

EFC (I) LIMITED

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

TABLE OF CONTENTS

Sr. No.	Particulars
1.	Introduction
2.	Regulatory Framework
3.	Definitions
4.	Objective
5.	Scope
6.	Reporting of Protected Disclosures
7.	General guidelines on protected disclosure/complainant
8.	Receipt, Investigation and disposal of Protected Disclosures
9.	Investigation
10.	Disposal
11.	Protection
12.	Retention Of Documents
13.	Amendment To This Policy
14.	Disclaimer

1. INTRODUCTION

This Vigil Mechanism/Whistle Blower Policy provides a platform to director(s), employee(s) or their representative bodies, stakeholders; or any other person to report genuine concerns and also provides for adequate safeguards from victimization.

2. REGULATORY FRAMEWORK

This Vigil Mechanism/Whistle Blower Policy is made pursuant to regulation 4(2)(d) and 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR**”) and Section 177 of the Companies Act, 2013 and other applicable laws, rules and regulations.

3. DEFINITIONS

“**Audit Committee**” means a committee constituted by the Board of Directors of the Company in accordance with regulations of SEBI LODR and Companies Act, 2013.

“**Board**” means the Board of Directors of the Company.

“**Company**” means the EFC (I) Limited and its subsidiaries.

“**Employee**” means all the present employees and Directors of the Company (Whether working in India or abroad).

“**Protected Disclosure/Complaint**” means any communication in good faith that discloses or demonstrates information that may evidence unethical or improper activity.

“**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.

“**Vigilance and Ethics Officer**” means the Compliance Officer of the Company.

“**Whistle Blower/Complainant**” means any director(s), employee(s) or their representative bodies, stakeholder(s), or any other person who makes a Protected Disclosure or reports genuine concerns under this Policy.

4. OBJECTIVE

- To provide a platform to raise concerns in a responsible and effective manner.
- To provide a platform to disclose information, confidentially and without fear of reprisal or victimization, where there is reason to believe that there has been malpractice, fraud, impropriety, abuse or wrongdoing within the Company.
- To ensure that the whistle-blower is not disadvantaged because of raising legitimate concerns.
- To increase the efficacy of the Vigil Mechanism, by enabling the Protected Disclosure(s) independent of line management of the director(s) and employee(s).
- To provide appropriate infrastructure, including through the appointment of Ombudsperson(s), for the receipt and analysis of, and response to all bona-fide concerns.

5. SCOPE

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, misappropriation of monies, any instances of leak of unpublished price sensitive information and/ or other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers. This Policy is intended to encourage and enable complainant to raise serious concerns within the Company prior to seeking resolution outside the Company.

6. REPORTING OF PROTECTED DISCLOSURES

Whistle Blowers are eligible to make protected disclosures under the policy in relation to matters concerning the company. The Company does not tolerate any malpractice, impropriety, statutory non-compliance or wrongdoing. This Policy ensures that stakeholders are empowered to proactively bring to light such instances without fear of reprisal, discrimination or adverse employment consequences.

This Policy is not, however, intended to question financial or business decisions taken by the Company that are not Protected Disclosures nor should it be used as a means to reconsider any matters which have already been addressed pursuant to disciplinary or other internal procedures of the Company. This policy shall not be used:

- i. For raising grievances related to complainant own career / other personal grievances.
- ii. For raising grievances related to career of another complainant.
- iii. Grievances arising out of the policies / procedures of the Company and any decision taken by the superior / management in this respect.
- iv. Grievances related to such other similar issues like i, ii, and iii hereinabove.

All Protected Disclosures should be reported in writing by the Whistle Blower as soon as possible after the Whistle Blower becomes aware of the same so as to ensure a clear understanding of the issues raised.

To make more effective and controlled mechanism, stakeholder can lodge a Protected Disclosure to the Vigilance and Ethics Officer's Office in any one of the following ways:

- I. By sending an email to compliance@efclimited.in with the subject "Protected Disclosure under the Whistle Blower Policy".
- II. By sending letter in a closed and secured envelop and super scribed as "Protected Disclosure under the Whistle Blower Policy" to the Vigilance and Ethics Officer's Office. Letter should either be typed or written in a legible handwriting in English or Hindi or Marathi. The address of Vigil and Ethics Officer is stated as follows:

To, Vigilance and Ethics Officer EFC (I) Limited Address: 6 th Floor, VB Capitol Building, Range Hill Road, Opp. Hotel Symphony, Bhoslenagar, Shivajinagar, Pune-411007, Maharashtra, India.

However, complainant can lodge a Protected Disclosure anonymously without disclosing the identity. A protected disclosure received anonymously will be evaluated by the Company for investigation. In exercising this discretion, the following factors will be taken into consideration:

- The seriousness of the issue raised;
- The creditability of the concern; and
- The likelihood of confirming the allegations from attributable sources.

The Protected Disclosures concerning the Vigilance and Ethics Officer and/or persons at the levels of Vice Presidents and above can be directly forwarded to the Chairperson of the Audit Committee of the Company. The address of Chairperson of Audit Committee is stated as follows:

To,
The Chairperson of Audit Committee's Office,
EFC (I) Limited,
Address: 6th Floor, VB Capitol Building, Range Hill Road, Opp. Hotel Symphony, Bhoslenagar,
Shivajinagar, Pune-411007, Maharashtra, India.

7. GENERAL GUIDELINES ON PROTECTED DISCLOSURE/COMPLAINANT:

- A. In order to protect identity of the complainant, the Chairperson of Audit Committee or Vigilance and Ethics Officer will not issue any acknowledgement to the complainants and they are advised not to write their name / address on the envelope nor enter into any further correspondence with the Chairperson of Audit Committee. The Chairperson of Audit Committee or Vigilance and Ethics Officer shall assure that in case any further clarification is required he will get in touch with the complainant.
- B. While this Policy is intended to protect genuine Whistle Blowers from any unfair treatment as a result of their disclosure, misuse of this protection by making frivolous and bogus complaints with mala fide intentions is strictly prohibited. Any person who makes complaints with mala fide intentions and which is subsequently found to be false will be subject to strict disciplinary action.
- C. The Whistle blower's role is that of a reporting party. Whistle blowers are not investigators or finders of facts; neither can they determine the appropriate corrective or remedial action that may be warranted.
- D. Although a Whistle blower is not required to furnish any more information than what he/she wishes to disclose, it is essential for the Company to have all critical information in order to enable the Company to effectively evaluate and investigate the complaint. It is difficult for the Company to proceed with an investigation on a complaint, which does not contain all the critical information such as the specific charge. The complaint or disclosure must therefore provide as much detail and be as specific as possible in order to facilitate the investigation as well as to allow proper assessment of the nature and extent of the concern and the urgency in conducting preliminary investigation, as required.
- E. To the extent possible, the complaint or disclosure must include the following:
 - i. The stakeholder, and/or outside party or parties involved;
 - ii. The sector of the Company where it happened (Location, Department, office);
 - iii. When did it happen: a date or a period or time;
 - iv. Type of concern (what happened);
 - a) Financial reporting;
 - b) Legal matter;

- c) Management action;
 - d) Employee misconduct; and/or
 - e) Health & safety and environmental issues.
-
- v. Submit proof or identify where proof can be found, if possible;
 - vi. Who to contact for more information, if possible; and/or
 - vii. Prior efforts to address the problem, if any.

8. RECEIPT, INVESTIGATION AND DISPOSAL OF PROTECTED DISCLOSURES

On receipt of the Protected Disclosure, the Vigilance and Ethics Officer or the Chairperson 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 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 on the subject, and if so, the outcome thereof;
- c. Details of actions taken by the Vigilance and Ethics Officer / the Chairperson of the Audit Committee processing the complaint; and
- d. Findings and recommendations.

The Audit Committee, if deems fit, may call for further information or particulars from Vigilance and Ethics Officer or complainant, as the case may be.

9. INVESTIGATION

The decision to conduct an investigation is by itself not an accusation and is to be treated as a neutral fact-finding process. 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. He shall have a duty to co-operate with the Vigilance and Ethics Officer/the Chairperson of the Audit Committee or any of the Officers appointed by it in this regard and shall be subject to strict disciplinary action up to and including immediate dismissal, in case of failure to cooperate in the investigation, or deliberately provides false information to the person concerned.

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. Such person has a responsibility not to interfere with the investigation. Further the Evidence shall not be withheld, destroyed or tampered with and witnesses shall not be influenced, coached, threatened or intimidated so as to change their testimonies.

Unless there are compelling reasons not to do so, an opportunity of being heard will be given to respond to material findings contained in the investigation report. No allegation of wrong doing shall be considered as maintainable unless there is good evidence in support of the allegation.

He/she has a right to be informed of the outcome of the investigations. If allegations are not sustained, he/she should be consulted as to whether public disclosure of the investigation results would be in the best interest of him and the Company.

The investigation shall be completed normally within 90 days of the receipt of the protected disclosure and is extendable by such period as the Vigilance and Ethics Officer / Chairperson of the Audit Committee deems fit. All information disclosed during the course of the investigation will remain confidential, except as necessary or appropriate to conduct the investigation and take any remedial action, in accordance with any applicable laws and regulations. The Company reserves the right to refer any concerns or complaints regarding Protected Disclosure to appropriate external regulatory authorities.

10. DISPOSAL

If an investigation leads the Vigilance and Ethics Officer/ the Chairperson of the Audit Committee to conclude that an improper or unethical act has been committed, the Vigilance and Ethics Officer/ the Chairperson of the Audit Committee shall recommend to the management of the Company to take such disciplinary or corrective action commensurate with the severity of the offence, as it may deem fit. The Vigilance and Ethics Officer/ the Chairperson of the Audit Committee, as the case may be shall forward his copy of the report/findings to the Chairperson's Office. The company may also take reasonable and necessary measures to prevent any further violations which may have resulted in a complaint being made. 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.

The Vigilance and Ethics Officer shall submit a report to the Audit Committee on a regular basis about all Protected Disclosures referred to him/her since the last report together with the results of investigations, if any.

A complainant who makes false allegations of unethical & improper practices or about alleged wrongful conduct of the Subject to the Vigilance and Ethics Officer or Chairperson of the Audit Committee shall be subject to appropriate disciplinary action in accordance with the rules, procedures and policies of the Company.

11. PROTECTION

No Personnel who, in good faith, makes a disclosure or lodges a complaint in accordance with this Policy shall suffer reprisal, discrimination or adverse employment consequences.

Accordingly, the Company prohibits discrimination, retaliation or harassment of any kind against a Whistle blower, who based on his/her reasonable belief that one or more Protected Disclosure has occurred or are, occurring, reports that information. Any person, who retaliates against a Whistle blower who has raised a Protected Disclosure or Complaint in good faith, will be subject to strict disciplinary action up to and including immediate termination of employment or termination of his/her relationship with the Company.

If any complainant, who makes a disclosure in good faith, believes that he/she is being subjected to discrimination, retaliation or harassment for having made a report under this Policy, he/she must immediately report those facts to his/her supervisor, manager or point of contact. If, for any reason, he/she does not feel comfortable discussing the matter with these persons, he/she should

bring the matter to the attention of the Chairperson's office, Vigilance and Ethics Officer or The Chairperson of the Audit Committee in exceptional cases. It is imperative that such complainant brings the matter to the Company's attention promptly so that any concern of reprisal, discrimination or adverse employment consequences can be investigated and addressed promptly and appropriately.

The company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law. Any other person assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

The Whistle Blower shall have right to access Chairperson of the Audit Committee directly in exceptional cases and the Chairperson of the Audit Committee is authorized to prescribe suitable directions in this regard.

12. RETENTION OF DOCUMENTS

The Vigilance and Ethics Officer shall maintain documentation of all Protected Disclosures or reports subject to this Policy. The documentation shall include any written submissions provided by the complainant, any other Company documents identified in the complaint or by the Vigilance and Ethics Officer / the Chairperson of the Audit Committee as relevant to the complaint, a summary of the date and manner in which the complaint was received and any response to the complainant. All such documentation shall be retained by the Vigilance and Ethics Officer for a minimum of five (5) years or such other period as specified by any other law in force, whichever is more, from the date of receipt of the complaint. Confidentiality will be maintained to the extent reasonably practicable depending on the requirements and nature of the investigation, as indicated above.

13. AMENDMENT TO THIS POLICY

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. Modification may be necessary, among other reasons, to maintain compliance with local, state, central and federal regulations and/or accommodate organizational changes within the Company. However, no such amendment or modification will be binding on the complainant unless the same is notified to them in writing.

14. DISCLAIMER

In any circumstances, where the terms of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the newly enacted law, rule, regulation or standard will take precedence over this Policy until such time the Policy is changed to conform to the Law, rule, regulation or standard.

This Policy is lastly amended as per the recommendations of the Audit Committee in meeting held on May 28, 2026 and approved by the Board of Directors at its meeting held on May 28, 2026.
