



K I C METALIKS LIMITED

"Sir RNM House" 3B, Lal Bazar Street,
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Vigil Mechanism

1. BACKGROUND

1. In the Companies Act, 2013 under Section 177 every listed Company or such class or classes of Companies, as may be prescribed shall establish a Vigil Mechanism for the Directors and employees to report genuine concerns in such manner as may be prescribed. Such a vigil mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases.
2. In the draft Rules under Companies Act, 2013 among others, a Company which has borrowed money from banks and public financial institutions in excess of ₹ 50 crore need to have a vigil mechanism.
3. Under these circumstances, KICML, being a Company listed on the BSE (Bombay Stock Exchange) propose to establish a Whistle Blower (vigil) mechanism and to formulate a whistle blower policy, voluntarily.

2. POLICY OBJECTIVES

1. A Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.
2. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and/or colleagues in general.

3. SCOPE OF THE POLICY

This Policy covers malpractices and events which have taken place/suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other



FOR KIC METALIKS LTD.


Managing Director

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matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees.

4. DEFINITIONS

1. **"Alleged wrongful conduct"** shall mean violation of law, Infringement of Company's rules, misappropriation of monies, actual or suspected fraud, substantial and specific danger to public health and safety or abuse of authority".
2. **"Audit Committee"** means a Committee constituted by the Board of Directors of the Company in accordance guidelines of the Companies Act, 2013 and Clause 49 of the Listing Agreement.
3. **"Board"** means the Board of Directors of the Company.
4. **"Company"** means the K I C Metaliks Ltd. and all its offices.
5. **"Employee"** means all the present employees and Whole Time Directors of the Company.
6. **"Nodal Officer"** means an officer of the Company nominated by the Managing Director (MD) to receive protected disclosures from whistle blowers, maintaining records thereof, placing the same before the Audit Committee for its disposal and informing the whistle blower the result thereof.
7. **"Protected Disclosure"** means a concern raised by an employee or group of employees of the Company, through a written communication and made in good faith which discloses or demonstrates information about an unethical or improper activity under the title "SCOPE OF THE POLICY" with respect to the Company. However, the Protected Disclosures should be factual and not speculative or in the nature of an interpretation/conclusion and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern.
8. **"Subject"** means a person or group of persons against or in relation to whom a Protected Disclosure is made or evidence gathered during the course of an investigation.
9. **"Whistle Blower"** is an employee or group of employees who make a Protected Disclosure under this Policy and also referred in this policy as complainant.

5. RECEIPT AND DISPOSAL OF PROTECTED DISCLOSURES

1. Protected Disclosures should be reported in writing by the complainant as soon as possible after the whistle blower becomes aware of the same so as to ensure a clear understanding of the issues raised and should either be typed or written in a legible handwriting in English, Hindi or Bengali.



FOR KIC METALIKS LTD

Managing Director



2. The Protected Disclosure should be submitted in a closed and secured envelope and should be super scribed as "Protected disclosure under the whistle blower policy". If the complaint is not super scribed and closed as mentioned above it will not be possible for the Audit Committee to protect the complainant and the protected disclosure will be dealt with as if a normal disclosure. In order to protect identity of the complainant, the Nodal Officer will not issue any acknowledgement to the complainant and the complainants are advised neither to write e name/address of the complainant on the envelope nor to enter into any further correspondence with the Nodal Officer/Audit Committee. The Audit Committee assures that in case any further clarification is required he will get in touch with the complainant.
3. Anonymous/Pseudonymous disclosure shall not be entertained by the Nodal Officer.
4. The Protected Disclosure should be forwarded under a covering letter signed by the complainant. The Nodal Officer/MD/Chairman of Audit Committee shall detach the covering letter bearing the identity of the whistle blower and process only the Protected Disclosure.
5. All Protected Disclosures should be addressed to the Nodal Officer of the Company. The contact detail of the Nodal Officer is as under:

Address of Nodal Officer : **Mrs. Ruchika Fogla (Dhanuka)**
K I C Metaliks Limited
"Sir RNM House" 3B, Lal Bazar Street,
4th Floor, Room No. 2
Kolkata-700 001

6. Protected Disclosure against the Nodal Officer should be addressed to the Managing Director (MD) of the Company and the Protected Disclosure against the MD of the Company should be addressed to the Chairman of the Audit Committee. The contact details of the MD and the Chairman of the Audit Committee are as under:

Name and Address of MD : **Mr. Radhey Shyam Jalan**
K I C Metaliks Limited
"Sir RNM House" 3B, Lal Bazar Street,
4th Floor, Room No. 2
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Name and Address of Chairman of : **Mr. Suresh Kumar Singhal**
Audit Committee **K I C Metaliks Limited**
"Sir RNM House" 3B, Lal Bazar Street,



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