

WHISTLE BLOWER POLICY

SelfFin India Financial Services Private Limited

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1. Purpose

This Whistle Blower Policy has been formulated to enable all employees to raise concerns regarding malpractice such as immoral or unethical conduct, fraud, corruption, potential violations of the Company's Code of Conduct, breaches of copyright or patent, and similar matters.

This Policy also sets out the reporting procedure and investigation mechanism to be followed where an employee raises a concern regarding any wrongdoing in the Company. Employees are provided protection in two important areas – confidentiality and protection against retaliation.

Employees are encouraged to raise concerns regarding any actual or potential violation easily and without fear of retaliation, provided the concern is raised in good faith.

An Ombudsperson has been appointed to receive complaints through the designated portal, email or letters and to facilitate investigation of such complaints with the investigating committee.

The final decision shall be taken by the Ombudsperson in consultation with Management and the Audit Committee.

This Policy is intended to bring to the Company's attention unethical, inappropriate or incompetent conduct which has or may have detrimental effects on the organization or on persons affected by its functions.

To create enduring value for all stakeholders and ensure the highest standards of honesty, integrity and ethical behaviour in all its operations, SelfFin has formulated this Whistle Blower Policy in addition to the existing Code of Conduct governing the actions of its employees.

This Whistle Blower Policy encourages all employees to report suspected or actual occurrences of illegal, unethical or inappropriate events, behaviours or practices that may affect the Company's interests or image.

2. Objective

The Company is committed to maintaining the highest standards of ethical, moral and legal conduct in its business operations. To maintain these standards, the Company encourages employees who have concerns about suspected misconduct to come forward and communicate such concerns without fear of punishment or unfair treatment.

This Policy provides an avenue for employees to raise concerns regarding violations of legal or regulatory requirements, incorrect or misleading statements or representations in financial statements and reports, and similar matters.

3. Scope

This Policy shall apply to all Employees of SelfFin India Financial Services Private Limited. "Employee" means any person on the rolls, including persons on deputation, contract, temporary, probationer, apprentice, trainee, part-time employee/worker, full-time consultant, or persons holding permanent, honorary, ad hoc, voluntary or short-term positions.

4. Definitions

"Whistle-blower": A Whistle-blower is an employee who raises a concern about any wrongdoing, event or information relating to an actual, suspected or anticipated Reportable Matter. The Whistle-blower is not

expected to prove the truth of the allegation, but must demonstrate sufficient grounds for the concern and act in good faith.

“Reportable Matter”: Reportable Matter includes:

A. General Malpractice

- Abuse of authority
- Breach of contract
- Negligence causing substantial and specific danger to public health and safety
- Manipulation of Company data/records
- Financial irregularities, including fraud or suspected fraud, deficiencies in internal controls and checks, deliberate errors in the preparation of financial statements, or misrepresentation of financial reports
- Any unlawful act, whether criminal or civil
- Disclosure or improper dissemination of confidential/proprietary information
- Deliberate violation of law/regulation
- Wastage or misappropriation of Company funds/assets
- Breach of Company Policy or failure to implement or comply with any approved Company Policy

B. Potential infractions of the Code of Conduct

C. Breaches of copyright or patent, and disclosure of confidential data/information to competitors/outside.

“Audit Committee”: means the Audit Committee constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013 read with the rules thereunder.

“Disciplinary Action”: means any action that may be taken on completion of or during investigation proceedings, including but not limited to a warning, imposition of a fine, suspension from official duties, or any other action considered appropriate having regard to the gravity of the matter.

“Good Faith”: means that an employee shall be deemed to be communicating in good faith where there is a reasonable basis for communicating concerns regarding unethical or improper practices or other alleged wrongful conduct. Good faith shall be considered lacking where the employee does not have a factual basis for the communication or where the employee knew or reasonably should have known that the communication was malicious, false or frivolous.

“Ombudsperson”: means a person appointed by the Board who ensures fair and expeditious resolution of complaints in an impartial, confidential and independent manner.

“Subject”: means a person or group of persons against or in relation to whom a Protected Disclosure is made or evidence is gathered during the course of an investigation under this Policy.

5. Disqualifications

A Reportable Matter should not be confused with a grievance relating to employment, a superior-subordinate relationship, or relationships with peers. Likewise, complaints relating to unsatisfactory probation reports, performance evaluations, favouritism, nepotism or similar matters shall not be covered under this Policy. Such cases shall be referred to the Human Resources Department and redressal shall be sought through other mechanisms established within the Company.

6. Roles and Responsibilities – Whistle-blowers

- 1) Bring to the early attention of the Company any improper practice of which they become aware. Although they are not required to provide proof, they must have sufficient cause for concern. Delay in reporting may result in loss of evidence and may also cause financial loss to the Company.
- 2) Avoid anonymity when raising a concern.
- 3) Follow the procedures prescribed in this Policy for making a Disclosure.
- 4) Co-operate with investigating authorities while maintaining full confidentiality.
- 5) The intent of this Policy is to bring genuine and serious issues to the fore and is not intended for petty Disclosures. Malicious allegations by employees may attract disciplinary action.
- 6) A Whistle-blower has the right to protection from retaliation. However, this does not extend to immunity for involvement in matters that are the subject of the allegations and investigation.
- 7) Maintain confidentiality of the subject matter of the Disclosure and the identity of persons involved in the alleged malpractice, as disclosure may forewarn the Subject and important evidence may be destroyed.
- 8) In exceptional cases where the Whistle-blower is not satisfied with the outcome of the investigation carried out by the Whistle Officer or Whistle Committee, he/she may make a direct appeal to the Chairman of the Company.

7. Whistle Officer and Whistle Committee

- 1) Conduct the enquiry in a fair and unbiased manner.
- 2) Ensure complete fact-finding.
- 3) Maintain strict confidentiality.
- 4) Decide the outcome of the investigation, including whether an improper practice has been committed and, if so, by whom.
- 5) Recommend an appropriate course of action, including suggested disciplinary action such as dismissal and preventive measures.
- 6) Record Committee deliberations and document the final report.

8. Reporting Mechanisms

Employees should raise Reportable Matters directly with the “Whistle Officer” appointed by the Board of Directors of the Company to receive complaints under this Policy and ensure appropriate action. Employees may notify a Reportable Matter through any of the following methods:

- By sending an email to the designated email ID of the “Whistle Officer”.
- By sending a complaint letter in a sealed envelope marked “Private and Confidential” to the “Whistle Officer”.

In order to enable the Company to effectively evaluate and investigate the complaint, the complainant must provide all critical information and a detailed description of the complaint.

9. Investigation

Any disclosure or complaint received by the Ombudsperson(s) shall be investigated confidentially in order to avoid discrimination against the complainant.

The Ombudsperson(s) shall determine whether the complaint qualifies for further investigation under this Policy. If the Ombudsperson(s) determines that the complaint qualifies for investigation under the Whistle

Blower Policy, an initial enquiry shall be conducted by the Ombudsperson. If the initial enquiry indicates that the concern has no basis, or that the matter is not to be pursued under this Policy, it may be dismissed at that stage and the decision shall be documented.

If the initial enquiry indicates a need for further investigation, the investigation shall be carried out by the Whistle Committee nominated by the Ombudsperson(s) in consultation with HR. Any complaint specifically requesting direct access to the Chairperson of the Company shall be evaluated by the Ombudsperson and Whistle Committee and, in exceptional cases, direct access to the Chairperson shall be granted to the complainant.

The Whistle Officer shall conduct a meeting with the Whistle Committee and brief the Committee regarding the complaint. The Whistle Committee shall submit its report to the Ombudsperson(s), clearly indicating its findings, as early as possible.

The final decision shall be taken by the Whistle Officer in consultation with Management and the Audit Committee.

All information disclosed during the course of the investigation shall remain confidential, except as necessary or appropriate to conduct the investigation and take any remedial action, in accordance with applicable laws and regulations.

The Company reserves the right to refer concerns or complaints regarding Reportable Matters to appropriate external regulatory authorities.

If an investigation of a report made in good faith and investigated by the Whistle Officer is not satisfactory to the Whistle-blower, he/she has the right to report the event to the appropriate legal or investigative agency. The Whistle-blower shall be kept informed of the progress and final outcome of the investigation, subject to the requirements of confidentiality.

10. False Complaints

All Employees are protected from victimization, harassment or disciplinary action as a result of any disclosure, where the disclosure is made in good faith and is not made maliciously. Whistle-blowers who make disclosures that are subsequently found to be mala fide or malicious, or who intentionally file a false report of wrongdoing, shall be subject to disciplinary action, including termination.

11. Confidentiality of Identity of the Whistle-blower

Whistle-blower protections are provided in two important areas – confidentiality and protection against retaliation.

To the extent possible, the confidentiality of the Whistle-blower shall be maintained. However, the identity may need to be disclosed to conduct a thorough investigation, comply with applicable law, and provide accused individuals with their legal rights of defence.

12. Protection to Whistle-blower

Protection:

- 1) If a person raises a concern under this Policy, he/she shall not be at risk of suffering any form of reprisal or retaliation. Retaliation includes discrimination, reprisal, harassment or vengeance in any manner. An employee shall not be at risk of losing his/her job or suffering loss in any other manner, such as transfer, demotion, refusal of promotion, or similar action, including any direct or indirect use of authority to obstruct the Whistle-blower's right to continue to perform his/her duties/functions or make further Protected Disclosures as a result of reporting under this Policy. This protection is available provided that:
 - The communication/disclosure is made in good faith;
 - He/she reasonably believes that the information and allegations contained in it are substantially true; and
 - He/she is not acting for personal gain.

Anyone who abuses the procedure, for example by maliciously raising a concern knowing it to be untrue, shall be subject to disciplinary action, as shall anyone who victimizes a colleague by raising a concern through this procedure. If considered appropriate or necessary, suitable legal action may also be taken against such individuals.

However, no action shall be taken against anyone who makes an allegation in good faith, reasonably believing it to be true, even if the allegation is not subsequently confirmed by the investigation.

The Company will not tolerate harassment or victimization of anyone raising a genuine concern. As a matter of general deterrence, the Company may inform employees of the penalty imposed and disciplinary action taken against any person for misconduct arising from retaliation. Any investigation into allegations of potential misconduct will not influence or be influenced by any disciplinary or redundancy procedures already taking place concerning an employee reporting a matter under this Policy.

Any other Employee or business associate assisting in the investigation shall also be protected to the same extent as the Whistle-blower.

13. Documentation

The Whistle Officer shall maintain documentation of all complaints or reports, subject to this Policy.

The documentation shall include any written submissions provided by the complainant, any other Company documents identified in the complaint or by the Company as relevant to the complaint, a summary of the date and manner in which the complaint was received by the Company, and any response by the Company to the complainant. All such documentation shall be retained by the Company for a minimum of five (5) years from the date of receipt of the complaint or for such longer period as required by law, whichever is higher.

14. Additional enforcement information

This Whistle Blower Policy does not in any way restrict an employee from approaching any local, state or central law enforcement agency or any other regulatory authority authorized to review any Reportable Matter as explained in this Policy.

15. Company's powers

The Company is entitled to amend, suspend or rescind this Policy at any time. While the Company has made best efforts to define detailed procedures for implementation of this Policy, there may be occasions when certain matters are not addressed or there may be ambiguity in the procedures. Such difficulties or ambiguities shall be resolved in line with the broad intent of this Policy. The Company may also establish further rules and procedures from time to time to give effect to the intent of this Policy and further the objective of good corporate governance.

16. Violation

The Company expects total compliance with this Policy. Any violation shall be subject to disciplinary action, including termination.

In case an employee wishes to raise a concern about wrongdoing, or an event or information relating to an actual, suspected or anticipated Reportable Matter, the concern may be raised through the designated Whistle Officer channel communicated by the Company.