



Dhani Loans & Services

(Formerly Indiabulls Consumer Finance Limited)

(CIN: U74899DL1994PLCO62407)

Website: <https://www.dhani.com>

Whistle Blower Policy

1. Introduction

Dhani Loans & Services Limited (“the Company” or “DHANI”) is committed to adhere to the highest standards of ethical, moral and legal conduct of its business operations. To maintain these standards, the Company has formulated several policies to assist its employees in achieving and maintaining these standards.

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

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

The Company adopts accounting policies and practices in accordance with the applicable accounting standards to present a true and fair view of its operations and financial position. Selection of accounting practices requires interpretation and exercise of judgment, which may give rise to differing opinions. Employees are free to raise issues, if any, which they may have on the accounting policies and procedures adopted for any area or item and discuss the same.

2. Definitions

2.1. Investigation Committee

Investigation Committee (“the Committee”) constituted by the Board of Directors of the Company as per Companies Act

2.2. Employee

An employee is every bona-fide employee currently in the employment of the Company and/or any of its subsidiaries.

2.3. Subsidiary Company

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

2.4. Retaliation / Victimization

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

2.5. Whistle Blower

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

2.6. 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 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.

3. Framework for ensuring compliance to the Policy

The employee may report his/her concern(s) by directly visiting on the website: <https://www.dhani.com/>. Go to the lodge report section and raise concern / complaint / feedback on the portal.

Within a reasonable time of receipt of the concern by the Investigation Team, an acknowledgement shall be sent to the employee who has raised the concern/complaint (where a written address or an email as available). The acknowledgement shall confirm online receipt of the concern and inform the sender that the concern would be inquired into, appropriately addressed and reported to the Audit 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.

Investigation Committee upon the receipt of the complaint shall immediately set in motion appropriate action to inquire into the matter. Investigation Committee shall report to the subsequent quarterly Audit Committee meeting, details of the concerns received (without editing them). The Investigation Committee shall also update to the Audit Committee on the status of inquiry and actions. Further action on the subject shall be taken by Investigation Committee based on the Audit 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 complaint by Investigation Committee. Concerns requiring additional time for inquiry shall be intimated to the Audit Committee at the time of reporting the status of inquiry and actions on a quarterly basis. Once the inquiry is completed, Investigation Committee shall communicate the actions to be taken, if any, by respective groups within DHANI and track closure of such actions. The complaint 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 Committee meeting.

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

4. Prevention of victimization or harassment of employees raising any concerns under the Policy

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 strictly.

5. Confidentiality and Anonymity

Employees may raise concern(s)/complaint(s) under this Policy on an anonymous basis. The Investigation Committee shall treat all complaints in a confidential & sensitive manner. In specific cases, where the criticality & necessity of disclosing the identity is important than it may be disclosed on a “need to know basis” during the investigation process and only with the consent of the Employee. 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.

6. Record Keeping

Records pertaining to the complaint shall be maintained by the HR Team.

7. Other Matters

The HR team shall lay down an appropriate mechanism to communicate the policy periodically to the employees.