

JYOTI STRUCTURES LIMITED



VIGILANCE POLICY

(as amended w.e.f February, 2024)

JSL Vigilance Policy/Whistle Blower Policy

The Company believes in conducting its business fairly and transparently by adopting the highest standards of professionalism, honesty, integrity, and ethical behaviour in consonance with the JSL Code of Conduct.

The Company is committed to developing a culture where all directors and employees can safely raise concerns about any poor or unacceptable practice and any event of misconduct. The vigilance policy intends to cover serious concerns that could have a negative impact on the operations and performance of the business of the Company.

The objective of this policy is to build and strengthen a culture of transparency and trust in the organization and to provide directors and employees—officers and workmen—with a framework to promote a responsible and secure vigil mechanism. It protects directors and employees to report their genuine concerns or grievances.

The policy neither releases directors and employees from their duty of confidentiality in the course of their work nor is it a route for taking up a grievance about a personal situation.

This vigilance policy also provides adequate safeguards against the victimization of directors and employees who avail themselves of the vigilance mechanism and allows direct access to the Chairman of the Audit Committee.

Everyone is required to report to the Company any suspected violation of any law that applies to the Company and any suspected violation of the Company's Code of Conduct and Ethics.

It is the policy of the Company that you must, when you reasonably suspect a violation or a potential violation of an applicable law or the Company's Code of Conduct, report that violation. Reporting is crucial for early detection, proper investigation and remediation, and deterrence of violations of Company policies or applicable laws. You should not fear any negative consequences for reporting reasonably suspected violations because retaliation for reporting suspected violations is strictly prohibited by the Company's policy. Failure to report any reasonable belief that a violation has occurred or is occurring is itself

a violation of this policy, and such a failure will be addressed with appropriate disciplinary action, including possible termination of employment.

Acts of wrongdoing as illustrated below may include but not necessarily be limited to:

Forgery or alteration of documents

- Unauthorized alteration or manipulation of computer files.
- Fraudulent financial reporting.
- Pursuit of a benefit or advantage in violation of the Company's interest.
- Misappropriation/misuse of the Company's resources, like funds, supplies, or other assets.
- Authorizing/receiving compensation for goods not received and services not performed.
- Authorizing or receiving compensation for hours not worked.
- Improper use of authority.
- Release of proprietary information.
- Kickbacks.
- Theft of cash.
- Theft of goods/services.
- Unauthorized discounts.
- Falsification/destruction of Company records.
- Fraudulent insurance claims.
- Harassment.
- Leak/suspected leak of Unpublished Price Sensitive Information (UPSI).

Matters pertaining to the following may be excluded as there are separate forums available for the same

- Personal grievances.
- Dissatisfaction with appraisals and rewards.
- Complaints relating to service conditions.
- Sexual harassment.
- Suggestions for improving operational efficiencies.
- Company policies.

Composition of Whistle Blowing Investigation Committee

Structure of the Committee

The Management of JSL is empowered to form/reconstitute the Whistle Blowing Investigation Committee (WBIC), consisting of senior executives of the Company.

Responsibilities

- Receiving and acknowledging complaints.

- Sorting/Screening/Shortlisting
- Interim communication to the CFO or CEO.
- Investigating through appropriate delegations or agencies.
- Recommending a course of action to the management based on the investigation.
- Preventing and redressing whistleblower harassment.
- Any other related responsibility as decided by the management.

Decision on the course of action regarding the whistleblower's complaint, as taken by the WBIC/management shall be final.

Meetings and Records

The WBIC will maintain its records such as the agenda, the minutes of the meetings, and so on. The secretarial assistance will be provided by Corporate Audit Services.

Procedure

How to report:

A perceived wrongdoing or an act of whistleblowing may be reported by a whistleblower in oral or written form.

- In the case of oral reports, the whistleblower may approach their immediate superior or the Departmental Head, who should get the oral report converted into a written one. The written report should then be forwarded to the WBIC.
- A whistleblower wishing to make a written report may send it directly to the WBIC. Reports should be sent to the WBIC in a sealed envelope, marked as confidential.
- All suspected violations must be reported to the immediate supervisor or to the Executive Directors. Serious violations can be directly reported to the Chairperson of the Audit Committee.

Initial inquiries will be conducted for all reported violations, and wherever initial inquiries indicate a necessity for further investigation, this will be carried through departmental enquiry and reported to the Audit Committee.

All violations and/or suspected violations reported shall include as much information about the violation as you can provide. Where possible, it should describe the nature of the violation, the identities of persons involved in the violation, a description of documents that relate to the violation, and the time frame during which the violation occurred. Where

the violation has not been reported anonymously, the reporter could be contacted for further information. All information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable law. Everyone working for or with the Company has a duty to cooperate in the investigation of reports of violations. Failure to cooperate in an investigation or deliberately providing false information during an investigation can be the basis for disciplinary action, including termination of employment. If, after its investigation, the Company determines that a violation has occurred, the Company will take effective remedial action commensurate with the nature of the offense. This action may include disciplinary action against the accused party, leading up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of company policy.

Protection of the Whistleblower

Freedom to Report

Employees should feel free to report matters of wrongdoing without the fear of any repercussion on themselves. The management assures maintaining anonymity of the whistle blower at all times. The management also affirms that the whistleblower shall be protected from unfair termination and any other unfair prejudicial employment practices which the whistleblower may face from any quarters within the Company due to the act of whistle blowing.

Assurance of Protection

If at any time, a whistleblower perceives or apprehends unfair treatment, victimization, or harassment due to his act, they shall have the right to approach the Whistle Blowing Investigation Committee that will review the whistleblower's complaint and take appropriate action and protect the whistleblower's rights and privileges. While the whistleblowers will be accorded protection from unfair treatment, any abuse of this protection will warrant disciplinary action.

Right to amend

The Audit Committee or the Board of Directors of the Company can modify this policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with local laws and regulations and/or accommodate organizational changes within the Company.

