

2022



Version: 1.0

Policy Owner:
Human Resources Department

Vigil Mechanism and Whistleblower Policy

INTRODUCTION

Sajjan India Limited (“Company”) believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour. Any actual or potential violation of the Company Policies (as defined below) or applicable laws, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company.

The Company has formed this vigil mechanism and whistleblower policy (“Policy”) to receive and address any concern or complaint regarding questionable accounting or auditing matters, infringement of human rights including privacy rights and freedom of expression, disclosure matters, employee misconduct, breach of the Company Policies or applicable laws or any such matters which cannot be resolved through normal management channels.



Any Personnel (as defined below) may use the procedures set out in this Policy to submit, anonymously if they wish, confidential complaints.

This Policy allows for good faith disclosure by any category of Personnel of confidential complaints internally, without fear of reprisal, discrimination or adverse employment or commercial consequences, and also permits the Company to address such disclosures or complaints by taking appropriate action, including but not limited to, disciplining or terminating the employment and/or services of those responsible for any substantiated wrongdoing and taking remedial action to correct, undo or otherwise address the wrongdoing. The Company will not tolerate any retaliation against any Whistleblower for reporting in good faith any inquiry or concern.

Any person that is not covered under the definition of Personnel may also use the procedures set out in this Policy to submit a complaint or any concern(s) stated above and they are actively encouraged to do so. As whistleblowing legislation is generally directed at those who have a connection to the Company that is responsible for any wrongdoing, such

as an employee relationship, different rules and processes may apply in relation to a complaint brought by someone other than a member of Personnel. The Company's ability to investigate the complaint may therefore be more limited and will be addressed in a manner deemed to be appropriate and legitimate by the Company.

The purpose of this Policy is to provide a framework to promote responsible and secure whistle blowing by any person. It protects Personnel wishing to raise a concern about serious irregularities within the Company. The Policy neither releases any Personnel from their duty of confidentiality in the course of their work nor is it a route for taking up a grievance about a personal situation.



2. DEFINITIONS

2.1. “Audit Committee” shall mean such audit committee constituted by the Board;

2.2. “Board” means the board of directors of the Company;

2.3. “Company Policies” shall mean any rules, policies, code of conduct, regulations and procedures of the Company as may be drafted, revised, amended and/or updated from time to time by the Company including but not limited to the Company’s anti-corruption and anti-bribery policy, economic sanctions policy and third-party management policy;

2.4. “Personnel” means any person employed at the Company for any work on a regular, temporary, ad-hoc or daily wage basis, either directly or through an agent, including a contractor, whether for remuneration or not, or working on a voluntary basis or otherwise, whether the terms of employment are expressed or implied and includes a director, manager, executive officer, consultant, co-worker, contract worker, a trainee, apprentice or called by any such name;

2.5. “Protected Disclosure” means a disclosure of a Reportable Matter in accordance with this Policy in the format as set out in Annexure A.

2.6. “Reportable Matters” means any matter involving abuse of authority, breach of the Company Policies or applicable laws, fraud,

bribery, corruption, misconduct, illegality, health and safety violations, breach or infringement of human rights including the rights to privacy and freedom of expression, misappropriation of Company funds / assets, and any other illegal or unethical conduct by the Company, its Personnel, suppliers, customers, representatives, etc but shall not include issues related to compensation like quantum of increments, bonus payouts, performance appraisal, tax deducted at source, inappropriate facility management or administrative services information technology related issues etc.

2.7. “Whistleblower” means any person and/or Personnel who has or had access to data, events or information about an actual, suspected or anticipated Reportable Matter within or by the Company, and, whether anonymously or not, makes or attempts to makes a Protected Disclosure.



REPORTING RESPONSIBILITY

3.1. All Personnel have an obligation to report any of the Reportable Matters, of which they are or become aware, to the Company. However, due to various reasons which include indifference to the issue, fear of reprisal or plain non-clarity on the issue, such instances may go unreported. This Policy is intended to encourage and enable Personnel and any person other than Personnel to raise serious concerns within the Company prior to seeking resolution outside the Company.

3.2. The Company does not tolerate any malpractice, impropriety, statutory non-compliance or wrongdoing. This Policy ensures that all Personnel and any person other than Personnel are empowered to proactively bring to light such instances without fear of reprisal, discrimination or adverse employment consequences.

3.3. This Policy is not, however, intended to question financial or business decisions taken by the Company that are not Reportable Matters nor should it be used as a

means to reconsider any matters which have already been addressed pursuant to disciplinary or other internal procedures of the Company. Further, this Policy is not intended to cover career related or other personal grievances.

3.4. The Whistleblower's role is that of a reporting party. Whistleblowers are not investigators or finders of facts; neither can they determine the appropriate corrective or remedial action that may be warranted.



FALSE COMPLAINTS

4.1. While this Policy is intended to protect genuine Whistleblowers from any unfair treatment as a result of their disclosure, misuse of this protection by making frivolous and bogus complaints with mala fide intentions is strictly prohibited. Any Personnel who makes a Protected Disclosure with mala fide intentions and which are subsequently found to be false will be subject to strict disciplinary action by the Audit Committee.

4.2. Whistleblowers, who make three or more Protected Disclosures, which have been subsequently found to be mala fide, frivolous, baseless, malicious, or reported otherwise than in good faith, will be disqualified from reporting further Protected Disclosures under this Policy. In respect of such Whistleblowers, the Audit Committee would reserve its right to take/recommend appropriate disciplinary action.



REPORTING MECHANISMS

5.1. A Whistleblower should raise any Protected Disclosure to the Audit Committee as soon as possible. A Protected Disclosure may be made anonymously. If a Protected Disclosure is made anonymously, the Whistleblower must be detailed in their description of the Protected Disclosure and must provide the basis of making the assertion therein.

5.2. Any Whistleblower who seeks to disclose a Protected Disclosure shall either: (a) send an email to [], or (b) send a letter to.

5.3. Although a Whistleblower is not required to furnish any more information than what he/she wishes to disclose, it is essential for the Company to have all critical information in order to enable the Company to effectively evaluate and investigate a Protected Disclosure. It is difficult for the Company to proceed with an investigation without sufficient details.

5.4. The Protected Disclosure must therefore provide as much detail and be as specific as possible, including names and dates, in order to facilitate the investigation.



INVESTIGATION

6.1. Upon receipt of a Protected Disclosure, the Audit Committee will assess such Protected Disclosure. The Audit Committee shall have the right to investigate and address all Protected Disclosures which are placed before them and ensure resolution of the same within a period of 45 (forty-five) days from the submission of the Protected Disclosure. Any delay beyond the prescribed timeline shall be justified in writing in the investigation report. The Audit Committee shall have the power to delegate the authority under this Clause 6.1 to a committee or to an external agency.

6.2. All Protected Disclosure and any other information disclosed during the course of the investigation will remain confidential, except as necessary or appropriate to conduct the investigation and take any remedial action, in accordance with any applicable laws and regulations. The Audit Committee reserves the right to refer any Protected Disclosure to appropriate regulatory authorities. All Personnel have a duty to cooperate in the investigation of a Protected Disclosure reported as mentioned hereinabove.



NON-RETALIATION

7.1. No Whistleblower who, in good faith, makes a Protected Disclosure in accordance with this Policy shall suffer reprisal, discrimination or adverse employment or commercial consequences.

7.2. Accordingly, the Company strictly prohibits discrimination, retaliation or harassment of any kind against a Whistleblower who, based on his/her reasonable belief that one or more Reportable Matters has occurred or are occurring, reports that information. Any Personnel who retaliates against a Whistleblower who has raised a Protected Disclosure in good faith, will be subject to strict disciplinary action up to and including immediate termination of

employment or termination of his/her relationship with the Company.

7.3. If any Whistleblower who makes a Protected Disclosure in good faith, believes that he/she is being subjected to discrimination, retaliation or harassment for having made a report under this Policy, he/ she must immediately report those facts to his/her supervisor, manager or the chairman of the Audit Committee. It is imperative that such Whistleblower brings the matter to the Audit Committee's attention promptly so that any concern of reprisal, discrimination or adverse employment consequences can be investigated and addressed promptly and appropriately



DOCUMENT RETENTION

8.1. The Company shall maintain documentation of all Protected Disclosure or reports subject to this Policy. The documentation shall include any written submissions provided by the Personnel (against whom such Protected Disclosure has been made), any other Company documents identified in the Protected Disclosure or by the Company as relevant to the Protected Disclosure, a summary of the date and manner in which the Protected Disclosure was received by the Company and any response by the Company to the Whistleblower. All such documentation shall be retained by the Company for a minimum of eight (8) years from the date of receipt of the Protected Disclosure. Confidentiality will be maintained to the extent reasonably practicable depending on the requirements and nature of the investigation, as indicated above.



ADDITIONAL ENFORCEMENT

9.1. In addition to the Company's internal procedure, anyone considering notifying a Reportable Matter should also be aware that certain central, local and state law enforcement agencies and regulatory authorities are authorised to review Reportable Matters.

9.2. Nothing in this Policy is intended to prevent any person from reporting information to the appropriate agency when the person has reasonable cause to believe that the violation of a central, federal, local or state statute or regulation has occurred.



MODIFICATION

10.1. The Company may modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with local, state, central and federal regulations and/or accommodate organisational changes within the Company.

ANNEXURE I

FORMAT OF PROTECTED DISCLOSURE

SN	Particulars
A.	IS THE DISCLOSURE ANONYMOUS? YES/NO
B.	<p>PERSONAL INFORMATION OF THE WHISTLEBLOWER <i>(To be left blank in case of an anonymous disclosure)</i></p> <p>(a) Name: (b) Address: (c) Telephone: (d) Mobile: (e) Email ID: (f) Employee ID (if applicable): (g) PAN:</p>
C.	<p>Would you be willing to come forward, if required, for concluding the investigation? <i>(Applicable for both anonymous and non-anonymous disclosures)</i></p>
D.	BRIEF DESCRIPTION OF THE CONCERNS BEING REPORTED
a.	What wrongdoing is being reported?
b.	Has the violation: Occurred/Occurring/Potential to Occur in future?
c.	<p>Reason for delay in reporting the wrongdoing. (In the event the disclosure is more than 30 days after the occurrence of such event) <i>(To be filled in mandatorily in case of an anonymous disclosure)</i></p>

ANNEXURE I

FORMAT OF PROTECTED DISCLOSURE

SN	Particulars
d.	If the violation has occurred/potential to occur in future, date of occurrence: dd/mm/yy (in case exact date is not known, an approximate period may be entered).
e.	Name/(s) of the persons alleged to have committed or about to commit the wrongdoing:
f.	Please describe in detail why you think the wrongdoing being reported is a violation:
g.	How was the alleged wrongdoing committed/being committed? Please provide the specific location and time where the wrongdoing occurred/will occur (to the extent available)?
h.	What facts or supporting material/evidence is your allegation based on? Please attach any additional documents to this form, to corroborate the allegations.
i.	Identify any documents or other information in your submission that you believe could reasonably be expected to reveal your identity and explain the basis for your belief that your identity would be revealed if the documents were disclosed to the person in concern/third-party.

ANNEXURE I

FORMAT OF PROTECTED DISCLOSURE

SN	Particulars
j.	Provide detail of other witnesses (if any) to the alleged wrongdoing.
k.	Have you had any prior communication or representations with the Audit Committee/Company concerning this matter? Yes/No (Details thereof)
l.	Does the wrongdoing relate to an entity of which the individual is or was an officer, director, counsel, employee, consultant or contractor? Yes/No (Details thereof)
m.	Any other information /submission:

ANNEXURE I

FORMAT OF PROTECTED DISCLOSURE

SN	Particulars
E.	<p data-bbox="316 510 571 548">DECLARATION</p> <p data-bbox="316 611 671 649">I hereby declare that:</p> <p data-bbox="316 712 1294 801">(a) I have read and understood the provisions of the Sajjan India Limited's Vigil Mechanism and Whistleblower Policy.</p> <p data-bbox="316 864 1414 999">(b) I accept that Sajjan India Limited is under no obligation to enter into any correspondence regarding action or inaction taken as a result of my disclosure/report.</p> <p data-bbox="316 1061 1390 1397">(c) I declare that the disclosure contained herein is true, correct and complete and I fully understand that I may be subject to disciplinary action if, in my disclosure report, I knowingly and wilfully make any false, fictitious or fraudulent statements or representations or use any false writing or document knowing that such writing or document contains any false, fictitious, or fraudulent statement.</p> <p data-bbox="316 1653 421 1691">Name:</p> <p data-bbox="316 1753 571 1792">Place and Date:</p> <p data-bbox="316 1944 485 1982">Signature:</p>



 **SAJJAN INDIA
LIMITED**



CORPORATE OFFICE

Sajjan India Limited,
Urmi Estate, Tower A, 14th Floor,
95, Ganapatrao Kadam Marg,
Lower Parel West,
Mumbai – 400013.

Email: sil@sajjan.com