

BHIWANI VANASPATI LIMITED

Vigil Mechanism / Whistle Blower Policy

*[Vide Section 177(9) of the Companies Act, 2013 and
Clause 49 of the Listing Agreement]*

(Approved by the Board of Directors at its Meeting held on 13th February, 2015)

The Company follows the principle of transparent administration. It never indulges in or supports any irregular or unethical practice in furtherance of its business. Nevertheless, to comply with the provisions of the Companies Act, 2013 and the Listing Agreements with the Stock Exchanges a Vigil Mechanism / Whistle Blower Policy has been approved by its Board of Directors as under:

1. The Mechanism shall be supervised by the Audit Committee under The Chairman of the Audit Committee.
2. If any employee of the Company comes across any irregular or unethical practice / incident he shall report the matter to the best of his knowledge to his superior.
3. The superior abovementioned shall judge and if it is of such nature that it can be addressed by him, he shall take immediate steps for redressal and prevention of recurrence. He shall inform of the practice / incident and redressal thereof to his superior or any Member of the Audit Committee who will intimate other Members of the Committee.
4. If in his (i.e. the aforementioned superior's) opinion, the matter, given its proportion and nature, should be transmitted upward, he shall do the same immediately for the purpose of the steps for redressal to be taken by his superior or the Audit Committee.
5. At any stage, the detected irregular or unethical practice / incident may be reported by any employee to the Chairman of the Audit Committee, directly, in writing and if required, in person.
6. No such employee, who has reported the irregular or unethical practice/ incident or his superior, who has taken steps for redressal thereof shall be victimised and the Company shall provide him / them adequate safeguard and support as necessary for the purpose.
7. Any Director who detects any irregular or unethical practice / incident shall bring the same to the notice of any Member or the Chairman of the Audit Committee with his suggestion, if any towards its redressal.

- 8 The Audit Committee after receiving the information as given above shall immediately meet, if needed, to decide steps for redressal and prevention of recurrence of the reported practice / incident. If so thought fit, the Audit Committee shall bring to the notice of the Board of such matter.
 - 9 No such Director, who has informed of the irregular or unethical practice / incident shall be victimised and the Company shall provide him adequate safeguard and support as necessary for the purpose.
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