

WHISTLE BLOWER MECHANISM

Section 177 of the Companies Act, 2013 (effective from 1 April, 2014) and listing agreement requires every listed company to establish a vigil mechanism for the directors and employees to report genuine concerns.

Vigil mechanism is required to provide adequate safeguards against victimisation of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee. Company's Code of Conduct for Director and Senior Employees also provide that an employee can report information or their concern to Company to Mr. Praveen Lakhera, Company Secretary & Head Legal of the Company who shall report the same to the Audit Committee if required under any applicable law.

The following Vigil Mechanism is prescribed to provide an avenue to every director and employee of the Company to raise genuine concerns about unethical behavior of others, actual or suspected fraud, non-compliance/violation of any law, violation of this code or policy of the Company. The objective is also to provide safeguards for protection of whistle blower from reprisals or victimisation, for whistle blowing in good faith.

Receipt of complaint

1. Complaint shall be made in writing in a close and secured envelope addressed to Company Secretary and in his absence to CFO of the Company or through email. In the exceptional case complaint can be made to the Chairman of the Audit Committee if no action on earlier complaint is taken by Company Secretary or CFO as the case may be. The contact details of the Company Secretary, CFO and Chairman of the Audit Committee is as under:

Name & Designation	Mr. Praveen Lakhera, Company Secretary & Head-Legal	Mr. C. K. Vohra, Chairman, Audit Committee
Email	praveen@jaispring.com	vohrack@yahoo.co.in
Address	2, Park Lane, Kishangarh, Vasant Kunj, New Delhi- 110 070	

Disclosure against Company Secretary or CFO or any Director shall be addressed to the Chairman of the Audit Committee.

2. The complaint shall be made in good faith giving complete facts, details of the issues raised and identity of the Whistle Blower. Complaint should be factual and not speculative or in the nature of an interpretation / conclusion. Anonymous complaints shall not be entertained.
3. Whistle Blower means any director or employee of the Company making the complaint and includes other employee assisting in any complaint or investigation.

Inquiry & investigation

4. On receipt of complaint Company Secretary or CFO or Chairman of Audit Committee shall record the disclosure and make a preliminary inquiry. After making the preliminary inquiry any frivolous complaint shall be disregarded.
5. In other cases Company Secretary or CFO or Chairman of Audit Committee shall carry out an investigation either himself or through an outside agency. Such investigation shall be in accordance with policies of the Company and shall be completed within a period of 90 days of receipt of complaint. The period of 90 days may be extended by the Audit Committee.
6. Company Secretary or CFO or Chairman of Audit Committee may call for further information or particulars from the Whistle Blower.

Report & corrective action

7. If Company Secretary or CFO or Chairman of the Audit Committee after investigation comes to conclusion that complaint was correct, he shall submit his report before the Audit Committee.
8. The Audit Committee shall consider the report and may recommend to the management such disciplinary or corrective action in accordance with the Company policies.
9. The Audit Committee may also further investigate the matter through any officer of the Company or outside agency. After investigation, the Committee may recommend to the management such disciplinary or corrective action in accordance with the Company policies.
10. If any member of the Audit committee has a conflict of interest in a given case, he shall recuse himself and the other members will deal with the matter.

Confidentiality & protection of Whistle Blower

11. Company Secretary, CFO, members of the Audit Committee and all other persons involved in a complaint or investigation shall keep confidentiality of the matter. The identity of the Whistle Blower shall be known to only to those persons directly involve in complaint and shall be kept confidential to the extent possible and permitted under law.
12. No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having made a complaint. The company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making complaint.
13. Complete protection will be given to Whistle Blower against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like. However, this does not

protect an employee from any adverse action taken against him in accordance with Company's policies which is independent of his complaint in this mechanism. Appropriate action shall be taken by the Audit Committee against any person making frivolous complaint or not complying this this mechanism.

Others

14. The Chief Finance Executive Officer shall be responsible for the administration, interpretation, application and review of this mechanism. The Chief Finance Officer also shall be empowered to bring about necessary changes with the concurrence of the Audit Committee.