

## WHISTLE BLOWER POLICY

### 1. INTRODUCTION

The term "whistle-blowing" can be defined as an incident where a complainant discloses any alleged wrongdoing within an organisation.

Aavantika Gas Limited (hereafter referred as "company" in this policy) has decided to implement vigil mechanism policy to comply with the regulatory requirements laid down by the provisions of section 177 of the Companies Act 2013. With the implementation of vigil mechanism, the company provides a platform to the employees and directors to report instances of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct.

### 2. APPLICABILITY OF THE POLICY

The policy is applicable to all the employees and directors of the company.

### 3. DEFINITIONS

Unless the context otherwise requires, the following words and expressions as under herein shall have the following meanings ascribed to them:

- a. "**Audit Committee**" means the Audit Committee of Directors of the Company.
- b. "**Code**" means the Employees Code of Conduct and includes various codes made applicable to the Employees of the company from time to time.
- c. "**Director**" means director on the Board of Directors of the Company.
- d. "**Employee**" means every employee of the Company including those who are on secondment /deputation including the contract employees and trainees.
- e. "**Protected Disclosure**" means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity. Protected Disclosures should be factual and not speculative in nature.
- f. "**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 under this Policy.
- g. "**Whistle-blower**" is someone who makes a Protected Disclosure under this Policy.
- h. "**Whistle Committee**" (referred to as "the Committee") means committee comprising of Managing Director (being the chairman of the committee), Director (Commercial) and Head (HR) for recording complaints, investigation of complaints and disciplinary action.
- i. "**Investigators**" mean those persons (including outside agencies/independent authorities) authorised, appointed, consulted or approached by Audit

Committee/Whistle Committee and includes the auditors of the Company and Police.

- j. **“Company”** means “Aavantika Gas Limited”.
- k. **“Policy or This Policy”** means, “Whistle-blower Policy.”

#### **4. SCOPE OF THE POLICY**

All Employees and Directors of the company are eligible to make a Protected Disclosures under this mechanism in relation to matters concerning.

The policy will not apply to matters related to personal grievances concerning an individual's terms and conditions of employment, or other aspects of the working relationship, or disciplinary matters.

#### **5. GUIDING PRINCIPLES**

To ensure that this Policy is adhered to, and to assure that the concern will be acted upon seriously, the Company will:

- (a) Ensure that the Whistle blower and/or the person processing the Protected Disclosure is not victimized for doing so;
- (b) Treat victimization as a serious matter, including initiating disciplinary action on person/(s) indulging in victimization;
- (c) Ensure complete confidentiality;
- (d) No attempt to conceal evidence of the Protected Disclosure;
- (e) Take disciplinary action, if any one destroys or conceals evidence of the Protected Disclosure made/to be made; and,
- (f) Provide an opportunity of being heard to the persons involved especially to the Subject

#### **6. ANONYMOUS/ PSEUDONYMOUS ALLEGATION**

Whistle blowers 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 or pseudonymously will ordinarily NOT be investigated.

#### **7. COMPLAINT PROCEDURE**

- a. All Protected Disclosures should be addressed to the Chairman of the Whistle Committee for Investigation. Whistle Committee will decide whether an investigation should be conducted or not based on the information provided by the complainant. In exceptional cases, where the Whistle Blower is not satisfied with the outcome of the investigation procedure in relation to any Protected Disclosure concerning the member (s) of the Whistle Committee, it may address the same directly to the Chairman of the Audit Committee.

- b. If a protected disclosure is received by any Employee or Director of the Company other than the Chairman of the Whistle Committee or the Chairman of Audit Committee, the same should be forwarded to the Chairman of the Whistle Committee for further appropriate action. Appropriate care must be taken to keep the identity of the Whistle Blower confidential.
- c. Protected Disclosures should be reported in writing so as to ensure a clear understanding of the issues raised and should either be typed or written in a legible handwriting in English, Hindi or in the regional language of the place of employment of the Whistle Blower.
- d. The Protected Disclosure should be forwarded under a covering letter which shall bear the identity of the Whistle Blower along with his/her signature. The Chairman of the Audit Committee / Chairman of the Whistle Blower Committee, as the case may be shall detach the covering letter and forward only the Protected Disclosure to the Investigators for investigation as and when required.
- e. Protected Disclosures should be factual and not speculative or in the nature of a conclusion, and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern.
- f. For the purpose of providing protection to the Whistle Blower, the Whistle Blower must disclose his/her identity in the covering letter forwarding such Protected Disclosure. Anonymous disclosures will not be entertained.

## **8. MODE OF DISCLOSURE**

A Disclosure shall be made in writing by the Whistle Blower. Letters can be sent either by hand-delivery, e-mail, and courier or by post addressed to the Whistle Committee. Emails can be sent to the **email id: disclosure@aglonline.net**.

## **9. FORMAT FOR SUBMISSION OF DISCLOSURE**

While there is no specific format for submitting a Disclosure, however, the following details must be mentioned:

- (a) Name, address and contact details of the Whistle blower (including Employee's ID, if the Whistle blower is an employee).
- (b) Brief description of the malpractice, giving the names of those alleged to have Committed or about to commit a malpractice. Specific details such as time and place of occurrence are also important.
- (c) In case of letters, the disclosure shall be sealed in an envelope marked "Whistle Blower" and addressed to the Whistle Committee.

## **10. PROCESS OF DEALING WITH DISCLOSURE**

- (a) The Whistle Committee shall acknowledge receipt of the Disclosure as soon as possible (preferably within 07 days of receipt of a Disclosure), where the Whistle blower has provided his/her contact details.
- (b) The Whistle Committee will proceed to determine whether the allegations (assuming them to be true only for the purpose of this determination) made in the Disclosure constitute a malpractice. If the Whistle Committee determines that the allegations do not constitute a malpractice, it will record this finding with reasons and communicate the same to the Whistle blower.

(c) If the Whistle Committee determines that the allegations constitute a malpractice, it will proceed to investigate the Disclosure. If the alleged malpractice is required by law to be dealt with under any other mechanism, the Whistle Committee shall refer the Disclosure to the appropriate authority under such mandated mechanism and seek a report on the findings from such authority.

(d) All concerned will normally be informed of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.

(e) The investigation may involve study of documents and interviews with various individuals. Any person required to provide documents, access to systems and other information by the Whistle Committee for the purpose of such investigation shall do so. Individuals with whom the Whistle Committee requests an interview for the purposes of such investigation shall make themselves available for such interview at reasonable times and shall provide the necessary cooperation for such purpose.

(f) If the malpractice constitutes a criminal offence, the Whistle Committee take appropriate action including reporting the matter to the police.

(g) The Whistle Committee or the Audit Committee at its discretion consider involving investigators for the purpose of investigation.

(h) Any other employee or Director assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

(i) The Whistle Committee shall conduct such investigations in a timely manner and shall share the report with the Chairman of Audit Committee on periodic basis. Though no timeframe is being specified for such action, the Company will endeavour to act as quickly as possible in cases of proved Malpractice.

(j) While it may be difficult for the Whistle Committee to keep the Whistle blower regularly updated on the progress of the investigations, it will keep the Whistle blower informed of the result of the investigations and its recommendations subject to any obligations of confidentiality.

## **11. RECORDS**

An official written record will be kept for each stage of the procedure and will be confidential in nature. The documents will normally be retained for at least three years.

## **12. SAFEGUARDS AGAINST VICTIMISATION OF COMPLAINANT**

The company accepts the obligation to ensure that any individual covered under this policy, who make a disclosure without malice and in good faith is protected from victimisation, harassment or unfair treatment.

A member of staff who has made a disclosure and who feels that, as a result, he or she has suffered adverse treatment should submit a formal complaint to the Chairman Audit Committee directly.

Where it is determined that there is a prima facie case that a complainant has suffered adverse treatment, harassment or victimization as a result of his or her disclosure, a further investigation may take place and matter may be decided by the Audit Committee for disciplinary action as may be taken against the perpetrator.

In providing this protection, the company also reinforces the obligations of all persons employed not to disclose to external sources any trade secrets or confidential information acquired during the course of their employment unless they fall within the qualifying for protection disclosures.

Notwithstanding anything contained hereinabove the company will not be responsible for defraying any costs/damages to the person(s) who blows the whistle or the person(s) against whom whistle is blown incurred by them as a result of any litigation amongst them in case any of them approaches to a Court of Law for remedy against other.

### **13. AMENDMENT**

The Company reserves its right to amend or modify this Vigil Mechanism 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 and directors unless the same is notified to the Employees and Directors.