

WHISTLE BLOWER AND VIGIL MECHANISM POLICY

1. Preface:

We at Aroma Enterprises (India) Limited believe in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour. The Company is committed to developing a culture where it is safe for all employees to raise concerns about any poor or unacceptable practice and any event of misconduct. And with the advent of the new Companies Act and the amended Clause 49, the company appreciate their decision towards the security, safety raised towards the employee safety through Whistle Blowing Policy. The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company. The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

2. Policy

This Policy is for the Employees of Aroma Enterprises (India) Limited as defined hereinafter. The Policy has been drawn up so that Employees can be confident about raising a concern. The areas of concern covered by this Policy are:

- a) Abuse of Authority
- b) Breach of contract
- c) Manipulation of company data / records
- d) Financial irregularities, embezzlement, including fraud.
- e) Criminal Offence
- f) Deliberate violation of law / regulation
- g) Wastage / misappropriation of company funds / assets
- h) Such other unethical, biased, imprudent event as noticed by the management

3. The Guiding Principles

To ensure that this Policy is adhered to, and to assure that the concern will be acted upon seriously, the Company will:

- a) Ensure that the Whistle Blower and/or the person disclosing the unethical, fraudulent performance in the company is not victimized for doing so;
- b) Victimization shall be treated as a serious matter resulting into initiating disciplinary action on such person/(s);
- c) Precaution will be taken for no attempt of concealing of evidence made by the any employee for the unethical and fraudulent behaviour suspected.
- d) An opportunity of being heard to the persons involved especially to the Subject shall be given;

4. Precautionary Measures:

While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action. Protection under this Policy would not mean protection from disciplinary action arising out of phony or bogus or spurious allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.

Any disclosure of information by the Whistle Blowing Employee, which is

subsequently found to be mala fide, frivolous or malicious, shall be liable to be prosecuted as per existing policy of the Company.

5. Manner in which concern can be raised

Any employee who suspects or witnesses any fraudulent, unethical, deceitful behaviour within or outside the corporate precincts, which is harmful, unethical to the Company or its employees, may report to the Management immediately, upon the acknowledgement.

6. Protection

No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blower. Complete protection will, therefore, be given to Whistle Blower to those who is in need against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, discrimination, any type of harassment, biased behaviour or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties/functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the same.

The identity of the Whistle Blower shall be kept confidential. Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower.

7. Secrecy/Confidentiality

Every officer who is involved in the process of Whistle Blowing Policy shall maintain complete confidentiality/ secrecy of the matter and shall not discuss the matter in any informal/social gatherings/ meetings or any other way. If anyone is found not complying with the above, he/ she shall be held liable for such disciplinary action as is considered fit.

8. Enforcing of the Policy

Whistle Blower Policy shall be enforced upon to each and every person that is associated with the company.

9. Amendment

The Company has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever. However, no such amendment or modifications will be binding on the employees unless the same is notified to the employees in writing.