

WHISTLE BLOWER POLICY

I. INTRODUCTION

Pursuant to Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, every listed company or a company which accept deposits from the public or companies which have borrowed money from banks and public financial institutions in excess of fifty crores rupees, shall establish a vigil mechanism for their directors and employees to report genuine concerns or grievances.

Revised clause 49 of the Listing Agreement (effective from 1st October, 2014), inter alia, provides for a mandatory requirement for all listed companies to establish a mechanism called 'Whistle Blower Policy' for employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the company's business conduct and ethics. This Whistleblower Policy ("the Policy") has been formulated with a view to provide a mechanism for employees of the Company to raise concerns on any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc.

II. OBJECTIVE

This policy aims to provide an avenue for employees to raise concerns on any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc.

III. ELIGIBILITY

All Directors and Employees of the Company are eligible to make Protected Disclosure under the Policy.

IV. APPLICABILITY

This Policy will remain current until withdrawn and communicated.

V. REPORTING PROCEDURE

A complainant before making a complaint under this Policy ought to have a reasonable belief that an issue exists and that he has acted in good faith. Any complaint not made in good faith as assessed as such by the Committee shall be viewed seriously and the complainant shall be subject to disciplinary action as per the rules/ certified standing orders of the Company. Further, any other Employee assisting in the investigation shall also be protected to the same extent as the Whistle Blower.

- (a) All Protected Disclosures should be addressed to the Audit Committee for investigation.
- (b) The Audit Committee will report to the Chairman of the Company
- (c) Any grievance or Protected Disclosure against any member of the Audit Committee should be addressed to the Chairman of the Company.



(d) Any grievance or Protected Disclosure against the Managing Director/ Manager /Chairman of the Company should be addressed to the Committee.

VI. ANONYMOUS ALLEGATION

Whistleblowers must put their names to allegations as follow-up questions and investigation may not be possible unless the source of the information is identified. **Disclosures expressed anonymously will ordinarily NOT be investigated.**

VII. PROTECTION / SECRECY & CONFIDENTIALITY

The identity of the Whistle Blower will be protected and shall be known only to the Audit Committee. The Whistle Blower, the members of the Audit Committee, the Directors, Employees and everybody involved in the process shall maintain confidentiality of all matters under this policy.

VIII. COMMUNICATION

This Policy cannot be effective unless it is properly communicated to the Directors and Employees. Directors and Employees shall be informed by publishing on the Notice Board and the website of the Company.

VIII. AMENDMENT / MODIFICATION

The Company reserves its right to amend or modify the Policy, in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the Employees unless the same is notified to the Employees in writing.

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