

# Vigil Mechanism/ Whistle Blower Policy

## Index

SN	Table of Contents	Page No
1	Table of Contents	Page 2 of 6
2	Preamble	Page 3 of 6
	Purpose	
	Compliance	
3	Applicability	Page 4 of 6
	Making a Disclosure	
	Constitution of Whistle blower policy	
	Method of raising a disclosure	
4	Disclosure Investigation	Page 5 of 6
	Confidentiality	
5	Disqualifications	Page 6 of 6
	Reporting	
	Amendment	



## **Preamble:**

The Whistle Blower policy is for elimination of malpractices in the system. This policy encourages all the employees to come out with their complaints regarding any kind of misuse of company's properties, mismanagement or wrongful conduct prevailing in the company, if any.

Whistle Blower could be any employee who may provide information about his/her employer to the Management of the company either through phone or through written communication with relevant information without fear of retaliation of any kind.

The information on suspected wrongful conduct could be any of the below

- Violation of a Law or Regulation by the Company.
- Financial Malpractices
- A danger to public health or safety

## **Purpose:**

To encourage the employees to report to the management about suspected unethical behaviour's, malpractices, wrongful conduct, fraud violation of the company's policy including code of ethics and conduct, violation of law or questionable accounting or auditing matters by any employees/Director in the company without any fear of retaliation.

The Company is committed to developing a culture where it is safe for all employees to raise concerns about any poor or unacceptable practice and any event of misconduct.

## **Compliance:**

Pursuant to the provisions of Section 177 of the Companies Act, 2013, every listed company and the companies belonging to the following class or classes shall establish a vigil mechanism for their directors and employees to report their genuine concerns or grievances-

- a. the Companies which accept deposits from the public.
- b. the Companies which have borrowed money from banks and public financial institutions in excess of fifty crore rupees.

Accordingly, in compliance with the provisions of Companies Act, 2013 , Al Maha Foods Pvt Ltd., being a responsible corporate is proposed to establish and formulate a Vigil Mechanism Policy (Whistle Blower Policy).



## **Applicability:**

The policy applies to all employees of different departments of the Company as well as Business Associates of the Company.

## **Making a Disclosure:**

An employee/business associate whether at any level, can either through phone or written communication, with related evidence can send his/her observation of facts to the Management.

Examples of any which are as following: -

- a) Violation of any law or regulations, including but not limited to corruption, bribery,
- b) theft, fraud, coercion and wilful omission.
- c) Pass back of Commission/benefit or conflict of interest.
- d) Procurement frauds.
- e) Mismanagement, Gross wastage or misappropriation of company funds/assets.
- f) Manipulation of Company data/records.
- g) Stealing cash/company assets; leaking confidential or proprietary information.
- h) Unofficial use of Company's material/human assets.
- i) Activities violating Company policies including Code of Ethics and Conduct.
- j) A substantial and specific danger to public health and safety.
- k) An abuse of authority.
- l) An act of discrimination or sexual harassment.

## **Constitution of Whistle Blower Committee:**

S.No.	Name of Member	e-mail id
1	Mr. Mudit Saraswat (Chairperson)	mudit@almahafoods.com
2	Mr. Nitin Gadotra	nitin@almahafoods.com

## **Method of raising a disclosure:**

- a) Employee can make Disclosure to the Committee in writing, as soon as possible not later than 30 consecutive days after becoming aware of the same.
- b) Whistle Blower must put his/her name to allegations. Concerns expressed anonymously will not be investigated.
- c) If the initial enquiry by the Committee indicate that the concern has no basis or it is not a matter to be investigated pursued under the Policy, it may be dismissed at this stage and decision is documented.
- d) Where initial enquiries indicate that further investigation is necessary, this will be carried through the Committee alone, or by a person nominated for this purpose. The investigation would be conducted in a fair manner, as a neutral fact-finding process and without presumption of guilt. A written report of the findings would be made.

## **Disclosure Investigation:**

- a) The person conducting the investigation shall
  - i. Make a detailed written record of the disclosure. The record will include.
    - Facts of the matter
    - Whether the same disclosure was raised previously, and if so, the outcome thereof.
    - Whether the disclosure was raised previously against the same person/department
    - The financial/ otherwise loss which has been incurred/ would have been incurred by the Company.
    - Finding of the Committee/person conducting the investigation followed by the recommendations.
  - ii. The person conducting the investigation shall finalize and submit the report to the Committee within 15 days of being nominated/appointed.
- b) On submission of report, the committee shall discuss the matter with CFO who shall either.
  - iii. In case the disclosure is proved, accept the findings and take Disciplinary Actions as s/he may think fit and take preventive measures to avoid re-occurrence of the matter.
  - iv. In case the disclosure is not proved, extinguish the matter.
  - v.

In exceptional circumstances, where the Whistle Blower is not satisfied with the outcome of the investigation and the decision, s/he can make direct appeal to the Managing Director.

## **Confidentiality:**

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

- a) Ensure that the whistle blower and/or the person processing the disclosure is not victimized for doing so.
- b) Treat victimization as a serious matter including initiating disciplinary actions on such person(s).
- c) Ensure complete confidentiality.
- d) Not attempt to conceal evidence of the disclosure.
- e) Take disciplinary action, if anyone destroys or conceal evidence of the disclosure made/or to be made.



## **Disqualifications:**

- a) While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.
- b) Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.
- c) Whistle Blowers, who make any disclosures, which have been subsequently found to be mala fide, frivolous or malicious shall be liable to be prosecuted under Company's Code of Conduct.

## **Reporting:**

A quarterly report with number of complaints received under the Policy and their outcome shall be placed by the committee before the CFO.

## **Display:**

The vigil mechanism (whistle blower policy) shall be uploaded on the Company's website.

## **Amendment:**

The Managing Director of the Company has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever.

**For and on behalf of Al Maha Foods International Pvt. Ltd.**

Dated: March '2022