



## पावर ट्रांसमिशन कारपोरेशन ऑफ उत्तराखण्ड लि०

(उत्तराखण्ड सरकार का उपक्रम)

### मानव संसाधन एवं प्रशासनिक विभाग

विद्युत भवन, नजदीक-आई०एस०बी०टी० क्रासिंग, सहारनपुर रोड, माजरा, देहरादून-248002

दूरभाष नं० 0135-2645249 फैक्स नं० 0135-2645249 email:- [hr@ptcul.org](mailto:hr@ptcul.org)

पत्रांक: 1964 / मा०सं०एवंप्र०वि० / पिटकुल / ईओ-11

दिनांक: 11.11.2023

### कार्यालय ज्ञाप

कारपोरेशन के कार्यालय ज्ञाप सं० 296 / मा०सं०एवंप्र०वि० / पिटकुल / पी-3 दिनांक 20.02.2023 द्वारा कारपोरेशन में विख्यापित Whistle Blower Policy के अन्तर्गत प्राप्त शिकायतों की जाँच हेतु गठित समिति के अध्यक्ष श्री नीरज कुमार, निदेशक (परियोजना) का दिनांक 22.09.2023 को आकस्मिक देहान्त हो जाने एवं समिति के सदस्य श्री एस०के० तोमर, महाप्रबन्धक (वित्त) का उत्तर प्रदेश पश्चिमांचल विद्युत वितरण निगम लि०, मेरठ में निदेशक (वित्त) के पद पर चयन हो जाने के फलस्वरूप एतद्वारा समिति का पुर्नगठन निम्नवत् किया जाता है :-

- |   |              |
|---|--------------|
| 1. श्री हितेन्द्र सिंह ह्यांकी, मुख्य अभियन्ता (परी०एवंपरी०), हल्द्वानी | - अध्यक्ष    |
| 2. श्री अरुण सभरवाल, कम्पनी सचिव, देहरादून                              | - सदस्य      |
| 3. श्री ए०के० जुयाल, महाप्रबन्धक (मा०सं०), देहरादून                     | - सदस्य सचिव |
| 4. श्री मनोज कुमार, महाप्रबन्धक (वित्त), देहरादून।                      | - सदस्य      |

कार्यालय ज्ञाप सं० 296 / मा०सं०एवंप्र०वि० / पिटकुल / पी-3 दिनांक 20.02.2023 में वर्णित अन्य शर्तें यथावत् रहेंगी।

### प्रबन्ध निदेशक

पत्रांक: 1964 / मा०सं०एवंप्र०वि० / पिटकुल / ईओ-11 तददिनांकित।

### प्रतिलिपि :-

1. निजी सचिव, प्रबन्ध निदेशक, पिटकुल, देहरादून को प्रबन्ध निदेशक महोदय के संज्ञानार्थ।
2. निजी सचिव/डाटा एन्ट्री ऑपरेटर, निदेशक (मा०सं०) / (वित्त) / (परियोजना) / (परिचालन), पिटकुल, देहरादून को निदेशक महोदय के संज्ञानार्थ।
3. अध्यक्ष / समस्त सदस्य, समिति ..... (नाम से)।
4. समस्त मुख्य अभियन्ता / महाप्रबन्धक, पिटकुल।
5. अविशासी अभियन्ता (सू०प्रौ०-2), पिटकुल को इस आशय से प्रेषित कि उपरोक्त आदेश को कारपोरेशन की वेबसाइट पर प्रदर्शित करना सुनिश्चित करें।

(ए०के० जुयाल)

महाप्रबन्धक (मा०सं०)(औ०)



- (e) "Employee" means a person in the employment of the Company and includes a person on deputation to/from the Company.
- (f) "Fraud" includes any act, omission, concealment of any fact or abuse of position committed by any employee or with his connivance in any manner, with intent to deceive, to gain undue advantage from, or to injure the interests of the Company or its employees.
- (g) "Investigator(s)" means a person(s) authorized, appointed, consulted or approached by the Competent Authority / Chairman, Audit Committee in connection with conducting investigation into a complaint and includes the Auditors of the Company.
- (h) "Screening Committee" means a committee constituted under this Policy comprising the MD or a Functional Director nominated by MD and Heads of two Corporate Functions as nominated by MD.
- (i) "Unethical behaviour" includes actions such as the ones given below but not limited to:
  - (i) Abuse of authority,
  - (ii) Action aimed at taking advantage of another without his knowledge or consent,
  - (iii) Financial irregularities,
  - (iv) Disclosure of confidential/proprietary information to unauthorized persons,
  - (v) Wastage/misappropriation of Company funds/assets,
  - (vi) Non-conformance to reasonable standard of social or professional behaviour, or
  - (vii) Any other biased favoured or imprudent action.
- (j) "Victimization" means punishment or discrimination against the Whistle Blower selectively or unfairly.
- (k) "Whistle Blower" means an employee who has made a complaint under this policy.

#### **4. Eligibility**

All employees are eligible to make a complaint under this policy.

#### **5- Whistle Blower Protection**

- (i) The identity of the whistle Blower shall not be revealed.
- (ii) The Whistle Blower shall not be subjected to victimization due to the fact that he had filed a complaint under this policy.
- (iii) If the Whistle Blower is required to give evidence in legal or disciplinary proceedings, arrangements towards his travel etc. will be made and expenses incurred by him in this connection will be reimbursed as per his entitlement in the Rules.
- (iv) Protection under this Policy would not mean protection against disciplinary action arising out of false, motivated or vexatious complaint made by a Whistle Blower.
- (v) Any other employee assisting in the investigation or furnishing evidence in respect of complaint shall also be protected.

Contd..3



**6- Procedure**

- (i) The name, address, contact number(s) and e-mail address of the Competent Authority/Chairman, Audit Committee will be notified from time to time.
- (ii) If the Whistle Blower believes that there is a conflict of interest between the Competent Authority and the subject matter of the complaint, then he may send the complaint directly to the Chairman, Audit Committee.
- (iii) The complaint should be sent in a closed/secured envelope. The complaint can also be sent through e-mail.
- (iv) The envelope should be addressed by name to the Competent Authority or the Chairman, Audit Committee, as the case may be, and should be superscribed 'Complaint under the Whistle Blower Policy'. If the envelope is not closed/secured and not superscribed, then it may not be possible to protect the identity of the Whistle Blower.
- (v) The complaint should preferably be made in Hindi or English.
- (vi) The complaint should either be typed or written in legible handwriting and should provide a clear understanding of the issue/concern raised. The reporting should be factual and not speculative in nature. It must contain as much relevant information as possible to allow for preliminary review and proper assessment.
- (vii) The Whistle Blower should give his name, address, contact number(s) and e-mail address in the beginning or at the end of complaint or in an attached letter so that the same can be concealed, while processing further.
- (viii) The text of the complaint should be carefully drafted so as not to give any details or clue as to the Whistle Blower's identity. However, the details of the complaint should be specific and verifiable.
- (ix) Whistle Blower should not enter into any correspondence with the Competent Authority/Chairman, Audit Committee in their own interest. If any further clarification is required. The Whistle Blower will be contacted.
- (x) Anonymous or pseudonymous complaint shall not be entertained.

**7- Action**

- (i) The Competent Authority or the Chairman, Audit Committee as the case may be shall upon receipt of the complaint, ascertain from the complainant, whether he was the person who made the complaint or not.
- (ii) After concealing the identity of the Whistle Blower, the Competent Authority or the Chairman, Audit Committee, as the case may be, shall send the complaint to the Screening Committee. However, in case of conflict of interest between the subject matter of the complaint and any member(s) of the Screening Committee, the complaint may be sent directly to the investigator(s) for investigation and report or may be dealt with in a manner as deemed fit.
- (iii) The Screening Committee upon receipt of the complaint may make discreet inquiry to ascertain whether there is any basis for proceeding further to investigate the complaint.
- (iv) If the Screening Committee, as a result of the discreet inquiry or otherwise, is of the opinion that the complaint requires further investigation, it will make a recommendation to forward the complaint to the investigator(s) for further investigation. On receipt of the recommendation, the competent Authority/Chairman, Audit Committee, as the case may be shall forward the complaint to the investigator (s) for further investigation and report.



Contd..4

- (v) If the Screening Committee is of the opinion that there are no sufficient grounds for proceeding further on the complaint, it shall recommend closure of the matter and filing of the complaint.
- (vi) The screening committee shall make the recommendations ordinarily within one week from the date of receipt of the complaint. In the absence of any member(s), the available member(s) of the committee shall make the recommendations.
- (vii) The investigator (s) may require, for the purpose of any investigation, any employee(s) who in its opinion shall be able to furnish information or produce documents relevant to the investigation or assist in the investigation, to furnish any such information or produce any such document as may be necessary for the said purpose.
- (viii) If the investigator (s), as a result of the investigation, are of the opinion that the complaint discloses the existence of unethical behaviour, actual or suspected fraud, or violation of the company's general guidelines on conduct and ethics as prescribed in the Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956, they may make any of the following recommendations:-
  - (a) Appropriate action to remedy the unethical behaviour, actual or suspected fraud, or violation of the Company's general guidelines on conduct and ethics and/or to prevent their re-occurrence.
  - (b) Appropriate disciplinary action against the concerned person by his disciplinary Authority if the complaint prima-facie discloses an act of omission or commission which amounts to misconduct under Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956, as the case may be.
  - (c) Any other action as deemed fit.
- (ix) If the complaint is found to be false, motivated or vexatious the investigator(s) shall recommend appropriate disciplinary action against Whistle Blower by his Disciplinary Authority.
- (x) The investigator (s) shall, submit their recommendations to the Competent Authority ordinarily within one month from the date of receipt of the complaint.
- (xi) If the Competent Authority/Chairman, Audit Committee, as the case may be, agrees with the recommendations of the investigator (s), he shall take further action on the complaint as per the recommendations. If, however, the competent Authority/Chairman, Audit Committee, as the case may be, does not agree with the recommendation of the investigator(s), he shall take such action as deemed fit.
- (xii) The complaint forwarded by the competent Authority/Chairman, Audit Committee under this policy, without the identity of the Whistle Blower will not be treated as anonymous complaint. The authority to whom the complaint is sent for taking action, will inform the Competent Authority/Chairman, Audit Committee, as the case may be, of the final action taken. Competent Authority/Chairman, Audit Committee, as the case may be, shall also be updated on the status of the complaint from time to time.
- (xiii) The final action taken on the complaint shall be conveyed to the Whistle Blower by the Competent Authority or the Chairman, Audit Committee, as the case may be, ordinarily within six months from the date of receipt of complaint. If, however, final action has not been taken within this period, then an interim intimation on the status of the complaint will be sent to the Whistle Blower.



Contd..5



- (xiv) Any person who needs any further information/ clarification for the Whistle Blower shall request the Competent Authority/ Chairman, Audit Committee to obtain the same, who will contact the Whistle Blower for obtaining such information/ clarification.

**8- Grievance**

If the Whistle Blower feels aggrieved with the final action taken on his complaint or if he feels that protection, which he is entitled to has not been provided, then he may make a representation in writing of his grievance to the Chairman, Audit Committee, who will take such action as may be considered necessary to redress the grievance.

**9- Reporting**

The Competent Authority or the Chairman, Audit Committee, as the case may be, shall submit a periodic report of the complaint received and the action taken thereon to the Audit Committee. The report will be submitted at the end of every quarter and for any other period, if required.

**10- Amendment**

This policy can be amended or abrogated at any time with the approval of the Board of Directors of PTCUL.

**BY ORDER OF THE BOARD**

**No. 1840 / HR&Admn./PTCUL/P-3 of Dated:**

**Copy forwarded to the following for kind information:-**

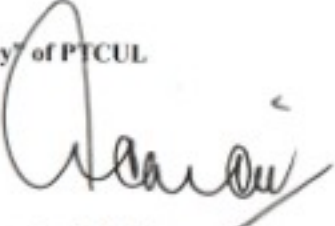
1. PS to Managing Director, PTCUL for kind information to MD Sir.
2. Director (Project)/(Operation)/(Finance), PTCUL, Dehradun.
3. Chief Engineer (Level-I), PTCUL, C&P, Dehradun.
4. General Manager-HR, PTCUL, Dehradun.
5. All Chief Engineers, PTCUL.....
6. DGM (Legal) & Company Secretary, PTCUL, Dehradun.
7. DGM (IT), PTCUL with a note to upload the Order on the Corporation's website.

**Encl:-**

**Annexure-I – Format of Complaint Letter.**

**Annexure-II – Details of Competent Authority**

**Annexure-III – Affidavit in support of the complaint under the "Whistle Blower Policy" of PTCUL**

  
**(Ashish Kumar)**  
**Director-HR**

**FORMAT OF COMPLAINT LETTER**

To,  
The Competent Authority,  
Power Transmission Corporation of Uttarakhand Ltd,  
Vidyut Bhawan, Near ISBT Crossing, Saharanpur Road,  
Majra, Dehradun-248002

**Subject – Complaint under the “Whistle Blower Policy”**

Sir/Madam,

I am writing this letter to bring to your kind attention that:-

- 1- Name of employee/office against whom complaint is made
- 2- Designation of employee:
- 3- Place of Posting:
- 4- Name of Department:
- 5- Description of complaint:

-----  
-----  
-----  
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- 6- Pervious complaint reference (if any) :
- 7- Details of evidence/Name of witness/es:

I am hereby enclosing the affidavit in support of my complaint as per the prescribed format.

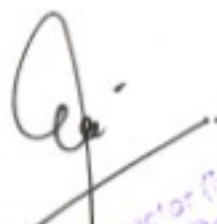
Yours faithfully,

Date :

Signature  
(Name of the complainant)  
Address :-----  
Contact No. :-----  
E-mail address :-----

Note-

- Only complaints related to matters mentioned in the policy will be entertained.
- The details of the complaint should be specific and verifiable.
- The complaint should either be typed or written in legible handwriting.

  
Director (P.T.)  
Dehradun

Details of Competent Authority

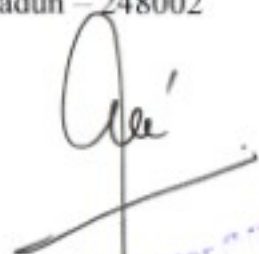
**Name of the  
Competent Authority** : Shri Sumer Singh Yadav

**Designation of the  
Competent Authority** : Managing Director

**Contact No. of the  
Competent Authority** : 0135 - 2642006 (Office)  
0135 - 2643460 (Fax)

**E-mail id** : ss\_yadav@ptcul.org

**Address** : Power Transmission Corporation of Uttarakhand Ltd.,  
Vidyut Bhawan, Near – ISBT Crossing,  
Saharanpur Road, Majra, Dehradun – 248002



Managing Director  
PTCUL, Dehradun



**Affidavit in support of the complaint under the "Whistle Blower Policy" of PTCUL**

I, Sri/Smt..... (Name of complainant), Son/Daughter of Sri.....  
Aged ....., Resident of/communication address .....

I, the above name deponent do hereby solemnly affirm and declare as under:-


- 1- That I am complainant in the above case, conversant with the facts and circumstances of the present case and am competent to swear this affidavit.
- 2- That the facts contained in my accompanying complaint, the contents of which have not been repeated herein for the sake of brevity may be read as an integral part of this affidavit and are true and correct to the best of my knowledge.
- 3- That further I hereby declare that this complaint is not a form of harassment or retaliation and the supporting evidence/documents herein are from verifiable source and fully aware of the consequences of being held liable of perjury in case of false or misrepresentation in the accompanying complaint.
- 4- That it is certified that I have not made similar/identical allegation of corruption/misuse of office to any other authorities to qualify as a Whistle Blower complainant.

Deponent

**Verification**

I, the above named deponent do hereby solemnly verify that the contents of my above affidavit are true and correct to the best of my knowledge, no part of it is false and nothing material has been concealed therein.

Verified this..... day of ..... 2015..... at .....

  
Director  
PTCUL, Dehradun



# पावर ट्रांसमिशन कारपोरेशन ऑफ उत्तराखण्ड लि०

(उत्तराखण्ड सरकार का उपक्रम)

उपमहाप्रबन्धक (विधि) एवं कम्पनी सचिव कार्यालय

विद्युत भवन, नजदीक - आई०एच०बी०टी० क्रासिंग, सहारनपुर रोड, नाजरा, देहरादून, - 248002

दूरभाष सं० 0135-2642796 email:- praveentandon@ptcul.org

No. /DGMLegal&C.S/PTCUL/

Date .11.2015

## OFFICE MEMORANDUM

In exercise of the powers conferred upon the Managing Director under the Vigil Mechanism as per Section 177(9) of Companies Act, 2013 as approved by the Board in their 50<sup>th</sup> Board Meeting held on 24<sup>th</sup> July, 2015 following is hereby declared:-

1. Competent Authority in terms of clause 3 (C) of the PTCUL's Vigil Mechanism will be "Managing Director".
2. As per clause 3 (h) of Vigil Mechanism three members Screening Committee will be  
(1) Managing Director.  
(2) Shri Anil Kumar, Chief Engineer.  
(3) Shri Praveen Tandon, Company Secretary.
3. As per clause 6(1) of Vigil Mechanism Director (HR) will notify the name, address, contact no. and e-mail address of Competent authority alongwith Vigil Mechanism as approved by the Board (Copy enclosed) on PTCUL's website as per the provision of Section 177(10) of Companies Act, 2013.
4. As per clause 6(10) of Vigil Mechanism the format for the complaint will be decided by Director (HR) and uploaded on PTCUL's website after approval from Managing Director.

Managing Director.

No. 48/ /DGMLegal&C.S/PTCUL/ Dated 21/11/15

CC:

1. MD, PTCUL, Dehradun for information.
2. Director (Project)/(O&M)/(HR)/(Finance) PTCUL for information and notifying the same to your constituents.
3. CE (C&P) for information and notifying the same to your constituents.

no. 910 DIR (HR) PTCUL Dated 23.11.2015

G.M. (HR)

Kindly initiate action as early as possible.

23.11.15

Dir (HR)

For N/A Please  
By: Chief Personnel Officer  
Manager (HR) (No-Online)  
Personnel Officer

for comp

1922

26/11/15

(Praveen Tandon)  
DGM (Legal)&CS

For N/A Please  
En. J.S. Rautela, OS-SG  
En. S.N. Chamoli, OS-SG  
En. T.R. Sharma, OS-SG  
En. Bhakti Puri, OS  
En. Shashi Datta, OS  
En. Kunal Singh, OS

मुख्यालय एवं पंजीकृत कार्यालय - विद्युत भवन, नजदीक - आई०एच०बी०टी० क्रासिंग, सहारनपुर रोड, नाजरा, देहरादून, - 248002 (U.A.)  
कस्टोडियन आईडी नं० U40101UR2004GC020675 दूरभाष नं० 0135-2642796 फैक्स नं० 0135-2643462 वेबसाइट: www.ptcul.org

PO / Shri Chamoli OS

E:\Backup Folder 09.10.2015\Backup E 09.10.2015\Audit\Misc -2.docx

26/11/15



## VIGIL MECHANISM FOR PTCUL AS PER SECTION 177 OF THE COMPANIES ACT, 2013 \*

### **1- PREFACE**

- (i) In pursuance of Section 177 of the Company Act 2013 which provide for establishment of a mechanism for employees to report to the management concerns about unethical behaviour, actual or suspected fraud, or violation of the company's general guidelines on conduct or ethics. This mechanism could also provide for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the chairman of the Audit Committee in exceptional cases.
- (ii) Section 177 of the Companies Act 2013 provides as follows:-
  - (9) Every listed company or such class or classes of companies, as may be prescribed, shall establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed.
  - (10) The vigil mechanism under sub-section (9) shall provide for adequate safeguards against victimization or persons who use such mechanism and make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases.Provided that the details of establishment of such mechanism shall be disclosed by the company on its website, if any, and in the Board's report'.
- (iii) This Policy for PTCUL has been formulated and issued with the aforesaid objective and purpose.

### **2- Short title and commencement**

This policy may be called the 'Whistle Blower Policy' of Power Transmission Corporation of Uttarakhand Limited.

### **3- Definitions**

- (a) "Audit Committee" means the Audit Committee as per section 177 of the Companies Act, 2013.
- (b) "Company" means Power Transmission Corporation of Uttarakhand Limited.
- (c) "Competent Authority" means the Managing Director (MD) or any Functional Director nominated by MD to receive and deal with complaints under this policy from time to time.
- (d) "Complaint" means a complaint made under this policy which discloses information which may be treated as evidence of unethical behaviour, actual or suspected fraud, or violation of the Company's general guidelines on conduct and ethics as prescribed in the Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956.
- (e) "Employee" means a person in the employment of the Company and includes a person on deputation to/from the Company.
- (f) "Fraud" includes any act, omission, concealment of any fact or abuse of position committed by any employee or with his connivance in any manner, with intent to deceive, to gain undue advantage from, or to injure the interests of the Company or its employees.
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- (j) "Victimization" means punishment or discrimination against the Whistle Blower selectively or unfairly.
- (k) "Whistle Blower" means an employee who has made a complaint under this policy.

#### **4. Eligibility**

All employees are eligible to make a complaint under this policy.

#### **5- Whistle Blower Protection**

- (i) The identity of the whistle Blower shall not be revealed.
- (ii) The Whistle Blower shall not be subjected to victimization due to the fact that he had filed a complaint under this policy.
- (iii) If the Whistle Blower is required to give evidence in legal or disciplinary proceedings, arrangements towards his travel etc. will be made and expenses incurred by him in this connection will be reimbursed as per his entitlement in the Rules.
- (iv) Protection under this Policy would not mean protection against disciplinary action arising out of false, motivated or vexatious complaint made by a Whistle Blower.
- (v) Any other employee assisting in the investigation or furnishing evidence in respect of complaint shall also be protected.

#### **6- Procedure**

- (i) The name, address, contact number(s) and e-mail address of the Competent Authority/Chairman, Audit Committee will be notified from time to time.
- (ii) If the Whistle Blower believes that there is a conflict of interest between the Competent Authority and the subject matter of the complaint, then he may send the complaint directly to the Chairman, Audit Committee.
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- (vii) The Whistle Blower should give his name, address, contact number(s) and e-mail address in the beginning or at the end of complaint or in an attached letter so that the same can be concealed, while processing further.

- (viii) The text of the complaint should be carefully drafted so as not to give any details or clue as to the Whistle Blower's identity. However, the details of the complaint should be specific and verifiable.
- (ix) Whistle Blower should not enter into any correspondence with the Competent Authority/Chairman, Audit Committee in their own interest. If any further clarification is required. The Whistle Blower will be contacted.
- (x) Anonymous or pseudonymous complaint shall not be entertained. *All complaints shall be in prescribed format sworn under an affidavit by the Whistle Blower. +*

7- Action

- (i) The Competent Authority or the Chairman, Audit Committee as the case may be shall upon receipt of the complaint, ascertain from the complainant, whether he was the person who made the complaint or not.
- (ii) After concealing the identity of the Whistle Blower, the Competent Authority or the Chairman, Audit Committee, as the case may be, shall send the complaint to the Screening Committee. However, in case of conflict of interest between the subject matter of the complaint and any member(s) of the Screening Committee, the complaint may be sent directly to the investigator(s) for investigation and report or may be dealt with in a manner as deemed fit.
- (iii) The Screening Committee upon receipt of the complaint may make discreet inquiry to ascertain whether there is any basis for proceeding further to investigate the complaint.
- (iv) If the Screening Committee, as a result of the discreet inquiry or otherwise, is of the opinion that the complaint requires further investigation, it will make a recommendation to forward the complaint to the investigator(s) for further investigation. On receipt of the recommendation, the competent Authority/Chairman, Audit Committee, as the case may be shall forward the complaint to the investigator (s) for further investigation and report.
- (v) If the Screening Committee is of the opinion that there are no sufficient grounds for proceeding further on the complaint, it shall recommend closure of the matter and filing of the complaint.
- (vi) The screening committee shall make the recommendations ordinarily within one week from the date of receipt of the complaint. In the absence of any member(s), the available member(s) of the committee shall make the recommendations.
- (vii) The investigator (s) may require, for the purpose of any investigation, any employee(s) who in its opinion shall be able to furnish information or produce documents relevant to the investigation or assist in the investigation, to furnish any such information or produce any such document as may be necessary for the said purpose.
- (viii) If the investigator (s), as a result of the investigation, are of the opinion that the complaint discloses the existence of unethical behaviour, actual or suspected fraud, or violation of the company's general guidelines on conduct and ethics as prescribed in the Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956, they may make any of the following recommendations:-
  - (a) Appropriate action to remedy the unethical behaviour, actual or suspected fraud, or violation of the Company's general guidelines on conduct and ethics and/or to prevent their re-occurrence.
  - (b) Appropriate disciplinary action against the concerned person by his disciplinary Authority if the complaint prima-facie discloses an act of omission or commission which amounts to misconduct under Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956, as the case may be.



- (c) Any other action as deemed fit.
- (ix) If the complaint is found to be false, motivated or vexatious the investigator(s) shall recommend appropriate disciplinary action against Whistle Blower by his Disciplinary Authority.
- (x) The investigator s(s) shall, submit their recommendations to the Competent Authority ordinarily within one month from the date of receipt of the complaint.
- (xi) If the Competent Authority/Chairman, Audit Committee, as the case may be, agrees with the recommendations of the investigator (s), he shall take further action on the complaint as per the recommendations. If, however, the competent Authority/Chairman, Audit Committee, as the case may be, does not agree with the recommendation of the investigator(s), he shall take such action as deemed fit.
- (xii) The complaint forwarded by the competent Authority/Chairman, Audit Committee under this policy, without the identity of the Whistle Blower will not be treated as anonymous complaint.
- (xiii) The authority to whom the complaint is sent for taking action, will inform the Competent Authority/Chairman, Audit Committee, as the case may be, of the final action taken. Competent Authority/Chairman, Audit Committee, as the case may be, shall also be updated on the status of the complaint from time to time.
- (xiv) The final action taken on the complaint shall be conveyed to the Whistle Blower by the Competent Authority or the Chairman, Audit Committee, as the case may be, ordinarily within six months from the date of receipt of complaint. If, however, final action has not been taken within this period, then an interim intimation on the status of the complaint will be sent to the Whistle Blower.
- (xv) Any person who needs any further information/ clarification for the Whistle Blower shall request the Competent Authority/ Chairman, Audit Committee to obtain the same, who will contact the Whistle Blower for obtaining such information/ clarification.

#### **8- Grievance**

If the Whistle Blower feels aggrieved with the final action taken on his complaint or if he feels that protection, which he is entitled to has not been provided, then he may make a representation in writing of his grievance to the Chairman, Audit Committee, who will take such action as may be considered necessary to redress the grievance.

#### **9- Reporting**

The Competent Authority or the Chairman, Audit Committee, as the case may be, shall submit a periodic report of the complaint received and the action taken thereon to the Audit Committee. The report will be submitted at the end of every quarter and for any other period, if required.

#### **10- Amendment**

This policy can be amended or abrogated at any time with the approval of the Board of Directors of PTCUL.

\* This Vigil Mechanism was tabled at the 50<sup>th</sup> Board Meeting held on 24 July, 2015 by Shri P.C. Dhyani the then Director (HR)(I/C) and was approved by the Board under agenda item no. 50.39 (4).

+ This was inserted as per the direction of the Board.



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**POWER TRANSMISSION CORPORATION OF UTTARAKHAND LIMITED****50<sup>th</sup> Board Meeting****Dated: -07-2015****Item No.****Sub : PROPOSED VIGILANCE MECHANISM FOR PTCUL AS PER SECTION 177 OF THE COMPANIES ACT, 2013****1- PREFACE**

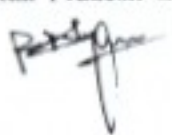
- (i) In pursuance of Section 177 of the Company Act 2013 which provide for establishment of a mechanism for employees to report to the management concerns about unethical behaviour, actual or suspected fraud, or violation of the company's general guidelines on conduct or ethics. This mechanism could also provide for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the chairman of the Audit Committee in exceptional cases.
- (ii) Section 177 of the Companies Act 2013 provides as follows:-
- (9) Every listed company or such class or classes of companies, as may be prescribed, shall establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed.
- (10) The vigil mechanism under sub-section (9) shall provide for adequate safeguards against victimization or persons who use such mechanism and make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases.
- Provided that the details of establishment of such mechanism shall be disclosed by the company on its website, if any, and in the Board's report.
- (iii) This Policy for PTCUL has been formulated and issued with the aforesaid objective and purpose.

**2- Short title and commencement**

This policy may be called the 'Whistle Blower Policy' of Power Transmission Corporation of Uttarakhand Limited.

**3- Definitions**

- (a) "Audit Committee" means the Audit Committee as per section 177 of the Companies Act, 2013.
- (b) "Company" means Power Transmission Corporation of Uttarakhand Limited.
- (c) "Competent Authority" means the Managing Director (MD) or any Functional Director nominated by MD to receive and deal with complaints under this policy from time to time.
- (d) "Complaint" means a complaint made under this policy which discloses information which may be treated as evidence of unethical behaviour, actual or suspected fraud, or violation of the Company's general guidelines on conduct and ethics as prescribed in the Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956.



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- (e) "Employee" means a person in the employment of the Company and includes a person on deputation to/from the Company.
- (f) "Fraud" includes any act, omission, concealment of any fact or abuse of position committed by any employee or with his connivance in any manner, with intent to deceive, to gain undue advantage from, or to injure the interests of the Company or its employees.
- (g) "Investigator(s)" means a person(s) authorized, appointed, consulted or approached by the Competent Authority / Chairman, Audit Committee in connection with conducting investigation into a complaint and includes the Auditors of the Company.
- (h) "Screening Committee" means a committee constituted under this Policy comprising the MD or a Functional Director nominated by MD and Heads of two Corporate Functions as nominated by MD.
- (i) "Unethical behaviour" includes actions such as the ones given below but not limited to:
  - (i) Abuse of authority,
  - (ii) Action aimed at taking advantage of another without his knowledge or consent,
  - (iii) Financial irregularities,
  - (iv) Disclosure of confidential/proprietary information to unauthorized persons,
  - (v) Wastage/misappropriation of Company funds/assets,
  - (vi) Non-conformance to reasonable standard of social or professional behaviour, or
  - (vii) Any other biased, favoured or imprudent action.
- (j) "Victimization" means punishment or discrimination against the Whistle Blower selectively or unfairly.
- (k) "Whistle Blower" means an employee who has made a complaint under this policy.

#### 4. Eligibility

All employees are eligible to make a complaint under this policy.

#### 5. Whistle Blower Protection

- (i) The identity of the whistle Blower shall not be revealed.
- (ii) The whistle Blower shall not be subjected to victimization due to the fact that he had filed a complaint under this policy.

*Peterson*  
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- (iii) If the whistle Blower is required to give evidence in legal or disciplinary proceedings, arrangements towards his travel etc. will be made and expenses incurred by him in this connection will be reimbursed as per his entitlement in the Rules.
- (iv) Protection under this Policy would not mean protection against disciplinary action arising out of false, motivated or vexatious complaint made by a Whistle Blower.
- (v) Any other employee assisting in the investigation or furnishing evidence in respect of complaint shall also be protected.

6- Procedure

- (i) The name, address, contact number(s) and e-mail address of the Competent Authority/Chairman, Audit Committee will be notified from time to time.
- (ii) If the Whistle Blower believes that there is a conflict of interest between the Competent Authority and the subject matter of the complaint, then he may send the complaint directly to the Chairman, Audit Committee.
- (iii) The complaint should be sent in a closed/secured envelope. The complaint can also be sent through e-mail.
- (iv) The envelope should be addressed by name to the Competent Authority or the Chairman, Audit Committee, as the case may be, and should be superscribed 'Complaint under the Whistle Blower Policy'. If the envelope is not closed/secured and not superscribed, then it may not be possible to protect the identity of the Whistle Blower.
- (v) The complaint should preferably be made in Hindi or English.
- (vi) The complaint should either be typed or written in legible handwriting and should provide a clear understanding of the issue/concern raised. The reporting should be factual and not speculative in nature. It must contain as much relevant information as possible to allow for preliminary review and proper assessment.
- (vii) The Whistle Blower should give his name, address, contact number(s) and e-mail address in the beginning or at the end of complaint or in an attached letter so that the same can be concealed, while processing further.
- (viii) The text of the complaint should be carefully drafted so as not to give any details or clue as to the Whistle Blower's identity. However, the details of the complaint should be specific and verifiable.
- (ix) Whistle Blower should not enter into any correspondence with the Competent Authority/Chairman, Audit Committee in their own interest. If any further clarification is required. The Whistle Blower will be contacted.
- (x) Anonymous or pseudonymous complaint shall not be entertained. All complaints shall be in prescribed format sworn under an affidavit by the Whistle Blower.

7- Action

- (i) The Competent Authority or the Chairman, Audit Committee as the case may be shall upon receipt of the complaint, ascertain from the complainant, whether he was the person who made the complaint or not.
- (ii) After concealing the identity of the Whistle Blower, the Competent Authority or the Chairman, Audit Committee, as the case may be, shall send the complaint to the Screening Committee. However, in case of conflict of interest between the subject matter of the complaint and any member(s) of



the Screening Committee, the complaint may be sent directly to the investigator(s) for investigation and report or may be dealt with in a manner as deemed fit.

- (iii) The Screening Committee upon receipt of the complaint may make discreet inquiry to ascertain whether there is any basis for proceeding further to investigate the complaint.
- (iv) if the Screening Committee, as a result of the discreet inquiry or otherwise, is of the opinion that the complaint requires further investigation, it will make a recommendation to forward the complaint to the investigator(s) for further investigation. On receipt of the recommendation, the competent Authority/Chairman, Audit Committee, as the case may be shall forward the complaint to the investigator (s) for further investigation and report.
- (v) If the Screening Committee is of the opinion that there are no sufficient grounds for proceeding further on the complaint, it shall recommend closure of the matter and filing of the complaint.
- (vi) The screening committee shall make the recommendations ordinarily within one week from the date of receipt of the complaint. In the absence of any member(s), the available member(s) of the committee shall make the recommendations.
- (vii) The investigator (s) may require, for the purpose of any investigation, any employee(s) who in its opinion shall be able to furnish information or produce documents relevant to the investigation or assist in the investigation, to furnish any such information or produce any such document as may be necessary for the said purpose.
- (viii) If the investigator (s), as a result of the investigation, are of the opinion that the complaint discloses the existence of unethical behaviour, actual or suspected fraud, or violation of the company's general guidelines on conduct and ethics as prescribed in the Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956, they may make any of the following recommendations:-
  - (a) Appropriate action to remedy the unethical behaviour, actual or suspected fraud, or violation of the Company's general guidelines on conduct and ethics and/or to prevent their re-occurrence.
  - (b) Appropriate disciplinary action against the concerned person by his disciplinary Authority if the complaint prima-facie discloses an act of omission or commission which amounts to misconduct under Uttar Pradesh Government Servant (Discipline and Appeal) Rules, 1999 and The Uttar Pradesh Governments Servants Conduct Rules, 1956, as the case may be.
  - (c) Any other action as deemed fit.

*[Signature]*

- (ix) If the complaint is found to be false, motivated or vexatious the investigator(s) shall recommend appropriate disciplinary action against Whistle Blower by his Disciplinary Authority.
- (x) The investigator s(s) shall, submit their recommendations to the Competent Authority ordinarily within one month from the date of receipt of the complaint.
- (xi) If the Competent Authority/Chairman, Audit Committee, as the case may be, agrees with the recommendations of the investigator (s), he shall take further action on the complaint as per the recommendations. If, however, the competent Authority/Chairman, Audit Committee, as the case may be, does not agree with the recommendation of the investigator(s), he shall take such action as deemed fit.
- (xii) The complaint forwarded by the competent Authority/Chairman, Audit Committee under this policy, without the identity of the Whistle Blower will not be treated as anonymous complaint.
- (xiii) The authority to whom the complaint is sent for taking action, will inform the Competent Authority/Chairman, Audit Committee, as the case may be, of the final action taken. Competent Authority/Chairman, Audit Committee, as the case may be, shall also be updated on the status of the complaint from time to time.
- (xiv) The final action taken on the complaint shall be conveyed to the Whistle Blower by the Competent Authority or the Chairman, Audit Committee, as the case may be, ordinarily within six months from the date of receipt of complaint. If, however, final action has not been taken within this period, then an interim intimation on the status of the complaint will be sent to the Whistle Blower.
- (xv) Any person who needs any further information/ clarification for the Whistle Blower shall request the Competent Authority/ Chairman, Audit Committee to obtain the same, who will contact the Whistle Blower for obtaining such information/ clarification.

8- Grievance

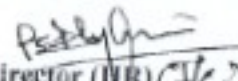
If the Whistle Blower feels aggrieved with the final action taken on his complaint or if he feels that protection, which he is entitled to has not been provided, then he may make a representation in writing of his grievance to the Chairman, Audit Committee, who will take such action as may be considered necessary to redress the grievance.

9- Reporting

The Competent Authority or the Chairman, Audit Committee, as the case may be, shall submit a periodic report of the complaint received and the action taken thereon to the Audit Committee. The report will be submitted at the end of every quarter and for any other period, if required.

10- Amendment

This policy can be amended or abrogated at any time with the approval of the Board of Directors of PTCUL.

  
Director (HR) CSE  
PTCUL



## टिप्पणी एवं आदेश

कृपया संज्ञान में लाना है कि निदेशक मण्डल की 50वीं बैठक में पिटकुल हेतु Vigilance Mechanism as per section 177(9) of companies Act, 2013 का प्रस्ताव रखा गया था। निदेशक मण्डल के अनुमोदनोपरान्त उपमहाप्रबन्धक (विधि) एवं कम्पनी सचिव, पिटकुल ने कार्यालय ज्ञाप संख्या 48 दिनांक 21.11.2015 द्वारा आदेश निर्गत किया है, जिसके बिन्दु निम्नलिखित है:-

- 1- Competent Authority in terms of clause 3 (c) of PTCUL's Vigil Mechanism will be "Managing Director".
- 2- As per clause 3.(h) of Vigil Mechanism three members Screening Committee will be
  - (1) ~~Managing~~ Director
  - (2) Shri Anil Kumar, Chief Engineer
  - (3) Shri Praveen Tondon, Company Secretary.
- 3- As per clause 6 (1) of Vigil Mechanism Director (HR) will notify the name, address, contact no. and e-mail address of Competent authority alongwith Vigil Mechanism as approved by the Board (Copy enclosed) on PTCUL's website as per the provision of Section 177(10) of Companies Act, 2013.
- 4- As per clause 6(10) of vigil Mechanism the format for the complaint will be decided by Director (HR) and uploaded on PTCUL's website after approval from Managing Director.

अतः प्रस्तावित है कि Vigil Mechanism के सम्बन्ध में आदेश निर्गत करने हेतु अनुमोदन प्रदान करना चाहें। (आदेश का प्रारूप संलग्न)

अनुमोदनार्थ प्रस्तुत।

उपमुख्य कार्मिक अधिकारी

1. महाप्रबन्धक (मा0सं0)

2. निदेशक (मा0सं0)

3. प्रबन्ध निदेशक

May kindly approve the complaint format as annexed alongwith the <sup>WB</sup> policy pertaining to PTCUL

Anura

14-12-15

Dir (MR)

No. 113...DIR (HR)/PTCUL/19/12/15

MD Sri

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14/12

Amal R  
14/12/15