



INDSIL HYDRO POWER AND MANGANESE LIMITED

Corporate Identification No. (CIN) L27101TZ1990PLC002849

Regd. Off.: "Indsil House" T.V.Samy Road (West), R.S.Puram, Coimbatore – 641 002

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WHISTLE BLOWER POLICY

PURPOSE

This policy has been created with the objective of providing Directors, employees, customers, vendors and all stakeholders an avenue to raise concerns which seem to go against the Company's commitment to the highest possible standards of ethical, moral and legal business conduct and its commitment to open communication. The policy also encourages the stakeholders to bring to the Company's attention, instances of unethical behaviour, actual or suspected incidents of fraud or violation of the Company code, that could adversely impact the Company's operations, business performance and / or reputation.

PROTECTION

This policy seeks

- to provide necessary safeguards for protection of Directors and employees from reprisals or victimization, for whistle blowing in good faith.
- To create an environment where every Directors and employee feels free and secure to report specific incidents of unethical behaviour, actual or suspected incidents of fraud or violation of the Company Code;
- To investigate such reported incidents in a fair manner;

REPORTING OF INCIDENTS

- a. The Whistle Blower policy is intended to cover serious concerns that could have a large impact on the company such as actions (actual or suspected) that:
 - May lead to incorrect financial reporting
 - Amounts to leak of Unpublished Price Sensitive Information
 - Are not in line with applicable Company policy
 - May be detrimental to the image of the group
 - Violate the accepted values of the group
 - Are unlawful
 - Amount to serious improper conduct (including any kind of harassment)

- Amount to illegal or unethical conduct including that which adversely affects investors, shareholders, customers, suppliers, other employees, or the business performance or image or reputation of the Company
 - Conflicts with the interest of the Company
- b. This policy shall be administered by the Managing Director / Chairman of the Audit Committee of the Company
- c. The complaint may be addressed to the following persons:

The Managing Director Indsil Hydro Power and Manganese Ltd Indsil House, T.V. Samy Road West, R S Puram, Coimbatore – 641002	Chairman of the Audit Committee Indsil Hydro Power and Manganese Ltd Indsil House, T.V. Samy Road West, R S Puram, Coimbatore – 641002
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- d. The complaint should be specific in nature containing sufficient details to permit investigation without the need for direct contact. The complainant shall include the following
- i. The nature and facts of the complaint
 - ii. The identity of the persons suspected to have committed the alleged violation
 - iii. supporting documents and any other evidence.
- e. The complainant is expected to put their names for investigation purposes. Anonymous complaints will be entertained only if they contain sufficient details and evidence to prove that the complaint adversely affects the Company. Concerns expressed anonymously WILL NOT BE usually investigated BUT subject to the seriousness of the issue raised, an investigation may be initiated independently. Anonymous complaint should also contain an e-mail ID to which the Company can reach out to in case it needs any further particulars or clarifications.
- f. The complainant or the whistleblower as he or she is called is not expected to prove the truth of an allegation; the complainant needs to demonstrate, that there are sufficient grounds for concern.
- g. Malicious allegations may result in disciplinary action against the complainant.

INVESTIGATION:

- a. Upon receipt of a complaint (other than against senior management), the Managing Director will make an assessment thereof and on being satisfied as to the seriousness and credibility of the complaint, direct the complaint for investigation.
- b. In the event the complaint is made against the senior management, the Chairman of the Audit Committee will make an assessment thereof and on being satisfied as to the seriousness and credibility of the complaint, direct the complaint for investigation.
- c. The Managing Director/ Chairman of the Audit Committee, as the case may be, may take the help of any person during the course of the investigation.
- d. All employees have a duty to co-operate in an investigation.
- e. Based on the findings, appropriate action which may include disciplinary proceedings against the violator, including termination of employment will be taken.
- f. The report of the investigation and the action will be submitted to the Audit Committee.
- g. A summary of all complaints received under this policy will be placed before the Audit Committee every quarter.

CONFIDENTIALITY:

The entire process shall be carried out in strict confidentiality, in an unbiased manner and shall ensure thorough fact finding. The complainant, Managing Director, Chairman of Audit Committee and every other person involved in the process shall maintain complete confidentiality / secrecy of the matter.

SAFEGUARDING THE INTEREST OF THE WHISTLE BLOWER/ COMPLAINANT:

Certain safeguards have been provided which will prevent harassment or victimisation of the complainant.

AMENDMENTS:

This policy may be amended from time to time by the Board of Directors.