



## VIGIL MECHANISM/ WHISTLE BLOWING AND PROTECTION FROM RETALIATION POLICY





## Preface:

Amstrad Consumer India Private Limited ("the Company") is committed to adhere to the highest standards of ethical, moral and legal conduct of business Operations. The Company has adopted the Code of Conduct ("the Code"), which lays down the principles and standards that govern the actions, behaviour and conducts of the company and its workforce. Any actual or potential violation of the Code would be a matter of serious concern for the Company. The role of the workforce in pointing out such violations of the Code cannot be undermined. Accordingly, the "Vigil Mechanism/ Whistle blowing and protection from retaliation policy" has been formulated with a view to provide a mechanism for members of the workforce of the Company to raise concerns on any violations of the Company's policies, procedures, guidelines and code of conduct, any irregularities, misconduct and any wrongdoings.

## Objective:

The Company is committed to uphold good corporate governance principles that are Open, transparent, fair, and objective and demonstrate a commitment in a manner intended to facilitate high levels of honesty and integrity amongst its workforces. This policy is intended to act as an effective & early warning system in identifying a possible unethical act, breach of code of conduct or violation of the company policies, procedures, and guidelines etc.

## Who can report?

Any employee (working in India or abroad) and the directors of the Company who has definite and verifiable information about wrong doing/unfair practices carried out in the Company and wishes to make a protected disclosure can blow the whistle.

The "Vigil Mechanism/ Whistle blowing and protection from retaliation Policy" aims to encourage reporting of suspected unethical behaviour, dishonest acts, abuse of power, fraudulent activity, breach of code of conduct, violation of Company policies and wrongdoing, when the wrongdoing implies significant risk — i.e., harmful to the interests, reputation, integrity, operations, health, safety, or governance of the Company — without fear of retaliatory action. The Policy aims to strengthen the Company's ability to promote accountability, seek integrity and to provide a safe, fair, and rewarding working environment. It also focusses on the protection of the Whistle Blower against retaliation while reporting, providing information in good faith, or cooperating with the investigation procedures. However, any disciplinary action against the Whistle Blower on account of his poor or unsatisfactory performance or misconduct, which is independent of any disclosure made by the Whistle Blower shall not be protected under this policy.

This policy applies to the reporting of any of the following:

- Breach of the Company's Code of Conduct.
- Financial irregularities, financial statement fraud.
- Conflict of interest.
- Bribery and corruption.
- Negligence causing substantial and specific danger to the Company's financial assets, health & safety, and environment.



## **AMSTRAD CONSUMER INDIA PRIVATE LIMITED (Formerly known as "OVOT Private Limited")**

Registered Office: Gat No-730, Milkat No. 1660, Near Bolhai Mata Palace, Wade Bolhai, Taluka Haveli, Pune, Maharashtra - 412207

Email Id: [info@amstradworld.com](mailto:info@amstradworld.com) | Website: [www.amstradworld.com](http://www.amstradworld.com)

GSTIN: 27AACC07927M1ZV | CIN: U31100PN2018PTC179173



- Manipulation of the Company's data/records.
- Disclosure of confidential / proprietary information to unauthorized personnel.
- Misappropriation of the company's funds/assets.
- Abuse of authority.
- Breach of the Company policies.

**Accordingly, not every type of report of wrongdoing falls under the Whistle-blowing policy. For example, this policy is not intended to cover the following types of reporting:**

- Unsubstantiated rumours and hearsay
- Personnel issues where members of the workforce have a personal interest in the outcome.
- Disagreements over policy or management decisions.
- Discrimination, harassment complaints (including sexual harassment) and other offensive or disruptive behaviour in the workplace; these should be reported under the provisions of the POSH Policy & Procedures.
- Disagreements related to the workforce morale, or other workplace matters that do not implicate legal or ethical issues.
- Workforce member's grievances over decisions regarding the workforce member's salary and benefits, employment status or other issues related to employment terms and conditions.

#### **Guiding principles:**

#### **Obligation of the member of the workforce to report suspected wrongdoing and scope of application**

- It is the duty of all members of the workforce to report suspicions of wrongdoing or the failure of one or more members of the workforce to comply with their obligations. An individual who makes such a report (Whistle Blower) in good faith has the right to be protected against retaliation.
- It is the duty of the member of the workforce to cooperate with investigations. An individual who cooperates in good faith with the investigation process has the right to be protected against retaliation.
- Retaliation against individuals who have reported misconduct or who have cooperated with investigations violates the fundamental obligation of all workforce members to uphold the highest standards of efficiency, competence, and integrity and to discharge their functions and regulate their conduct in the best interests of the Company.
- It is the duty of the Company to address suspected wrongdoing and to take:
  - ✓ Effective measures in accordance with clause to protect the Whistle Blower from retaliation.
  - ✓ Appropriate corrective action to remedy any retaliation against Whistle Blowers.
  - ✓ Adequate disciplinary measures in cases of misconduct, including those making wrongful accusations; and
- Whistle Blowers should not act on their own in conducting any investigation activities, nor do they have the right to participate in any investigative activities other than as requested by the Investigating Authority.





### Confidentiality:

- The access right to open/view/access the complaints under "Whistle Blower" category is restricted only to the Nodal Officer i.e. Ms. Madhur Sharma, Company Secretary of the Company who will play the role of Audit Committee. It will be sole responsibility of the Nodal Officer to maintain the secrecy of the Whistle Blower. User ID and password to access the mail will be with the Nodal Officer only.
- The identity of a Whistle Blower, who comes forward for advice or to report in good faith about suspected wrongdoing will be well protected. Confidentiality will only be waived with the express consent of the Whistle Blower unless it is a case of clear and imminent danger to the subject or any other individual.
- However, in some instances, identity may have to be disclosed, with the consent of the Whistle Blower, to conduct a thorough investigation, to comply with the best practice investigating procedures, and to provide the accused with the appropriate and reasonable rights of defence. In the formal investigative process, strict confidentiality can only be maintained if the information provided confidentially can be corroborated independently.

### Anonymous Disclosures:

- Whistle Blowers are encouraged to put their names to their disclosures to aid appropriate investigation. However, individuals may wish to raise concerns anonymously. Anonymous reports of wrongdoing are accepted either verbally through the in person/virtual discussion with the concerned HR representative or in writing through the email. It is mandatory for anonymous reports of suspected wrongdoing to provide substantiated supportive evidence that allows confirmation of the background and likelihood of confirming the allegation from attributable sources.

### Protection to the Whistle Blower:

- As a result of reporting under this policy, protection is available provided that:
  - ✓ The Whistle Blower has chosen to identify themselves.
  - ✓ The communication/ disclosure is made in good faith.
  - ✓ The Whistle Blower reasonably believes that information, and any allegations contained in it, are substantially true; and
  - ✓ The Whistle Blower is not acting for personal gain.
- The Investigating Authority may exercise judgement to recommend, based on the seriousness, appropriate measures to the Nodal officer to safeguard the interests of, and protect the Whistle Blower from retaliation at any time from the moment the Whistle Blower comes forward. Protection measures are recommended in consultation with the Whistle Blower and can include, without being limited to, the following, on a case-by-case basis about the suspected retaliator:





- ✓ Temporary reassignment.
  - ✓ Transfer to another office, location or function for which the Whistle Blower is qualified.
  - ✓ Placement on special leave with full pay; or
  - ✓ Any other appropriate action on a case-by-case basis, including security measures.
- A workforce member who has participated in misconduct cannot avoid disciplinary action simply by reporting the misconduct and seeking protection under this policy. This policy does not protect the workforce member from an adverse action which occurs independent of her/his disclosure under this policy, or for alleged wrongful conduct, poor job performance or any other disciplinary action, etc. unrelated to a disclosure made pursuant to this policy. Depending upon the circumstances, a workforce member's reporting and degree of cooperation may be taken into consideration in determining the appropriate disciplinary actions, in accordance with Disciplinary Procedures.
  - In case fraud, misappropriation, bribery or breach of trust is detected during the course of investigation, company would initiate appropriate legal action against the wrong dower.

#### **Accountabilities:**

##### **Accountabilities - Employees/ Workforce /Whistle Blower**

- Bring to the early attention of the Company any improper practice of which they become aware. Delay in reporting may lead to the loss of evidence and/or a financial loss for the Company.
- Follow the procedures prescribed in this policy for making a disclosure.
- Co-operate with Investigating authorities and the Enquiry Committee as needed and maintain full confidentiality on the matter.
- The intent of the policy is to bring genuine and serious issues to the fore. Members of the workforce are expected to avoid invoking their rights under this Policy to settle personal scores or to give vent to malicious intentions. Malicious allegations by member of workforce will attract disciplinary action.

##### **Accountabilities — Investigating Authority & Enquiry Committee**

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##### **Accountabilities — Investigating Authority & Enquiry Committee**

- Conduct the enquiry in a fair, unbiased manner.
- Ensure complete fact-finding.
- Maintain strict confidentiality, especially of the Whistle Blower 's identity.



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- Prepare a report on the outcome of the investigation
- Recommend an appropriate course of action - disciplinary action; and
- Record deliberations and document the final report.

**Rights and obligations Of the Accused:**

Accused means an employee, staff member against or in relation to whom a disclosure is made by the Whistle Blower or evidence is gathered during an investigation shall have following rights: -

- The right to be heard and the Investigating Authority/Enquiry Committee must give adequate time and opportunity for the Accused to communicate their say of the matter.
- The right to be informed on the outcome of the investigation in writing by the Company after the completion of the inquiry/ investigation process.
- Accused have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed, or tampered with and witnesses shall not be influenced, coached, threatened, or intimidated.

**Feedback:**

Whistle Blowers are entitled to receive information about the status of the investigation. The Investigating Authority keeps the Whistle Blower informed, in confidence, of the formal status of the case and of the conclusions of the preliminary review. Whistle Blowers will receive feedback as much as is appropriate under the circumstances, and subject to policy constraints, on the outcome of the investigation.

**Reporting:**

Any whistle blower complaints at can be registered by writing an email to [cs.acil@amstradworld.com](mailto:cs.acil@amstradworld.com). Upon receipt of the formal concern, the Investigating authority will provide the relevant details of the case to the concerned authorities defined. Annual status report on the total number of complaints received under this Policy during the period, with a summary of the findings and the corrective actions taken, will be provided to the Nodal Officer.





**Annexure 1 - Template for reporting violations**

**To: Nodal Officer <at Business or Unit level>:**

**Please select the applicable incident type(s) from the list below that best describes the issue(s) you are reporting. Please note that multiple issues can be selected**

1. Misappropriation of company assets or resources
2. Conflict of interest
3. Inappropriate sharing of confidential information
4. Financial fraud of any nature
5. Violation of gifts and entertainment guidelines
6. Non-adherence to safety guidelines
7. Inaccurate financial reporting
8. Bribery & Corruption
9. Insider trading including dealing with instances for leak of unpublished price sensitive information.
10. Social Media Usage
11. Misuse of authority
12. Others

**Please provide name, designation and department of the person(s) involved?**

	Name	Department	Designation
Individual 1			
Individual 2			
Individual 3			
Individual 4			





When did the incident occur? (Please provide tentative date if you do not know the exact date)

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Please confirm the location of the incident.

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How did you find out about this incident?

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How long has this been occurring for?

- Less than a month
- 1-6 months
- 6-12 months
- Greater than 12 months

Please provide a detailed description of the incident. To enable the Company to act on your complaint, you are requested to provide specific information. Where possible, please include names, location, date, time, etc.

Please note that this field is limited to 1,000 characters.

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Do you have any evidence in support of your allegations? If yes, please attach

- Yes
- No

Is anyone else aware of this incident?

- Yes
- No





Is there any additional information that would facilitate the investigation of this matter?

- Yes
- No

Have you reported this incident to anyone in the company?

- Yes
- No

Date:

Location:

Name of the Person reporting:

Contact Information (including email):

The complaint is to be either reported to the relevant Nodal officer or to be shared at the either verbally, over a phone, fax or through email.

