

WHISTLE BLOWER POLICY / VIGIL MECHANISM

OBJECTIVE

The objective of a Whistle Blower mechanism / Vigil Mechanism is to provide an avenue to address concerns, in line with the commitment of Hitachi Hi-Rel Power Electronics Pvt Ltd. to the highest possible standards of ethical, moral and legal business conduct and its commitment to open communication, as well as timely redressal of concerns and disclosures to build and strengthen a culture of transparency and trust in the organization.

01. SCOPE

All employees of the Company, outsourced personnel working in the Company premises, trainees, apprentices, external stakeholders - vendors, customers official guests and visitors etc.

02. DEFINITION OF CONCERN/ DISCLOSURE

The following serious concerns having adverse impact on business and organizational values can be brought to the notice of Ombudsperson / Vigilance Officer:

- Integrity violation
- Financial irregularities
- Unethical acts/ issues
- Serious Process malfunctioning
- Harassment or Victimisation of individual or a group

03. ESCALATION PROCEDURE

4.1 Level 1: Ombudsperson / Vigilance Officer

The Ombudsperson / Vigilance Officer is a confidential resource for all employees of the company. His role is that of a neutral that advocates not for a specific individual, but for equity, fair processes, and compliance with the company’s policy and procedure. He would be authorised by the Management of the company for the purpose of receiving all complaints under this policy and ensuring appropriate action. The name of such ombudsperson / Vigilance Officer shall be notified separately. The authority of the ombudsperson / Vigilance Officer shall be as under:

- In exercising his/ her duties, the ombudsperson / Vigilance Officer will be independent of any official, department, office, bureau, or other organizational entity.
- The ombudsperson / Vigilance Officer shall have the right, on any matter pertaining to the exercise of his or her duties, to direct access to any staff member or contractual employee and to the senior Management. All staff members, contractual employees, and vendor personnel are expected to cooperate with the ombudsperson and to make available all information pertinent to matters he or she is reviewing.
- The ombudsperson shall have access to all records relevant to the exercise of his or her duties. / Vigilance Officer

Any employee, in the first place can write to the ombudsperson / Vigilance Officer at ombudsperson@hitachi-hirel.com about any of the unethical/ inappropriate practices, if any, happening in the Organization. In case an employee is not willing to write, he/ she can also meet the ombudsperson and explain the case.

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Employees at any given time are advised and expected to avoid making general, broad and sweeping statements or issues based on speculation. Disclosures if found to be frivolous, baseless, malicious or reported otherwise than in good faith will be subjected to appropriate disciplinary action.

4.2 Level 2: Central Vigilance Committee

Central Vigilance Committee is constituted to assist employees of the company and resolve issues pertaining to unethical practices by assuming one or more roles as active listener, facilitator, or mediator.

In case an employee feels that the problem is not resolved by the ombudsperson / Vigilance Officer within a reasonable time or is not perceived to be satisfactory, then the problem can be escalated to the Central Vigilance committee by way of mail to whistleblowercommittee@hitachi-hirel.com

The central Vigilance committee will consist of representatives of senior management level. The names of central vigilance committee members shall be notified separately.

All the mails and complaints to ombudsperson / Vigilance Officer shall be tracked by this central vigilance committee. In case of verbal complaints, it shall be the responsibility of the ombudsperson/ Vigilance Officer to report the ‘disclosure’ to the central vigilance committee. Standards of practice of the central vigilance committee shall include:

- Conduct the enquiry in a fair and unbiased manner.
- Ensure complete fact-finding.
- Maintain strict Confidentiality.
- Decide on the outcome of the investigation, whether an improper practice has been committed and if so by whom.
- Recommend an appropriate course of action-suggested disciplinary action, including dismissal (if required), and preventive measures.
- Minute committee deliberations and document the final report.

04. CONFIDENTIALITY

5.1 The ombudsperson (vigilance officer) / central vigilance committee will keep all dealings with persons who seek their services strictly confidential, except to the extent that the person seeking assistance consents to disclosure for the purpose of the performance of the duties specified. However, the ombudsperson (vigilance officer) / central vigilance committee may, at their sole discretion, break confidentiality if the physical safety of any person is threatened.

5.2 All information and records compiled by the ombudsperson (vigilance officer) / central vigilance committee shall be for the use of the ombudsperson (vigilance officer) / central vigilance committee and for no other purpose than the functions of the office of the ombudsperson (vigilance officer) / central vigilance committee. Any reports of the ombudsperson (vigilance officer) / central vigilance committee shall be prepared in a manner that will preserve the right to confidentiality of the persons who have brought matters to the attention of, or provided information to, the ombudsperson (vigilance officer) / central vigilance committee. Details of specific cases may be disclosed only with the concurrence of such persons.

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05. PROTECTION

6.1 No unfair treatment will be meted out to an employee by virtue of his/ her having reported a disclosure under this policy. As a policy, the company condemns any kind of discrimination, harassment, victimization or any other unfair employment practice against the employee.

6.2 Complete protection will be given to the Whistle Blower against any unfair employment practice like retaliation, threat or intimidation of termination/ suspension of service, disciplinary action, transfer, demotion, refusal to promotion or the like including any direct or indirect use of authority to obstruct his right to continue or perform duties. The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law.

06. INTERPRETATION & AMENDMENTS

In case of any conflict in interpretation of this policy, the decision of the management shall be final. Management also reserves the right to interpret, modify or discontinue this policy in future at its own discretion.

Human Resources

Effective date: 23/01/2015

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