



TMILL / 117 / 2015
28 August, 2015

WHISTLE BLOWER POLICY FOR VENDORS

In compliance with Clause 25 of Tata Code of Conduct and in furtherance with TMILL's ("Company") policy to encourage and protect genuine Whistleblowing by Vendors, a Vendors' Whistleblowing Protection Policy ("Policy") has been developed.

Definitions:

"Protected Disclosure" means any communication in relation to matters concerning the Company, which is made in good faith and which discloses information that may evidence demand for illegal gratification and/or unethical or improper activity of serious nature, by any Employee, Director or vendor.

"Vendor Whistle blower" means a person/organization registered in the Vendor data base of the Company, making a Protected Disclosure and thereafter extending whatever assistance may be required in establishing facts mentioned in the Protected Disclosure.

Procedure:

Protected Disclosures should preferably be reported in writing i.e. in ink or electronically, and should be factual (not speculative) so as to ensure a clear understanding of the issues raised by the Whistle Blower.

Misconduct concerning the Chief Ethics Counsellor and employees at the levels of M-2 and above, should be addressed to the Chairman of the Audit Committee of the Company and those concerning other employees, should be addressed to the Chief Ethics Counsellor of the Company.

The Whistle blower must disclose his/her identity in the covering letter forwarding such Protected Disclosure. Anonymous disclosures will not be entertained as it would not be possible to interview the Whistle blowers.

The contact details of the Chairman of the Audit Committee and of the Chief Ethics Counsellor of the Company are as under:

Chairman of the Audit Committee:

Mr. Dipak Banerjee, Tata Centre, 14th Floor, 43, J.L. Nehru Road, Kolkata – 700071.
Email: banerjee_dipak@hotmail.com

Chief Ethics Counsellor:

Mr. Robin A. Pramanik, Tata Centre 14th Floor, 43, J.L. Nehru Road, Kolkata 700071.
Email: robin@tmilltd.com

Protection to the Vendor Whistle blower:

The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair practice being adopted against the Vendor Whistle blowers while conducting business with the Company.

The Vendor Whistle blower shall be protected from any retaliation, threat or intimidation of untimely termination/suspension of their contracts/orders, refusal from issuance of 'RFQ (Request For Quotation)' to them, or any direct or indirect use of authority to obstruct the Vendor Whistle blower from continuing to execute their jobs, including making further Protected Disclosures.



Should, in spite of best efforts by the Company, the identity of the Vendor Whistle blower become known during the investigation, the General Manager (Operations), shall ensure that the Vendor Whistle blower, is provided with all the assistance required to execute existing orders.

Under no circumstances, subjects against whom the disclosures have been made should compel investigator to disclose the identity of the Vendor Whistle blower.

Disqualifications:

Any abuse of this protection by vendors will warrant disciplinary action.

Vendor Whistle Blower Protection Committee:

The Company has constituted the Vendor Whistle Blower Protection Committee ("the Committee"). In case a Vendor Whistle blower feels that they have been victimized because of reporting about an unethical act, they can submit a "Grievance" to the Chief Ethics Counsellor, giving specific details of the nature of victimization allegedly suffered by them. All such grievances will be forwarded to the Committee for their examination. The Committee may conduct necessary investigation of the concern and recommend appropriate action as the case may be.

Mr. R N Murthy, MD - Chairman
Mr. Sudip Sinha, General Manager (Operations) - Member
Mr. Pranab Roy Chowdhury, Sr. Manager (Internal Audit) - Member
Mr. Robin A. Pramanik, Chief Ethics Counsellor - Convener

Amendment:

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever.

Notification to this Policy:

General Manager (Operations) shall ensure that an approved copy of this Policy and its subsequent amendments if any, are notified in writing/ via email, to all the vendors engaged by the Company.

R N Murthy
Managing Director

CC: MD's Office

: V P Marketing & Sales & Business Development / Chief Financial Officer / G M (Operations)
: All Chief's
: Company Secretary / Sr. Manager (Internal Audit)