



HOTELS & PUBS LTD.

VIGIL MECHANISM /WHISTLE BLOWER POLICY

Introduction:

The Company has formulated a policy to provide an opportunity to its employees and directors to report their genuine concerns or grievances to the Audit Committee and also provide for direct access to the Chairperson of the Audit Committee or the director nominated to play the role of Audit Committee, as the case may be, in exceptional cases. In compliance with the aforesaid Act, the Company has framed the Vigil mechanism policy.

Applicability:

Pursuant to Section 177(9) of the Companies Act, 2013, every listed company has established a mechanism called "Vigil mechanism" for aforesaid purpose. It is effective from 1st April, 2017.

Scope: It covers all the Permanent employees and Directors of the Company.

Definition:

- The Company means "Pecos hotels and Pubs limited."
- Employees mean all permanent employees of the Company.
- Directors means define as per Section 2(36) of the Companies Act, 2013.
- Audit Committee shall mean a Committee of Board of Directors of the Company, constituted in accordance with provisions of Section 177 of Companies Act, 2013 read with Clause 49 of Listing Agreement entered into by the Company with Stock Exchanges.
- This Policy means, "Vigil Mechanism Policy."

Interpretation: Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 read along with the rules as amended from time to time.

Guidelines:

Protection under Policy

The vigil mechanism shall provide for adequate safeguards against victimisation of employees and directors who avail of the vigil mechanism and report their genuine concerns or grievances.

Registered Office:	# 34, Rest House Road, Bangalore - 01
Corporate Office:	Guardian House, 139, Infantry Road, Bangalore -01
CIN:	L55101KA2005PLC035603 Tel: 080-25580971
Email :	contact@pecospub.com, pecoshotels@gmail.com
Website:	www.pecospub.com



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Disclosure & Maintenance of Confidentiality

Employees and directors shall report to compliance officer through e-mail addressed to complianceofficer.pecoshotels@gmail.com. Confidentiality shall be maintained to the greatest extent possible.

Frivolous complaints

In case of repeated frivolous complaints being filed by a director or an employee, the audit committee or the director nominated to play the role of audit committee shall take suitable action against the concerned director or employee including reprimand.

Procedure:

- Any employee or director shall submit a report of the genuine concerns or grievances to the Audit Committee.
- An audit committee shall oversee through the committee and if any of the members of the committee have a conflict of interest in a given case, they should recuse themselves and the others on the committee would deal with the matter on hand.
- In exceptional case, the vigil mechanism shall provide direct access to the Chairperson of the Audit Committee or the director nominated to play the role of Audit Committee
- Audit Committee shall appropriately investigate all grievances received. In this regard, Audit Committee to investigate into the matter and prescribe the scope and time limit therefore.
- Audit Committee shall have right to outline detailed procedure for an investigation.
- The Audit Committee or chairman or the director nominated to play the role of Audit Committee, as the case may be, shall have right to call for any information/document and examination of any employee or director of the Company or other person(s), as they may deem appropriate for the purpose of conducting investigation under this policy.
- A report shall be prepared after completion of investigation and the Audit Committee shall consider the same.
- The decision or direction of Audit Committee shall be final and binding.

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Savings:

This policy can be changed, modified or abrogated at any time by the Audit committee of the Company.

Notification:

The Compliance Officer shall be responsible for intimating to all Directors and Departmental heads of any changes in policy.

This policy as amended from time to time shall be disclosed by the company on its website and in the Board's report.

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