

**VIGIL MECHANISM POLICY**  
**(WHISTLE BLOWER POLICY)**  
**OF**  
**POLYMECHPLAST MACHINES LIMITED**

**1. BACKGROUND:**

In terms of Section 177 (9) of the Companies Act, 2013 read with the amended Listing Agreement with the Stock Exchanges, every listed company are required to establish a Vigil Mechanism(Whistle Blower Policy) for the Directors and employees to report genuine concerns in such manner as may be prescribed. Such a vigil mechanism shall provide for adequate safeguards against victimization of Directors & employees who use such mechanism and also make provisions for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases.

The Company, being a Listed Company, establishes the Vigil Mechanism (Whistle Blower Policy) as under:

**2. POLICY OBJECTIVES:**

2.1. A Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees & Directors by giving them direct access to the Chairman of the Audit Committee in exceptional cases.

2.2. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and / or colleagues in general.

**3. SCOPE OF THE POLICY:**

3.1. This Policy is extension of the Code of Conduct. It covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other



matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees.

#### 4. DEFINITIONS:

4.1. "Alleged wrongful conduct" shall mean violation of law, infringement of Company's rules, misappropriation of monies, actual or suspected fraud, substantial and specific danger to public health and safety or abuse of authority".

4.2. "Audit Committee" means a Committee constituted by the Board of Directors of Company

4.3. "Board" means the Board of Directors of the Company.

4.4. "Company" means POLYMECHPLAST MACHINES LIMITED

4.5 "Disciplinary action" means any action that can be taken on the completion of /during the investigation proceedings including but not limiting to a warning, imposition of fine, suspension from official duties or any such action as is deemed to be fit considering the gravity of the matter.

4.6. "Employee" means all the present employees and Whole-time Directors of the Company.

4.7. "Nodal Officer" means Company Secretary or Compliance officer of the Company to receive protected disclosures from whistle blowers, maintaining records thereof, placing the same before the Audit Committee for its disposal and informing the whistle blower the result thereof.

4.8. "Protected Disclosure" means a concern raised by an employee or group of employees of the Company, through a written communication and made in good faith which discloses or demonstrates information about an unethical or improper activity with respect to the Company. However, the Protected Disclosures should be factual and not speculative or in the nature of an interpretation / conclusion and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern.

4.9. "Subject" means a person or group of persons against or in relation to whom a Protected Disclosure is made or evidence gathered during the course of an investigation.

4.10. "Whistle Blower" is an employee or group of employees who make a Protected Disclosure under this Policy and also referred in this policy as complainant.



