



Whistle Blower Policy

Nivara Home Finance Limited

CIN: U65922KA2014PLC077547

No. 22, 23, 24, 25/101/3, 3rd Floor, BNR Complex,
Sri Rama Layout, Opp. to RBI Layout, 7th Phase,
J P Nagar, Bengaluru – 560078

Version	Authority	Date of Approval
V.1	Board	14.12.2017
V.2	Board	20.12.2018
V.3	Audit Committee	15.05.2025

1. Introduction

Section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 requires Companies which have borrowed money from banks and public financial institutions in excess of fifty crore (50 Crore) rupees to establish a vigil mechanism/whistle blower policy for their directors and employees to report their genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation of the company's Code of Conduct. This mechanism will provide adequate safeguards against victimization of employees and directors who avail of the mechanism.

In Compliance with the above requirements, Nivara Home Finance Limited ("**Nivara/Company**") has framed and adopted the said policy.

2. Objective

Nivara is committed to adopting the highest business, governance, ethical and legal standards. To aid in achieving this objective, the company has formulated several policies and guidelines that assist the employees in maintaining these high standards. The Company also employs several modes of checks and balances to ensure adherence to its policies.

The purpose of the Whistle Blower Policy ("**the Policy**") is to encourage employees to report matters without the risk of subsequent victimization, discrimination or disadvantage.

The Whistle Blowing or reporting mechanism set out in the Policy invites all employees to act responsibly to uphold the reputation of the Company. The Policy aims to provide a mechanism to ensure that concerns are properly raised, appropriately investigated and addressed. The Company recognizes this mechanism as an important enabling factor in administering good governance practices.

The Policy complies with the requirements of the vigil mechanism as envisaged by the Companies Act, 2013 and the rules framed thereunder.

3. Definitions

- 3.1 "**Audit Committee**" means the Audit Committee constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act 2013.
- 3.2 "**Employee**" shall mean an employee is every Bonafide employee currently in the employment of the Company including whole time directors.
- 3.3 **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

3.4 **“Whistle Blower”** shall mean any employee who raises concern in accordance with this Policy.

3.5 **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

3.6 **“Access Person”** means an officer of the company nominated by the Chairperson of the Audit Committee to receive concern/complaint from Whistle blowers, maintain record thereof, conduct detailed investigation under this policy, placing the same before the Audit Committee for its disposal and informing the Whistle blower the results thereof.

4. **Reporting of a Whistle Blower Concern/Complaint**

4.1 The employee may send a communication directly through email to whistleblower@nivarahousing.com or to the chairperson of the Audit Committee chairman.audit@nivarahousing.com in exceptional cases or by post at Corporate office address.

4.2 Within a reasonable time of receipt of the concern an acknowledgment shall be sent to the sender of the concern (where a return address or email address is available). The acknowledgment shall confirm receipt of the concern and inform the sender that the concern would be inquired into, appropriately addressed.

4.3 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.

5. **Administration of the Policy**

5.1 The Access Person, upon receipt of the concern or complaint shall immediately set in motion appropriate action to inquire into the matter.

5.2 Inquiry into the concerns received under this policy shall normally be completed within 90 days of receipt of the concern. A concern shall be kept open until such actions are initiated/completed.

5.3 The Access Person shall lay down operating guidelines for handling the disclosures, investigations, record retention, communication, process of reporting of actions taken etc.

5.4 Based on a thorough examination of the findings, the Access Person shall submit the Report to the Managing Director / Audit Committee.

5.5 If, at the conclusion of its investigation, the Company determines that a violation has occurred, the Company will take effective remedial action commensurate with the nature of the offense. Reasonable and necessary steps will also be taken to prevent any further violations.

6. Protection

Protection to employees and prevention against retaliation, victimization or harassment of employees raising any concern under the Policy

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

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

The company will not tolerate any attempt on the part of anyone to retaliate, apply any sanction or disadvantage or to discriminate against any person who has reported to the company serious and genuine concern regarding an apparent wrongdoing.

Any infractions of the Code of Conduct of the company by the complainant after raising the complaint may however invalidate the protection provided under this Policy.

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 the 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 behalf of any employee to misuse the policy for personal advantage will be dealt with strictly.

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.

7. Confidentiality and Anonymity

An employee may choose to send communication under this policy on an anonymous basis. However, employees are encouraged to disclose their identities while raising concerns under this Policy. This will assist in obtaining additional details or evidence as may be required during the inquiry. Identity of the complainant(s) shall be treated as confidential and shall not be disclosed. This would not have any impact on the employee's performance appraisal, assignment of work or other matters related to employment.

8. COMMUNICATION

The policy should be published on the website of the company.

9. REVIEW OF POLICY

The policy will be reviewed by the audit committee on an annual basis.