

## **AURANGABAD ELECTRICALS LIMITED**

### **WHISTLE BLOWER POLICY / VIGIL MECHANISM** (Pursuant to section 177(9) of the Companies Act, 2013)

#### **1. Introduction**

Aurangabad Electricals Ltd. (AEL), a Bagla Group company, is committed to conduct its business in accordance with all applicable laws, rules, regulations and various policies framed by the management and highest standards of business ethics, honesty, integrity and ethical conduct. Many times a violation does not affect an individual directly, but the same could prove detrimental to the interest of the company. Individuals hesitate to report such violations out of fear or indifference. Therefore, this Whistle Blower's policy / Vigil Mechanism is being established for the Directors and Employees to report violations/ their genuine concerns without fear of victimisation.

#### **2. Applicability**

This policy is applicable to all the Directors and Employees of the Company.

#### **3. Scope**

This policy will be applicable for violations of laws, rules, regulations as applicable to the Company or integrity norms such as unethical behaviour, suspected or actual fraud, violation of the Code of Conduct, taking bribes, confidential information being leaked out, misuse of company's resources, favours shown or demanded from business associates/partners, violation of statutory requirements, etc. or where any employee / director has information that organisational interests are being compromised and it is not a normal business decision.

As a rule, anonymous complaints will not be entertained.

#### **4. Process for reporting**

The director and employee who comes across any matters referred above will address the complaint along with the available details and evidence to the extent possible, to any member of the Enforcement Committee consisting of the following officials of the Company as members:

- i. Shri V A Pol - COO<sup>1</sup>
- ii. Shri P.C.Agrawal – Vice President (Corporate)
- iii. Shri S. Majumdar - Associate Vice President (Corporate HR)

Shri V A Pol will be the Chairman of the Enforcement Committee.

The complaints should be addressed to any of the Enforcement Committee Members at the following address:

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<sup>1</sup> Appointed in place of Mr KK Jha who had resigned.

Aurangabad Electricals Ltd.  
Gut No. 65, Village Chitegaon,  
Taluka Paithan, Dist. Aurangabad – 431105.

The Enforcement Committee will report to the Chairman & Managing Director of the Company or Chairman of the Audit Committee.

Any grievance against any member of the Enforcement Committee should be addressed to the Chairman of Audit Committee or Chairman & Managing Director at the above address.

The complaints received by a person other than an Enforcement Committee member, shall be required to be forwarded to the Enforcement Committee. The identity of the complainant will be protected and will be known only to the Enforcement Committee.

The Directors in all cases and employees in appropriate or exceptional cases will have access to the Chairman of the Audit Committee.

## **5. Actions to be taken by Enforcement Committee**

The Enforcement Committee may meet the complainant, if necessary. They may also appoint any suitable person or group of persons to investigate the case, but will ensure that the identity of the complainant is protected.

The Enforcement Committee will evaluate the complaint and recommend action, if any, within four weeks to the Chairman & Managing Director or Chairman of the Audit Committee. The final action to be taken will be decided by the Chairman & Managing Director or Chairman of the Audit Committee.

The analysis of the case and the action to be taken may not be communicated to the original complainant.

In case of repeated frivolous complaints being filed by a Director or an Employee, the Enforcement Committee or the Chairman & Managing Director or Chairman of the Audit Committee may take suitable action against the concerned Director or Employee including reprimand.

## **6. Protections against Victimisation**

Whistle Blower will be protected from any kind of discrimination, harassment, victimization or any other unfair employment practice. Director and Employee who has complained under this policy would be protected from any adverse action against him. The Chairman & Managing Director or Chairman of the Audit Committee may take disciplinary actions against the person who takes retaliation action against the whistle blower.

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