



ACCESS TO QUALITY AFFORDABLE MEDICINES

WHISTLEBLOWER POLICY

Cipla Quality Chemical Industries Limited
Luzira Industrial Park
P. O. Box 3487, Plot Nos. 1 - 7
1st Ring Road, Kampala, Uganda

Reviewed and approved by the Board of Directors effective February 2020.

A handwritten signature in black ink, appearing to read "Emmanuel Katongole".

Emmanuel Katongole
Executive Chairman

A handwritten signature in blue ink, appearing to read "Nevin James Bradford".

Nevin James Bradford
Chief Executive Officer

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1. PREAMBLE

The Whistle-Blowers Protection Act, 2010 provides protection to employees against dismissal, penalization or any kind of discrimination by their employers as a result of disclosure of illegal, irregular or corrupt practices.

The Company has put in place this Policy to encourage open communication and disclosure of any malpractice. Employees who make disclosures without malice and in good faith ("bona fide"), are protected under this Act.

This Policy lays out a mechanism through which irregular, corrupt or illegal practices may be disclosed and managed to address any risk that may be posed to the Company and its stakeholders.

It aims to provide an avenue for employees to raise concerns and reassurance that they will be protected from reprisals or victimization for whistleblowing. This Whistleblowing Policy is intended to cover protections for employees that raise concerns regarding CiplaQCIL.

2. INTERPRETATION AND DEFINITIONS

In this Policy

- 2.1. clause headings are for convenience only and are not to be used in its interpretation;
- 2.2. an expression which denotes –
 - 2.2.1. any gender includes the other genders;
 - 2.2.2. a natural person includes a juristic person and vice versa;
- 2.3. the singular includes the plural and vice versa.
- 2.4. Any reference to any statute, regulation or other legislation shall be a reference to that statute, regulation or other legislation as amended or substituted from time to time.
- 2.5. Terms not otherwise defined in this Policy shall bear the meaning assigned to them in the Act, Unless the context clearly indicates a contrary intention, the following expressions shall bear the meanings set opposite them below and cognate expressions shall bear corresponding meanings:
 - 2.5.1. **"Act"** means the Whistle Blowers Protection Act, 2010;
 - 2.5.2. **"Audit and Risk Committee"** means CiplaQCIL's Audit and Risk Committee;

- 2.5.3. **"Board"** means the board of CiplaQCIL
- 2.5.4. **"CiplaQCIL" or "Company"** means Cipla Quality Chemical Industries Ltd;
- 2.5.5. **"Human Resource Policy"** means CiplaQCIL's Human Resource Policy issued and approved by the Board as reviewed or amended from time to time;
- 2.5.6. **"Companies Act"** means the Companies Act, 2012;
- 2.5.7. **"Good faith"** means the honest intent to act without taking an unfair advantage over another and includes honesty, fairness, lawfulness and absence of any intent to defraud;
- 2.5.8. **"Policy"** means this Whistleblower Policy;
- 2.5.9. **"Protected Disclosure"** means a concern or disclosure by the Whistleblower made in accordance with this Policy or the Act;
- 2.5.10. **"Whistleblower"** means to disclose an act irregular or illegal act;
- 2.5.11. **"Whistleblower"** means a person who has performed an act of whistleblowing.

3. OBJECTIVES OF THIS POLICY

This Policy aims to –

- 3.1. provide avenues through which individuals who believe they have discovered malpractice or impropriety can lodge a complaint or report;
- 3.2. inform employees and external parties on how to proceed with the matter further if they are dissatisfied with the response;
- 3.3. provide an avenue through which malpractices are investigated and resolved internally rather than staff airing complaints outside the Company;
- 3.4. provide a mechanism for the Company to address and correct inappropriate conduct and actions;

4. SCOPE OF THE POLICY

- 4.1. This Policy applies to all Board Members, Partners, Staff, Consultants, Independent Contractors, Service Providers and any other Stakeholder of whatever nature dealing with the Company.