



WHISTLE BLOWER POLICY

1. Preface:

TINNA TRADE LIMITED (the "Company") believes in conducting its affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. The objective of this Policy is to provide a mechanism for the Company's employees and directors to raise concerns, in confidence, about possible wrongdoing in financial reporting, accounting or other related matters, as well as unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. Through this policy, the Company provides adequate safeguards to the Whistle Blower, including those necessary to prevent retaliation or victimization.

2. Definitions:

The definition of some of the key terms used in this policy is given below:

- a) **Audit Committee** – The 'Audit Committee' means, Audit Committee constituted by the Board of Directors of the Company in accordance with the provisions of the Companies Act, 2013 and read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any amendment thereto.
- b) **Subject:** Subject means a person against or in relation to whom a disclosure has been made or evidence gathered during the course of investigation.
- c) **Employee:** Employee means any employee of the Company (whether working in India or abroad) including the members of the Board of Directors of the Company.
- d) **Investigator:** Investigator means those persons authorized, appointed or consulted by the Chairman & Managing Director, Chairman of the Audit Committee, or their delegates, and includes the independent auditors of the Company.
- e) **Disclosure:** Disclosure means any communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.
- f) **Whistle Blower:** Whistle Blower means an employee or director making a disclosure under this Policy.

3. Applicability:

This Policy is applicable to all the employees and directors of the Company.

4. Improper or Unethical Practices:

Improper or Unethical Practices means and includes, but is not limited to, the following suspected activities/improper practices being followed in the Company:

- a) Manipulation of Company data/records.
- b) Abuse of authority at any defined level in the Company.
- c) Use of confidential/proprietary information for personal enrichment or the disclosure of confidential/proprietary information to unauthorized personnel.
- d) Any violation of applicable legal law and regulations to the Company, thereby exposing the Company to penalties/fines.
- e) Any instances of theft or misappropriation of Company assets.
- f) Any financial or accounting impropriety, including fraud, unauthorized payments or kickbacks.
- g) Activity violating any laid down Company policy, including the Code of Conduct.
- h) Instances of leak of unpublished price sensitive information
- i) Any other activities whether unethical or improper in nature and injurious to the interests of the Company.

5. Role of the Whistle Blower:

The Whistle Blower's role is that of a reporting party. They are not required or expected to act as investigators or finders of facts. They do not have a right to participate in any investigative activities other than as requested by those authorized to conduct investigations on behalf of the Company.

6. No Retaliation:

- a) The Whistle Blower will be protected against:
 - (i) Unfair employment practices like retaliation, threat or intimidation of termination/suspension of Service etc.
 - (ii) Disciplinary action including transfer, demotion, refusal of promotion etc.
- b) Direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties/functions during the routine daily operations including making further disclosures under this policy.
- c) However, protection under this policy will not be extended to those Whistle Blowers who made false or bogus allegations knowing them to be false or bogus or with mala fide intention.

7. Procedures:

Disclosures of unethical or improper practices may be reported utilizing any of the following reporting methods:

- a) Reporting to the Chairman & Managing Director whose address is given below:

Mr. Gaurav Sekhri
No.6, Sultanpur, Mandi road,
Mehrauli, New Delhi-110030
Tel.No.011- 49518530
E [mail: gv@tinna.in](mailto:gv@tinna.in)

- b) Disclosures to the Chief Ethics and Compliance Officer of the company whose address is given below:

Ms. Monika Gupta
No.6, Sultanpur, Mandi road,
Mehrauli, New Delhi-110030
Tel.No.011- 49518530
E [mail: monika.gupta@tinna.in](mailto:monika.gupta@tinna.in)

- c) All disclosures concerning financial or accounting improprieties may be addressed to the Chairman of Audit Committee for investigation whose address is given below:

Mr. Ashish Madan
No.6, Sultanpur, Mandi road,
Mehrauli, New Delhi-110030
Tel.No.011- 49518530
E [mail: investor.ttl@tinna.in](mailto:investor.ttl@tinna.in)

d) Company's Contact No.

Tel. No. 011-49518530

Email Id: [ttl.del@tinna.in](mailto:t1l.del@tinna.in)

Website: www.tinnatrade.in

- e) If a disclosure is received by any employee or executive of the company other than those named above, the same should be forwarded to the Chairman & Managing Director/Chairman of Audit Committee for further appropriate action. Appropriate care should be taken to keep the identity of the Whistle Blower confidential.
- f) The disclosures should be factual and not speculative or in the nature of a conclusion and should contain as much specific information as possible so as to allow for proper assessment of the nature and extent of the concern.

8. Investigation of Complaints:

- a) The disclosures reported under this policy will be sent for investigation by the Chairman & Managing Director/Chairman of the Audit Committee to the Chief Ethics & Compliance Officer of the Company.
- b) The decision to conduct an investigation on behalf of the Company will not tantamount an accusation and should be treated as a neutral fact finding process.
- c) The identity of the Whistle Blower will be kept confidential to the extent possible given the legitimate needs of law and the investigation.
- d) The investigation will be thorough and unbiased.
- e) The investigation shall be completed as expeditiously as possible.

9. Investigators:

- a) The Investigators are required to conduct a process towards fact finding and analysis. They derive their authority and access rights from the Chairman & Managing Director/Chairman of the Audit Committee while acting within the scope of their investigation.
- b) Technical and other resources may be drawn upon as may be necessary to conduct the investigation. All Investigators shall be independent and unbiased both in fact and as perceived. They have a duty of fairness, objectivity, thoroughness, ethical behavior and observance of legal and professional standards.

c) Investigations will be launched only after a preliminary review which establishes that:

- i) The alleged act constitutes an improper or unethical activity or conduct, and
- ii) The allegation is supported by information specific enough to be investigated or matters that do not meet this standard but are nonetheless worthy of management review.

10. Decision:

Employment actions against Subjects may result following the conclusion of an investigation. Any disciplinary or corrective action recommended 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.

11. Reporting of Disclosures:

The Chairman & Managing Director/Chairman of Audit Committee shall submit a report to Audit Committee at a regular basis about the disclosures referred to them together with the results of investigation, if any.

12. Retention of Documents:

All disclosures in writing/documented along with the results of investigation shall be retained by the Company as required under the Company's record retention program.

13. Amendment:

The Company reserves its right to amend or modify this Policy in whole or in part at any time without assigning any reason.