



# STAR DELTA TRANSFORMERS LTD.

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## STAR DELTA TRANSFORMERS LIMITED VIGIL MECHANISM/WHISTLE BLOWER POLICY

This "Vigil Mechanism(Whistle Blower Policy)" of Star Delta Transformers Limited has been established / adopted / approved by the Board of Directors of the Company in terms of the provisions of Section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of the Board & its Powers) Rules, 2014 and Regulation 22 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time, which requires every listed company and such class or classes of companies, as may be prescribed to establish a vigil mechanism for its Directors and Employees, to report genuine concerns, and to freely communicate their concerns about illegal or unethical practices, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The Vigil Mechanism shall provide for adequate safeguards against victimization of director(s) or employee(s) or any other person who avail the mechanism and also provide for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases.

The Company believes 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. Also, 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.

The purpose of Whistle Blower Policy is to allow the Directors and employees to raise concerns about unacceptable improper practices and/or any unethical practices and/or other genuine concerns being followed in the organization without the employees being necessarily required to inform their superiors and to create awareness amongst employees to report instances of leak of unpublished price sensitive information.

This Policy is intended to check that whenever any unacceptable/improper practice and/or any unethical practice and/or any instances of leak of unpublished price sensitive information and/ or any other genuine concern is reported by a Director or an employee, proper action is taken to check such practice/wrongdoing and the concerned Director or employee is protected / safeguarded against any adverse action and/or any discrimination and/or victimization for such reporting.

Any Director who has a genuine complaint or concern about any fraud or violation of any law, rule or regulation or unacceptable/improper practice and/or any unethical practice may complain about this to the Audit Committee or its Chairperson. This Vigil Mechanism/ Whistle blower Policy will be overseen by the Audit Committee.

**SAMPLE FORMAT FOR WHISTLE BLOWING**

Date	:	
Name of the Employee/Director	:	
E- mail id of the employee/Director	:	
Communication Address	:	
Contact No	:	
Subject matter which is reported	:	
(Name of the person/ event focused at)	:	
Brief about the concern	:	
Evidence (enclose, if any)	:	

**Signature**

**Contact Details of the Chairman of Audit Committee:**

Mr. Shashendra Lahri  
Email Id: drslahri@gmail.com

**Amendment:**

The Board of Directors of Star Delta Transformers Limited is authorised to change / amend this Policy from time to time at its sole discretion and/or in pursuance of any amendments.

**Effective Date**

This Policy is effective from 1<sup>st</sup>, April, 2019.

**For and on behalf of  
Star Delta Transformers Limited**

**Sd/-**

**Kishore Gupta  
Managing Director  
Star Delta Transformers Limited**