



VIGIL MECHANISM

Pursuant to Section 177 read with Rules framed there under, and Sub-clause 1D of Clause 49 of Equity Listing Agreement, the listed companies shall establish a vigil mechanism for Directors, employees any other individual or organization to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Law or any other concerns/grievances.

In compliance of the above requirements **Daikaffil Chemicals India Limited ("DCIL")** has established a Vigil (Whistle Blower) Mechanism and formulated a Policy in order to provide a framework for responsible and secure whistle blowing/vigil mechanism.

1. Definition

"Protected Disclosure" means a concern raised by an employee or group of employee of the Company, through a written communication and made in good faith which discloses or demonstrates information about an unethical or improper activity with respect to the Company.

"Audit Committee" means a Committee constituted by the Board of Directors of the Company in accordance with guidelines of Listing Agreement and Companies Act, 2013.

"Vigilance officer" A person or Director, nominated/appointed to receive protected disclosures from whistle blowers, maintaining records thereof, placing the same before the Audit Committee for its disposal and informing the Whistle Blower the result thereof.

2. Objective

This Mechanism provides adequate safeguard against victimization of employees, directors and others who avail of the vigil mechanism and also provides for direct access to the chairperson of the Audit committee in exceptional case, and to take suitable action against the concerned director or employee including reprimand. The company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

The Company reserves its right to amend this Policy in whole or in part, at any time as it deem fit

3. Scope of Mechanism

This Mechanism shall be applicable to all Directors, Employees of the Company and any other individual or organization who report any non-compliance, wrong Practices and all suspected violations, E.g., unethical behavior, fraud, violation of law, insider trading, bribery, inappropriate behavior /conduct, negligence etc. and other matters or activity on account of which the interest of the Company is affected.

4. Protected disclosure under the Vigil Mechanism

A Protected disclosure should be reported in writing preferably to ensure a clear understanding of the issue raised and should be either typed or written in legible handwriting in English, Hindi or in regional language of the Place of employment and the same shall send by courier/post or through email or any other means of communication with the subject **“Protected disclosure under the Vigil Mechanism”**..

(iii) All Protected disclosure should be addressed to the Vigilance officer; it may also be submitted directly to the Chairman of the Audit Committee as and when necessary under exceptional circumstances.

On receipt of the protected disclosure the Vigilance Officer / Chairman of the Audit Committee, as the case may be, 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 the Audit Committee of the Company for further appropriate investigation and needful action.

5. Reporting

If an investigation leads to a conclusion that an improper or unethical act has been committed, the Vigilance Officer / Chairman of the Audit Committee shall recommend to the Board of Directors of the Company to take such disciplinary or corrective action as it may deem fit.

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.

A quarterly report with number of complaints received under the Policy and their outcome shall be placed before the Audit Committee and the Board.

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A complainant who makes false allegations of unethical & improper practices or about alleged wrongful conduct of the Subject to the Vigilance Officer or the Audit Committee shall be subject to appropriate disciplinary action in accordance with the rules, procedures and policies of the Company

6. Annual Report

The details of establishment of Vigil Mechanism shall be disclosed by the Company in its Annual Report.

7. Dissemination of the Mechanism

A copy of this mechanism shall be given to all employees and to all new recruits and they shall sign a statement acknowledging that they have received, read, understood and will abide by the policy.

The contact details are as under:-

Name	Designation	Contact	Email
Mr. Ganesh Iyer	Vigilance Officer	022-61016612	ganesh.iyer@daikaffil.com
Mr. Amit Patel	Chairman	022-61016666	amit.patel@daifaffil.com
Mr. Sishir Amin	Managing Director	022-61016600	sishir.amin@daikaffil.com
Mr. Sudhir Patel	Chairman of Audit Committee	022-24964545	patelsm@abcbearings.com

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