

# Vigil Mechanism Policy of the Company

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This Whistleblower Policy (the “Policy”) is formulated to provide a framework to promote responsible and secure whistle blowing within the organisation. The Company is committed to developing a culture where it is safe for all the employees to raise concerns about any poor or unacceptable practice and any event of misconduct. The Company has implemented a vigil mechanism to provide a framework for the Company’s employees and Directors to promote responsible and secure whistle blowing. It protects employees who raise a concern about serious irregularities within the Company.

A brief summary of the vigil mechanism is give below:

- Employees and Directors can make Protected Disclosure to Ombudsperson appointed by the Company. If it is received by any other person the same should be forwarded to the Ombudsperson for further appropriate action.
- Name of the Whistle Blower need not be disclosed to the Whistle Officer/Board.
- The Ombudsperson/Whistle Officer/Board shall after end of investigation make a detailed written record of the Protected Disclosure.
- The Whistle Officer/Board shall finalize and submit the report to the Ombudsperson within 15 days of being nominated/ appointed.
- On submission of report, the Whistle Officer /Board shall discuss the matter with Ombudsperson who shall either:
  - i) In case the Protected Disclosure is proved, accept the findings of the Whistle Officer/Board and take such Disciplinary Action as he may think fit and take preventive measures to avoid reoccurrence of the matter; or
  - ii) In case the Protected Disclosure is not proved, extinguish the matter; or
  - iii) Depending upon the seriousness of the matter, Ombudsperson may refer the matter to the Board of Directors with proposed disciplinary action/counter measures.
- Notwithstanding the above, the Whistle Blower shall have direct access to the Chairman of the Audit Committee in exceptional cases.
- Audit Committee can seek the assistance of other departments including the Human Resources Department and other external consultants in appropriate cases.
- In case of repeated frivolous complaints being filed by a Whistle Blower, the Audit Committee may take suitable action against the concerned Whistle Blower including reprimand.

# Vigil Mechanism Framework

