

STANDARD OPERATING PROCEDURE FOR WHISTLE BLOWING

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1. PURPOSE:

The Whistle Blowing system is introduced with the objective to safeguard the interest of all stakeholders of the Company against any fraud, malpractice or any potential risk.

2. SCOPE:

This Policy applies to all employees of Pak Suzuki Motor Company Ltd. (PSMCL).

3. DEFINITIONS:

- 3.1 Grievance:** A grievance is lodged to raise an issue of a personal nature which does not impact on the wider public.
- 3.2 Whistle-Blowing:** Whistle-Blowing is raising a concern by employee in the larger interest of the Company.
- 3.3 Whistle-Blower:** A Whistle-Blower is a person who raises a concern under the Whistle-Blowing policy.
- 3.4 Protected Disclosure:** A protected disclosure term used in this policy refers to the reported concern/incident/any unlawful or unethical activity which Whistle-Blower brings in the knowledge of Whistle-Blowing committee.
- 3.5 Accused:** Accused is the person / group against whom the protected disclosure is made.
- 3.6 Retaliation:** Retaliation under this policy means any unfair treatment against Whistle-Blower such as harassment, discrimination in any employment practice such as in promotion, increment, training, transfer, assignment of duties, suspension, lay off, termination, etc.

4. RESPONSIBILITIES:

4.1 Responsibility of the Employee of PSMCL:

- It is the core responsibility of every employee to report if he notices any matter of serious concern which he feels falls under the scope of Whistle-Blowing and is not merely a grievance. For employees of PSMCL it is mandatory to report such concern not voluntary.
- If later found during inquiry, that an employee has intentionally concealed, suppressed, withheld, delayed or not reported matter to Whistle-Blowing committee, any such information or suspicion being in his knowledge, which may have helped the Company to detect, prevent or transpire any instance of fraud & forgery, the Company may take disciplinary action against the employee(s) concerned, besides the culprit.
- All employees of the Company must clearly understand the difference between a grievance and Whistle-Blowing and that Whistle Blowing is not a route for taking up a grievance.

4.2 Responsibility of Whistle Blowing Committee:

It is the responsibility of Whistle Blowing Committee (WBC), composition of which is mentioned in the "Procedure", to investigate on any whistle blowing and to ensure that identity of Whistle-Blower remains anonymous and he/she does not face any retaliation from the accused.

4.3 Responsibility of Management:

Management is responsible to take appropriate action on the findings of investigation made against any protected disclosure.

Management shall take all necessary steps to ensure that no retaliation occurs against the Whistle-Blower. If any employee, be he in the management cadre or otherwise, takes any steps to retaliate against Whistle-Blower, the management shall take action against such member of management or other employee in accordance with the rules and law.

If it is established that the information lodged or complaint made is patently and apparently false or is actuated by malafide intentions, the Whistle-Blower shall be liable to disciplinary action in accordance with the rules and law. It is clarified that this is applicable only to patently and apparently false and malafide complaints. This shall not be attracted in cases where bonafide complaints or information is provided which upon inquiry is found to be not correct or is based on misinformation.

5. POLICY:

- 5.1** PSMCL aims to maintain a culture where all employees can make protected disclosure without fear of retaliation and with full confidence that their identities will not be revealed.



- 5.2 This policy provides a swift and confidential process for rectifying malfeasance wherever and whenever it occurs in the Company which includes:
- a criminal offence has been, is being, or is likely to be committed
 - suspected fraud / forgery / malpractice in performing business on Company's behalf
 - potential risk that can damage Company either financially or its reputation
 - abuse of authority, breach of contract
 - deliberate violation of law / Company regulation.
 - willful damage to Company property
 - unauthorized use of Company property / Company's name, leakage of Company's proprietary information
 - any other concern which do not fall under above mentioned list but may be a serious risk to the Company.
- 5.3 The Whistle-Blowing reporting mechanism as described in the "Procedure" has been designed to ensure complete confidentiality of the entire process and also enables the Company to take immediate corrective measures.
- 5.4 Identity of the Whistle-Blower is kept completely confidential except as required by law or who have legitimate right to know. The Company stands committed to protect Whistle-Blowers for whistle blowing and any subsequent harassment or victimization of the Whistle-Blower is not tolerated.
- 5.5 Moreover, to ensure healthy working environment, reporting of biased and / or unfounded allegations to victimize any person and/or the Company will be treated as an offence and the Company reserves its right to take any suitable action against such Whistle-Blowers.

6. PROCEDURE:

- 6.1 The protected disclosure may be raised by any employee i.e. Permanent Officers, Permanent Workers and Contractual Officer / Workers.
- 6.2 The protected disclosure with the relevant details may be reported to the Whistle-Blowing Committee (WBC) either directly through email, phone or personal meeting, alternatively through an electronic form available on Company's portal (myPortal) or at Company's website.
- 6.3 The Whistle-Blower is required to mention his / her name to the protected disclosure; anonymous protected disclosure will not be investigated.
- 6.4 **Members of Whistle-Blowing Committee:**
6.4.1 The Whistle-Blowing Committee will consist of two members and will directly report to CFO.

Name	Title	Email Address	Contact Number
Mr. Shabbir Ahmed Shaikh	HOD - Audit	shabbir.shaikh@paksuzuki.com.pk	+92-333-2311446
Mr. Atiq-ur-Rehman	HOD - Legal & Employee Relations	atiq.rehman@paksuzuki.com.pk	+92-336-8525051

6.4.2 Whistle-Blowing Committee shall be re-constituted after every year with due approval of management.

- 6.5 In case any employee does not feel comfortable in reporting to the WBC because he/she,
- Reasonably believe they would be victimized if he/she raise the matter with WBC;
 - Reasonably believe that a cover up is likely;
 - He/she had raised the matter to them previously and no action had been taken;

He / she may report the matter directly to the Management Representative (MR) as mentioned below:

Management Representative:

Name	Email Address
Mr. Miki Nakahara	nakahara.miki@paksuzuki.com.pk

Or through online form available at Company's Portal (myPortal) or at Company's website, marking the option of Management Representative (MR), not WBC.

