

WHISTLE BLOWER POLICY OF SUDAR INDUSTRIES LIMITED

The purpose of Whistle Blower Policy is to allow the employees and/or directors to raise concerns about unacceptable improper practices and/or any unethical practices being followed in the organization without necessarily informing their superiors.

This Policy is intended to check that whenever any unacceptable/improper practice and/or any unethical practice is reported by an employee and/or director proper action is taken to check such practice/wrongdoing and the employee and/or director is protected against any adverse action and/or any discrimination for such reporting.

All the employees and/or directors shall be protected from any adverse action for reporting any unacceptable/ improper practice and/or any unethical practice or frauds or violation of any law, rule or regulation so long as the employee and/or director :-

1. Reports in good faith his/her belief that there is waste of the company's funds;
2. Reports in good faith the violation or suspected violation of a law, rule or regulation;
3. Participates in or gives information in an investigation, hearing, court proceeding, legislative or other inquiry, or other administrative review;
4. Objects or refuses to carry out a directive that the employee and/or director believes in good faith may violate a law, rule or regulation.

The Company is forbidden from taking any adverse action against an employee and/or director for exercising the employee's and/or director's rights as listed above. Examples of adverse action are given below :-

1. Discharging the employee and/or director ;
2. Threatening the employee and/or director;
3. Discriminating against the employee's and/or director's employment, where applicable

Any employee and/or director who has a genuine complaint or concern about any fraud or violation of any law, rule or regulation or unacceptable/improper practice and/or any unethical practice may complain about this to his superior or to the designated person to attend to whistle-blowers as mentioned hereinbelow, or to the Audit Committee.

Mr. M.G. Subramaniam, has been appointed as the "Whistle Blowing Officer", with effect from September 15, 2014, who can be contacted in writing at –The landmark, 901-906,9th Floor, Sector 7, Plot no. 26A, Kharghar, Navi Mumbai 410210 or on telephone at 022-65300994 or on email at mgs@sudarindustries.com.

He will be responsible for the following functions:

1. To receive and record any complaints under this policy.
2. To ensure confidentiality of any "Whistle Blowing" complainant who requests that their complaint be treated in confidence.
3. To prepare a report of any whistle blowing complaint and send the report promptly to the Audit Committee Members. A copy of the report shall be simultaneously sent to the Managing Director and other Executive Director for investigation. The Managing Director/Executive Director after investigation shall place a report to the Audit Committee for discussion and decision. The Audit Committee Members shall then discuss the same and take necessary action.
4. The Whistle Blowing Officer shall communicate the Audit Committee's decision to the complainant for his information.

Employees and/or directors are also free to communicate their complaints directly to the Audit Committee Members without involving the Whistle Blowing Officer. They can communicate their complaints to the following Audit Committee Members:

1. Mr. Satish Shenoy

The landmark, 901-906,9th Floor, Sector 7, Plot no. 26A, Kharghar, Navi Mumbai 410210

Phone No.: 022-65300991/92/93/94 Email ID: satish.shenoy@sudarindustries.com

2. Mr. Anand Kadam

The landmark, 901-906,9th Floor, Sector 7, Plot no. 26A, Kharghar, Navi Mumbai 410210

Phone No.: 022-65300991/92/93/94 Email ID: kadamsoffice@gmail.com