

**SUBHKAM VENTURES (I) PRIVATE LIMITED**

**WHISTLE BLOWER POLICY**

Version	Approval	Version Description	Regulatory Reference
1.0	Board Meeting dated 30 <sup>th</sup> April, 2015	2015	Section 177(9) & (10) of the Companies Act, 2013, RBI directions applicable to NBFCs, and Other applicable laws and guidelines.
1.0	Board Meeting dated 16 <sup>th</sup> April, 2024	2024	Section 177(9) & (10) of the Companies Act, 2013, RBI directions applicable to NBFCs, including governance requirements under the Scale Based Regulation (SBR) framework; and Other applicable laws and guidelines.

**SUBHKAM VENTURES (I) PRIVATE LIMITED**

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## SUBHKAM VENTURES (I) PRIVATE LIMITED

### WHISTLE BLOWER POLICY

#### 1. PURPOSE

This Policy provides a mechanism for directors, employees, and other stakeholders of the Company to report genuine concerns relating to unethical behaviour, fraud, violation of laws, RBI directions, or Company policies, and to ensure adequate safeguards against victimization of the Whistle Blower.

#### 2. REGULATORY FRAMEWORK

This Policy is framed in accordance with:

- Section 177(9) & (10) of the Companies Act, 2013
- RBI directions applicable to NBFCs, including governance requirements under the Scale Based Regulation (SBR) framework; and
- Other applicable laws and guidelines.

#### 3. APPLICABILITY

This Policy applies to:

- Directors
- Employees (permanent, contractual, temporary)
- Senior Management
- Vendors, consultants, and service providers

#### 4. DEFINITION OF WHISTLE BLOWER

A *Whistle Blower* is a person who makes a protected disclosure in good faith under this Policy concerning unethical or improper practices.

#### 5. REPORTABLE MATTERS

Reportable matters include, but are not limited to:

- Fraud, suspected fraud, or financial irregularities
- Breach of RBI directions, circulars, or guidelines
- Manipulation or misstatement of financial statements
- Misuse of Company or customer assets
- Conflict of interest or abuse of authority
- Breach of Fair Practices Code or Code of Conduct
- Data privacy or information security violations
- Any act detrimental to the interest of the Company or its customers

#### 6. REPORTING MECHANISM

Protected Disclosures may be made through the following channels:

- **Email:** info@subhkam.com
- **Written complaint:** Addressed to the Whistle Officer / Compliance Officer
- **Escalation:** Directly to the Chairperson of the Audit Committee

Anonymous complaints may be considered at the discretion of the Audit Committee.

#### 7. WHISTLE OFFICER / AUDIT COMMITTEE

- The Audit Committee shall oversee the implementation of this Policy.

- Compliance Officer shall be responsible for receiving, recording, and placing disclosures before the Audit Committee.
- Matters involving senior management or directors shall be directly placed before the Audit Committee.

## 8. INVESTIGATION PROCEDURE

- All disclosures shall be investigated promptly and objectively.
- The Audit Committee may appoint internal or external investigators.
- Investigations shall be conducted in a time-bound manner.
- Corrective or disciplinary action shall be taken based on findings.

## 9. CONFIDENTIALITY

The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law, subject to the need for investigation and regulatory requirements.

## 10. PROTECTION AGAINST RETALIATION

The Company strictly prohibits retaliation, victimization, or discrimination against a Whistle Blower who has made a disclosure in good faith.

Any act of retaliation shall be treated as a serious violation and may attract disciplinary action.

## 11. FALSE OR MALICIOUS COMPLAINTS

Disclosures that are found to be malicious, knowingly false, or made with ulterior motives may result in disciplinary action.

## 12. REPORTING TO THE BOARD AND RBI

- A summary of complaints received and actions taken shall be placed before the Audit Committee / Board.
- Where required, material issues shall be reported to RBI in accordance with applicable regulatory requirements.

## 13. POLICY REVIEW

This Policy shall be reviewed periodically by the Board or Audit Committee to ensure continued compliance with RBI directions and best governance practices.

## 14. EFFECTIVE DATE

This Policy shall come into effect from the date of approval by the Board of Directors.

Date: 16/04/2024

Place: Mumbai

