the organization.
- To prohibit Initiation of adverse action against an employee or business associate or failing to take an otherwise appropriate action, as a result of the employee's good faith disclosure of alleged wrongful conduct to the Committee.

## **3.0 SCOPE / ELIGIBILITY**

All employees and business associates of SCHOTT POONAWALLA PRIVATE LIMITED

## **4.0 RESPONSIBILITY**

Whistle Blower Committee

## **5.0 POLICY GUIDELINES**

### **5.1 Making a Disclosure:**

1. Any employee / business associate who becomes aware of a suspected wrongful conduct is encouraged to send his / her observations / concrete fact to the Whistle Blower Committee either through phone or written communication complete with related evidence (to the extent possible) without fear of reprisal or retaliation of any kind.
2. The information on suspected wrongful conduct is such Information which the employee/business associate in good faith, believe, evidences:

A violation of any law or regulation, including but not limited to corruption, bribery, theft, fraud, coercion and willful omission:

- Pass back of Commissions/benefits or conflict of interest.
- Procurement frauds.

- Mismanagement, Gross wastage or misappropriation of company funds/assets.
- Manipulation of Company data/records.
- Stealing cash / company assets, leaking confidential or proprietary information.
- Unofficial use of Company's material / human assets.
- Activities violating Company policies including Code of Ethics and Conduct.
- A substantial and specific danger to public health and safety.
- An abuse of authority.
- Criminal Offence

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

3. In alleged wrongful Conduct, the employee / business associate can directly approach to **any of** the following:

Location	Name & Designation	Contact Details
<b>Registered office at Mumbai:</b> 13, 1 <sup>st</sup> Floor, Plot No. 228, Mittal Chambers, Barrister Rajani Patel Marg, Nariman Point, Mumbai Mumbai City MH 400021	Mr. Eric L'heureux, Managing Director	Mobile: 89800 22887 Email: eric.lheureux@schott- poonawalla.com
	Mr. Rohit Sarmalkar Whole Time Director	Mobile: 98207 87418 Email: rohit.sarmalkar@schott- poonawalla.com
	Ms. Sangeetha Shenvi, Vice President – Sales	Mobile: 9769164101 Email: sangeetha.shenvi@schott- poonawalla.com
<b>Factory at Daman</b> S No. 50/2, 51/1, 51/1 (1), 46/12, 46/13, 46/8, 342/3 (61,74), Kadaiya Village, Post Bhimpore, Daman-396210.	Mr. Eric L'heureux, Managing Director	Mobile: 89800 22887 Email: eric.lheureux@schott- poonawalla.com
	Mr. Rohit Sarmalkar Whole Time Director	Mobile: 98207 87418 Email: rohit.sarmalkar@schott- poonawalla.com
	Mr. Hari Kumar Pillai Asst. Gen Manager, HR	Mobile: 9909991881 Email: hari.pillai@schott- poonawalla.com
<b>Factory at Jambusar</b> Plot No.1369, Village – Anakhi, Taluka Jambusar, District Bharuch, Gujarat: 392 150	Mr. Eric L'heureux, Managing Director	Mobile: 89800 22887 Email: eric.lheureux@schott- poonawalla.com
	Mr. Rohit Sarmalkar Whole Time Director	Mobile: 98207 87418 Email: rohit.sarmalkar@schott- poonawalla.com
	Mr. Dharmendra Patel Asst. Gen Manager, HR, Admin and Legal	Mobile: 75739 84566 Email: dharmendra.patel@schott- poonawalla.com

<b>Factory at Umarsadi</b> S No. 606/P,1,2,3, 608/P-1, 608/2, 609/5,6, 610/1,9, Village Umarsadi (Sim), Taluka Pardi, Valsad, Gujarat - 396 125	Mr. Eric L'heureux, Managing Director	Mobile: 89800 22887 Email: eric.lheureux@schott- poonawalla.com
	Mr. Rohit Sarmalkar Whole Time Director	Mobile: 98207 87418 Email: rohit.sarmalkar@schott- poonawalla.com
<b>Factory at Baddi</b> Khasra Number 199, KK320/242, 326/249, Pargna Dharampur, Near HUL Material Gate, Baddi, Kunjal, Solan, Himachal Pradesh.	Mr. Eric L'heureux, Managing Director	Mobile: 89800 22887 Email: eric.lheureux@schott- poonawalla.com
	Mr. Rohit Sarmalkar Whole Time Director	Mobile: 98207 87418 Email: rohit.sarmalkar@schott- poonawalla.com
	Mr. Chandrashekhar Hejib, Plant Head	Mobile: 7574880375 Email: chandrashekhar.hejib@schott- poonawalla.com
	Mr. Satish Kumar, Asst. Manager-HR	Mobile: 7011787713 Email: satish.kumar@schott- poonawalla.com

4. If you have reason to believe that any Director of the Company who is a Member of Whistle Blower Committee is involved in the alleged wrongful conduct, you may report your complaint to Mr. Andreas Reisse, Chairman of the Board at [andreas.reisse@schott.com](mailto:andreas.reisse@schott.com).
5. To build and strengthen a culture of transparency and trust in the organization.

## 5.2 Disclosure Investigation

The Whistle Blower Committee, upon receipt of disclosure, shall investigate the complaint/s to ascertain its genuineness and veracity. Based on the outcome of such investigation, within 30 days of the receipt of disclosure, the Whistle Blower Committee shall recommend a corrective action to the Management including but not limited to:

1. Closing the complaint if wrongful conduct remains largely unsubstantiated or
2. Initiating action against concerned person if complaint found correct on investigation or
3. Recommending installation of a proactive system to overcome system weakness/making it more stringent.

Management, on the basis of the recommendation of the committee, shall take appropriate action immediately.

### 5.3 Whistle Blower Committee

Whistle Blower Committee members shall be selected keeping in view, following criteria:

- Mature, well informed and trained persons.
- Ability to intelligently analyze the facts of the complaints.
- Ability to deter mischief mongers by asking for critically important information in an affable style.

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	Mr. Chandrashekhar Hejib, Plant Head	Mobile: 7574880375 Email: chandrashekhar.hejib@schott- poonawalla.com
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#### 5.4 Confidentiality

Disclosure of wrongful conduct may be submitted on a confidential basis or may be submitted anonymously. Such disclosures will be kept confidential to the extent possible, convenient with the need to conduct an adequate investigation, however complainants name shall not be revealed.

#### 5.5 Protection Against Victimization

No adverse action shall be taken against an employee or business associate in "Knowing Retaliation", who makes any good faith disclosure of suspect wrongful conduct to the Whistle Blower Committee.

No supervisor or any other employee with authority to make or materially influence significant personnel decisions shall take or recommend an adverse personnel action against an employee or business associate in "knowing retaliation" for disclosing wrongful conduct in good faith. Any supervisor or employee found to have so violated this Policy shall be subject to disciplinary action, in accordance with existing rules, policies, and procedures of the Company.

#### 5.6 Whistle Blower Complaint

No later than 30 days after a current or former employee / business associate is notified or becomes aware of an adverse personnel action against him / her, he or she may protest the action by filing a written complaint with anyone in the committee if the

employee believes the action was based on his or her prior disclosure in good faith, of an alleged wrongful conduct.

The Whistle Blower Committee on receipt of such complaint, shall review the complaint expeditiously to determine the genuineness and veracity and within 30 days shall notify the Management and the complainant of the result of the review and whether the adverse personnel action is affirmed, reversed or modified. In case the Whistle Blower Committee finds the complaint, not pursuant to this policy, the employee shall be referred to other available grievance processes to pursue the complaint.

### **5.7 Legitimate Employment Action**

This policy may not be used as a defense by an employee against whom an adverse personnel action has been taken for legitimate reasons or under company rules and policies. It shall not be a violation of this policy to take adverse personnel action against an employee whose conduct or performance warrants that action, separate and apart from that employee making a disclosure.

### **5.8 False Allegation of Wrongful Conduct**

An employee who knowingly makes false allegations of alleged wrongful conduct to the Whistle Blower Committee shall be subject to disciplinary action, in accordance with company rules, policies, and procedures.

### **5.9 Status Report to Whistle Blower Committee**

The Whistle Blower Committee shall maintain a log of all disclosures received and the summary of action taken from time to time.

### **5.10 Abuse of Authority**

Action or decision which is outside the scope of the alleged violator's position, scope of duties, or level of authority as authorized by the management. However, even actions or failures to take actions which are within the alleged violator's authority may constitute abuse of authority if the violator's motive or purpose is to harass, intimidate, or treat the employee / business associate unreasonably or capriciously under the applicable facts and circumstances.

### **5.11 Conflict of Interest**

Conflict of interest arises when an employee is in a position to influence a decision in ways that could lead to any matter or form of personal gain to the employee or for his / her family member, or when the employee has a personal vested interest in the activity or decision.

### **5.12 Adverse Action**

An employee related act or decision or a failure to take appropriate action by a supervisor or higher level authority, which affect an employee / business associate negatively. The following are some of adverse personnel actions:

Termination of employment / contract, suspension, dismissal, discharge, demotion, harassment, written reprimand, retaliatory investigation, decision not to promote, awarding an unwarranted performance rating.

Withholding of appropriate salary adjustments, imposition of involuntary transfer or reassignment, denial of awards, leave, benefits for which the employee / business associate, as and wherever applicable, would normally be eligible.

### **5.13 Disclosure**

Oral or written report by an employee / business associate to the Committee of alleged wrongful conduct on a matter of organizational concern

### **5.14 Gross Waste or Misappropriation of Company Funds**

Action or decision which is outside the scope of the alleged violator's spending or budgetary authority, or even when the action or decision is within budgetary authority, the action would be considered by a reasonable person to be grossly excessive. Wasteful or an improper use of public funds.

### **5.15 Mismanagement**

Action or decision which exceeds the scope of the alleged violator's responsibilities, or even if the action is within responsibilities, the action considered by a reasonable person to be grossly excessive or unfair.

### **5.16 Action**

An employment related action or decision, which affects an employee / business associate positively or negatively.

### **5.17 Knowing Retaliation**

An adverse action taken by a supervisor or other authority against an employee / business associate because of a prior disclosure of alleged wrongful conduct.

### **5.18 Employee**

Employee means any Director (whether whole time or non-executive) and any person in the employment of the Company.



## 5.19 Secrecy

The Whistle Blower, the Subject, Whistle Blower Committee, and everyone involved in this process shall:

- maintain complete confidentiality / Secrecy of this matter.
- not discuss the matter in any informal / Social gatherings / meetings.
- discuss only to the extent or with the persons required for the purpose of the completing the process and investigations.
- not keep the papers unattended anywhere at the time.
- keep the electronics mails / files under password.

If anyone is found not complying with the above, he / she shall be held liable for such disciplinary action as is consider fit.

## 6.0 ABBREVIATIONS

NIL

## 7.0 REFERENCES

NIL

## 8.0 ANNEXURES

NIL

## 9.0 SUMMERY OF CHANGES

### 9.1: Changes to Whistle Blower Policy approved by the Board vide Circular Resolution # 381 w.e.f. November 11, 2021.

- a. Para 5.1, Sub-Para 3: The words '**any of**' added. It enables any employee / business associate to approach any one of the members of the whistle blower committee to report any alleged wrongful conduct. He has the option to pursue the complaint with any one member of the Committee or with all the members of the Committee.
- b. Para 5.1, Sub-Para 3: Names of Whistle Blower Committee Members updated.
- c. Para 5.3: Names of Whistle Blower Committee Members updated.
- d. Para 5.3: New Sub-Para 4 added:  
It enables any employee / business associate to report any alleged wrongful conduct directly to Mr. Andreas Reisse, Chairman of the Board, in case he believes that any Director of the Company who is a Member of Whistle Blower Committee is involved in the alleged wrongful conduct.

**9.2: Changes to Whistle Blower Policy approved by the Board vide Circular Resolution # 401 w.e.f. October 12, 2022.**

- a. Para 5.1, Sub-Para 3: The words 'involving Senior Management' deleted. The scope of whistle blower complaint is enlarged. Now, any alleged wrongful conduct involving anybody can be part of whistle blower complaint.
- b. Para 5.1, Sub-Para 3: Name of Whistle Blower Committee Member updated.