

Jhajharia Nirman Limited

CIN : U45200DL2008PLC175693



Vigil Mechanism of Jhajharia Nirman Limited

First approved by the Board on 1 July 2024. Revised and approved by the Board, with the concurrence of the Audit Committee, on 28 October 2026.

1. Purpose

Jhajharia Nirman Limited ("the Company") is committed to honest, ethical and lawful conduct. This Vigil Mechanism gives directors, employees and business partners a safe way to report genuine concerns about wrongdoing, protects those who report in good faith from any retaliation, and makes sure every concern is looked into fairly.

2. Legal basis

This mechanism is established under Section 177(9) and (10) of the Companies Act, 2013 ("the Act") and Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014. It applies to the Company because its borrowings from banks and public financial institutions exceed ₹50 crore. It is overseen by the Audit Committee of the Board.

3. Who can raise a concern

- All directors and employees of the Company, permanent or contractual, at the head office, offices and project sites.
- Vendors, sub-contractors, suppliers and other business partners, about matters concerning the Company.

4. What can be reported

Any actual or suspected:

- fraud, theft, misappropriation or wastage of the Company's money, materials, fuel, machinery or other assets;
- bribery, kickbacks or improper payments, including in tendering, purchase, billing or measurement;
- manipulation or falsification of records, bills, measurements, weighment, attendance or ERP data;
- financial irregularities or violations of accounting policies;
- violation of law, regulation or the Company's Code of Conduct;
- negligence that creates a real danger to health, safety or the environment;
- abuse of authority, or leakage of confidential information; and
- retaliation against anyone for raising a concern.



Telephones : +91 8120001242 | +91 7752 419534

Website : www.jhajharianirman.com

Email : info@jhajharianirman.com | jhajharia_nirman@yahoo.com

Working office : Jhajharia Mansion, Jagmal Block, Bilaspur (C.G.) 495001



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This mechanism is not for personal grievances about pay, transfers or appraisals, which go through the HR grievance process. Complaints of sexual harassment are handled by the Internal Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

5. How to raise a concern

- 5.1 Write to the Vigilance and Ethics Officer, as soon as possible after becoming aware of the matter, with as much detail as you can: what happened, where, when, who was involved, and any documents or evidence. Use the subject line or envelope marking "Protected Disclosure under the Vigil Mechanism".
- 5.2 **Vigilance and Ethics Officer:** Mr. Saransh Agrawal (Saransh Jhajharia), Whole-time Director
Email: director@jhajharianirman.com and saransh@jhajharianirman.com
Post: Jhajharia Nirman Limited, Jhajharia Mansion, Jagmal Block, Bilaspur, Chhattisgarh – 495001 (sealed envelope marked "Protected Disclosure — Confidential")
- 5.3 **Direct access to the Chairperson of the Audit Committee:** a concern about a director, about the Vigilance and Ethics Officer, or any other exceptional matter may be sent directly to Mr. Sanjeev Gupta, Independent Director and Chairperson of the Audit Committee, by sealed post to the address above marked "For the personal attention of the Chairperson, Audit Committee — Confidential". A concern about the Chairperson of the Audit Committee may be sent in the same way to Mr. Arunendra Kumar, Independent Director and Member of the Audit Committee.
- 5.4 Concerns may be written in English or Hindi.
- 5.5 Anonymous concerns will be considered if they contain enough specific, verifiable detail to investigate. Giving your name helps us ask follow-up questions and keep you informed, and your identity will be protected.

6. Investigation

- 6.1 The Vigilance and Ethics Officer will record every disclosure, carry out a preliminary review and place it before the Audit Committee.
- 6.2 The Audit Committee may investigate itself or appoint an officer of the Company or an outside agency. An investigation is a neutral fact-finding exercise and is not an accusation.
- 6.3 The person against whom a concern is raised will be told of the allegations at an appropriate stage, will have a fair opportunity to respond, and must not interfere with the investigation, destroy evidence or influence witnesses.
- 6.4 Investigations will normally be completed within 90 days, which the Audit Committee may extend for reasons recorded.



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- 6.5 Any member of the Audit Committee, or the Vigilance and Ethics Officer, who has a conflict of interest in a matter will declare it and step aside from that matter.

7. Action

- 7.1 If a concern is proved, the Audit Committee will recommend disciplinary or corrective action to the Board, to be taken under the Company's service rules.
- 7.2 The person who raised the concern will be told that the matter has been dealt with, to the extent this is possible without breaching confidentiality or the law.
- 7.3 If a director or employee repeatedly makes complaints found to be frivolous, the Audit Committee may take suitable action against them, including a reprimand.
- 7.4 Nothing in this mechanism stops anyone from reporting a matter to the appropriate legal or investigating authority.

8. Protection

- 8.1 No one who raises a concern in good faith will face dismissal, demotion, transfer, harassment, denial of promotion or any other retaliation, even if the concern turns out to be mistaken.
- 8.2 The identity of the person raising a concern, and of anyone who assists an investigation, will be kept confidential to the fullest extent permitted by law.
- 8.3 Anyone who retaliates against a person who raised a concern will face disciplinary action.
- 8.4 Protection does not extend to a person who knowingly makes a false or malicious complaint. Such a person will face disciplinary action.

9. Confidentiality

Everyone involved — the person raising the concern, the Vigilance and Ethics Officer, the members of the Audit Committee, investigators and the person concerned — will keep the matter confidential and discuss it only as needed for the investigation.

10. Reporting

The Vigilance and Ethics Officer will report to the Audit Committee every quarter the number of concerns received, their nature and outcome. The establishment of this mechanism is disclosed on the Company's website and in the Board's Report, as required by Section 177(10).

11. Records

All disclosures, investigation reports and decisions will be kept for at least eight years, or longer if any law requires.



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12. Communication

This mechanism will be published on the Company's website, displayed on notice boards at the head office and project sites, and explained to new employees at induction.

13. Review

The Board will review this mechanism with the Audit Committee at least every two years, or earlier if the law changes.



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