



AJ Packaging Limited

Regd. Office: Plot No. 120, CIE, Gandhi Nagar, Balanagar, Hyderabad - 500037. Telangana

CIN: U74999TG1995PLC020965

A J PACKAGING LIMITED

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

1. PREAMBLE

1.1. Section 177(9) 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. Such a vigil mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and also make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases.

1.2. Also, as per Regulation 22 of SEBI (LODR) Regulations, 2015, the listed entity shall formulate a vigil mechanism for directors and employees to report genuine concerns. 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.

1.3. A J PACKAGING LIMITED proposes to establish a Whistle Blower Policy/ Vigil Mechanism and to formulate a policy for the same.

2. OBJECTIVES OF THE POLICY

2.1. 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 behavior, actual or suspected fraud or violation of the Codes of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and Directors to avail of the mechanism and also provide for direct access to the Chairman of the company/ Chairman of the Audit Committee in exceptional cases.

2.2. 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 allegations against people in authority and / or colleagues in general.

3. SCOPE OF THE POLICY

3.1. This Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, child labour, insider trading, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees.



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Phone No. 040-23176031, 23086604, Mobile: +91 79937 62123, Email: mail@ajpack.net, accounts@ajpack.net

4. DEFINITIONS

- 4.1. **"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 and safety or abuse of authority"
- 4.2. **"Audit Committee"** means a committee constituted by the Board of Directors of the Company in accordance with Companies Act, 2013.
- 4.3. **"Board"** means the Board of Directors of the Company.
- 4.4. **"Company"** means **A J PACKAGING LIMITED** and all its offices.
- 4.5. **"Code"** means Code of Conduct for Directors and Senior Management Executives adopted by **A J PACKAGING LIMITED**.
- 4.6. **"Employee"** means all the present employees and whole time Directors of the Company (Whether working in India or abroad).
- 4.7. **"Protected Disclosure"** means a concern rose 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.
- 4.8. **"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.
- 4.9. **"Whistle Blower"** is an employee or group of employees who make a Protected Disclosure under this Policy and also referred in this policy as complainant.
- 4.10. **Ethics Counsellor"** means an officer or Committee of the persons who is nominated/ appointed to conduct detailed investigation

5. ELIGIBILITY

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

6. COVERAGE OF THE POLICY

The policy encourages all the Whistle Blowers to voice all their genuine concerns which shall include but not limited to the following:

- a. Abuse of authority
- b. Breach of trust
- c. Breach of confidentiality.
- d. Any unlawful act, whether criminal (eg. theft) or a breach of the civil law (e.g. Slander or libel)
- e. Manipulation of Company data/records
- f. Breach of any Policy or Manual or Code adopted by the Company
- g. Financial irregularities, including fraud, or suspected fraud
- h. Deliberate violation of law/regulation
- i. Misappropriation of Company assets/funds;
- j. Any other unethical or improper conduct.



7. RECEIPT AND DISPOSAL OF PROTECTED DISCLOSURES.

7.1. 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 either be typed or written in a legible handwriting in English.

7.2. The Protected Disclosure should be submitted in a closed and secured envelope and should be super scribed as "**Protected disclosure under the Whistle Blower policy**". Alternatively, the same can also be sent through email with the subject "**Protected disclosure under the Whistle Blower policy**". If the complaint is not super scribed and closed as mentioned above, it will not be possible for the Audit Committee to protect the complainant and the protected disclosure will be dealt with as a normal disclosure. In order to protect identity of the complainant, the Vigilance and Ethics Officer or such other designated officer will not issue any acknowledgement to the complainants and they are advised neither to write their name / address on the envelope nor enter into any further correspondence with the Vigilance and Ethics Officer. The Vigilance and Ethics Officer shall assure that in case any further clarification is required he will get in touch with the complainant.

7.3. Anonymous / Pseudonymous disclosure shall not be entertained by the Vigilance and Ethics Officer.

7.4. The Protected Disclosure should be forwarded under a covering letter signed by the complainant. The Vigilance and Ethics Officer / Chairman of the Audit Committee/ MD/ Chairman as the case may be, shall detach the covering letter bearing the identity of the Whistle Blower and process only the Protected Disclosure.

7.5. All Protected Disclosures should be addressed to the Vigilance and Ethics Officer of the Company or to the Chairman of the Audit Committee/ MD/ Chairman in exceptional cases. The contact details of the Vigilance and Ethics Officer is as under: -

Vigilance and Ethics Counsellor/ Compliance officer: Mrs. Sneha Chary

Address: Plot No. 32, Seetapati Colony
West Marredpally, Secunderabad,
Hyderabad, Telangana - 500026



7.6. Protected Disclosure against the Vigilance and Ethics Counsellor should be addressed to the Chairman/MD of the Company and the Protected Disclosure against the Chairman/ MD of the Company should be addressed to the Chairman of the Audit Committee. The contact details of the Chairman and the Chairman of the Audit Committee are asunder:

Chairman of the company- Mr. Ajay Agarwal

Address: Plot No. 341/A, Rd No. 23A,
A J House, Jubilee Hills
Hyderabad, Telangana - 500033

Chairman of the Audit Committee- Mr. Rajesh Jasti

Address: H No # 11-10-168 Plot No 168
Street No # 11vijayapuri Colony,
Kothapet, Saroor nagar
Hyderabad, Telangana - 500035

7.7. On receipt of the protected disclosure, the Vigilance and Ethics Officer / Chairman/ MD / Chairman of the Audit Committee, as the case may be, 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 Audit Committee of the Company for further appropriate investigation and needful action.

The record will include:

- a) Brief facts;
- b) Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof;
- c) Whether the same Protected Disclosure was raised previously on the same subject;
- d) Details of actions taken by Vigilance and Ethics Officer / Chairman/ CEO for processing the complaint
- e) Findings of the Audit Committee
- f) The recommendations of the Audit Committee/ other action(s).

7.8 The Audit Committee, if deems fit, may call for further information or particulars from the complainant.

8. INVESTIGATION

8.1. All protected disclosures under this policy will be recorded and thoroughly investigated. The Audit Committee 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.

8.2. The decision to conduct an investigation is by itself not an accusation and is to be treated as a neutral fact-finding process.

8.3. 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.

8.4. Subject(s) shall have a duty to co-operate with the Audit Committee or any of the Officers appointed by it in this regard.

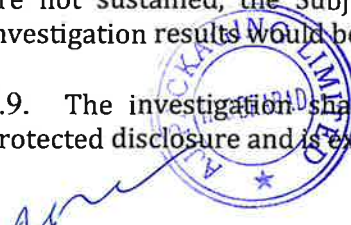
8.5. Subject(s) have a right to consult with a person or persons of their choice, other than the Vigilance and Ethics Officer / Investigators and/or members of the Audit Committee and/or the Whistle Blower.

8.6. Subject(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witness shall not be influenced, coached, threatened or intimidated by the subject(s).

8.7. 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.

8.8. 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.

8.9. The investigation shall be completed normally within 90 days of the receipt of the protected disclosure and is extendable by such period as the Audit Committee deems fit.



8.10. On submission of report, the Ethics Counsellor or the Chairman of the Audit Committee as the case may be, shall:

- In case the Protected Disclosure is proved, accept the findings of the Investigator and take such Disciplinary or other Action as he may deem fit and take preventive measures to avoid reoccurrence of the matter;
- In case the Protected Disclosure is not proved, extinguish the matter or take appropriate measures to protect the interest of the Company;

9. PROTECTION

9.1. No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this policy.

9.2. The identity of the Whistle Blower shall be kept confidential.

9.3. Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower.

9.4. No action will be taken against the Whistle - Blower who makes an allegation in good faith, reasonably believing it to be true, even if the allegation is not subsequently confirmed in the investigation proceedings conducted by the Audit Committee or the Nominated Director, as the case may be.

10. SECRECY/ CONFIDENTIALITY

The Whistle Blower, the Subject, Investigator, The Ethics Counsellor, the Chairman of the Audit Committee and everyone involved in the process shall:

- maintain complete confidentiality/ secrecy of the matter.
- not discuss the matter in any informal/social gatherings/ meetings.
- discuss only to the extent or with the persons required for the purpose of completing the process and investigations.
- not keep the papers unattended anywhere at any time.
- keep the electronic mails/ files under password

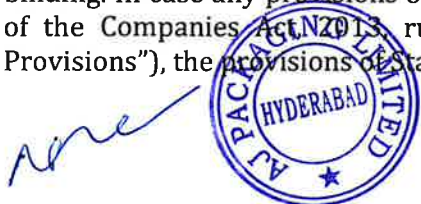
If anyone is found not complying with the above, he/ she shall be held liable for such disciplinary action as is considered fit

11. REPORTING

A quarterly report with number of complaints received under the Policy and their outcome shall be placed before the Audit Committee and the Board.

12. AMENDMENT

Any change in the Policy shall be approved by the Board of the Company. The Board shall have the right to withdraw and/ or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. In case any provisions of the Policy are contrary to or inconsistent with the provisions of the Companies Act, 2013, rules framed thereunder and Listing Regulations ("Statutory Provisions"), the provisions of Statutory Provisions shall prevail.



13. DISSEMINATION OF THE POLICY

The policy shall be hosted on the website of the Company

14. CONCLUSION

For any queries/ concerns regarding companies Whistle Blower Policy, Contact

Mrs. Sneha Chary

Address: Plot No. 32, Seetapati Colony
West Marredpally, Secunderabad,
Hyderabad, Telangana – 500026

Date of Approval by Board of Directors: 14.08.2023

Date of Modification: 06.06.2025

For A J Packaging Limited


Mr. Nitin Agarwal
Managing Director
DIN: 06381755

