

**Signpost India Limited**  
**VIGIL MECHANISM / WHISTLE BLOWER POLICY**

**POLICY OBJECTIVES**

This Whistle Blower aims to provide a method of properly addressing genuine concerns that individuals within the Company have and also offers appropriate protection to the whistle blowers from victimizations, harassment or disciplinary proceeding.

**DEFINITIONS**

- I. “Audit Committee” means a committee constituted by the Board of Directors of the Company.
- II. “Board” means Board of Directors of the Company.
- III. “Director” means Director of the Company.
- IV. “Employee” means
  - a) all the present employees and including Directors who are in the employment of the Company.
  - b) Key Managerial Personnel and Senior Management Personnel as defined under relevant provisions of the Companies Act 2013.
- V. “Whistle Blower” is a Director(s) or an employee or group of employees of the Company who make a report/complain for (potential) violation under this policy and also referred to in this policy as Complainant.

**APPLICABILITY**

This policy applies to all the employees of the Company, ex-employees, stakeholders and Directors of the Company.

**COVERAGE OF POLICY**

This policy encourages all the employees of the Company as aforesaid to report in good faith any violation of Signpost India Code of Ethics covering the following:

- I. Anticompetitive behavior, such as entering into unlawful agreements with competitors.
- II. Violation of any laws or regulations, policies including but not limited to corruption, bribery, theft, fraud, coercion and willful omission;
- III. Unethical selection of supplier without complying with the legal requirements;
- IV. Failure to keep accurate and complete financial records;

- V. Prohibited dealing in shares of the Company or other securities based on “inside information” obtained from their jobs;
- VI. Conflict of interest;
- VII. Procurement frauds;
- VIII. Mismanagement, gross wastage or misappropriation of company funds/ assets;
- IX. Misappropriating cash/ company assets, leaking confidential or proprietary information;
- X. Significant unofficial use of company’s property/ human assets;
- XI. A substantial and specific danger to public health and safety;
- XII. Unlawful discrimination, abuse or harassment in any form.

## **PROCEDURE**

All Protected Disclosures should be reported in writing by the complainant as soon as possible, not later than 30 days after the Whistle Blower becomes aware of the same and should either be typed or written in a legible handwriting in English.

The Protected Disclosure should be submitted under a covering letter signed by the complainant in a closed and secured envelope and should be superscribed as “**Protected disclosure under the Whistle Blower policy**” or sent through email with the subject “**Protected disclosure under the Whistle Blower policy**”. If the complaint is not superscribed and closed as mentioned above, the protected disclosure will be dealt with as if a normal disclosure.

All Protected Disclosures should be addressed to the Chairman of the Audit Committee:

**Mr Ajit Khandelwal**  
**Chairman – Audit Committee**  
**Signpost India Limited**  
**202, Pressman House**  
**70A, Nehru Road**  
**Vile Parle East, Mumbai 400 099**  
**Email: ak@bnkcapital.com**

In order to protect the identity of the complainant acknowledgement will not be issued to the complainants and they are not advised neither to write their name / address on the envelope nor enter into any further correspondence.

## **INVESTIGATION AND REPORTING TO THE AUDIT COMMITTEE**

- I. All Protected Disclosures under this policy will be recorded and thoroughly investigated. The Audit Committee may investigate and may at its discretion consider involving any other officer(s) of the Company for the purpose of the investigation.

- II. The investigation shall be completed normally within 90 days of the receipt of the protected disclosure and is extendable by such period as the Audit Committee deems fit and as applicable.
- III. Outcome of the investigation by the Officer of the Company and any disciplinary or corrective action initiated against the subject would be informed to the Audit Committee.

### **PREVENTION OF DOCUMENTS AND RECORDS**

All initial communications, document along with the results of investigation relation thereto, shall be retained by the Organisation for a minimum period of 5 years or such other period as specified in any other law in force.

### **DISCLOSURE**

The Company shall disclose the establishment of its whistle blower policy at its website and in its Board Report.

### **AMENDMENT TO THE POLICY**

The Board of Signpost India Limited reserves their right to review and amend this policy from time to time.