



WHISTLE BLOWER POLICY

Version 1.2



Date	Policy Owner	Prepared by	Reviewed By	Approved by	Approved by	Date of Approval
15-Feb-2023	Human Resources & Administration	Ajay Shivaprasad & Mahima Mishra	Ramakrishnan K & Gawir Baig	Ravindra Chandrappa Chief Operating Officer		31/05/2023

Anthem Biosciences Private Limited

#49, F1 & F2, Canara Bank Road, Bommasandra Industrial Area Phase I, Bommasandra, Bangalore 560099

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1. Introduction

ANTHEM BIOSCIENCES PRIVATE LIMITED (hereinafter referred to as “Anthem”/“Company”), incorporated in Bangalore on 13th June 2006 under the provisions of Companies Act, 1956, having CIN: U24233KA2006PTC039703, is a Contract Development & Manufacturing Organization (CDMO) providing discovery biology services, synthetic chemical research and analysis, chemical synthesis, manufacturing of specialty chemical products, analytical method development, and related services. Over the years, the company has forward integrated into contract manufacturing with a view to benefit from the synergies arising out of its involvement in the development of the product.

Anthem offers a whole gamut of services, independently as well as collaboratively, dedicated to enabling and sustaining global research efforts in the discovery of new compounds by pharmaceutical, biotechnology, specialty chemicals, agriculture chemicals and material science companies worldwide.

2. Objective

Anthem intends its employees to observe high standard of business, professional and personal ethics in conduct of their duties and responsibilities. All employees of Anthem must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

This Whistle Blower Policy (hereinafter “Policy”) describes the procedures to disclose unethical and improper practices or any other alleged wrongful conduct in Company and to prohibit management/senior management from taking any adverse personnel action against such employees.

3. Applicability

This Policy is applicable to all individuals working at all levels and grades, including board of directors, senior managers, officers, other employees (whether permanent, fixed-term or temporary), trainees, interns, seconded staff, casual workers (collectively “Employees”) consultants, contractors, and agency staff, agents or any other person acting on behalf of Anthem anywhere in the world.

4. Definitions

- I. **Committee:** A cluster of nine Designated Officials
- II. **Designated Official:** The full time employees of the Company identified by the management and designated for receipt of information of any Unethical Practice, investigation and taking appropriated action.

- III. **Disclosure:** Any communication in relation to an Unethical Practice(s) made in good faith by the Whistle Blower.
- IV. **Investigators:** Any person(s) duly appointed by the Committee to conduct an investigation under this Policy.
- V. **Subject:** a person/ function/ process/ department, against or in relation to whom a disclosure of Unethical Practice is made under this Policy.
- VI. **Unethical Practice:** includes, but not limited to, the following suspected improper practices being followed in the Company:
- ✓ Possible irregularities, governance weaknesses, financial reporting issues or other such matters
 - ✓ Manipulation of Company data/records
 - ✓ Disclosure of confidential/proprietary information to unauthorized personnel
 - ✓ Any violation of applicable legal law and regulations to the Company
 - ✓ Any instances of misappropriation of Company assets/funds
 - ✓ Activity violating any laid down Company policy, including the Code of Conduct
 - ✓ Non adherence to accounting policies & procedures adapted to present true and fair view of the operations & financial position of the Company
 - ✓ Any other activities whether unethical or improper in nature and injurious to the interests of the Company
 - ✓ Report instances of leak of unpublished sensitive information
- VII. **Whistle Blower:** An Employee or customer of the Company making a disclosure of any Unethical Practice as defined in this Policy.

5. Procedure for Reporting/ Actionizing Disclosure/s

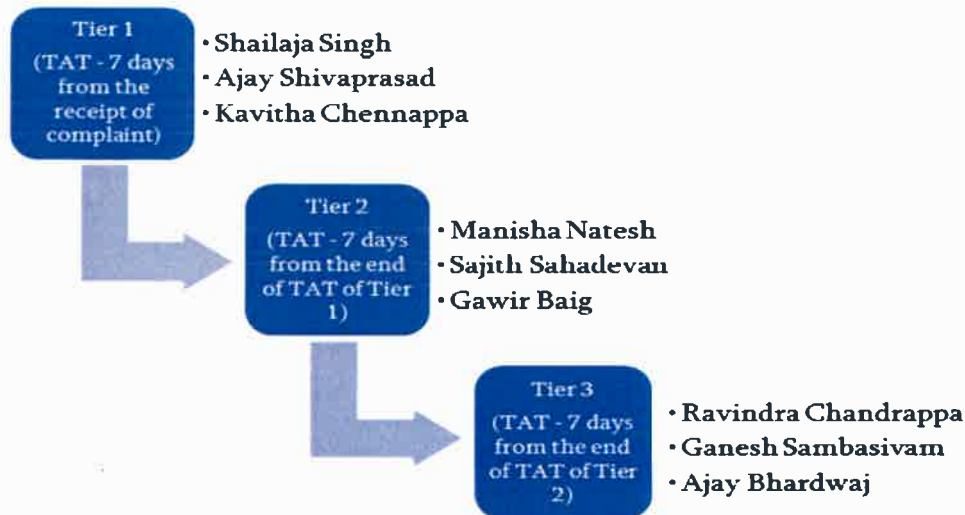
Reporting of allegations of suspected Unethical Practice are encouraged to be made in writing to assure clear understanding of the issues. The written statement shall furnish as much details and evidence as possible. This is to allow proper assessment of the nature, extent and urgency of preliminary investigative procedures.

- I. While disclosing an Unethical Practice under this Policy, Whistle Blower is at the liberty to disclose his / her identity or to keep it anonymous.
- II. The Whistle-Blower must disclose to Committee members against whom he / she has a concern and also the nature of concern.
- III. The Committee is entrusted with various functions under this Policy including receipt of disclosures and investigation of matters.

- IV. The Committee shall appropriately and expeditiously investigate all disclosures, evidences and reports received by the Whistle Blower.
- V. The Committee shall have right to call for any information /document and examination of any employee of the Company or other person(s) as it may deem appropriate for the purpose of conducting investigation under this Policy.
- VI. The Committee, after proper scrutiny, shall ascertain the correctness and trueness of the disclosure and shall recommend necessary corrective as well as preventive measures to the management as follows: -
- ✓ Closing the investigation if the information relating to Unethical Practice remains largely unsubstantiated.
 - ✓ If the disclosure is found correct on investigation, disciplinary action against concerned Subject be suggested.
 - ✓ Revision of the policies and procedures of the Company to reduce the risk of reoccurrence.
- VII. After considering the report, the management shall determine the cause of action and may suggest for remedies and action against the concerned Subject.
- VIII. The Committee, on the basis of the recommendation of the management shall take appropriate action immediately.
- IX. The Committee may also onboard a third party investigator at their discretion to help with the proceedings, if needed. The Committee shall ensure that all members of the investigation team are independent and shall act without prejudice or bias.
- X. No party, including the Subject(s) of a Whistle Blower investigation, may interfere with the investigation. Any attempts to withhold, destroy, damage or tamper with evidence, or attempts to influence/coerce/threaten/entice a party participating in the investigation process, shall warrant a disciplinary action that may even include termination of employment
- XI. If the information of Unethical Practice is against one of the Committee members, they shall refrain from the Committee until closure.
- XII. Company expects that actions are taken and decisions are made in the best interest of the Company. Actions must be based on sound judgment, and not motivated by personal interest or gain. Any situation that creates or appears to create a conflict of interest between the members of the Committee must be avoided. Potential conflict of interest situations must be reported to the next Tier of the provided matrix.

XIII. The Committee shall discuss any issues during the management review meetings.

XIV. Escalation Matrix for raising concern is appended below:



6. Protection to Whistle Blower

- I. The identity of the Whistle Blower and any other employee assisting in the inquiry/investigation shall be kept confidential at all times, except during the course of any legal proceedings, where a disclosure/statement is required to be filed.
- II. The Company, as a policy, strongly condemns any kind of discrimination, harassment or any other unfair employment practice being adopted against the Whistle Blowers for disclosures made under this Policy. No unfair treatment shall be made towards the Whistle Blower by virtue of his/her having reported a disclosure under this Policy and the Company shall ensure that full protection is granted to him/her against:
 - ✓ Disciplinary action including transfer, demotion, refusal of promotion
 - ✓ Unfair employment practices like retaliation, threat or intimidation of termination / suspension of services
- III. The Whistle Blower may also report any violation of the above clauses to the Designated Official who may direct an investigation into the same and recommend suitable action.

7. Management Action on False/ Disclosure/s

If an employee knowingly makes false disclosures or misleading statements during investigations, he/she shall be subject to disciplinary action deemed fit by the Designated Official, in consultation with HR & Legal.

8. Anonymous Report

Whistle blowers who make disclosures under this policy may report their concerns anonymously to the extent permitted by law. While one is encouraged to share his/her identity when making a disclosure of misconduct, as it will make it easier for Company to address the disclosure, however the person is not generally required to do so. There may be some practical limitations in investigating if one doesn't share his/her identity.

9. Confidentiality

The Company will treat all such disclosures in a sensitive manner and will endeavor to keep the identity of an individual disclosing any Unethical Practice, confidential. However, the investigation process may inevitably reveal the source of the information and the individual making the disclosure may need to provide a statement which cannot be kept confidential if legal proceedings arise.

10. Awareness

Employees shall be made aware of the availability of the reporting mechanism under this Policy by including reference to this Policy in periodic communications sent out to employees and also in training programs. This Policy shall be made available on the Company's intranet and/or website where employees can refer and understand what qualifies as protected disclosures hereunder and also the channels for making a disclosure.

11. Record Retention

Details of the committee members (appointments), documents received/generated during reporting, investigation and enforcement pursuant to this Policy, shall be retained for the period 6 months from the date of closure of investigation.

12. Queries

If an employee wants to raise any concerns or has any questions about this Policy or on how the Policy should be followed in a particular case, please write to whistleblower@anthembio.com

13. Review



This Policy will be reviewed annually by the Whistle Blower Committee and any modifications or improvements will be accordingly incorporated. Notwithstanding the foregoing, this Policy may be modified, with the consent of the Committee prior to any such annual review.

14. Publication of the Policy

This Policy will be accessible on the Company's intranet and website.

15. Disclaimer and Important Notice

In case of any ambiguity on the interpretation of any of the provisions contained herein, the interpretation given by the Designated Official shall be final and binding.

16. Effective Date

This Policy shall come into force from the date of its approval by the board of the Company. This Policy shall revoke and replace any and all previous policies and understandings that are inconsistent with those contained herein.

The Committee shall amend this Policy as necessary or appropriate on the approval of Board. Once approved by the Board, the Committee shall thereafter apprise all the major stakeholders and provide them with a copy of the approved new version. The Policy shall be reviewed at least on an annual basis.

FOR ANTHEM BIOSCIENCES PVT. LTD.

A handwritten signature in black ink, appearing to read "Ramakrishnan", with a horizontal line underneath.

K. RAMAKRISHNAN
COMPANY SECRETARY