VIGIL MECHANISM / WHISTLE BLOWER POLICY

1	**PREFACE**
	JMS Mining Private Limited has adopted a Vigil Mechanism / Whistle Blower Policy (the "Policy") in furtherance of its commitment to maintaining the highest standards of ethical, moral and legal conduct and to provide its Directors and Employees with a mechanism to report genuine concerns relating to unethical behaviour, actual or suspected fraud, misconduct or any other improper practices within the Company. The Policy provides adequate safeguards against victimisation of persons making Protected Disclosures in good faith and ensures that such concerns are addressed in a fair, transparent and confidential manner. It also provides for direct access to the Board of Directors in appropriate or exceptional cases. Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 requires every listed company, every other company which accepts deposits from the public and every company having borrowings from banks and public financial institutions in excess of ₹50 crore to establish a vigil mechanism for its Directors and Employees. Accordingly, the Company had established this Vigil Mechanism / Whistle Blower Policy in compliance with the aforesaid provisions. Upon a review of the existing Policy and in order to align it with the applicable legal and regulatory requirements, evolving governance standards and the operational requirements of the Company, the Board of Directors at their meeting held on 14th April 2025 has approved this revised Policy, which supersedes the earlier Vigil Mechanism / Whistle Blower Policy with effect from the date of its approval.
2	**POLICY OBJECTIVES**
	The Company is committed to maintain the highest standard 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 their concern without fear of punishment or unfair treatment or any nature whatsoever. A Vigil Mechanism provides a channel to the employees and Directors to report to the management concerns about unethical behaviour, actual or suspected fraud, etc. The Mechanism provides for adequate safeguard against victimization of employees and provides direct access to the Vigilance Officer of the Company. Provided however that the employees should maintain their duty of confidentiality in course of their duty to perform and do not raise any malicious or unfounded allegations against people in authority and/or against colleagues.
3	**APPLICABILITY**
	This Policy shall apply to JMS Mining Private Limited and shall also be applicable to such subsidiary company(ies) of the Company as are required to establish a Vigil Mechanism / Whistle Blower Policy under the applicable provisions of the Companies Act, 2013, the rules made thereunder or any other applicable law, upon meeting the prescribed thresholds or criteria.

JMS MINING PVT. LTD. KOLKATA

Dongfang Electric Building, 3rd Floor, Premises 16, MAR 1111, AA 1A, Newtown, Rajarhat, Kolkata - 700 156, WB, IN
Website: www.jmsmining.com | **Phone:** +91 33 4083 3700 | **Fax:** +91 33 4083 3725/50 | **eMail:** info@jmsmining.com

Great Place To Work. Certified FEB 2026 - FEB 2027 INDIA

	Such subsidiary company(ies) shall adopt this Policy by a resolution of their respective Board of Directors, with such modifications as may be necessary to reflect their organizational structure and governance framework.Upon such adoption, references to the "Board of Directors", "Vigilance Officer" and "Nominated Director" in this Policy shall be construed as references to the corresponding authorities or officers of the respective subsidiary company. All the employees of the Company and Directors of the Company are eligible to make protected disclosure under the Policy in relation to matters concerning the Company.
4	**SCOPE OF THE POLICY**
	All Employees and Directors of the Company who are associated with the company can raise concerns regarding malpractices and events which may negatively impact the company such as: a. Inaccuracy in maintaining the Company's books of account and financial records. b. Financial misappropriation and fraud. c. Procurement fraud. d. Gross or wilful negligence causing substantial and specific danger to health, safety and environment. e. False expense reimbursements. f. Misuse of company assets & resources. g. Inappropriate sharing of company sensitive information. h. Corruption & bribery. i. Unfair trade practices & anti-competitive behavior. j. Non-adherence to safety guidelines. k. Sexual harassment. l. Child Labor. m. Breach of business integrity and ethics n. Deliberate violation of laws/regulations o. Manipulation of Company data / records. p. Pilferation of confidential/ propriety information and any other matters or activities on account of which the interest of the Company is affected.
5	**DEFINITIONS**
	"Company" means JMS Mining Private Limited and, wherever the context so requires, includes its subsidiary company(ies) to which this Policy has been/may be adopted or made applicable in accordance with its terms.

Dongfang Electric Building, 3rd Floor, Premises 16, MAR 1111, AA 1A, Newtown, Rajarhat, Kolkata - 700 156, WB, IN
Website: www.jmsmining.com | **Phone:** +91 33 4083 3700 | **Fax:** +91 33 4083 3725/50 | **eMail:** info@jmsmining.com

Great Place To Work. Certified FEB 2026 - FEB 2027 INDIA

	"Employee" means every employee of the Company (whether working in India or abroad), including the directors in the employment of the Company.
	"Investigators" means selected employees or third parties assigned with conducting investigations to ascertain the creditability of such whistle-blower complaints.
	"Nominated Director" is a Director nominated by Board of Directors for the purpose of addressing the complaints / protected disclosures made under Vigil Mechanism
	"Protected Disclosure" means a concern raised by an employee or group of employees or Directors of the Company through a written communication and made in good faith, which discloses or demonstrates information that may evidence an unethical or improper activity under the title "SCOPE OF THE POLICY" with respect to the Company. It should be factual and not speculative and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern.
	"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.
	"Subsidiary/ (ies)" means a company which is a subsidiary of the Company within the meaning of Section 2(87) of the Companies Act, 2013, and the rules made thereunder, as amended from time to time. ***"Vigilance Officer"*** is a person nominated/appointed to receive protected disclosures from Whistle Blower(s), maintaining records thereof, placing the same before the Nominated Director for its disposal and informing the Whistle Blower(s) the result thereof.
	"Whistle Blower" is a Director or employee or group of employees who makes a Protected Disclosure under this Policy.
6	**PROCEDURE FOR RECEIPT AND DISPOSAL OF PROTECTED DISCLOSURES.**
	All Protected Disclosures should be reported in writing by the Whistle Blower(s) as soon as possible after the Whistle Blower(s) becomes aware of the same and should either be typed or written in a legible handwriting in English and be submitted to the Vigilance Officer . 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" to the Vigilance Officer. If the complaint is not super scribed and closed as mentioned above, the protected disclosure will be dealt with as if a normal disclosure. Any Protected Disclosure against the Vigilance Officer should be addressed to the Nominated Director of the Company.

JMS MINING PVT. LTD. KOLKATA

Dongfang Electric Building, 3rd Floor, Premises 16, MAR 1111, AA 1A, Newtown, Rajarhat, Kolkata - 700 156, WB, IN
Website: www.jmsmining.com | **Phone:** +91 33 4083 3700 | **Fax:** +91 33 4083 3725/50 | **eMail:** info@jmsmining.com

Great Place To Work. Certified FEB 2026 - FEB 2027 INDIA

The Contact details for addressing and sending the Protected Disclosures as follows:

Mrs. Jayshree Daga, Vigilance Officer JMS Mining Private Limited Dongfang Electric Building, 3rd floor, Premises. No. 16 ,MAR 1111, AA 1A, New Town, Kolkata, 700156 Email: vigilance@jmsmining.com	**Mr. Kalyan Kumar Hajra, Nominated Director** JMS Mining Private Limited Dongfang Electric Building, 3rd floor, Premises. No. 16, MAR 1111, AA 1A, New Town, Kolkata, 700156 Email: kalyan.hajra@jmsmining.com

On receipt of the protected disclosure, the Vigilance Officer 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 and inform the same to Nominated Director.

If initial enquiries by the Vigilance Officer indicate that the concern has no basis, or it is not a matter to be investigation under this policy, it may be dismissed at that stage and the decision will be documented, with an intimation to the Nominated Director.

The Vigilance Officer, if deems fit, may call for further information or particulars from the Whistle Blower. The Vigilance Officer on receipt of protected disclosure shall maintain adequate record for complaint and thereafter it would be referred to the Nominated Director. The Vigilance Officer shall make a detailed written record of the Protected Disclosure. The record will include:

a) Facts of the matter;
b) Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof;
c) Whether any Protected Disclosure was raised previously on the same subject;
d) The financial/ other loss which has been incurred/ would have been incurred by the Company;
e) Findings of the Vigilance Officer/ investigation persons;
f) The recommendations of the Nominated Director on disciplinary / other action(s), if any

Upon receipt of the investigation report from the Vigilance Officer, the Nominated Director shall review the findings and place the matter, together with his/her recommendations, before the Board of Directors at the next Board Meeting or through any other mode permitted under applicable law. The decision or directions of the Board of Directors shall be final and binding.

The Company shall not entertain anonymous/ pseudonymous disclosures.

7 INVESTIGATION

Where initial enquiries indicate that further investigation is necessary, this will be carried through either by the Vigilance Officer or by Investigators, as may be appointed by the Vigilance Officer or the Nominated Director. The investigation would be conducted in a fair manner, as a neutral fact-finding process and without presumption of guilt. A written report of the finding will be made.

JMS MINING PVT. LTD. KOLKATA

Great Place To Work. Certified FEB 2026 - FEB 2027 INDIA

	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. They shall have right to access any document / information for their legitimate need to clarify / defend themselves in the investigation proceedings. They shall have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened or intimidated by the Subjects. 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. The Whistle Blower(s) / Subject(s) have a right to be informed of the outcome of the investigation. The investigation shall be completed oordinarily within 90 days of the receipt of protected disclosures, unless extended for reasons recorded in writing Vigilance Officer/ Nominated Director or other officer having any conflict of interest with the matter shall disclose his / her concern / interest forthwith and shall not deal with the matter. Where the Protected Disclosure is made against the Vigilance Officer or the Nominated Director, such complaint shall be submitted directly to the Board of Directors. The Board shall nominate an independent senior officer of the Company, not below the rank of Vice President, who is not connected with the subject matter of the complaint and has no conflict of interest, to receive, examine and oversee the investigation of such complaint. The officer so nominated shall exercise the powers and perform the functions of the Vigilance Officer or the Nominated Director, as the case may be, solely for the purpose of such complaint.
8	**DECISION AND REPORTING**
	If an investigation concludes that an improper, unethical or unlawful act has been committed, the Vigilance Officer shall submit the investigation report, together with the findings and recommendations, to the Nominated Director. Upon consideration of the investigation report, the Nominated Director may recommend or initiate, as may be appropriate, such disciplinary, corrective or preventive action as may be warranted in accordance with the Company's policies and applicable law. Where required, the matter shall be placed before the Board of Directors for its consideration. Any disciplinary or corrective action taken against the Subject pursuant to the findings of an investigation under this Policy shall be carried out in accordance with the applicable service rules, personnel policies, code of conduct and disciplinary procedures of the Company, while ensuring adherence to the principles of natural justice.
9	**NATURE OF DISCLOSURE AND PROTECTION THERE FROM**
	While the Management is determined to give appropriate protection to the genuine Whistle Blower(s), the employees, at the same time are advised to refrain from using this facility for

JMS MINING PVT. LTD. KOLKATA

Dongfang Electric Building, 3rd Floor, Premises 16, MAR 1111, AA 1A, Newtown, Rajarhat, Kolkata - 700 156, WB, IN
Website: www.jmsmining.com | **Phone:** +91 33 4083 3700 | **Fax:** +91 33 4083 3725/50 | **eMail:** info@jmsmining.com

Great Place To Work. Certified FEB 2026 - FEB 2027 INDIA

	furthering their own personal interest with a malafide intention or to make protected disclosure which are subsequently found to be frivolous, baseless, malicious or reported otherwise than in good faith. In that event, the employees will make themselves liable for appropriate disciplinary action as per the relevant service rules / Standing Order of the Company. No unfair treatment will be meted out to a Whistle Blower(s) by virtue of his/ her having reported a Protected Disclosure under this policy. Adequate safeguards against victimisation of Whistle Blower(s) shall be provided. The Company will take steps to minimize difficulties, which the Whistle Blower(s) may experience as a result of making the Protected Disclosure. The identity of the Whistle Blower(s) shall be kept confidential to the extent possible and permitted under law. Any other employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower(s).
10	**SECRECY / CONFIDENTIALITY**
	The Whistle Blower, Investigators, the Subject and everybody involved in the process shall: a. Maintain confidentiality of all matters under this Policy. b. Discuss only to the extent or with those persons as required under this policy for completing the process of investigations. c. Not keep the papers unattended anywhere at any time. d. Keep the electronic mails / files under password. Personal data collected during the receipt, investigation and disposal of Protected Disclosures shall be processed and protected in accordance with applicable data protection laws and the Company's internal data protection policies.
11	**EXCLUSIONS**
	The following types of complaints will ordinarily not be considered and taken up: a. Complaints that are Trivial or frivolous in nature b. Matters which are pending before a court of Law, State, National Human Rights Commission, Tribunal or any other judiciary or sub judiciary body c. Any matter that is more than 12 month old from the date on which the act constituting violation, is alleged to have been committed d. Issue raised, relates to service matters or personal grievance (such as increment, promotion, appraisal etc.)
12	**COMMUNICATION**
	Directors and Employees shall be informed of the Policy by publishing on the website of the Company.
13	**RETENTION OF DOCUMENTS**
	All Protected disclosures in writing or documented along with the results of Investigation relating thereto, shall be retained by the Company for a period of 5 (five) years or such longer period as may be required under applicable law

JMS MINING PVT. LTD. KOLKATA

Dongfang Electric Building, 3rd Floor, Premises 16, MAR 1111, AA 1A, Newtown, Rajarhat, Kolkata - 700 156, WB, IN
Website: www.jmsmining.com | **Phone:** +91 33 4083 3700 | **Fax:** +91 33 4083 3725/50 | **eMail:** info@jmsmining.com

Great Place To Work. Certified FEB 2026 - FEB 2027 INDIA

14	**ACCESS TO THE BOARD OF DIRECTORS**
	The Whistle Blower shall have access to the Board of Directors in appropriate and exceptional cases through Nominated Director. The Board of Directors will take suitable actions in this regard.
15	**SUBSIDIARIES**
	This Policy shall apply to the Company and shall also be applicable to such subsidiary companies of the Company as are required to establish a Vigil Mechanism under applicable law.
16	**AMENDMENT**
	The Board of Directors may review, amend or modify this Policy from time to time to ensure continued compliance with applicable laws, regulatory requirements and best governance practices

For JMS Mining Private Limited

Kalyan Kumar Hajra
Director

JMS MINING PVT. LTD. KOLKATA

Place: Kolkata
Date:14-04-2025

Dongfang Electric Building, 3rd Floor, Premises 16, MAR 1111, AA 1A, Newtown, Rajarhat, Kolkata - 700 156, WB, IN
Website: www.jmsmining.com | **Phone:** +91 33 4083 3700 | **Fax:** +91 33 4083 3725/50 | **eMail:** info@jmsmining.com

Great Place To Work. Certified FEB 2026 - FEB 2027 INDIA

Template for Reporting Violation

To: Vigilance Officer / Nominated Director:

✓ **Please select the applicable incident type(s) from the list below that best describes the issue(s) you are reporting. Please note that multiple issues can be selected:**

a. Inaccuracy in maintaining the Company's books of account and financial records.

b. Financial misappropriation and fraud.

c. Procurement fraud.

d. Gross or wilful negligence causing substantial and specific danger to health, safety and environment.

e. False expense reimbursements.

f. Misuse of company assets & resources.

g. Inappropriate sharing of company sensitive information.

h. Corruption & bribery.

i. Unfair trade practices & anti-competitive behavior.

j. Non-adherence to safety guidelines.

k. Sexual harassment.

l. Child Labor.

m. Breach of business integrity and ethics

n. Deliberate violation of laws/regulations

o. Manipulation of Company data / records.

p. Pilferation of confidential/ propriety information

q. any other matters or activities on account of which the interest of the Company is affected

✓ **Please provide name, designation and department of the person(s) involved**

	Name	Designation	Department
Individual 1			
Individual 2			
Individual 3			
Individual 4			
Individual 5			

- ✓ **When did the incident occur? (Please provide tentative date if you do not know the exact date):**
- ✓ **Please confirm the location of the incident:**
- ✓ **How did you find out about this incident?**
- ✓ **How long has this been occurring for?**

➢ Less than a month ☐
➢ 1-6 months ☐
➢ 6-12 months ☐
➢ Greater than 12 months ☐

- ✓ **Please provide a detailed description of the incident. To enable your company to act on your complaint, you are requested to provide specific information. Where possible, please include names, location, date, time etc. Please note that this field is limited to 5,000 characters.**
- ✓ **Do you have any evidence in support of your allegations (if yes, please attach the same)?**

➢ Yes ☐
➢ No ☐

- ✓ **Is anyone else aware of this incident?**

➢ Yes ☐
➢ No ☐

- ✓ **Is there any additional information that would facilitate the investigation of this matter?**

➢ Yes ☐
➢ No ☐

- ✓ **Have you reported this incident to anyone in the company?**

➢ Yes ☐
➢ No ☐

Date: _____

Location: _____

Name of the Person reporting :_____

Contact Information: