

## **WHISTLE BLOWER POLICY**

<b>Version</b>	<b>Prepared by</b>	<b>Reviewed by</b>	<b>Approved by</b>	<b>Approved Date</b>
<b>1.0</b>	<b>Swarnpal Singh Bais</b>	<b>Board</b>	<b>Board</b>	<b>27<sup>th</sup> April, 2017</b>
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<b>2.0</b>	<b>Company Secretary</b>	<b>Chief Financial Officer</b>	<b>Board</b>	<b>10<sup>th</sup> August, 2023</b>
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<b>3.0</b>	<b>HR – Chief Manager</b>	<b>Board</b>	<b>Board</b>	<b>10<sup>th</sup> December, 2024</b>

## **1. PREFACE**

Section 177 of the Companies Act, 2013 and Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 requires every listed company, companies which accept deposits from the public and companies which have borrowed money from banks and public financial institutions in excess of fifty crore rupees to establish a vigil mechanism for the directors and employees to report genuine concerns or grievances about unethical behaviour, actual or suspected fraud or violation of the company's Code of Conduct or Ethics Policy. Such a vigil mechanism shall provide for adequate safeguards against victimization of directors and employees who avail of such mechanism and also make provisions for direct access to the Chairperson of Audit Committee in exceptional cases.

## **2. INTRODUCTION**

In order to achieve its objectives of highest business, governance, ethical and legal standards KIFS Housing Finance Limited (“the Company”) has formulated several policies to assist its employees in maintaining these high standards.

The purpose of the Whistle Blower Policy (“the Policy”) is to encourage employees to report matters without the risk of subsequent victimisation, discrimination or disadvantage. The Policy applies to all employees working for the Company, its subsidiaries and affiliates.

A Whistle Blower or reporting mechanism such as is set out in the Policy, invites all employees to act responsibly to uphold the reputation of the Company, its subsidiaries and affiliates. The Policy aims to ensure that serious concerns are properly raised and addressed and are recognised as an enabling factor in administering good governance practices.

## **3. DEFINITION:**

### **3.1 Audit and Risk Management Committee**

Audit and Risk Management Committee (“the Committee”) constituted by the Board of Director of the Company

### **3.2 Employee**

An Employee is every bonafide employee currently in employment of the Company.

### **3.3 Subsidiary Company**

Subsidiaries as per the last available Published Accounts of the Company are classified as subsidiary companies.

### **3.4 Retaliation / Victimisation**

Retaliation is any act, direct or indirect, recommended, threatened or taken against a Whistle Blower by any person because the Whistle Blower has made a disclosure pursuant to the Policy.

Retaliation includes overt/covert acts of:

- discrimination
- reprisal
- harassment

- vengeance

Additional modes of communication would be made available to employees and would be periodically communicated.

### **3.5 Whistle Blower**

A Whistle Blower means any employee who raises a concern in accordance with this Policy

### **3.6 Whistle Blowing ‘Concern’ or ‘Complaint’**

Whistle blowing (also referred to as 'complaint' or 'concern') can be described as attracting management's attention to information about potentially illegal and / or unacceptable practices. Employees can raise concerns /issues, if any, which they have on the following or possibilities/ apprehensions of:

- Breach of any law, statute or regulation by the Company.
- Issues related to accounting policies and procedures adopted for any area or item.
- Acts resulting in Financial loss or loss of reputation.
- Misuse of office, suspected/actual fraud and criminal offences.

## **4. FRAMEWORK FOR ENSURING COMPLIANCE TO THE POLICY**

### **4.1 For employees of KIFS Housing Finance Limited**

The Whistle Blower policy shall be displayed on the HR website of the Company at a prominent place.

The employee may send a communication directly in writing through a letter or through email to the following:

E-mail id: [whistleblower.contact@kifshousing.com](mailto:whistleblower.contact@kifshousing.com)

#### **Committee Member:**

**CFO:** Vikki Soni

**Credit and Risk Head:** Saurabh Goel

**HR Head:** Pankaj Khanvilkar

If any of this Department is being investigate then, that Committee Member (Vikki Soni/Saurabh Goel/ Pankaj khanvilkar) can't be part of that investigation and other HOD will be part of that investigation.

Email ID on behalf of the Chairperson of Audit Committee: -

Mr. Satish Mehta, Chairman of the Audit Committee.

[secretarial@kifshousing.com](mailto:secretarial@kifshousing.com)

Additional modes of communication would be made available to employees and would be periodically communicated.

Within a reasonable time of receipt of the concern by Managing Director, an acknowledgement shall be sent to the sender of the concern (where a return address or email address is available). The acknowledgement shall confirm receipt of the concern and inform the sender that the concern would be inquired into, appropriately addressed and reported to the Audit and Risk

Management Committee. In case the concern does not fall within the ambit of the Whistle Blower Policy, the sender shall be informed that the concern is being forwarded to the appropriate department/authority for further action, as may be deemed necessary.

Managing Director upon receipt of the concern or complaint shall immediately set in motion appropriate action to inquire into the matter. Managing Director shall report to the subsequent quarterly Audit & Risk Management Committee meeting, details of the concerns received (without editing them). Managing Director shall also update the Audit & Risk Management Committee on the status of inquiry and actions. Further action shall be taken by Managing Director based on the Audit & Risk Management Committee's directions and guidance, if any.

Inquiry into the concerns received under this policy shall normally be completed within 90 days of receipt of the concern by Managing Director. Concerns requiring additional time for inquiry shall be intimated to the Audit & Risk Management Committee at the time of reporting the status of inquiry and actions on a quarterly basis. Once the inquiry is completed, Managing Director shall communicate the actions to be taken, if any, by respective groups within KIFS Housing Finance Limited and track closure of such actions. A concern shall be kept open until such actions are initiated/completed.

The concern shall be deemed as closed upon conclusion of the inquiry and disciplinary action, recovery proceedings, initiation of external legal proceedings, or reporting as required by extant policies, after which the concern shall be reported as closed to subsequent quarterly Audit & Risk Management Committee meeting.

The status of all concerns which are open shall be reported to the Audit & Risk Management Committee by Managing Director on a quarterly basis. Concerns which were closed during the preceding quarter shall also be informed to the Audit & Risk Management Committee along with relevant details.

#### **4.2 For employees of subsidiaries and affiliates**

The employee may send a communication directly to any of the members of the Committees of the respective subsidiaries/affiliates and in case the subsidiary/affiliates does not have an Audit Committee, to any member of the Board of Directors.

The Secretarial departments of the various subsidiaries / affiliates will make available to the employees, the addresses and email addresses of the members of the respective Audit Committee / Board members.

### **5. PREVENTION OF VICTIMISATION OR HARASSMENT OF EMPLOYEES RAISING ANY CONCERNS UNDER THE POLI**

Any employee who makes a disclosure or raises a concern under the Policy will be protected, if the employee:

- Discloses the information in good faith
- Believes it to be substantially true
- Does not act maliciously nor makes false allegations and
- Does not seek any personal or financial gain

The Company will not tolerate any attempt on the part of anyone to apply any sanction or disadvantage or to discriminate against any person who has reported to the Company serious and genuine concern that they may have concerning an apparent wrong doing.

Protection under the Policy shall be available to the employee who raises the concern under this Policy till such time that the complainant's employment subsists with Company. An employee who wishes to raise a concern in respect of any disciplinary action or any act of retaliation as defined in this Policy against the concerned employee can do so within 3 months of such action or act of retaliation. After this time period has elapsed, the concern, if raised shall not be treated as a concern under this Policy.

Any attempt on the part of any employee to misuse the policy for personal advantage will be dealt with strictly by Managing Director.

## **6. ACCESS TO CHAIRMAN OF THE AUDIT COMMITTEE**

The Whistle Blower shall have right to access Chairman of the Audit Committee directly in exceptional cases and the Chairman of the Audit Committee is authorized to prescribe suitable directions in this regard.

## **7. CONFIDENTIALITY AND ANONYMITY**

Employees may send communications on an anonymous basis. If an employee chooses to disclose his or her identity, the same will be treated in confidence and the recipient shall not disclose the same. This would not have any impact on the employee's performance appraisal, assignment of work or other matters related to employment with the Company or its subsidiaries or affiliates.

## **8. RECORD KEEPING**

Records pertaining to the complaint shall be maintained by the Secretarial Department. Records shall be maintained as per the existing Record Retention Policy of the Company.

## **9. OTHER MATTERS**

Managing Director shall lay down an appropriate mechanism to communicate the policy periodically to the employees.

## **10. REVIEW**

The Policy shall be reviewed as and when required or at least once in a year, to suit the needs of the Company. Further, Company shall comply circulars/notifications, directions or any material change as and when updated by the regulator.