

SHELTER INFRA PROJECTS LIMITED

CIN: L45203WB1972PLC028349

Reg off: Eternity Building DN-1,
Salt Lake, Kolkata -700091

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WHISTLE BLOWER POLICY/ VIGIL MECHANISM

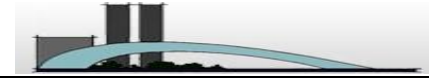
The Company has a robust Code of Conduct which lays down the principles and standards of professionalism, honesty, moral and legal behavior for conduct of affairs of the Company in fair and transparent manner.

OBJECTIVE & SCOPE OF THE POLICY

The purpose of this Whistle Blower Policy (“Policy”) is to articulate the need for and the importance of whistle blowing and to define the process and procedure for the functioning of the whistle blower mechanism. The purpose of this Policy is to provide a framework to promote responsible and secure whistle blowing. It protects the employees wishing to raise a concern about serious irregularities within the Company. This Policy covers malpractices and events which have taken place, suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, any instances of leak of unpublished price sensitive information and / or other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers. This Policy is intended to encourage and enable employees to raise serious concerns within the Company.

In view of Section 177 of the Companies Act 2013 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, Company is required to establish a vigil mechanism for Directors and employees to report genuine concerns about actual or suspected unethical behavior, malpractice, wrongful conduct, discrimination, sexual harassment, fraud, violation of the Company policies including Code of Conduct without fear of reprisal/ retaliation and make employees aware of such policy to enable employees to report instances of leak of unpublished price sensitive information. Hence, Whistle Blower Policy has been formulated to maintain highest ethical standards and to provide adequate safeguards against victimization of persons who use such mechanism.

The Policy was amended by the Board of Directors of the Company by passing resolution as on dated 30th January, 2025 to align the same with the Securities and Exchange Board of India Regulations.



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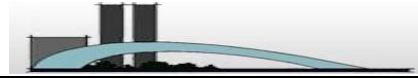
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The Policy sets out the way through which stakeholders can raise concerns that relate to actual or suspected violations of Code of Conduct, Accounting, Internal Accounting controls, Auditing practices and applicable national and international laws including statutory/ regulatory rules and regulations but not limited to the Companies Act 2013 and SEBI.

APPLICABILITY

- a. This Policy shall be applicable to all Directors and employees (including permanent and/ or on contract) of the Company.
- b. This policy covers any Alleged Wrongful Conduct and other matters or activity on account of which the interest of the Company is affected and is formally reported by Whistle Blower(s).
- c. The Whistle Blower's role is that of a reporting party with reliable information. They are not required or expected to act as investigators or finders of facts, nor would they determine the appropriate corrective or remedial action that may be warranted in a given case.
- d. Whistle Blower should not act on their own in conducting any investigative activities nor do they have a right to participate in any investigative activities other than as requested by the Ethics Officer or the Chairman of the Audit Committee.
- e. Protected Disclosure will be appropriately dealt with by the Ethics Officer or the Chairman of the Audit Committee, as the case may be.



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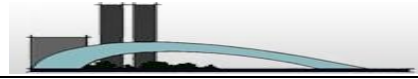
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DEFINITIONS

The definitions of some of the key terms used in this policy are given below.

1. "Alleged Wrongful Conduct" shall mean violation of law, misuse or abuse of authority, fraud or suspected fraud, any deliberate concealment of such abuse of fraud, infringement of Company's rules, misappropriation of funds, actual or suspected fraud, substantial and specific danger to public health and safety or abuse of authority or violation of the company's code of conduct or ethics policy.
2. "Audit Committee" means the committee constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. "Board" means the Board of Directors of the Company.
4. "Codes" means Codes of Conduct for Directors and Employees of the Company.
5. "Company" means M/S SHELTER INFRA PROJECTS LIMITED
6. "Director" means all the present directors of the Company.
7. "Department Head" means a person who is entrusted with the overall management of any department within the Company by whatever name called.
8. "Employee" means:
 - 8.1.all the present employees and including directors who are in the employment of the Company.
 - 8.2.Key Managerial Personnel and Senior Management Personnel as defined under relevant provisions of the Companies Act, 2013.



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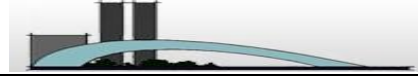
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9. "Protected Disclosure" means a concern raised by Director(s) or Employee(s) of the Company, through a written communication and made in good faith which discloses or demonstrates information about an activity covered under the definition of Alleged Wrongful Conduct under the scope of the Policy with respect to the Company.
10. "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.
11. "Whistle Blower" means Director(s) or an employee or group of employees of the Company who make a Protected Disclosure under this Policy and also referred in this policy as Complainant.

DISCLOSURE

- a. The Whistle Blower on becoming aware of an Alleged Wrongful Conduct is encouraged to report the Protected Disclosure in writing, in English or in Hindi, in a closed and secured envelope and should be super scribed as "Protected Disclosure under the Whistle Blower Policy" or vide email, as the case may be, and send his/ her observations/ concrete facts along with supporting evidence to the below mentioned concerned officer/ Department Head:
 - (i) his immediate supervisor or
 - (ii) Company Secretary & Compliance Officer at:
The Company Secretary, M/S SHELTER INFRA PROJECTS LIMITED,
 - (iii) Management Committee or
 - (iv) If there are reason to believe that your immediate supervisor or Company Secretary or Member of the Management Committee is involved in the suspected violations, you may report directly to the Chairman of the Audit Committee at:
Chairperson, Audit Committee, M/S SHELTER INFRA PROJECTS LIMITED,
- b. If the complaint is not super scribed and closed as mentioned above it will not be possible for the concerned officer/ Department Head as mentioned above to protect the Whistle Blower and the Protected Disclosure will be dealt with as if a normal disclosure. In order to protect identity of the Whistle Blower, the above concerned officer will not issue



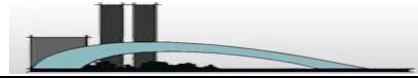
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any acknowledgement to the Whistle Blower and the Whistle Blower is advised neither to write his name/ address on the envelope nor to enter into any further correspondence with the concerned officer/ Department Head. In case of any further clarification, the concerned officer/ Department Head shall get in touch with the Whistle Blower in a manner as deemed fit.

- c. Anonymous/ pseudonymous disclosure shall not be entertained by the concerned Officer/ Department Head/ Chairman of Audit Committee.
- d. The Protected Disclosure should be forwarded under a covering letter signed by the complainant. The concerned officer/ Department Head/ Chairman of the Audit Committee shall detach the covering letter bearing the identity of the Complainant and process only the Protected Disclosure.
- e. Any Protected Disclosure against the Chairman of the Audit Committee should be addressed to the Chairman of the Company.



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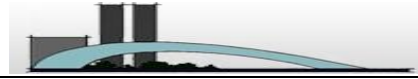
Disclosure and also ascertain from the Complainant whether he was the person who made the Protected Disclosure or not before referring the matter to the Audit Committee of the Company for further appropriate investigation and needful action. The record will include:

- (i) Brief facts;
- (ii) Whether the same Protected Disclosure was raised previously by anyone and the subject thereof, and if so, the outcome thereof;
- (iii) Details of actions taken by the concerned officer/ Department Head/ Chairman of Audit Committee for processing the complaint.
- (iv) Findings of the Audit Committee;
- (v) The recommendations of the Audit Committee / other action(s).

Note: It is the discretion of the Whistle Blower to conclude whether or not the issue shall be raised anonymously. While the anonymous complaints will also be suitably and sincerely looked into, it would provide more leverage and will be pertinent to investigate the complaints sufficiently, if the Whistle Blower chooses to disclose his/ her identity. The identity of the whistle blower shall be kept confidential to the maximum reasonable extent.

INVESTIGATION

1. All Protected Disclosures under this policy will be recorded and thoroughly investigated. The Audit Committee may investigate and may at its discretion consider involving any other officer(s) of the Company for the purpose of investigation. The outcome of the investigation may not support the conclusion of the Whistle Blower that an improper or unethical act was committed.
2. All information disclosed during the course of investigation shall remain confidential except as necessary to conduct the investigation and to take remedial actions.
3. The decision to conduct an investigation is not an accusation and is to be treated as a neutral- fact finding process.



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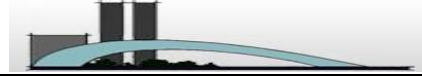
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4. Subject(s) will normally be informed in writing of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.
5. Subject(s) shall have a duty to co-operate with the Audit Committee or any of the officers appointed by it in this regard.
7. Subject(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witness shall not be influenced, coached, threatened or intimidated by the Subject(s).
8. Subject(s) have a right to consult with a person or persons of their choice, other than the concerned officer/ Department Head and/ or members of the Audit Committee and/ or the Whistle Blower. Subjects shall be free at any time to engage counsel at their own cost to represent them in the investigation proceedings. However, if the allegations against the Subject are not sustainable, then the Company may see reason to reimburse such costs.
9. 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.
10. Subject(s) have a right to be informed of the outcome of the investigations.
11. The investigation shall be completed normally such period decides as the Audit Committee deems fit as per laws and various regulations as applicable.

DECISION

1. The Investigating Authority along with its recommendations will report its findings to the Audit Committee/ Board. In case prima facie



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case exists against the Subject, then the Audit Committee/ Board may take necessary action in this regard.

2. If the report of investigation is not to the satisfaction of the Whistle Blower, the Whistle Blower has the right to report the event to the appropriate legal or investigating agency.
3. Whistle Blower who makes false allegations of unethical and improper practices or about wrongful conduct of the Subject shall be subject to appropriate disciplinary action in accordance with the rules, procedures and laws applicable on the Company.

STATUS REPORT

Management Committee shall maintain log of all disclosures received and shall report the summary of such disclosures and actions recommended/ taken in the Audit Committee on quarterly basis.