

# MAHIMA REAL ESTATE PRIVATE LIMITED

Corporate Office: 4th Floor, Crystal Palm 22 Godam Circle, Sardar Patel Marg Jaipur-302001

Registered Office: 8, Nikhil Apartment, 670 Adarsh Nagar, Jaipur-302004

Phone: 0141-4050607 Website: [www.mahimagroup.org](http://www.mahimagroup.org) E-mail: [info@mahimagroup.org](mailto:info@mahimagroup.org)

## VIGIL MECHANISM POLICY

### 1. PREFACE:

Section 177 of the Companies Act, 2013 requires every Listed Company and such class or classes of Companies, as may be prescribed to establish a Vigil Mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed.

In compliance of the above requirements, Mahima Real Estate Private Limited, has established a Vigil Mechanism and formulated a Policy in order to provide a framework for responsible and secure vigil mechanism. Such a Vigil Mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism.

### 2. POLICY OBJECTIVES:

- I. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. A Vigil Mechanism provides a channel to the employees and Directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of codes of conduct or policy. The mechanism provides adequate safeguards against victimization of employees and directors.
- II. 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 allegation against people in authority and / or colleagues in general.

### 3. SCOPE OF THE POLICY:

The Policy intends to cover following information on suspected unethical and improper practices or any other alleged wrongful conduct which employees in good faith believes to exist:

- a. Misuse or abuse of authority,
- b. Violation of any law or regulations, including but not limited to corruption, bribery, theft, fraud, coercion and willful omission.
- c. Improper promotion and improper sales practices
- d. Anti-competitive behavior

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- e. Illegal/ unethical practices
- f. Privacy breach
- g. Unofficial use of Company's material/ human assets
- h. Fraud or suspected fraud or theft
- i. Manipulation of company data/ records or questionable accounting
- j. Violation of company rules/ policies,
- k. Manipulation, negligence causing danger to public health and safety,
- l. Harassment or discrimination & workplace violence
- m. Misappropriation and mismanagement of company's funds / assets, and other matters or activity on account of which the interest of the Company is affected.

#### 4. DEFINITIONS:

- I. **"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 safety or abuse of authority.
- II. **"Board"** means the Board of Directors of the Company.
- III. **"Company"** means Mahima Real Estate Private Limited and all its offices.
- IV. **"Code"** means Code of Conduct for Directors and Senior Management Executives adopted by Mahima Real Estate Private Limited.
- V. **"Employee"** means all the present employees and Directors of the Company.
- VI. **"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. It 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.

CIN: U70101RJ1996PTC011675

PAN: AACCM449IN

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- VII. **“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.
- VIII. **“Chief Vigilance & Ethics Officer”** means an officer appointed to receive protected disclosures from whistle blowers, maintaining records thereof, placing the same before the Board of directors for its disposal and informing the Whistle Blower the result thereof.
- IX. **“Whistle Blower or complainant”** is an employee or group of employees who make a Protected Disclosure under this Policy and also referred in this policy as complainant.

### **5. ELIGIBILITY:**

All Employees of the company are eligible to make Protected Disclosures under the Policy in relation to matters concerning the Company.

### **6. CHIEF VIGILANCE AND ETHICS OFFICER:**

Mr. Dhirendra Madan  
Managing Director  
Mahima Real Estate Private Limited  
4th Floor, Crystal Palm Mall, Sahkar Marg,  
22 Godam Circle, Jaipur-302001  
E-mail: [md@mahimagroup.org](mailto:md@mahimagroup.org)

### **7. RECEIPT AND DISPOSAL OF PROTECTED DISCLOSURES:**

- a. All 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 be in the prescribed format.
- b. The Protected Disclosure should be submitted in a closed and secured envelop and should be super scribed as “Protected Disclosure under the Vigil Mechanism Policy”. In order to protect identity of the complainant, the Chief Vigilance and Ethics Officer will not issue any acknowledgement to the complainant and they are advised neither to write their name / address on the envelope. The Chief Vigilance and Ethics Officer shall assure that in case any further clarification is required he will get in touch with the complainant.

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- c. All Protected Disclosures should be addressed to the Chief Vigilance and Ethics Officer of the Company.
- d. On receipt of the protected disclosure the Chief Vigilance and Ethics Officer shall make a record of the Protected Disclosure and also ascertain from the complainant whether he was the person who made the protected disclosure or not. He shall also carry out initial investigation either himself or by involving any other Officer of the Company or an outside agency before referring the matter to the Board of directors of the Company for further appropriate investigation and needful action. The record will include:
- Brief facts;
  - Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof;
  - Findings of the case
  - The recommendations of the Board of Directors or Chief Vigilance and Ethics Officer

## 8. INVESTIGATION:

- I. All Protected Disclosures under this Policy will be recorded and thoroughly investigated. The Board of Directors or Chief Vigilance and Ethics Officer may investigate and may at its discretion consider involving any other Officer of the Company and/ or an outside agency for the purpose of investigation.
- II. The decision to conduct an investigation is by itself not an accusation and is to be treated as a neutral fact finding process.
- III. Subject(s) will normally be informed in writing of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.
- IV. Subject(s) shall have a duty to co-operate with the Board of directors or any of the Officers appointed by it in this regard.
- V. Subject(s) have a right to consult with a person or persons of their choice, other than the Chief Vigilance and Ethics Officer / Investigators and/or Board of directors.
- VI. Subject(s) have a responsibility not to interfere with the investigation. Evidence

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shall not be withheld, destroyed or tampered with and witness shall not be influenced, coached, threatened or intimidated by the subject(s).

- VII. Unless there are compelling reasons not to do so, subject(s) will be given the opportunity to respond to material findings contained in the investigation report. No allegation of wrong doing against a subject(s) shall be considered as maintainable unless there is good evidence in support of the allegation.
- VIII. Subject(s) have a right to be informed of the outcome of the investigations. If allegations are not sustained, the Subject should be consulted as to whether public disclosure of the investigation results would be in the best interest of the Subject and the Company.
- IX. The investigation shall be completed normally within 90 days of the receipt of the protected disclosure and is extendable by such period as the Board of directors deems fit.

## **9. DECISION AND REPORTING:**

- I. If an investigation leads the Chief Vigilance and Ethics Officer to conclude that an improper or unethical act has been committed, the Chief Vigilance and Ethics Officer shall recommend to the Board of directors of the Company to take such disciplinary or corrective action as he may deem fit. It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.
- II. The Chief Vigilance and Ethics Officer shall submit a report to the Board of Directors on a regular basis about all Protected Disclosures referred to him since the last report together with the results of investigations, if any.
- III. A complainant who makes false allegations of unethical & improper practices or about alleged wrongful conduct of the subject to the Chief Vigilance and Ethics Officer shall be subject to appropriate disciplinary action in accordance with the rules, procedures and policies of the Company.

## **10. PROTECTION:**

- I. No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her

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having reported a Protected Disclosure under this policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination / suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties / functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

- ii. The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law. The identity of the complainant will not be revealed unless he himself has made either his details public or disclosed his identity to any other office or authority. In the event of the identity of the complainant being disclosed, the Chief Vigilance & Ethics Officer and/or Board of directors are authorized to initiate appropriate action as per extant regulations against the person or agency making such disclosure. The identity of the Whistle Blower, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement agencies, in which case members of the organization are subject to subpoena.

## 11. RETENTION OF DOCUMENTS:

All Protected disclosures in writing or documented along with the results of Investigation relating thereto, shall be retained by the Company for a period of 5 (five) years or such other period as specified by any other law in force, whichever is more.

## 12. ADMINISTRATION AND REVIEW OF THE POLICY:

The Chief Vigilance and Ethics Officer shall be responsible for the administration, interpretation, application and review of this policy. He shall also be empowered to bring about necessary changes to this Policy, if required at any stage.

## 13. AMENDMENT:

The Company reserves its right to amend or modify this Policy in whole or in part,

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at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the Employees and Directors unless the same is notified to them in writing.

Date: April 02, 2018

Place: Jaipur

By the Order of the Board of Directors of

**Mahima Real Estate Private Limited**



**Dhirendra Madan**  
**Managing Director**  
**DIN: 00145062**

*Kusum Madan*

**Kusum Madan**  
**Whole-time Director**  
**DIN: 00145112**

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## FORM FOR VIGIL MECHANISM

Date:

Name of the Employee and designation:

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E-mail id of the Employee:.....

Communication Address: .....

Contact No : .....

Subject matter which is reported: .....

Name of the Person/event focused at:

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Brief about the Concern:

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Evidence (enclosed, if any):

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I hereby declare that I have read and understood the Vigil Mechanism Policy applicable in Mahima Real Estate Private Limited and further declare that the facts stated above are true. I agree to produce the necessary documentary evidence to support the issue raised by me during the course of the investigation.

Signature: .....