

STABLE TRADING COMPANY LIMITED

CIN – L27204WB1979PLC032215

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VIGIL MECHANISM/ WHISTLE- BLOWER POLICY

PREFACE

The Company has adopted a Code of Conduct (“The Code”) to be followed by its Directors, Senior Management Executive and Employees of the Company. Any actual or potential violation of the Code howsoever insignificant or perceived as such, would be a matter of serious concern for the Company.

The Companies Act, 2013 mandates the Company to establish a vigil mechanism whereby, such violation of the Code of Conduct and/ or the ethics policy in addition to the genuine grievances of the shareholders, employees or Directors of the Company can be monitored and adequacy addressed.

Under these circumstances, the Company has formulated the present policy for establishing the vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company.

VIGIL COMMITTEE

The Audit Committee of the Company shall together constitute the Vigil Committee which shall be responsible for monitoring and overseeing the functioning of the Vigil mechanism so constituted hereunder.

In the event any member of the Committee has a conflict of interest in a given case, such a member shall immediately rescue himself from participating and deciding on such matter. The other members of the Committee shall deal with such matter on hand.

MANNER OF RAISING CONCERN

The Directors/ employees (hereinafter referred to as the ‘Whistle Blower’) may report any of their genuine concern including actual or suspected fraud or violation of the Code and/ or ethics policy of the Company in writing (save and except in case of any exigency, even verbal communication will be considered as adequate) in a closed and sealed envelope addressed to the Whistle Officer appointed by the Company in this regard. The Complainant should write his/her name on the covering letter inside the envelope.

The contact details of the Whistle Officer are as under:

Name and Address-
Shri Ajay Kumar Gupta
10/2B, Alipore Park Place,
Kolkata - 700027

INVESTIGATION

The Whistle Officer shall on receipt of such report proceed to call a meeting of the Vigil committee as soon as may be practicable. The report so received shall be placed for the consideration and deliberation of the Vigil committee at the meeting so held in this regard. The Vigil Committee wherever necessary may refer the reported matter or any issue(s) arising therefrom to any competent forum, professional experts and / or legal counsels, whether internal or external, for requisite review, analysis investigation and consequent guidance / opinion/ advise, if any so as to take an effective, rational and unbiased redressal measure with regard to such reported matter and/ or issue(s) arising therefrom.

FRIVOLOUS COMPLAINTS

The Company supports the initiatives whereby, genuine and a bona fide concerns of the Whistle Blower can be addressed and proper/ corrective measures can be taken before the same escalates out of hand. However this mechanism should not be employed for making malicious and frivolous complaints which shall be dealt strictly by the Vigil Committee

RIGHTS OF A WHISTLE BLOWER/ ACCUSED

- a) the Whistle Blower/ accused shall have a right to be heard and adequate time and opportunity shall be given for the subject to communicate his/ her say on the matter
- b) the Whistle Blower/ accused shall have the right to be informed of the outcome of the investigation and shall be so informed in writing by the Company after the Completion of the Inquiry/ investigation process by the Vigil Committee

DECISION AND REPORTING

The Vigil Committee on completion of its investigation shall have the right to take such action as it may deem just and proper. Such decision shall be final and binding on all concerned parties including the Company. The Vigil Committee shall also submit a report of the investigation carried out and the results of the same to the Board of Directors as its next meeting.

It shall be the duty of the Vigil Committee to always act in good faith and be prudent and reasonable in their approach. There should not be any 'prejudice' in their reporting and decision making.

NON-RETALIATION

No Whistle Blower who, in good faith, makes a disclosure or lodges complaints in accordance with this policy shall suffer reprisal, discrimination or adverse employment consequences. The Company as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against the Whistle Blower

Any other official of the Company assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

SECRECY/CONFIDENTIALITY

The identity of the Whistle Blower shall be revealed only amongst the member of the Vigil Committee/ Chairman of the Company or any other person/ outside agency authorised to investigate the matter as the case may be. The identity of the Whistle Blower will not be revealed unless he himself has made either his details public or disclosed his identity to any other officer or authority.

The Whistle Blower, the Accused, the Whistle Officer and everyone involved in the process shall:

- a. maintain complete confidentiality/ secrecy of the matter
- b. not discuss the matter in any informal/ social gathering/ meetings
- c. discuss only to the extent or with the persons required for the purpose of completing the process and investigations
- d. not keep the papers unattended anywhere at any time
- e. keep the electronic mails/ files under password

if anyone is found not complying with the above, he/ she shall be held liable for such disciplinary action as in considered fit

AMENDMENT

The Chairman of the Audit Committee with the concurrence of the members of the Audit Committee has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever.
