**WHISTLE BLOWER POLICY**

**Vigil Mechanism**

**(For Directors, Employees and other Stakeholders)**

**AMBIKA COTTON MILLS LIMITED**

1. **Policy Objective**

1.1 AMBIKA COTTON MILLS LIMITED is committed to ensuring that all its employees work in a conducive environment and are given a platform to freely express their concerns or grievances on various matters pertaining to any malpractice, actual/suspected fraud, violation of the Company’s Code of Conduct, breach of any policy, abuse of power and authority by any official of the company or any other act with an intention of unethical personal gain or to cause damage to the organization or its employees etc. The platform to express such concerns, is hereby, extended to Directors and other stakeholders also.

1.2 The Company mandates all its employees to work with integrity, ethics and responsibility.

1.3 The Company assures appropriate action for any concern reported by Directors, Employees or other stakeholders through the whistle blowing mechanism.

1.4 The Company assures adequate safeguard against victimization of Director(s) / employee(s) / other stakeholders who use this mechanism to express their concerns.

2. **Scope of the Policy**

The Policy is applicable to all the Employees, Directors of the Company and other Stakeholders (hereinafter referred to as “stakeholder”) such as Customers and Vendors etc.

3. **Definitions**

3.1 Whistleblower/Complainant- Means an employee or a Director or any other stakeholder expressing a concern or making a disclosure or lodging a complaint under this policy, in respect of the concerns/grievances mentioned above in 1.1.

3.2 Accused/offending employee- Means an employee against whom a complaint is lodged.

4. **Vigil Mechanism/Process of lodging a complaint or expressing a concern :**

An employee/stakeholder can lodge a complaint directly to the Management (refer Table 1) or or the “Whistle Blower – Complaints Committee” (refer Table 2) in writing to report genuine concerns including concerns about unethical behaviour, actual or suspected fraud or violation of the Company’s Code of Conduct or ethics policy.

5. **Whistleblower – Access to the Management/Complaints Committee**

A Whistleblower can report his concerns (as referred in 1.1 above) directly to the Management. The contact details of the Chairman and Managing Director, Sri.P.V.Chandran and General Manager – Mr.G.Veera Kumar are given hereunder:

**Table 1:**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **1** | **Sri.P.V.Chandran** | **Chairman and Managing Director** | **0422-2491501 /**  **0451-2449901** | [**ambika@acmills.in**](mailto:ambika@acmills.in) |
| **2** | **G.Veerakumar** | **General Manager** | **0451-2449905** | **ambikamillsdgl@gmail.com** |

**Alternatively**, such concerns can be reported to the "Whistleblower - Complaints Committee"(the “Committee”). The said Committee has been constituted by the Company to receive, review, investigate and redress issues raised directly by the employees or stakeholders. All the concerns raised to the Committee must immediately be brought to the notice of the Management.

- The Committee comprises of the following members:

**Table 2:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **Sr. No** | **Name** | **Designation** | **Contact**  **Details** | **Mobile No.** | **E-mail ID** |
| **1** | **G.Veerakumar** | **GM** | **0451-2449905** | **9363383066** | [ambikamillsdgl@gmail.com](mailto:ambikamillsdgl@gmail.com) |
| **2** | **K.Ravichandran** | **GM (Tech)** | **0451-2449961** | **9443919165** | [ambikamillsdgl@gmail.com](mailto:ambikamillsdgl@gmail.com) |
| **3** | **G.Narayanan** | **Workers– Leader** | **0451-2449900** | **9443728760** | [ambikamillsdgl@gmail.com](mailto:ambikamillsdgl@gmail.com) |
| **4** | **S.Raje** | **QC – HOD** | **0451-2449960** | **9629623795** | acmills3@gmail.com |

6. **Redressal Procedure**

6.1 Upon receipt of a complaint, the Management may direct any two or more members to initiate investigation. Within 7 daysof receipt of the complaint/concern, the selected Member(s) of the Committee shall respond to the Complainant either personally and seek more information or clarifications. The Member(s) may also check if the whistle blower is willing to disclose his identity to make the communication process direct, smooth, more meaningful and less time consuming. Depending on the Complainant agreeing to disclose his identity, the Committee Members shall meet him/her and further their investigations in any case.

6.2 The Committee shall investigate the complaint very diligently and also provide every reasonable opportunity to the Complainant and the person against whom the complaint is made to put forward and defend their respective cases. The Committee is authorized to seek help from internal/external legal counsel or any other professional, if necessary. The Committee must complete the investigation in Two weeks time from the commencement of investigation unless there are exceptional circumstances.

6.3 The details of investigation along with all the relevant documents should be retained by/submitted with the Whistle Blower – Complaints Committee for recommending to the Management a disciplinary action against the accused.

6.4 After evaluating the merits of the case, the Committee shall recommend appropriate action to the Management within 7 days from the completion of the investigation.

6.5 Action taken against offending employees will depend on the circumstances and seriousness of the offence and may include termination of services or any other appropriate action.

6.6 In order to ensure that this Policy is not misused by any complainant; any false or frivolous concern raised with malafide intention will be viewed seriously by the Company and appropriate disciplinary action against the complainant may be taken.

6.7 In an exceptional case or where the complainant is not satisfied with the proceedings or findings of the investigation, the complainant reserves the right to refer the complaint to the Chairman of the Audit Committee .In turn, The Chairman of Audit Committee direct the Complaints Committee or any other person of his choice to investigate and report the outcome to him within a stipulated time frame in line with the policy document. The report of the Committee shall be tabled at the next meeting of the Audit Committee and appropriate action/ redressal shall be recommended to the Executive Management, in consultation with the Audit Committee.

**7. Protection for the Whistle Blowers**

7.1 The whistleblower shall be protected against any detrimental action against him / her including victimization, harassment of any kind, threat, biased behaviour or any other unfair employment practice as a result of any allegation/s made in good faith. The Company will take all necessary steps to protect the interests of the whistleblowers, in order to inculcate confidence to report such aforementioned concerns without fear of any form of reprisal.

7.2 The Company will not disclose the identity of the whistleblower without his/ her consent in writing.

**8. Reporting**

The Committee shall submit a status report of the number of complaints received, redressed and pending with the Audit Committee on a half-yearly basis.

**9. Retention of documents**

All the relevant disclosures in writing or other documents along with the results of the investigation shall be retained by the Company for its record and future reference.

**10. Amendment**

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. This Policy and any subsequent amendments thereof shall be communicated to all concerned within 21 working days of its approval by the Board and also uploaded on the website of the Company, in compliance with the prescribed norms.