

# ROBUST HOTELS LIMITED

## VIGIL MECHANISM / WHISTLE BLOWER 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. The Company has adopted a Code of Conduct for Board of Directors and Senior Management ("the Code"), which lays down the principles and standards that should govern the actions of the Company and its employees.

Regulation 22 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Obligations") provide for all listed companies to formulate a Vigil Mechanism / whistle blower policy for Directors and Employees to report genuine concerns. The Vigil mechanism shall provide for adequate safeguard against victimization of director(s) or employee(s) or any other person who avails the mechanism and also provide for direct access to the chairperson of the audit committee in appropriate or exceptional cases.

Under these circumstances, Robust Hotels Limited (RHL) established a Whistle Blower Policy / Vigil Mechanism Policy and the policy was adopted by the board.

### 2. POLICY OBJECTIVES

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 (Whistle Blower) mechanism provides a channel to the employees and Directors to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Code of conduct or legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc.

### 3. ELIGIBILITY

All the Directors, Employees and Stakeholders of the Company are eligible to make Protected Disclosures under the Policy in relation to matters concerning the Company.

#### **3.1 All Protected Disclosures should be reported to the following persons for investigation:**

i) Name: Mr Avali Srinivasan

Designation: Chairman of Audit Committee

E-mail: [whistleblower\\_rhl@sarafhotels.com](mailto:whistleblower_rhl@sarafhotels.com)

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## 4. INVESTIGATION

All compliant received under this policy will be recorded and thoroughly investigated. The Chairman of the Audit Committee may investigate and may at his discretion consider directing any other officer of the Company for the purpose of investigation.

The Investigation shall be normally completed within 90 days of the receipt of the Compliant and is extendable by such period as the Chairman of the Audit Committee deems fit.

## 5. DECISION AND REPORTING:

If an investigation leads to a conclusion that an unethical or illegal practice have been committed, the Chairman of the Audit committee shall place the matter before the Audit Committee for onward recommendation to the Board of Directors of the Company to take such disciplinary or corrective action as it may fit and the decision of the Board shall be final.

## 6. POLICY REVIEW AND AMENDMENT

The Board and/ or its committees reserve the power to review and amend this policy from time to time. All provisions of this Policy would be subject to revision / amendment in accordance with the applicable law issued by relevant statutory, governmental and regulatory authorities, from time to time. In case any amendment(s), clarification(s), circular(s) etc. issued by the relevant statutory, governmental and regulatory authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder.

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