

**IGC WHISTLEBLOWER POLICY**  
**India Globalization Capital, Inc. (NYSE: IGC)**  
**Adopted November 25, 2020**

This Whistleblower Policy is intended to encourage Board members, Officers, Employees and all others (“Protected Persons”), without fear of retaliation, to raise concerns regarding suspected unethical and/or illegal conduct or practices on a confidential and, if desired, anonymous basis so that the Corporation can address and correct inappropriate conduct and actions.

***Reporting Procedure***

- The Whistleblower should promptly report the suspected or actual event to his/her supervisor.
- If the Whistleblower would be uncomfortable or otherwise reluctant to report to his/her supervisor, then the Whistleblower could report the event to the next highest or another level of management, including to an appropriate Board committee or member.
- The Whistleblower can report the event with his/her identity or anonymously.
- Crimes against person or property, such as assault, rape, burglary, etc., should immediately be reported to local law enforcement personnel.
- Supervisors, managers and/or Board members who receive the reports must promptly act to investigate and/or resolve the issue.
- The Whistleblower shall receive a report within five business days of the initial report, regarding the investigation, disposition or resolution of the issue.

***Acting in Good Faith***

- If the investigation of a report, that was done in good faith and investigated by internal personnel, is not to the Whistleblower’s satisfaction, then he/she has the right to report the event to the appropriate legal or investigative agency.
- A Whistleblower who makes a report that is not done in good faith is subject to discipline, including termination of the Board or employee relationship, or other legal means to protect the reputation of the organization and members of its Board and staff.

***No Retaliation***

- The Whistle blower shall receive no retaliation or retribution for a report that was provided in good faith – that was not done primarily with malice to damage another or the organization.
- Anyone who retaliates against the Whistleblower (who reported an event in good faith) will be subject to discipline, including termination of Board or employee status.

***Confidentiality***

- The identity of the Whistleblower, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement, in which case members of the organization are subject to subpoena.