

	Vigil Mechanism/ Whistle Blower Policy	Rev No	2
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VIGIL MECHANISM /WHISTLE BLOWER POLICY

1. PREFACE:

1.1. Ravi Technoforge Private Limited (RTL) was established in 1990 by the Founder and Chairman Mr. Amrutlal Bharadia. RTL is IATF 16949:2016, ISO 14001:2015 & ISO 45001:2018 certified company having state of the art manufacturing facilities coupled with cutting edge technological capabilities offers wide range of high precision forged and turned rings bearing rings, gear blanks, and other similar components for wide spectrum of industries like automotive, wind, railways, heavy industries, earth moving equipment etc.

1.2. The Section 177(9) of the Companies Act, 2013 and rules made thereunder inter alia requires, every listed Company and the Company which accepts deposits from public and/or which have borrowed money from banks and public financial institutions in excess of fifty crore rupees is required to establish a Vigil Mechanism for the directors and employees to report genuine concerns. The Vigil Mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and seamless access to the Chairman of the Audit Committee. Therefore, Company proposes to establish a Vigil Mechanism and to formulate a policy for the same.

2. POLICY OBJECTIVES:

2.1. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. A Vigil Mechanism provides a channel to the Employees and Directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of Codes of Conduct or Policy. The mechanism provides for adequate safeguards against victimization of Employees and Directors to avail of the mechanism.

2.2. This neither releases Employees and Directors from their duty of confidentiality in the course of their work / Directorship nor can it be used as a route for raising malicious or unfounded allegation against people in authority and / or colleagues in general.

3. SCOPE OF THE POLICY:

The Policy covers malpractices and events of Alleged wrongful conduct which have taken place / suspected to have taken place, which includes misuse or abuse of

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authority, fraud or suspected fraud, violation of Company rules, manipulation, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is compromised or affected.

4. DEFINITIONS:

4.1. **“Alleged wrongful conduct”** shall include unethical, improper activity, violation of law, Infringement of Company’s rules, Code of Conduct, misappropriation of monies or assets, other resources, actual or suspected fraud, bribery, substantial and specific danger to public health safety or abuse of authority, morally wrongful act, commission or omission, manipulation of Company’s data or records, unofficial use of Company’s property / human assets, act of discrimination or sexual harassment.

4.2. **“Audit Committee”** means the Audit Committee of the Board constituted by the Board of Directors of Ravi Technoforge Private Limited in accordance with provisions of Section 177 of Companies Act, 2013 read with Rule 6 of Companies (Meetings of Board and its Powers) Rules, 2014.

4.3. **“Board”** means the Board of Directors of the Company.

4.4. **“Company”** means Ravi Technoforge Private Limited (RTL)

4.5. **“Code”** means Code of Conduct for Directors and Senior Management Executives adopted by Ravi Technoforge Private Limited.

4.6. **“Competent Authority”** means the Chairman of Audit Committee of the Company and will include any person(s) to whom he may delegate any of his powers as the Competent Authority under this policy from time to time.

In case of conflict of interest (Chairman, Audit Committee being the subject person), Competent Authority means Chairman of Board of Directors of the Company.

4.7. **“Employee”** means all the present and future employees and Directors of the Company. Employees shall include all employees of the Company whether it is permanent, temporary, outsourced or on-contract personnel in India or Abroad.

4.8. **“Protected Disclosure”** means a concern raised by an employee or group of employees of the Company, through a written communication and made in good faith which discloses or demonstrates information about Alleged Wrongful Conduct in terms of “SCOPE OF THE POLICY” with respect to the Company. It should be factual and not speculative in interpretation / conclusion and should contain as much specific information as possible to allow for proper assessment of the nature and extent of

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the concern.

- 4.9. **“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.
- 4.10. **“Whistle Blower”** is an employee or group of employees who make a Protected Disclosure under this Policy and also referred in this policy as complainant.

5. ELIGIBILITY:

All Employees & Directors of the Company are eligible to make Protected Disclosures under the Policy in relation to matters concerning the Company.

6. RECEIPT AND DISPOSAL OF PROTECTED DISCLOSURES:

- 6.1. All Protected Disclosures should be reported in writing by the complainant as soon as possible after the Whistle Blower becomes aware of the same so as to ensure a clear understanding of the issues raised and should be in the prescribed format.
- 6.2. The Protected Disclosure should be submitted in a closed and secured envelop and should be super scribed as “Protected Disclosure under the Vigil Mechanism Policy”. If the complaint is not super-scribed and closed as mentioned above, it will not be possible to protect the identity of the complainant and the protected disclosure will be dealt with as if it is a normal disclosure. In order to protect identity of the complainant, no acknowledgement will be issued to the complainant, and they are advised neither to write their name/address on the envelope. The Chairman of Audit Committee shall assure that in case any further clarification is required he will get in touch with the complainant.
- 6.3. Anonymous or pseudonymous Protected Disclosure shall not be entertained.
- 6.4. All Protected Disclosures should be addressed to the Competent Authority.
- 6.5. On receipt of the protected disclosure the Competent Authority, shall make a record of the Protected Disclosure and also ascertain from the complainant whether he was the person who made the protected disclosure or not. He shall also carry out initial investigation either himself or by involving any other Officer of the Company or an outside agency before referring the matter to Board of Directors for further appropriate investigation and needful action. The record will include:
- Brief facts

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- Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof
- Details of actions taken by Chairman for processing the complaint Findings
- The recommendations of the Board of Directors/ other action(s).

7. INVESTIGATION:

- 7.1. All Protected Disclosures under this Policy will be recorded and thoroughly investigated. The Competent Authority may investigate and may at his/her discretion consider involving any other Officer of the Company and/ or an outside agency for the purpose of investigation.
- 7.2. The Competent Authority shall weed out frivolous complaints after a preliminary enquiry by the Confidential Section. The Competent Authority based on the recommendations of the Confidential Section and depending upon the merit of the case shall forward the Complaint to the investigator(s) nominated for this purpose without disclosing the identity of the Whistle Blower.
- 7.3. The decision to conduct an investigation is by itself not an accusation and is to be treated as a neutral fact finding process.
- 7.4. Subject(s) will normally be informed in writing of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.
- 7.5. Subject(s) shall have a duty to co-operate with the Board of Directors or any of the Officers appointed by it in this regard.
- 7.6. Subject(s) have a right to consult with a person or persons of their choice, other than the Investigators.
- 7.7. Subject(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witness shall not be influenced, coached, threatened or intimidated by the subject(s).
- 7.8. Unless there are compelling reasons not to do so, subject(s) will be given the opportunity to respond to material findings contained in the investigation report. No allegation of wrong doing against a subject(s) shall be considered as maintainable unless there is good evidence in support of the allegation.

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7.9. Subject(s) have a right to be informed of the outcome of the investigations. If allegations are not sustained, the Subject should be consulted as to whether public disclosure of the investigation results would be in the best interest of the Subject and the Company.

7.10. The investigation shall be completed normally within 90 days of the receipt of the protected disclosure and is extendable by such period as the Competent Authority / Board of Directors deems fit.

7.11. Subject(s) have a right to be informed of the outcome of the investigation.

8. DECISION AND REPORTING:

8.1. If an investigation leads the Competent Authority to conclude that an improper or unethical act has been committed, the Competent Authority shall recommend to the management of the Company / Board of Directors to take such disciplinary or corrective action as he may deem fit. It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.

8.2. A complainant who makes false allegations of unethical & improper practices or about alleged wrongful conduct of the Subject, he shall be liable to appropriate disciplinary action in accordance with the rules, procedures and policies of the Company.

9. PROTECTION:

9.1. No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination / suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties / functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the

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Whistle Blower to receive advice about the procedure, etc.

- 9.2. A Whistle Blower may report any violation of the above clause to the Competent Authority who shall investigate into the same and recommend suitable action to the Board of Directors.
- 9.3. The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law. The identity of the complainant will not be revealed unless he himself has made either his details public or disclosed his identity to any other office or authority. In the event of the identity of the complainant being disclosed, the Board of Directors is authorized to initiate appropriate action as per extant regulations against the person or agency making such disclosure. The identity of the Whistle Blower, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement agencies, in which case members of the organization are subject to subpoena.
- 9.4. Provided however that the complainant before making a complaint has reasonable belief that an issue exists and he has acted in good faith. Any complaint not made in good faith as assessed as such by the Board of Directors shall be viewed seriously and the complainant shall be subject to disciplinary action as per the Rules / certified standing orders of the Company. This policy does not protect an employee from an adverse action taken independent of his disclosure of unethical and improper practice etc. unrelated to a disclosure made pursuant to this policy.
- 9.5. Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower.

10. DISQUALIFICATION:

- 10.1. 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.
- 10.2. 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.
- 10.3. Whistle Blowers, who make any Protected 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.

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11. RETENTION OF DOCUMENTS:

All Protected disclosures in writing or documented along with the results of Investigation relating thereto, shall be retained by the Company for a period of 5 (five) years or such other period as specified by any other law in force, whichever is more.

12. ADMINISTRATION AND REVIEW OF THE POLICY:

The Board of Directors shall be responsible for the administration, interpretation, application and review of this policy. Board of Director is also be empowered to bring about necessary changes to this Policy, if required at any stage.

13. REVIEW PERIODICITY AND AMENDMENT:

Vigil Mechanism Policy may be revised/modified/amended by Board of Directors at such intervals as it may deem fit.

CONTACT: COMPENTENT AUTHORITY

Chairman of Audit Committee,
 Shri Divyabhash C. Anjaria
 20, Sanskar Bharti Society,
 Ankur Road, Naranpura, Ahmedabad–380 013

E-mail Id: dcanjaria@interfinsol.com

COMPANY DETAILS:

RAVI TECHNOFORGE PRIVATE LIMITED
 CIN: U27100GJ1990PTC013398
 Reg. Office: Survey No: 50-P/1, Nr.Toll Naka,
 Rajkot - Gondal NH-27,At. Village Pipaliya,
 Dist. Rajkot- 360 311. Gujarat (India)

Email: info@ravitechnoforge.com Contact No. +91 2827-350200
 Website: www.ravitechnoforge.com

14. AMENDMENT: This Policy can be modified at any time the Audit Committee and the Board OF Directors of the Company.

Encl: Form for reporting under VGM Policy

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FORM FOR REPORTING UNDER VIGIL MECHANISM

Date:

Name of the Employee/Director:

E-mail id of the Employee/Director.....

Communication Address.....

Contact No

Subject matter which is reported.....

(Name of the Person/ event focused at).....

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Brief about the Concern:

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Evidence (enclosed, if any):...

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Signature:

Note: The Protected Disclosure shall be submitted within 30 days of the Occurrence of the Concern/event (or) before Occurrence or any time permitted by Chariman, Audit Committee

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