



## WHISTLE BLOWER POLICY

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*This Policy articulates the Company's processes and procedures for raising and addressing genuine concerns relating to violations of the Code of Conduct, and for providing protection to the persons raising such concerns.*

**Version 2.0**

Effective Date: 1 May 2026

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## WHISTLE BLOWER POLICY

### 1. Preamble

This Policy is framed in alignment with the relevant provisions of the Companies Act, 2013 and the TRL Krosaki Code of Conduct.

Section 177 of the Companies Act, 2013 requires the Company to maintain a Whistle Blower Policy and to establish a vigil mechanism that enables Members of the Board of Directors and Employees to report concerns relating to unethical behaviour, actual or suspected fraud, or any violation of the Company's Code of Conduct or Anti-Bribery and Anti-Corruption Policy, thereby promoting transparency across the organisation. The mechanism shall also provide adequate safeguards against the victimisation of any Director or Employee who avails of it.

### 2. Applicability

This Policy applies to all Members of the Board of Directors and all Employees of TRL Krosaki Refractories Limited, whether on permanent, fixed-term, contractual, trainee, apprentice or consultancy engagement.

The Policy also extends to external stakeholders, including Vendors, Suppliers, Service Providers, Contractors, Customers, Stockists, Distributors, Commission Agents, Joint-Venture Partners and any other party associated with the Company, who are encouraged to raise concerns relating to unethical, illegal or improper conduct affecting the Company.

### 3. Reporting Concerns

#### 3.1 Whistle Blower

A "Whistle Blower" means any Director, Employee or external stakeholder, as listed in Clause 3, who reports or discloses information regarding an unethical act, suspected fraud, violation of law, or contravention of the Company's Code of Conduct or any allied policy.

#### 3.2 Principle of Reporting

Any person to whom this Policy applies, who in good faith believes that a provision of the TRL Krosaki Code of Conduct or any related policy has been violated or is about to be violated, shall promptly raise their concern regarding the act or anticipated violation.

#### 3.3 What to Report

Any concerns relating to actual or potential illegal or unethical practices in the following areas should be reported under this Policy. The list is indicative and not exhaustive:

- Harassment, discrimination or workplace violence;
- Disclosure of confidential information or intellectual property;
- Privacy breach;
- Fraud or questionable accounting and financial reporting;
- Corruption and improper transactions;

- Improper purchase or sales practices intended to favour any party for personal gain;
- Conflict of interest;
- Anti-competitive behaviour;
- Theft or misuse of the Company's assets;
- Retaliatory action taken against any person as a matter of revenge;
- Any other illegal or unethical practice that violates the Code of Conduct or related policies.

### 3.4 Channels for Reporting Concerns

Any of the following persons may report a concern, in strict confidence, by email, by letter or through an in-person meeting:

- (a) Employees and Associates
- (b) Vendors, Suppliers and Contractors
- (c) Customers and Stockists
- (d) Members of the Board of Directors

Concerns shall be reported to the Ethics Counsellor, whose details are as follows:

**Ethics Counsellor**  
**Kumar Heramba Narayan Naik**  
**TRL Krosaki Refractories Limited**  
At/PO: Belpahar, District: Jharsuguda  
Odisha – 768218 (India)  
Email: ec@trlkrosaki.com

Alternatively, concerns may be reported through the dedicated Toll-Free Number 1800 1230 549 by leaving a voice message.

Concerns may also be reported directly to the Chairperson of the Audit Committee, whose details are given below:

**Chairperson of the Audit Committee**  
**Mr. R. Ranganath**  
B-1008, 8th Floor, Artisane Forest Breeze,  
JP Nagar Dollars Colony, Near Kalyani, Magnum Tech Park,  
Bengaluru – 560076, Karnataka  
Email: r.ranganath@trlkrosaki.com

## 4. Investigation and Disciplinary Action

The Ethics Counsellor shall take appropriate action in respect of every concern reported directly or forwarded by the Chairperson of the Audit Committee. The complainant shall be informed of the outcome of the investigation. Where a detailed investigation is required, the Ethics Counsellor shall initiate the same with the assistance of an internal or external agency, as necessary, and in strict confidence. Upon completion of the

investigation, the Ethics Counsellor shall submit a detailed report to the Managing Director, who shall, in consultation with the Head of Human Resources, approve the necessary disciplinary action. The Head of Human Resources shall thereafter complete the disciplinary process.

## **5. Managing Assurance**

### **5.1 Identity of the Person Reporting a Concern**

Any person reporting a concern is encouraged to disclose their identity, as this materially assists the investigation. The identity of the complainant shall be kept strictly confidential and shall be disclosed only where it is essential for the investigation, or where such disclosure is required by law.

### **5.2 No Retaliation**

The Company assures every person who reports a concern in good faith, through any channel of communication provided in this Policy, of full protection from harassment of any kind, and confirms that no retaliatory action shall be taken against such person. The Company has constituted a Whistle Blower Protection Committee to oversee adherence to this commitment.

However, where a concern is found to have been raised with deliberate or malicious intent to tarnish the reputation of any Employee or department of the Company, the person who raised the concern shall be subjected to investigation and to disciplinary action, as appropriate.

### **5.3 Fair Treatment**

The Company is committed to ensuring fair treatment for all parties involved — the complainant, the subject of the complaint, and any witnesses — throughout the reporting and investigation process. Principles of natural justice shall be observed at every stage.

## **6. Annual Acknowledgement**

All Employees and designated external stakeholders shall be required to provide an online annual acknowledgement, with electronic signature, confirming that they have read, understood and agree to abide by the Whistle Blower Policy of the Company. New joiners shall provide such acknowledgement at the time of induction/onboarding.

## **7. Report to the Audit Committee**

A quarterly report shall be submitted to the Audit Committee setting out the number of complaints received during the preceding quarter, the action taken on such complaints and the outcome of investigations carried out, where applicable.

## **8. Retention of Documents**

All documents relating to a concern, and all material gathered during the course of an investigation, shall be retained by the Ethics Counsellor for a period of five years from the date of closure.

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## **9. Review and Amendment**




The Management shall ordinarily review this Policy on an annual basis and shall revise it, where required, to keep it aligned with prevailing legal requirements and internal practices. Any interim change shall be considered as and when warranted, and the Policy shall be revised accordingly.

This Policy shall come into effect from 1 May 2026 and shall supersede the previous version.

## Whistle Blower Policy — Revision History

Revision Version	Date of Revision	Description of Change	Author	Reviewed By	Approved By
1.0	22.05.2014	Original	Mr. M. R. Padhi	Dr. Tarapada Dash	Managing Director
1.1	01.01.2021	Single policy fully revised.	Dr. Tarapada Dash	Dr. Tarapada Dash	Managing Director
1.2	01.07.2023	Audit Committee Chairman's address updated.	Dr. Tarapada Dash	Dr. Tarapada Dash	Managing Director
1.3	01.03.2024	Clause 3.4 — Specified the stakeholders who may raise concerns and the list of designated authorities. Clause 4 — Added reference to the Chairperson of the Audit Committee.	Dr. Tarapada Dash	Dr. Tarapada Dash	Managing Director
1.4	01.05.2024	Change of signatory — Managing Director.	Dr. Tarapada Dash	Dr. Tarapada Dash	Managing Director
1.5	21.03.2025	Change of Audit Committee Chairman.	Dr. Tarapada Dash	Dr. Tarapada Dash	Managing Director
2.0	01.05.2026	Language refresh for inclusive and gender-neutral usage; English polished for executive presentation; new Clause 6 — Annual Acknowledgement introduced.	Mr. K H N Naik	Mr. K H N Naik	Managing Director

## Review and Approval Matrix

	Authored By	Reviewed By	Approved By
Signature			
Name	Mr. K H N Naik	Mr. K H N Naik	Mr. P. K. Naik
Designation	VP (Digital Transformation & ICT) & Ethics Counsellor	VP (Digital Transformation & ICT) & Ethics Counsellor	Managing Director
Date	29.04.2026	01.05.2026	01.05.2026