

SURVIVAL TECHNOLOGIES LIMITED
(Formerly known as Survival Technologies Private Limited)

Vigil Mechanism and Whistle Blower Policy

Approved by the Board of Directors on December 15, 2022

Vigil Mechanism and Whistle Blower Policy

1. Preamble:

Survival Technologies Limited (“**Company**”) believes in conducting its affairs in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour.

The Company encourages its Directors and employees to provide feedback and speak up with any suggestions or concerns about the conduct of business. This policy is formulated to provide a secure environment and to encourage all employees and Directors of the Company, shareholders, customers, vendors and/or third party intermediaries (“**Persons**”) to report unethical, unlawful or improper practices, acts or activities in the Company and to prohibit managerial personnel from taking any adverse action against those employees who report such practices in good faith.

2. Effective Date:

This Policy will be effective from the date of approval by the board of directors of the company.

3. Definitions:

“**Act**” means the Companies Act, 2013.

“**Audit Committee**” means the Audit Committee of the Board of Directors of the Company constituted in accordance to the provisions of Section 177 of the Companies Act, 2013.

“**Code of conduct**” means the Code of Conduct of the Company.

“**Employee**” shall mean a person employed with the Company (whether working in India or abroad), and includes the Directors of the Company.

“**Policy**” means this Vigil Mechanism and Whistle Blower Policy.

“**Reportable Matter**” means a genuine concern concerning actual or suspected:

- a) fraudulent practices, such as improperly tampering with Survival Technologies Limited books and records, or theft of company property;
- b) corruption, including bribery and money laundering;
- c) Breaches of the Code of Conduct.

Please note that complaints concerning personal grievances, such as professional development issues or Employee compensation, are not reportable Matters for purposes of this Policy.

“**Wrongful conduct**” means unlawful or unethical or improper practice or act or activity and may include, but is not limited to, any of the following:

- a) A violation of any law;

- b) Misuse or misappropriation of the Company's assets;
- c) Gross waste or misuse or misappropriation of the Company's funds;
- d) A substantial and specific danger to health and safety;
- e) An abuse of authority;
- f) Forgery, falsification or alteration of documents;
- g) Unauthorized alteration or manipulation of computer files /data;
- h) Fraudulent reporting, wilful material misrepresentation;
- i) Unauthorized Release of Proprietary Information;
- j) Financial irregularities, including fraud, or suspected fraud;
- k) Breach of contract;
- l) Theft of Cash;
- m) Theft of Goods/Services;
- n) Unauthorized Discounts;
- o) Solicitation accepting, Kickbacks, bribes, expensive gifts, directly or indirectly from business connections including vendors/Suppliers and Contractors;
- p) Falsification, Destruction of Company Records;
- q) Fraudulent Insurance Claims;
- r) Breach of employee's Code of Conduct or Rules;
- s) Deliberate violation of law/regulation;
- t) Any other unethical, biased, favoured, imprudent action;
- u) Leakage of Unpublished Price Sensitive Information as defined in SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.

“Adverse Personnel Action” means an employment related act or decision (relating to, but not limited to, compensation, promotion, job location, job profile, leave or other privileges) or a failure to take appropriate action by a manager, which may affect the employee negatively.

“Protected Disclosure” means a concern raised in good faith that discloses information that may evidence unethical, improper, or illegal activity. Protected Disclosures should be factual and not speculative in nature.

“Whistle blower” means any Person making a protected disclosure under this Policy

“Investigator” means Chairman of the Audit Committee or any other person appointed by the Board of the Company for receiving all complaints under this Policy and ensuring appropriate action.

4. Applicability:

This Policy is applicable to all Employees (including directors, interns, probationers, part-time or full-time employees, contract employees, consultants by whatever name called) of the Company including but not limited to investors, business associates, suppliers, service providers, vendors of the Company (hereinafter collectively referred to as “Stakeholders”). All Employees and Stakeholders of the Company and the Employees and Stakeholders of subsidiary companies are eligible to make protected disclosures under the Policy. This Policy intends to cover serious concerns that could have grave impact on the operations and performance of the business of the Company and aims to provide a platform for Employees

and Stakeholders of the Company to raise concerns on any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, leak of UPSI information, etc., in line with the commitment of maintaining highest possible standards in ethical, moral and legal business conduct of the Company. This Policy neither releases Employees or Stakeholders from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

5. Policy:

- a) Every Person covered under this Policy is expected to promptly report to the company of any actual or possible violation of the Company's Code of Conduct or any other unlawful or unethical or improper practice or any Wrongful conduct or act or activity concerning the Company.
- b) All Protected Disclosures should be addressed to the Chairman of the Audit Committee of the Company for investigation.
- c) The contact details of the Chairman of the Audit Committee is as under

- Chairman of the Audit Committee

Email Id – _____

Further, you can even write a letter at the following address:

Chairman of the Audit Committee, Survival Technologies Limited, 1401-A, Naman Midtown, 14th Floor, Senapati Bapat Marg, Elphinstone West, Mumbai 400013.

- d) If a protected disclosure is received by any Executive(s) of the Company other than CFO or Chairman of Audit Committee or Chairman of the Company, the same should be forwarded to the Chairman of the Audit Committee of the Company for further appropriate action. Appropriate care must be taken to keep the identity of the Whistle Blower(s) confidential.
- e) Protected Disclosures shall be reported in writing so as to ensure clear understanding of the issue/s raised and should be typed or handwritten in legible handwriting in English, Hindi or regional language of place of employment of the Whistle Blower.
- f) Protected Disclosures shall be forwarded with a covering letter which shall bear the identity of Whistle Blower. The Chairman of the Audit Committee shall detach the covering letter and identity of the Whistle Blower before sending the matter for investigation to the Investigator.
- g) Anonymous disclosures shall not be entertained under this Policy.
- h) No Manager, Director, Departmental head, or any other employee with authority shall make or materially influence significant personnel decisions shall take or recommend an adverse personnel action against an employee in knowing retaliation for a disclosure of information, made in good faith, about an alleged wrongful conduct.

6. Disqualification:

- a. In making a disclosure the person should exercise due care to ensure the accuracy of information. If a person makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that person.
- b. Any abuse of the protection given under this Policy to the Whistle Blower/s will warrant disciplinary action.
- c. Whistle Blower/s who make Protected Disclosures, which have been found to be mala fide, malicious, baseless, frivolous or reported otherwise than in good faith, will be disqualified from reporting further Protected Disclosures under this Policy.
- d. Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.

7. Procedure:

- a. Any Person who has knowledge of an alleged Wrongful Conduct (“Protected Disclosure”) shall make a disclosure as soon as possible but not later than 60 consecutive calendar days after becoming aware of the same. The disclosure shall be made in writing by e-mail or through letter. However, Chairman of Audit Committee may accept Protected Disclosure after 30 days at its own discretion.
- b. Whistle Blower shall refrain from obtaining evidence for which they do not have a right of access. Such improper access may itself be considered an improper activity.
- c. Whistle Blower(s) are “reporting parties,” not investigators. They are not to act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than as requested by the investigating authority.
- d. The identity of the Whistle Blower will not be disclosed except where required under the law or for the purpose of the investigation. Should, however, the Whistle Blower self-disclose his or her identity, there will no longer be an obligation not to disclose the Whistle Blower’s identity.
- e. A Whistle Blower’s right to protection from retaliation does not extend immunity for any complicity in the matters that are the subject of the allegations or an ensuing investigation or any other misconduct or wrong doing.

This policy may not be used as a defence by an employee against whom an adverse personnel action has been taken for legitimate reasons or cause 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.

8. Investigation:

All Protected Disclosures reported under this Policy will be thoroughly investigated by the Audit Committee Member / Chairperson of the Audit Committee of the Company who will investigate/oversee the investigations under the authorization of the Audit Committee. If any member of the Audit Committee has a conflict of interest in any given case, then he/she should recuse himself/herself and the other members of the Audit Committee should deal with the matter on hand.

The investigator shall appropriately and expeditiously investigate all Whistle Blower reports received.

In this regards, if the circumstances so suggest, the investigator may appoint a senior officer or a committee of managerial personnel to investigate into the matter and depending on the seriousness of the matter refer the matter to the Audit Committee.

In exceptional cases, where the Whistle Blower is not satisfied, she/he can make an appeal to the Managing Director of the Company or Board of Directors.

The investigator shall have the right to outline a detailed procedure for an investigation.

If an investigation leads the Audit Committee to conclude that an improper or unethical act has been committed, the Committee shall direct the management of the Organization to take such disciplinary or corrective action as it deems fit.

It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.

9. Protection to employees:

No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of 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 Whistle Blower's right to continue to perform his duties/functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law. Whistle Blowers are cautioned that their identity may become known for reasons

outside the control of the Chairman of the Audit Committee (e.g. during investigations carried out by Investigators).

Any other Employee/Associate assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

10. Reporting:

Within 45 days of the complaint, the senior officer or Committee shall submit a report to the investigator of his findings thereon.

After considering the report, the Committee shall determine the future course of action and may order remedial action. The Audit Committee shall submit a report to the CEO / Chairman on a case to case basis, about all Protected Disclosures referred to it with results of investigation. The Compliance Office shall submit a quarterly report of the Protected Disclosures, received and of the investigation conducted and of the action taken to the Audit Committee and Board for review.

11. Communication of this Policy:

For all new Employees and Directors, a copy of this Policy shall be handed over as a part of the joining documentation, alongwith other HR related policies. For all existing Employees and Directors, a copy of this Policy shall be circulated within one month of the adoption of this Policy by the Board of Directors of the Company. This Policy shall also be posted on the website of the Company.

12. Annual Affirmation:

The Company shall annually affirm that it has not denied any person access to the Audit Committee and that it has provided protection to the Whistle Blower from any Adverse Personnel Action.

Above affirmation shall form part of the Director Report / Corporate Governance report attached to the Annual report of the Company.

13. Amendment:

Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.