

INDRAPRASTHA GAS LIMITED

WHISTLE-BLOWER POLICY

1 INTRODUCTION

The term "whistle-blowing" can be defined as an incident where a complainant discloses any alleged wrongdoing within an organisation.

Indraprastha Gas Limited (hereafter referred as "company" in this policy) has decided to implement whistle-blower policy as part of the vigil mechanism to comply with the regulatory requirements laid down by the Companies Act 2013 and Clause 49 of the SEBI's Listing Agreement [presently SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]. With the implementation of vigil mechanism, the company provides a platform to the employees, directors, vendors and suppliers of the company to come forward and raise their genuine concerns without any fear of retaliation and victimisation.

2 APPLICABILITY OF THE POLICY

The policy is applicable to employees, directors, vendors and suppliers of the company.

3 SCOPE OF THE POLICY

The policy is designed to deal with concerns raised in relation to the specific issues which are not in the interest of the company and are broadly detailed hereunder.

- a criminal offence
- failure to comply with legal obligations
- financial or non-financial mal-administration or malpractice or impropriety or a fraud
- a risk to the health or safety of any individual or public at a large
- environmental damage
- a miscarriage of justice
- misappropriation of company assets/resources
- mishandling of confidential information
- bribery and corruption

The policy will not apply to matters related to personal grievances concerning an individual's terms and conditions of employment, or other aspects of the working relationship, or disciplinary matters.

4 PROCEDURE FOR REPORTING A CONCERN

Any individual who is covered under this policy may raise a concern related to the issues listed in the above section “Scope of the policy”.

The company has appointed an independent third party service provider to manage the operations of whistle-blower hotline. The multiple reporting channels have been setup for the use of company’s employees, directors, vendors and suppliers to report genuine concerns without any fear of retaliation and victimisation.

After receiving the complaint, the independent third party will share the complaint report with Ethics Committee comprising of Managing Director and Director (Commercial) within 2 business days.

The reporting channels available to the complainants are:

1. Phone (toll free number)
2. Email
3. Web Portal
4. Fax
5. Post

The contact details of the reporting channels are available on the Intranet.

The complainant may also reach out to Chairman of the Audit Committee directly in appropriate or exceptional circumstances by submitting a written complaint.

The employees and directors can choose to remain anonymous while reporting the incident to the independent third party service provider however disclosing the identity is mandatory for vendors and suppliers. The vendors and suppliers are requested to submit the complaint in writing from their official email id, after reporting the incident to the independent third party service provider.

The company will ensure that any complainant who makes a disclosure will not be penalized or suffer any adverse treatment for doing so. However, if a complainant makes an allegation without having reasonable grounds for believing it to be substantially true, or makes it for purposes of personal gain,

or makes it maliciously may be subject to disciplinary proceedings as per the company's policy.

The protection under this policy is not applicable to the complainants who are subject of any other complaint related to fraud or any other unethical behavior.

5 COMPLAINT HANDLING PROCESS

After receiving the complaint report from independent third party service provider, the Ethics Committee members will decide whether an investigation should be conducted or not based on the information provided by the complainant. This will depend on the nature and severity of the matter raised and may be:

- investigated internally
- referred to the Internal Auditors, or
- the subject of independent enquiry

If the Ethics Committee decides not to proceed with an investigation, the decision will be explained as fully as possible.

The Ethics Committee shall share the report with the Chairman Audit Committee on periodic basis and update about the closure status of the complaints received through vigil mechanism.

6 INVESTIGATION PROCESS

The Ethics Committee shall follow the investigation process as defined in the complaint handling framework document.

7 RECORDS

An official written record will be kept for each stage of the procedure and will be confidential in nature. The documents will normally be retained for at least three years.

8 EXPECTATIONS FROM EMPLOYEES, DIRECTORS, VENDORS AND SUPPLIERS

The company acknowledges the difficult choice a member of staff may have to make in raising a concern. The company expects the employees, directors, vendors and suppliers to provide at least some of the following information:

- i. Detailed description of incident
- ii. Location and timing of incident
- iii. Personnel involved
- iv. Specific evidences
- v. Frequency of issue

9 SAFEGUARDS AGAINST VICTAMISATION OF COMPLAINANT

The company accepts the obligation to ensure that any individual covered under this policy, who make a disclosure without malice and in good faith is protected from victamisation, harassment or unfair treatment.

A member of staff who has made a disclosure and who feels that, as a result, he or she has suffered adverse treatment should submit a formal complaint to the Chairman Audit Committee directly.

Where it is determined that there is a prima facie case that a complainant has suffered adverse treatment, harassment or victimization as a result of his or her disclosure, a further investigation may take place and matter may be decided by the Audit Committee for disciplinary action as may be taken against the perpetrator.

In providing this protection, the company also reinforces the obligations of all persons employed not to disclose to external sources any trade secrets or confidential information acquired during the course of their employment unless they fall within the qualifying for protection disclosures.

Notwithstanding anything contained hereinabove the company will not be responsible for defraying any costs/damages to the person(s) who blows the whistle or the person(s) against whom whistle is blown incurred by them as a result of any litigation amongst them in case any of them approaches to a Court of Law for remedy against other.