

## **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

### **1. Policy statement**

Section 177 of the Companies Act, 2013, and the Rules made thereunder ('Act') and Regulation 4(2)(d)(iv), 22 and 46(2)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") contain detailed provisions on Vigil Mechanism or Whistle Blower Mechanism which needs to be implemented in all Companies governed under the Statutes. Moreover, Sellowrap Industries Limited (Formerly known as Sellowrap Industries Private Limited) ('Company') believes in the conduct of its affairs in a fair and transparent manner by adopting and upholding highest standards of ethics, professionalism, honesty and integrity.

Through this policy, the Company shall enable all employee and / or associate to raise their complaints / concerns / grievances related to any form of misconduct, mismanagement or any kind of violation of laws, rules or regulations in the Company, in a prescribed method, without any fear of victimization and persecution. This Policy shall also ensure the confidentiality of the complainant's identity, complaints and disclosures as well as the identity of the person against whom the complaint has been raised and investigation is being carried out by the competent authority, following the basic principles of natural justice.

### **2. Short Title, Applicability and Commencement:**

1. This Policy shall be called as Sellowrap Industries Limited (Formerly known as Sellowrap Industries Private Limited) - Vigil Mechanism / Whistle Blower Policy" ('Policy').
2. This Policy shall apply to all the employees (including temporary, outsourced and contractual), stakeholders and associates of the Company.
3. This Policy shall come into force with immediate effect.

### **3. Scope**

This policy applies to all employees (permanent or temporary), Stakeholders, business partners, and affiliates of the Sellowrap Industries Limited.

The policy provides necessary safeguards for whistleblowers making **Protected Disclosures** in good faith. It covers violations in areas outlined in the **Code of Business Conduct & Ethics**, such as Business integrity, responsible corporate citizenship, Illegal or unfair labor and trade practices, other violations of laws or ethical standards.

#### 4. Definitions

- **Code:** Refers to Sellowrap Industries Limited Code of Business Conduct & Ethics.
- **Disciplinary Action:** Includes any action taken during or after an investigation, such as a warning, fine (where permissible by law), suspension, or other measures deemed appropriate.
- **Disclosure Policy:** Sellowrap Industries Limited has structured program for reporting concerns or violations.
- **Employee:** Includes all officers, members of management, employees, stakeholders, business partners, and affiliates of the Sellowrap Industries Limited.
- **Investigation Subject:** Any individual or group against whom a Protected Disclosure is made.
- **Investigators:** Persons appointed by the Ombudsperson to assist in investigating disclosures and reporting findings.
- **Ombudsperson:** A designated Human Resource Head will responsible for receiving complaints under this policy and ensuring appropriate action.
- **Policy:** Vigil Mechanism / Whistle Blower Policy.
- **Protected Disclosure:** Any good-faith communication revealing unethical or improper activities or violations of the Code.
- **Protected Disclosure Form:** The standard form for submitting disclosures, available on the company website or intranet.
- **Whistle Blower:** A person making a Protected Disclosure under this policy, including employees, stakeholders, business partners, affiliates, or any individual with relevant knowledge or information.

## **5. Guidelines**

### **5.1 Whistle Blower**

Disclosures must be made with factual evidence and submitted within 30 days of observing the violation. The Protected Disclosure Form should be used for reporting, ensuring information is based on firsthand experience.

Whistleblowers must not conduct their investigations.

If a whistleblower discloses their identity, the Ombudsperson will verify their authenticity while maintaining confidentiality.

Disclosures must be genuine, supported by adequate data. False or malicious disclosures may result in disciplinary action.

Anonymous disclosures are permitted but may limit the investigation's thoroughness. Whistleblowers are encouraged to disclose their identity for a more effective inquiry.

### **5.2 Confidentiality**

**5.2.1** All concerns and issues raised will be treated confidentially, with identities disclosed only to facilitate investigations if necessary.

**5.2.2** The confidentiality of both the Whistleblower and the Investigation Subject will be maintained at all stages.

### **5.3 Protection for Whistle Blowers**

**5.3.1** Whistleblowers reporting in good faith are protected from retaliation or unfair treatment, termination, suspension, or other adverse employment actions.

**5.3.2** Violations of these protections should be reported to the Ombudsperson.

### **5.4 Investigation Subjects**

**5.4.1** Investigation Subjects will be informed of disclosures against them and allowed to respond during investigations.

**5.4.2** They must not interfere with investigations or tamper with evidence.

**5.4.3** Subjects have the right to legal counsel at their own cost.

## 6. Procedure

### 6.1 Raising a Concern

#### 6.1.1 What to Report:

- Violations of the Company's Code.
- Discrimination based on race, religion, nationality, gender, etc.
- Unethical business practices, fraud, bribery, or corruption.

#### 6.1.2 How to Report:

- Concerns should be reported to the Ombudsperson:

Name	Ms. Vibha Anoop
Title	Ombudsperson
Address	Royal Empress, Sr No. 127/4, Office No. 101, A-Wing, Baner, Pune, Maharashtra, India - 411045
Email id	<a href="mailto:ombudsperson@sellowrap.com">ombudsperson@sellowrap.com</a>

- Use the **Protected Disclosure Form** to provide detailed information, including names, dates, and supporting evidence.

## 6.2 Investigation

**6.2.1** The Ombudsperson may involve Investigators for conducting impartial inquiries.

**6.2.2** Investigations are neutral, fact-finding processes. The outcomes may or may not align with the Whistleblower's conclusions.

**6.2.3** Investigations will be completed promptly within 45 days, with delays documented and justified.

## 6.3 Documentation and Reporting

The Ombudsperson's office will make a detailed written record of the Protected Disclosure. The detailed record of all disclosures and investigations, includes:

- Facts of the matter
- Whether the same Protected Disclosure has been raised previously, and if so, the outcome thereof.
- Whether the same Protected Disclosure has been raised previously against the same Investigation Subject.
- Financial or reputational impact.

- Facts & Findings of the Ombudsperson.
- Impact analysis (if applicable).
- The timeline for final decision of investigation.
- Recommendations and timelines.

## 7. Decision

- If an investigation leads to the conclusion that an improper or unethical act has been committed, the Ombudsperson shall decide such disciplinary/corrective actions as the Ombudsperson may deem fit.
- Any disciplinary/corrective action initiated against the Investigation Subject as a result of the findings of an investigation shall adhere to the applicable personnel conduct and disciplinary procedures.

## 8. Reporting and Retention of Documents

The Ombudsperson shall submit a report to MD of the Company on a regular basis about all Protected Disclosures referred to him together with the results of the investigation, if any.

## 9. Prevention of Policy Misuse

**9.1** Any disclosure found to be made with malicious intent or without factual basis will result in disciplinary action.

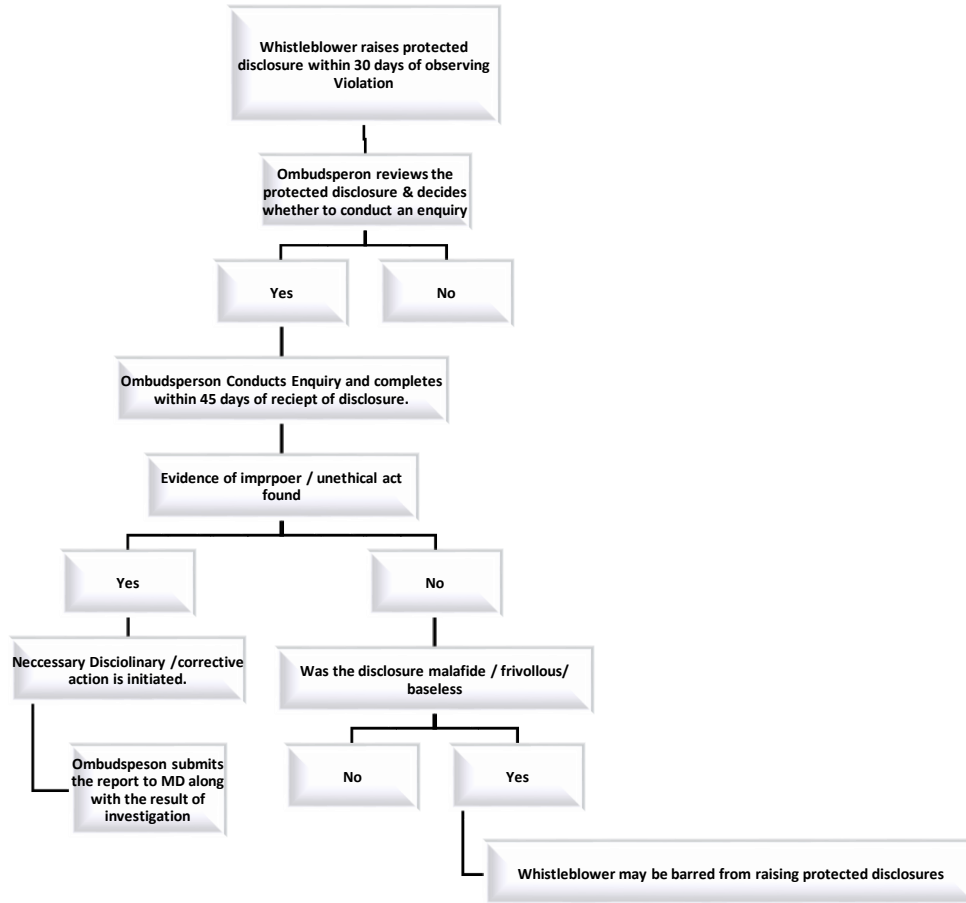
**9.2** Interpersonal or policy-related issues should follow existing organizational channels and not misuse this policy.

## 10. Amendment

This policy supersedes all prior versions. The Company reserves the right to amend it at any time, subject to approval by the Managing Director (MD).

The Company reserves the right to amend the Policy at any point in time. Management would be responsible for maintaining and carrying out subsequent modifications in accordance with the applicable regulations.

- Investigation process on protected disclosure by Whistleblower:



*For Sellowrap Industries Limited  
(Formerly known as Sellowrap Industries Private Limited)*