



**Freemen Investments Private Limited
Whistle Blower Policy**

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1. Introduction

Freemen Investments Private Limited “a Non-Banking Financial Company holding a valid Certificate of Registration (“CoR”) with Reserve Bank of India (‘RBI’) under current RBI classification as NBFC – Non Deposit taking with more than 20 years of experience. It is focused on offering Gold Loan, Loan against property, Vehicle Loan, Personal and Business Loan.

2. About the policy

Whistle Blower Policy provides a channel to the employees to report to the management about unethical behaviour, actual or suspected fraud or violation, which they are or become aware so that action can be taken immediately to resolve the problem.

Taking into consideration the above requirement, the Company has set-up and adopted the following Mechanism, which shall provide adequate safeguards against victimization of employees and directors and shall be overseen by Managing Director of the Company.

The Mechanism of the Company provides direct access to the Managing Director of the Company. In the case of repeated frivolous complaints being filed by an employee, Managing Director may take suitable action against the concerned employee including reprimanding them.

It covers events which have taken place / suspected to have taken place or may take place in relation to misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and/or other activities on account of which the interest of the Company or of the public at large is affected, however, the mechanism does not release the employees from their duty of confidentiality in the course of their work and nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

All Employees and Directors of the Company are covered under the scope of the mechanism in relation to matters concerning the Company.

3. Procedure

Where any director or employee finds or observes any of the events which have taken place / suspected to have taken place or may take place in relation to misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and/or other activities on account of which the interest of the Company get affected shall be reported in writing by the complainant as soon as possible.

- a. The Complaint / Grievances shall be submitted in a closed and secured envelope to the General Manager of the Company.

In order to protect identity of the complainant, the General Manager will not issue any acknowledgement to the complainant and the complainants are advised neither to write the name / address of the complainant on the envelope nor to enter into any further correspondence with General Manager. General Manager assures that in case any further clarification is required they will get in touch with the complainant.

- b. All Complaint / Grievances should be addressed to the General Manager of the Company. The contact details: -

**General Manager,
Freemen Investments Private Limited,
Libraray Road, Muncipal Junction,
North Paravur, Ernakulam**

- c. Complaint / Grievances against the General Manager should be addressed to the Managing Director. The contact details of the Managing Director are as under:

**Managing Director,
Freemen Investments Private Limited,
Libraray Road, Muncipal Junction,
North Paravur, Ernakulam**

- d. On receipt of the Complaint / Grievances General Manager /Managing Director, shall make a record of the Complaint / Grievances and may also ascertain from the complainant details for further appropriate investigation and needful action.
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4. Investigation

1. All Complaints / Grievances will be recorded and thoroughly investigated. The General Manager may investigate and at his discretion consider involving any other Officer of the Company.
 2. Suspect(s) shall co-operate with the General Manager or any of the Officers appointed by him in this regard.
 3. Suspect(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witness shall not be influenced, threatened or intimidated by the Concerned Person(s).
 4. Unless there are compelling reasons not to do so, Suspect(s) will be given the opportunity to respond to material findings contained in the investigation report. No allegation of wrong doing against a suspect shall be considered as maintainable unless there is good evidence in support of the allegation.
 5. Suspect(s) has a right to be informed of the outcome of the investigations.
 6. The investigation shall be completed normally within 90 days of the receipt of the Complaint / Grievances and is extendable by such period as the General Manager deems fit.
 7. If any complaint is received under this Policy with respect to any allegation which falls within the ambit of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”), the same will be referred to the Internal Complaints Committee constituted under POSH Act in the Company.
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5. Decision and Reporting

1. In case prima facie case exists against the suspect, then General Manager shall forward the said report with its recommendation to the concerned disciplinary authority for further appropriate action in this regard or shall close the matter, for which he shall record the reasons in writing. Copy of above decision shall be addressed to the General Manager, the complainant and the suspect.
2. In case the suspect is a Vigilance officer of the Company, the Complaint / Grievance shall be addressed to the Managing director who, after examining such complaint shall forward the matter to the Board of Directors. The Board of Directors after providing an opportunity to the suspect to explain his position and after completion of investigation shall submit a report along with its recommendation to the concerned disciplinary authority for further appropriate action in this regard or shall close the matter, for which he shall record the reasons. Copy of the above decision shall be addressed to the Vigilance Officer and the complainant
3. In case the suspect is any Director of the Company, the Vigilance officer after examining the complaint shall forward the same to the Managing Director and if deemed fit the Managing Director shall appropriately and expeditiously investigate such complaint.

4. A complainant who makes false allegations of unethical and improper practices or about wrongful conduct of the suspect to the Managing Director shall be subject to appropriate disciplinary action in accordance with the rules of the Company.

5. If the alleged fraud or misconduct is proven after investigation, the Managing Director may impose such penalty / fine as it may deem fit depending upon nature of fraud or unethical act done by the person.

6. Secrecy / Confidentiality

The complainant, Managing Director, the Suspect and everybody involved in the process shall:

- a. Maintain confidentiality of all matters.
 - b. Discuss only to the extent or with those persons as required under this policy for completing the process of investigations.
 - c. Not to keep the papers unattended anywhere at any time and shall keep the electronic mails /files under password.
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7. Retention of Documents

All complaint / grievance along with the results of Investigation relating thereto, shall be retained by the Managing Director for a period of 7 (seven) years or such other period as specified by any other law in force, whichever is more.

8. Administration of the Policy

The General Manager shall be responsible for the administration, interpretation and application of this policy.

9. Annual Affirmation

The details of Mechanism shall be disclosed in the Board of Directors Report every year, subject to the applicable provisions for the time being in force.

10. Exemptions

The following types of complaints will ordinarily not be considered and taken up:

- a. Complaints that are Illegible, if handwritten;
 - b. Complaints that are vague, with pseudonyms;
 - c. Complaints that are trivial or frivolous in nature;
 - d. Matters which are pending before a court of Law, State, National Human Rights Commission, Tribunal or any other judiciary or sub judiciary body;
 - e. Any matter that is very old from the date on which the act constituting violation is alleged to have been committed;
 - f. Issue rose, relates to loan related service matters or personal grievance.
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11. Protection for Whistle Blower

No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported Disclosure under this policy. The Company, 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/her duties / functions including making further Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Disclosure. Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedures etc.

The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law. Any other Employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

12. Decision on investigation

If an investigation leads the General Manager / Managing Director to conclude that an improper or unethical act has been committed, the General Manager / Managing Director shall recommend to the management of the Company to take such disciplinary or corrective action as he may deem 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.

If the report of investigation is not to the satisfaction of the Whistle Blower, the Whistle Blower has the right to report the event to the appropriate legal. A Whistle Blower who makes false allegations of unethical & improper practices or about alleged wrongful conduct of the Subject to the General Manager / Managing Director, shall be subject to appropriate disciplinary action in accordance with the Code, procedures and Policies of the Company.

13. Administration and review of policy

The Board shall review and amend this policy as and when required.

If at any point a conflict of interpretation / information between the policy and any regulations, rules, guidelines, notification, clarifications, circulars, master circulars/ directions issued by relevant authorities (“Regulatory Provisions”) arises, then interpretation of the Regulatory Provisions shall prevail.

In case of any amendment(s) and/or clarification(s) to the Regulatory Provisions, the policy shall stand amended accordingly from the effective date specified as per the Regulatory Provisions.
