



# WHISTLE BLOWER POLICY

CHAVDA INFRA LIMITED

CIN: L45204GJ2012PLC072245

REGISTERED ADDRESS: Binori B Square 1, Office No. 304-304-407,  
Opp. Hathisingh Wadi, Ambli-Bhopal Road, Ahmedabad 380058

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## 1. Purpose

Chavda Infra Limited (“the Company”) is committed to conducting its business with integrity, transparency, accountability, and ethical standards. The Company believes that all employees and stakeholders should be able to report genuine concerns regarding unethical conduct, actual or suspected fraud, violation of laws, misuse of authority, financial irregularities, corruption, harassment, or any improper activity without fear of retaliation.

The purpose of this Whistleblower Policy (“Policy”) is to:

- Establish a vigil mechanism for directors, employees, vendors, consultants, contractors, and other stakeholders.
- Encourage reporting of unethical or unlawful conduct.
- Ensure fair and independent investigation of concerns raised.
- Provide adequate safeguards against victimization of whistleblowers.
- Promote a culture of honesty, transparency, and compliance.
- Comply with applicable provisions of the Companies Act, 2013 and other applicable laws and regulations.

## 2. Scope and Applicability

This Policy applies to:

- Permanent and temporary employees
- Directors
- Consultants and trainees
- Contractors and subcontractors
- Vendors and suppliers
- Business associates and service providers
- Any stakeholder interacting with the Company

The Policy covers concerns related to:

- Fraud, corruption, bribery, or theft
- Financial manipulation or accounting irregularities
- Violation of laws, rules, or regulations
- Misuse or abuse of authority
- Conflict of interest
- Breach of Company policies or Code of Conduct
- Unethical business practices

- Insider trading or data misuse
- Health, safety, or environmental violations
- Harassment, discrimination, or workplace misconduct
- Any act causing reputational or financial loss to the Company

This Policy should not be used for routine HR grievances, performance management concerns, or interpersonal disputes unless they involve unethical or unlawful conduct.

### 3. Definitions

For the purpose of this Policy:

#### 3.1 Audit Committee

Means the Audit Committee constituted by the Board of Directors of the Company in accordance with applicable laws.

#### 3.2 Board

Means the Board of Directors of Chavda Infra Limited.

#### 3.3 Employee

Means every employee of the Company including permanent, temporary, contractual, and trainee personnel.

#### 3.4 Protected Disclosure

Means any communication made in good faith that discloses or demonstrates information regarding unethical behaviour, fraud, misconduct, or violation of law or Company policy.

#### 3.5 Subject

Means a person or group of persons against or in relation to whom a Protected Disclosure is made.

#### 3.6 Whistleblower

Means any individual making a Protected Disclosure under this Policy.

### 3.7 Investigator

Means any person or committee appointed to conduct or assist in the investigation of a Protected Disclosure.

### 3.8 Ethics Officer/Compliance Officer:

Means the officer designated by the Company to receive, review, and coordinate investigation of complaints under this Policy.

## 4. Guiding Principles

The Company shall ensure the following:

- All Protected Disclosures are treated seriously and investigated fairly.
- Whistleblowers acting in good faith are protected from retaliation.
- Investigations are conducted impartially, objectively, and confidentially.
- The identity of the whistleblower shall be protected to the extent possible.
- No employee shall suffer harassment, discrimination, or adverse employment consequences for reporting concerns in good faith.
- False, frivolous, or malicious complaints will be viewed seriously.

## 5. Reporting Channels

A Protected Disclosure may be reported through any of the following channels:

### 5.1 Email Reporting

Complaints may be sent to the designated Ethics Officer at:

Email: [info@chavdainfra.com](mailto:info@chavdainfra.com)

### 5.2 Written Complaint

Complaints may be addressed in writing to:

The Ethics Officer/Compliance Officer-  
Chavda Infra Limited  
Binori B Square 1, Office No. 304-304-407,  
Opp. Hathisingh Wadi, Ambli-Bhopal Road, Ahmedabad 380058

The envelope should be superscribed as:

“Protected Disclosure under Whistleblower Policy”

### 5.3 Reporting to Audit Committee

In cases involving senior management, directors, or serious financial irregularities, complaints may be addressed directly to the Chairperson of the Audit Committee.

### 5.4 Anonymous Complaints

Anonymous complaints may be considered if sufficient evidence and information are provided to enable investigation.

## 6. Guidance for Reporting

The whistleblower should provide as much information as possible, including:

- Nature of concern
- Name(s) of individuals involved
- Date, time, and location of incident(s)
- Supporting evidence or documents
- Names of witnesses, if any
- Any other relevant information

Protected Disclosures should:

- Be factual and not speculative
- Be made in good faith
- Avoid personal attacks or unsubstantiated allegations

The whistleblower is not required to prove the allegation but should have reasonable grounds for concern.

## 7. Investigation Process

### 7.1 Preliminary Review

- Upon receipt of a complaint, the Ethics Officer shall conduct a preliminary review.
- The review will determine whether:
  - The matter falls within the scope of this Policy;
  - There is sufficient information to proceed;
  - Immediate action is necessary.
- Complaints lacking merit or relevance may be closed with documented reasons.

## 7.2 Investigation

- If required, a formal investigation shall be initiated.
- Investigations may be conducted internally or by external experts.
- The Subject shall be informed of the allegations where appropriate.
- The Subject shall be given an opportunity to respond.
- Investigators shall have access to relevant records, documents, and personnel.
- Investigations shall be completed within a reasonable period, normally within 60–90 days unless extended for valid reasons.

## 7.3 Reporting and Decision

- Upon completion, the investigator shall submit findings to the Ethics Officer and/or Audit Committee.
- Corrective or disciplinary actions may be recommended.
- Appropriate actions may include:
  - Disciplinary proceedings
  - Warning or reprimand
  - Suspension or termination
  - Legal proceedings
  - Process improvements or internal control strengthening
- The whistleblower may be informed about closure of the matter, subject to confidentiality obligations.

## 8. Confidentiality and Protection

### 8.1 Confidentiality

The Company shall maintain confidentiality regarding:

- Identity of the whistleblower
- Identity of the Subject
- Details of the complaint
- Investigation records and findings

Information shall only be disclosed on a need-to-know basis or where required by law.

### 8.2 Protection Against Retaliation

No whistleblower who reports a concern in good faith shall suffer:

- Harassment or intimidation

- Discrimination
- Demotion or termination
- Threats or retaliation
- Unfair treatment

Any act of retaliation shall be treated as misconduct and may result in disciplinary action.

The protection under this Policy does not extend to individuals making complaints that are knowingly false or malicious.

## 9. Responsibilities

### 9.1 Employees and Stakeholders

- Report concerns in good faith.
- Cooperate during investigations.
- Maintain confidentiality.

### 9.2 Whistleblower

- Provide accurate and truthful information.
- Avoid malicious allegations.
- Cooperate with investigators.

### 9.3 Investigator

- Conduct fair and unbiased investigations.
- Maintain confidentiality.
- Submit findings promptly.

### 9.4 Subject

- Cooperate with the investigation.
- Maintain confidentiality.
- Refrain from influencing witnesses or evidence.

### 9.5 Ethics Officer / Compliance Officer

- Receive and acknowledge complaints.
- Conduct preliminary review.
- Coordinate investigations.
- Maintain records.
- Report significant matters to the Audit Committee.

#### 9.6 Audit Committee

- Oversee implementation of the vigil mechanism.
- Review investigation outcomes.
- Ensure adequate protection to whistleblowers.
- Recommend corrective actions where necessary.

#### 10. False or Malicious Complaints

If a complaint is found to be knowingly false, malicious, frivolous, or made with ulterior motives, the Company may take appropriate disciplinary action against the complainant.

However, no action shall be taken against a whistleblower merely because an investigation does not substantiate the complaint, provided the complaint was made in good faith.

#### 11. Retention of Records

All Protected Disclosures, investigation reports, and related documents shall be retained by the Company for a minimum period prescribed under applicable law or Company policy.

#### 12. Review and Amendment of the Policy

The Board of Directors reserves the right to amend, modify, or revise this Policy at any time in compliance with applicable laws and business requirements.

The Audit Committee shall periodically review the effectiveness of this Policy.

#### 13. Policy Approval

This Whistleblower Policy has been approved by the Board of Directors of Chavda Infra Limited at their meeting held on July 20, 2023 and shall come into effect from the date of approval.

## 14. Annexure A – Whistleblower Complaint Suggested Format

### WHISTLEBLOWER COMPLAINT FORM

#### 1. Details of the Complainant (Optional in case of anonymous complaint)

- Name:
- Employee ID / Organization:
- Designation:
- Contact Number:
- Email Address:

#### 2. Details of the Concern

- Name(s) of person(s) involved:
- Department / Function:
- Date and place of incident:
- Nature of concern / misconduct:

#### 3. Description of the Incident

(Provide detailed description including relevant facts, evidence, and witnesses.)

#### 4. Supporting Documents

(List any documents or evidence attached.)

#### 5. Declaration

I hereby declare that the information provided herein is true and correct to the best of my knowledge and belief and that the complaint is being made in good faith.

Signature:

Date: \_\_\_\_\_