



Whistle Blower Policy

Namdev Finvest Private Limited

Registered Office:

S-1, S-7-8, SHREE NATH PLAZA, SECOND FLOOR,
NEER SAGAR MARKET, BHANKROTA,
JAIPUR, RAJASTHAN-302026
INDIA

CIN NO: U65921RJ1997PTC047090

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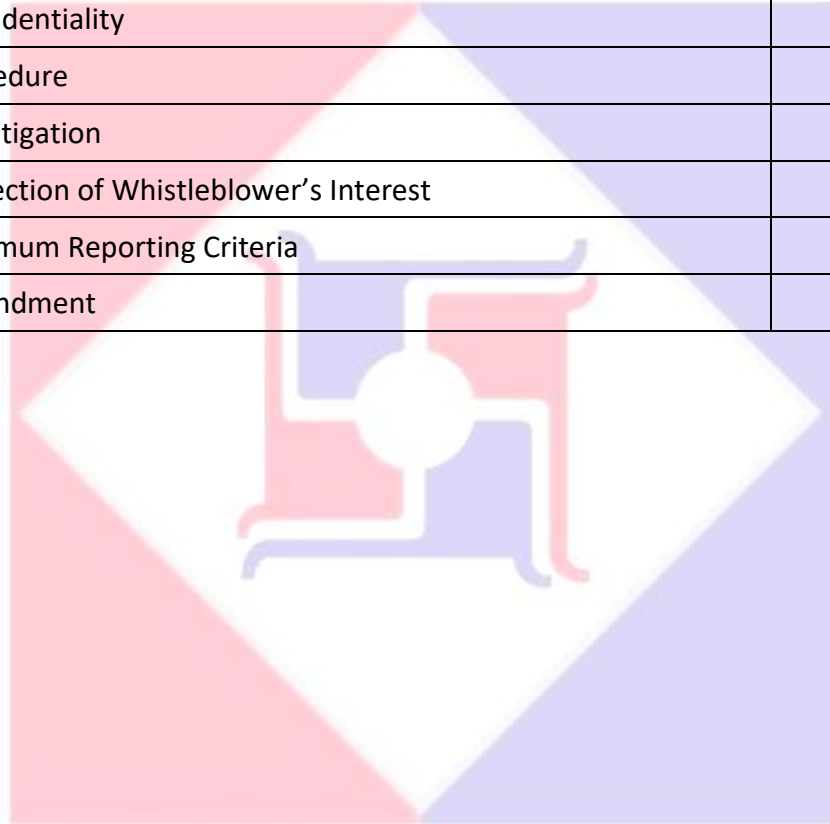


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Prepared By	Jyotishikha Asheesh	
Recommended by	Gagan Sharma	
Reviewed By 1	Jitendra Tanwar MD & CEO	
Reviewed By 2	Latika Tanwar Director	
Reviewed By 3	Arvin Jacob COO	
Reviewed By 4	Sanjay Chaturvedi CTO	
Reviewed By 5	Sakshi Sharma CCO	
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1. Introduction

Namdev Finvest Private Limited (NFPL) is a Non-Banking Financial Company having valid Certificate of Registration with Reserve Bank of India vide registration No. B-10.00260 on 20th August 1997 under current RBI classification as NBFC – Non-Deposit taking Asset Finance Company.

It is focused on offering finance to MSME, Two-wheelers, Solar panel loan, Electric Vehicle (EV) loan, EV charging station loan and all kind of light commercial vehicles segment.

2. About of the Policy

The Whistleblower Policy has been developed to foster transparency within our organization, providing employees and stakeholders with a platform to report any Protected Disclosures that may not be adequately addressed through the regular protocols of Supervisory intervention or Grievance redressal. This policy encourages individuals to come forward with concerns related to corruption, misuse of office, criminal offenses, suspected or actual fraud, non-compliance with rules and regulations, and actions that may result in financial loss, operational risk, or damage to our reputation, covering violations of Law, Financial irregularities including insider trading, Matters of misconduct, negligence integrity, conflict of interest, authority, Sabotage, inflicting reputational or financial loss to organization or any such matters that involve a wrong doing at the cost of the Organization. Such matters can be detrimental to the interests of our customers and the public.

The primary objective of this policy is to establish a clear channel for employees and stakeholders to report instances of unethical behavior, suspected or confirmed fraud, violations of Codes of Conduct, legal or regulatory requirements, and misrepresentation of financial statements and reports. By implementing this policy, we aim to create an environment that encourages the reporting of such issues, ensuring they are appropriately addressed.

We place great importance on integrity, accountability, and adherence to ethical standards throughout our organization. By empowering individuals to speak up about potential violations, we can effectively address and rectify any issues, safeguarding the interests of all stakeholders and upholding our commitment to responsible and compliant operations.

It is crucial for all employees and stakeholders to familiarize themselves with this policy and understand the

significance of reporting any concerns they may have. We assure all individuals who make Protected Disclosures that they will be protected from any form of retaliation, and their identities will be treated with the utmost confidentiality, in accordance with legal requirements and company protocols. This policy underscores our commitment to maintaining a culture of transparency, trust, and ethical conduct within our organization



3. Definitions

"Employee" means every employee of the company including the Directors in the employment of NFPL.

"Investigators" means those persons authorised, appointed, consulted or approached by Audit Committee and include the auditors of NFPL and the police.

"Subject" means a person against or in relation to whom a Protected Disclosure has been made or evidence gathered during the course of an investigation. "Whistle Blower" means an Employee or Director making a Protected Disclosure under this Policy.

4. Applicability

The Policy is applicable to all employees of the Company, including those working at the corporate office, operating centres, and branches across India. Furthermore, the Policy extends its coverage to encompass Protected Disclosures made by various stakeholders associated with the NFPL. These stakeholders can be broadly classified into the following categories:

Employees of the company: This includes all individuals employed by the company in various capacities.

Employees of other agencies deployed for the company's activities: This includes individuals employed by external agencies that provide services to the Organization, whether working from any of the company's offices or any other location.

Contractors, vendors, suppliers, or agencies: This category encompasses individuals working for contractors, vendors, suppliers, or agencies that provide materials or services to the company.

Shareholders of the company: Shareholders holding ownership in the company fall under this category.

Directors of the company: This category comprises individuals serving as Directors on the company's Board.

Any other person associated with the company: This includes individuals who have an association or affiliation with the Bank but do not fall into the previous categories.

Any person belonging to the aforementioned categories can utilize the channel provided by this Policy to raise an issue covered under its purview. This ensures that individuals associated with the Bank, regardless of their role or affiliation, have access to the designated reporting mechanism established by this Policy.

Who is a whistle blower?

Any Employee or Director who discloses or demonstrates evidence of an unethical activity or any conduct that may constitute breach of the Company's Code of Conduct or Values. This



whistleblower has come to the decision to make a disclosure or express a genuine concern/grievance/allegation, after a lot of thought.

5. Confidentiality:

Every possible measure will be taken to safeguard the confidentiality and identity of the Whistleblower, taking into account legal obligations and constraints. However, it is important to note that if a Whistleblower is found to have made vexatious or frivolous allegations more than three times, resulting in the need for action to be taken against them, their identity may be revealed for disciplinary action. In such cases where the identity of the Whistleblower is disclosed, the company reserves the right to initiate appropriate action against the individual responsible for the disclosure. This ensures that the Whistleblower protection mechanism is maintained, while also allowing the company to address any misuse or abuse of the whistleblowing process.

6. Procedure:

Protected disclosure can be made in multiple ways:

Annexure 1 provides the form that must be filled by making the protected disclosure and can be sent in either or both of the ways mentioned below.

1. Protected Disclosures should be submitted **via email to “Ethics Officer” at whistleblower@namfin.in, with the subject line “Protected Disclosure under the Whistleblower Policy. Currently CHRO Gagan Sharma is designated as the Ethics Officer of the Company.**
2. Protected Disclosures can also be directly addressed to Chairman of the Audit Committee The contact details of the Chairman of the Audit Committee are as under:

The Chairman Audit Committee
Namdev Finvest Private Limited, S1-S7-S8, 2nd Floor,
Shreenath Plaza, Neer Sagar Market, Bhankrota, Ajmer Road,
Jaipur 302026, Rajasthan

It is required for the Whistleblower to disclose their name when submitting the Protected Disclosure.

The Whistleblower should lodge a Protected Disclosure if it adheres to the following criteria:

- The disclosure of information is in the best interest of the company.
- The facts presented in the Protected Disclosure must be substantially true.
- The Protected Disclosure should not be made with any malicious intent or for personal gain, nor should it consist of false allegations.

7. Investigation

Annexure 2 provides the workflow of handling protected disclosures received. All Protected Disclosures reported under this Policy will be thoroughly investigated by the Audit Committee who



may at its discretion, consider involving any Investigators for the purpose of investigation. The decision to conduct an investigation taken by the Audit Committee is by itself not an accusation and is to be treated as a neutral fact-finding process. The outcome of the investigation may not support the conclusion of the Whistle Blower that an improper or unethical act was committed.

The identity of a Subject will be kept confidential to the extent possible given the legitimate needs of law and the investigation.

- Subjects will normally be informed of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.
- Subjects shall have a duty to co-operate with the Audit Committee or any of the Investigators during investigation to the extent that such co-operation sought does not merely require them to admit guilt.
- Subjects have a right to consult with a person or persons of their choice, other than the Investigators and/ or members of the Audit Committee and/ or the Whistle Blower.
- Subjects shall be free at any time to engage counsel at their own cost to represent them in the investigation proceedings but have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened or intimidated by the Subjects. Unless there are compelling reasons not to do so, Subjects will be given the opportunity to respond to material findings contained in an investigation report. No allegation of wrongdoing against a Subject shall be considered as maintainable unless there is good evidence in support of the allegation.
- The investigation shall be completed normally within 45 days of the receipt of the Protected Disclosure and in any case not to exceed 90 days. In case it could not be completed within the normal time progress report may be shared to the Audit Committee.

By ensuring these norms are met, the company can maintain the integrity and purpose of the Whistleblower process, promoting genuine concerns and safeguarding against any misuse or misinformation.

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8. Protection of Whistleblower's Interest:

Confidentiality: The whistleblower's identity will be kept confidential to the extent permitted by law.

No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this Policy. NFPL, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination/ suspension of service, disciplinary action, transfer, demotion, refusal of promotion, or the like including any direct or indirect use of



authority to obstruct the Whistle Blower's right to continue to perform his duties/ functions including making further Protected Disclosure.

Support and assistance is available to the whistleblower during and after the reporting process including garden leaves in case necessary.

9. Minimum Reporting Criteria:

Reports should include specific details of the alleged misconduct, including dates, times, locations, and individuals involved. The reporting employee must try to include as much information as known to him. Reports should be made in good faith, with a sincere belief that the information is accurate and truthful. The reported matter should be within the scope of the whistleblower policy and pertain to serious misconduct, unethical behavior, or violations of company policies or the law, financial irregularities including insider trading.

If an investigation leads the Audit Committee to conclude that an improper or unethical act has been committed, the Audit Committee shall direct the management of NFPL to take such disciplinary or corrective action as the Audit. Management Committee deems fit. It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures. The decision of the audit committee shall be final in respect of the disclosure.

Power of Audit Committee to Frame Procedures and Guidelines

Subject to the provisions of this policy, the Audit Committee may put in place appropriate procedures and guidelines for implementing all or any of the matters covered in the policy.

Procedure for Retention of Documents:

All the documents pertaining to the reported matter shall be retained with the Audit committee for the required length of time subject to legal requirements.

Protected Disclosures should preferably be reported in writing so as to ensure a clear understanding of the issues raised and should either be typed or written in a legible handwriting in English, Hindi or in the regional language of the place of employment of the Whistle Blower

All such documentation, or evidences shall be kept in digital/physical form with designated officer under digital/physical lock and key or password with the Audit Committee Head.

10. Amendment

NFPL reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the employees unless the same is notified to the employees in an appropriate manner. The above shall form part of the present employment and other personnel policies of NFPL