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V-Mart Retail Limited
Investor grievance redressal policy
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1.0	May 2019	Documentation of policy for defining norms for Investor grievance redressal policy as per defined regulations.

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1. Preamble

This Policy is formulated to provide efficient services to the investors and to effectively address and redress the grievances of the investors in a timely manner. The Company strives to follow highest standards of corporate governance, transparency and disclosures at all times. Prompt and efficient service is essential for retaining existing relationships and therefore investor satisfaction becomes critical to the Company. Investor queries and complaints constitute an important voice of investor and this policy details grievance handling through a structured grievance redressal framework.

2. Objective

The Investor grievance redressal policy aims at achieving the below stated objectives:

- i. Investors are treated fairly at all times;
- ii. Complaints raised by investors are dealt with courtesy and in a timely manner;
- iii. Investors are informed of avenues to raise their queries and complaints within the organization, and their rights if they are not satisfied with the resolution of their complaints; &
- iv. Queries and complaints are treated efficiently and fairly.

The Company's equity shares are listed on BSE Limited and National Stock Exchange of India Limited. The Company has appointed M/s KFin Technologies Limited as its Share Transfer Agents ("STA") primarily responsible for handling shareholders related affairs of the Company.

The Board has appointed the Company Secretary to act as Compliance Officer of the Company under the SEBI ("Listing Obligations and Disclosure Requirements") Regulations, 2015 ("SEBI LODR"). As Compliance Officer, the Company Secretary is responsible for ensuring provision of prompt and effective services to shareholders and monitoring the dedicated email address of the Company for investor grievances.

The Compliance Officer is authorised to amend the policy to give effect to any changes / amendments notified by the Ministry of Corporate Affairs or SEBI. The amended Policy shall be placed before the Stakeholder Relationship Committee/ Board of Directors for noting and ratification.

3. Definitions

3.1 "**Board**" means the Board of Directors of V- Mart Retail Limited.

3.2 The "**Company**" means V- Mart Retail Limited.

3.3 "**Grievance redressal**" is a management and governance related process and primarily covers the receipt and processing of complaints from investors and also include actions taken on any issue raised by them to avail services more effectively.

3.3 An "**Investor**" is the one who invests in the company by allocating the capital for the profit in the future. Which inter alia include the following:

- An individual
- Other companies
- Foreign investors

3.4 **Share transfer agents (“STA”)** is an agent who on behalf of the body corporate, maintains record of holders of securities issued by such body corporate and deals with the processes of transfer and redemption of securities. As per SEBI guidelines following activities must only be performed by a share transfer agent.

These activities are:

- i. Endorsement of certificates/ for allotment/ call monies;
- ii. Transmission, consolidation, sub-division of securities;
- iii. Dispatch of transferred securities and securities received for transmission/consolidation/sub-division etc, directly to the investors; &
- iv. Cancel the name and certificate of the shareholder who had sold the shares of securities and replace it with the new shareholder.

****Note:** Words and phrases not defined under this Policy will carry the same meaning as defined under the Securities and Exchange Board of India Act, 1992 (SEBI) read with the rules and regulations made thereunder, including the SEBI LODR; and the Companies Act, 2013 read with the rules made thereunder.*

4. Investor service timelines

4.1 Timelines to be adhered to:

Timelines defined by the Company towards requests received from investors are as stated below:

- i. Stipulated turnaround time defined for certain significant matters addressed by the STA on receipt of request received from the investors is within a period of 5 working days from receipt of all the documents required by STA. Matters stated above can be categorized as follows:
 - change of address;
 - non-receipt of annual report;
 - updation of bank details;
- ii. Matters other than those referred in point (i) above, including but not limited to transfers, change of name, dematerialization, and loss of share certificates, are addressed by the STA within a period of 7 to 15 days from the receipt of all the documents required by STA.

***Note:** In case statutory timelines for redressal of any grievance, not specifically mentioned here, have been prescribed, the Company / STA shall address such grievance within the timeline as prescribed underlaw.*

4.2 Correspondence/communication received:

Pursuant to various statutes and by virtue of their shareholding in the Company, investors enjoy several rights, which inter-alia include the right to receive:

- i. share certificates pursuant to transfer, transmission, split etc.;
- ii. any dividend on the shares declared by the Company;
- iii. annual reports and AGM notice; &
- iv. such other rights available under law for the time being in force.

The present guidelines have been documented to ensure that a suitable mechanism exists for receiving and addressing complaints/ mere queries from our clients/ investors with special emphasis on resolving such grievances fairly and on an expedited level.

5. Mechanism for receiving and addressing complaints

Various correspondence/ communication from the investors relating to the shares, annual reports, dividends and ancillary matters are received by the Company. Such communication/ correspondence is further classified into general correspondence/ requests/ complaints etc.

Classification of communications received as general requests/complaints & other correspondences	
Communications received categorised as general queries	<p>First request or any such communication with respect to</p> <ol style="list-style-type: none"> i. Non-receipt of annual report ii. Non-receipt of dividend/dividend warrant iii. Non-receipt of share certificates <p>will be considered as a query/ request if, the Company has dispatched the annual report to the shareholder/ credited the dividend to the bank account of shareholder/ dispatched dividend warrants/ dispatched share certificates on or before the due date(s) through permissible means.</p>
Communication received categorised as other correspondences / requests	<ol style="list-style-type: none"> i. Correspondence with respect to change in address, nominees etc will be considered as a request if the request is addressed within the stipulated turnaround time. ii. Any communication / suggestions / enquiry about procedures for any action will be considered as a request / general enquiry. iii. Incomplete communications without requisite supporting documentation or any communication which is vague or non-specific in nature will not be treated as a complaint. iv. Any communication requiring information or documents relating to the company or its operations as per statutory rights available to the shareholders to be treated as a request if the requisition is in proper format and the Company has responded to the same within prescribed time limits.
Communication received categorised as complaints	<ol style="list-style-type: none"> i. Subsequent request(s) for non-receipt of annual report if, The Company/ STA has not dispatched the annual report to the shareholder on or before the Due date(s), or The Company/ STA has not responded to shareholder's request within the stipulated turnaround time. ii. Multiple correspondence / communications or reminders received for the same matter within the stipulated turnaround for handling of the query /

	<p>communication will be treated as one complaint.</p> <p>iii. Any communication with respect to non-receipt of dividend warrants / demand drafts sent to the Company or the STA after the expiry of the stipulated turnaround time for issuance of duplicate dividend warrant will be considered as complaint.</p> <p>iv. Statutory authorities treat all communication received from investors as a complaint, thus any communication from investors received through statutory authorities viz. stock exchanges, Registrar of Companies, Regional Directors, SEBI, etc. which is treated as complaint by such statutory authority, will be treated as a complaint by the Company.</p> <p>v. Any communication from the investor not responded to by the Company or not responded by the Company within the stipulated turnaround time will be considered as complaint.</p>
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Following points to be kept in mind:

- i. In case where the dividend is to be credited to the bank account of the shareholder, and such credit has been declined by the bank, the Company will pay out the dividend through a dividend warrant/demand draft in favour of the shareholder.
- ii. In case the dispatched dividend warrant / demand draft is returned undelivered, the Company will proceed with re-dispatching the dividend warrant/demand draft only upon a written request by the shareholder. Such communication from the shareholder will be treated as a request and not a complaint.
- iii. In case of any ambiguity, the Compliance Officer shall be the sole authority to decide on the nature and classification of the communication and the decision of the Compliance Officer shall be final and binding.

6. Shareholder communication through statutory authorities

Any communication from investors through statutory authorities which would not have been treated as a complaint by the Company if it was directly addressed to the Company will not be treated as a complaint as sometimes requests/ grievances are directly communicated to statutory authorities by the investors, such communication may not always qualify as a complaint under the guidelines adopted by the company.

However, any communication from investors received through statutory authorities which is treated as complaint by such statutory authority will be treated as complaint by the Company.

7. Investors grievance redressal mechanism

- i. The Stakeholders Relationship Committee is responsible for the examination and redressal of the complaints by investors.
- ii. Investors are requested to approach the STA, or in case of any inaction by the STA, the Company, for redressal of their concerns prior to raising their concerns with the regulatory authorities.

- iii. With respect to various correspondences and complaints received against the Company a status report is obtained periodically from the STA of the Company.
- iv. Investors can also lodge their complaints through the Company's designated email id for investor grievances – cs@vmart.co.in. Investors can also send their complaints at the registered office of the Company.
- v. Investors shall report their grievances such as non-receipt of any right available to them or failure of the STA / Company to comply with any statutory obligation. Following details shall be provided by the investor when reporting their grievances:
 - Name;
 - Folio no;
 - DP ID / Client ID;
 - Nature and full particulars of their complaint;
- vi. Any information, other than those specified above or any supporting documentation required for redressal of the complaint shall be informed to the investors by the STA/ the Company. Investors are requested to furnish all the requisite information along with duly executed documents at the earliest to avoid any delay in redressal of their complaints.
- vii. Company shall respond to the general requests (as categorised above) by intimating the original date of dispatch and shall also share a copy of the annual report/ proof of dividend credited in the bank account/ dividend warrant/ details of dispatch of share certificates in compliance with the Shareholder's request.
- viii. Grievance, if any that may arise shall be resolved in a proper and time bound manner with detailed advice to the client/investor. In case the resolution needs time, an interim response acknowledging the grievance/ complaint shall be issued.
- ix. As required under Regulation 13 of SEBI (Listing of obligation & disclosure requirements), the Company files with the Stock Exchange within 21 days from the end of each quarter a statement giving number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of quarter. The statement shall be placed on quarterly basis before the Board of Directors of the Company. Further, the Company shall also make an annual disclosure of the statement of investor complaints in its annual report pursuant to SEBI LODR.
- x. The Company is registered in the Scores platform of SEBI for redressal of investor grievances.
- xi. The Compliance officer shall maintain proper records of all grievances received and resolved. A correspondence either by letter or e-mail is made with the investor who has submitted written complaints acknowledging receipt of the complaint.

8. Investor support

	Contact details	Address
Share Transfer Agents	M/s KFin Technologies Limited Corporate Registry Email: einward.ris@kfintech.com Website: www.kfintech.com	Address: Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad, Telangana - 500032 Contact number: 040 67162222 (Tel), 180 0345 4001 (Toll Free)

Compliance officer	Contact person: Megha Tandon Designation: Company Secretary & Compliance Officer Email: cs@vmart.co.in Website: www.vmart.co.in	V-Mart Retail Limited Address: Plot no. 862, Udyog vihar, Industrial Area, Phase V, Gurgaon – 122016 Contact number: +0124-4640030, +0124-4640046
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9. Annexure I – Frequently asked questions

9.1. What are the benefits of availing depository services?

- A safe, convenient way to hold securities;
- Immediate transfer of securities;
- No stamp duty on transfer of securities from one demat account to another;
- Elimination of risks associated with physical certificates;
- Reduction in paperwork involved in transfer of securities;
- More liquidity for purchase / sale of securities;
- Change in address, bank mandate, etc. recorded with DP gets registered with all companies in one go in which the investor holds securities electronically thereby eliminating the need to correspond with each of them separately;
- Easy nomination facility; &
- Smooth transmission of securities in case of any eventualities.

9.2. I have purchased some shares in paper form. Can I directly give the share certificates to my Depository Participant for dematerialising them in my favour?

Shares should be registered in your favour before they can be dematerialised.

9.3. How do I get my dividends on dematerialised shares?

On the record date, the DPs will provide a list of demat account holders indicating the number of shares held in electronic form. On the basis of that, the Company will make dividend payments in favour of demat account holders.

It is advisable to register your bank mandate with your DP to enable the STA to credit all your dividends directly into your bank account.

9.4. Will I get the annual report after I demat my shares? Will I be able to attend the AGM?

The rights of the shareholders holding shares in demat mode are at par with holders of shares in physical form. Hence, you will be eligible for the Annual Report and can rightfully attend the AGM as a shareholder.

9.5. What are the chances of any fraud/disputes in using a demat account? Whom should I approach in such cases?

Common risk factors applicable to trading in physical shares like mismatch in signatures, loss in postal transit, etc. are absent since dematerialised shares are traded scrip-less.

However, in the unlikely event of any dispute, your Depository Participant would have to be approached for resolution of the same.

9.6. Can I pledge my shares in demat form?

Yes. Please contact your DP where you hold a demat account.

9.7. Why can't the Company take request for change of details recorded in the demat account?

As per the Depository Regulations, the Company is obliged to take on record the details of demat shareholders furnished by the concerned Depository Participant. The Company cannot make any change in such records received from the Depository.

9.8. Can one freeze or lock his accounts?

Yes. One can freeze or lock his accounts for any given period of time. Accounts can be frozen for debits (preventing transfer of securities out of accounts) or for credits (preventing any movements of hindrances into accounts) or for both.

9.9. Can an investor open a single account for securities owned in different ownership patterns such as securities owned individually and securities owned along with others?

No. The demat account must be opened with the same ownership pattern in which the securities are held in physical form. Example: If one share certificate is in individual name and another certificate is jointly held with some other person, in such case two different demat accounts would need to be opened.

9.10. Who can appoint a nominee and who can be appointed as a nominee?

Individual shareholders holding the shares in single name or joint names can appoint a nominee. In case of joint holding, joint holders together have to appoint the nominee. While an individual can be appointed as a nominee, a trust, society, body corporate, partnership firm, karta of HUF or a power of attorney holder cannot be appointed as a nominee(s). Minor(s) can however be appointed as a nominee.

9.11. How do I make a nomination with regard to my shareholding?

To make a nomination for shares held in physical mode, please submit a duly filled in and signed nomination form (Form No. SH-13) to the STA. If you hold shares along with other holders, then all holders are required to sign the nomination form. In case of dematerialised shares, your nomination has to be recorded with your DP. Option for multiple nominations for each folio / DP Id Client Id is also available.

9.12. Do I have to send my share certificates along with the nomination form?

It is not required to send your share certificate at the time of registration of the nominee.

9.13. My shares are held in joint names. Are the joint holders' nominees to the shares?

Joint holders are not nominees. They are joint holders of the relevant shares. In the event of death of any one of the joint holders, the surviving joint holder/s of the shares is/are the only person(s) recognized by the Company as the holders of the shares.

9.14. What is the legal position of the nominee in case of death of the shareholders?

The shares will be transmitted only in favour of the Nominee, in case of valid nomination.

In case the nomination is made by joint-holders, and if one of the joint shareholder dies, the shares will devolve on the surviving shareholders.

9.15. In case of joint holdings, in the event of death of one shareholder, how do the surviving shareholders get the shares in their names.

The surviving shareholders are required to submit a request letter supported by a self-attested copy of their PAN cards, a notarised copy of the Death Certificate of the deceased shareholder and the relevant original share certificates. The STA, on receipt of the said documents, will delete the name of deceased shareholder from its records and return the original share certificates to the surviving joint holder(s) with the necessary endorsement.

9.16. I have not received my dividend. What action do I take?

You may write to the STA by furnishing the particulars of the dividend not received quoting your folio number/ DP ID / Client ID particulars (in case of dematerialised shares). If the dividend is unclaimed as per our records, STA will issue the relevant dividend warrants in your favour.

9.17. What is the procedure for obtaining a fresh dividend warrant / demand draft in place of expired dividend warrant / demand draft?

- Fresh dividend warrant can be issued only on expiry of the original dividend warrant/demand draft.
- Can write to the STA by furnishing details of unclaimed dividend.
- If the dividend amount is still shown as unclaimed in our Bank Statement.