SAHAJ DIGITAL LIMITED

(Formerly known as Jolly Plastic Industries Limited)

WHISTLE BLOWER POLICY / VIGIL MECHANISM POLICY

1. PREAMBLE AND LEGAL FRAMEWORK

Section 177(9) of the Companies Act, 2013 (the “Act”) read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 22 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), require the Company to establish a vigil mechanism for directors and employees to report genuine concerns about unethical behaviour, actual or suspected fraud, or violation of the Company’s code of conduct or ethics policy.

Regulation 9A(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (the “PIT Regulations”) further requires the Company to formulate a whistle-blower policy and to make its employees aware of such policy, to enable them to report instances of leak of unpublished price sensitive information.

Accordingly, the Board of Directors of Sahaj Digital Limited (the “Company”) has adopted this Whistle Blower Policy and Vigil Mechanism (the “Policy”). The mechanism provides adequate safeguards against the victimisation of directors and employees who avail of it, and provides direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. Any amendment to the Act, the Listing Regulations or the PIT Regulations shall apply to this Policy automatically, and in the event of any inconsistency the provisions of the applicable law shall prevail.

2. APPLICABILITY

This Policy applies to all Directors and all employees of the Company, whether permanent, contractual or on deputation, and to such other persons as the Audit Committee may determine. All Directors and employees are expected to familiarise themselves with this Policy and to act in accordance with it at all times.

3. CONCERN REPORTING

3.1 Principle of reporting

Where a Director or an employee believes in good faith that a rule or any of the principles laid down in the Company’s codes of conduct or policies has been or is about to be violated, he or she should report the concern in accordance with this Policy. Any person who has a concern relating to actual or potential illegal or unethical practices in the areas of finance, accounting, internal control, fair competition or the prevention of corruption should report the concern under this Policy. Where there is doubt as to whether an activity or conduct amounts to a violation, the same should nevertheless be reported.

3.2 What may be reported

The following are examples, and not an exhaustive list, of the matters that may be reported:

- harassment, discrimination or workplace violence;
- breach of confidentiality or misuse of intellectual property;
- breach of privacy or of obligations under the Digital Personal Data Protection Act, 2023;
- fraud, or questionable accounting or financial reporting;
- corruption and improper transactions;

- improper promotion or improper sales practices;
- conflicts of interest and undisclosed related party transactions;
- environment, health and safety issues;
- insider trading, and any leak or suspected leak of unpublished price sensitive information;
- anti-competitive behaviour;
- theft or misuse of the assets of the Company;
- any retaliatory action referred to in Clause 5.2 of this Policy; and
- any other illegal or unethical practice.

Complaints of sexual harassment shall be dealt with under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and shall be referred to the Internal Committee constituted thereunder, and not under this Policy.

3.3 Channels for raising concerns

Directors and senior management personnel of the Company may report directly, in writing, to the Chairperson of the Audit Committee.

Employees may report a concern to their immediate supervisor or to any manager in the line of command, or directly to the Company Secretary and Compliance Officer. Every concern so received shall be forwarded to the Company Secretary and Compliance Officer, who shall place it before the Audit Committee.

In appropriate or exceptional cases, including where the concern relates to the Company Secretary and Compliance Officer or to a member of the senior management, any Director or employee may report directly and in writing to the Chairperson of the Audit Committee at the electronic mail address sahajdigitallimited@gmail.com, or at such other address as the Company may notify for this purpose from time to time and disclose on its website. Access to the Chairperson of the Audit Committee shall not be denied in such cases.

Concerns relating to a leak or suspected leak of unpublished price sensitive information shall in every case be brought to the notice of the Compliance Officer, who shall proceed in accordance with the policy and procedures for inquiry framed under Regulation 9A(5) of the PIT Regulations.

Where a concern is raised deliberately or with an improper motive to tarnish the reputation of any person or department of the Company, the person raising such concern shall be subject to the investigation process and to disciplinary action.

4. INVESTIGATION AND DISCIPLINARY ACTION

The Company Secretary and Compliance Officer shall take effective steps to respond to every concern reported, and shall inform the person raising the concern of the outcome of the investigation. Where a detailed investigation is required, the Audit Committee may direct that it be conducted, if necessary, by an independent external agency, and the Company Secretary and Compliance Officer shall obtain such internal approvals as may be required.

On the basis of the report of the investigating authority, or upon its own findings, the Audit Committee shall recommend such disciplinary or corrective action as it considers appropriate. All disciplinary action shall be in accordance with applicable law and with the Company's codes and policies, and shall be without prejudice to any action that may be taken by any regulatory or statutory authority.

Where the investigation discloses a fraud, the Company shall comply with the reporting requirements under Section 143(12) of the Act and the rules made thereunder, and with the disclosure requirements under Regulation 30 read with Schedule III of the Listing Regulations.

5. MANAGEMENT ASSURANCE

5.1 Identity of the complainant

Directors and employees are encouraged to report an incident by identifying themselves, as identification assists the investigation process. Where the complainant chooses not to disclose his or her identity, an anonymous report may be submitted. It is the responsibility of every person to report an incident regardless of the choice to disclose or withhold his or her identity. The identity of the complainant shall be kept confidential where so requested, and shall be disclosed only where it becomes necessary for the purposes of the investigation or where disclosure is required by law.

5.2 No retaliation

The Company assures that no retaliatory action shall be taken against any person who reports an incident of non-compliance in good faith through any of the channels provided in this Policy. Retaliation includes discharge, termination, demotion, suspension, threats, harassment, denial of promotion or any other direct or indirect act of discrimination in the terms and conditions of employment.

Nothing in this Policy, in any contract of employment or in any other policy of the Company shall require, or be construed to require, any person to waive any right or benefit available to an informant under Chapter IIIA of the PIT Regulations, or to prohibit or impede any person from communicating directly with the Securities and Exchange Board of India in relation to a suspected violation of securities laws. Any term of a contract or policy that purports to do so shall be void, in terms of Regulation 7K of the PIT Regulations. Reporting under this Policy is without prejudice to the right of any person to file a Voluntary Information Disclosure Form under the said Chapter IIIA.

6. ROLE OF THE AUDIT COMMITTEE AND REPORTING

The Audit Committee shall oversee the vigil mechanism and shall review its functioning in terms of Regulation 18(3) read with Part C of Schedule II of the Listing Regulations. The Company Secretary and Compliance Officer shall submit a quarterly report to the Audit Committee stating the number of complaints received during the preceding quarter, the action taken on such complaints and the results of investigations, if any, carried out.

Where the Audit Committee finds that any concern reported constitutes a violation of the PIT Regulations, the Company shall promptly inform the stock exchange(s) and, in the case of a leak of unpublished price sensitive information, shall inform the Securities and Exchange Board of India of the leak, the inquiry initiated and the results of such inquiry, in terms of Regulation 9A(5) of the PIT Regulations.

7. RETENTION OF DOCUMENTS

All documents relating to a concern received, and all material gathered during an investigation, shall be retained by the Company Secretary and Compliance Officer for a period of not less than five years from the date of closure of the matter, or for such longer period as may be required by law or as may be directed by any regulatory or statutory authority.

8. COMMUNICATION AND DISCLOSURE

The Company shall make its Directors and employees aware of this Policy, and shall conduct such awareness or training programmes as may be required for that purpose. The details of the establishment of the vigil mechanism shall be disclosed on the website of the Company in terms of Regulation 46(2) of the Listing

Regulations and in the Board's Report in terms of Section 177(10) of the Act, and this Policy shall be placed on the website of the Company.

9. AMENDMENT

The Company may amend or modify this Policy, in whole or in part, from time to time, with the approval of the Board of Directors on the recommendation of the Audit Committee, provided that no amendment shall dilute any requirement of the Act, the Listing Regulations or the PIT Regulations.