

V. WHISTLE-BLOWERS

Capital Float values integrity, commitment and speed in terms of deliverable and actionable, at the same time has, “**Zero Tolerance**” with respect fraud, blatant violations of process and policies, abuse of Company ethics, ethos and the set standards of the Company.

1. Purpose of the Policy

The purpose of the policy is to articulate the Company’s policy on “Whistle Blowing”, the process and procedure that needs to be adhered while doing the same.

2. This Policy

This policy provides a platform and a tool for the employees of the Company not only to voice their concerns and also grievances about professional misconduct without the fear of getting reprimanded, it also provides platform for external parties to seek redressal of their grievances in case of a professional misconduct by the employee of the Company, agents, vendors and third parties associated with the Company.

The policy paves way for a conducive atmosphere wherein it promotes responsible and protected whistle blowing. It also reminds the employees about their obligation to report any suspected violation of process, policies, any law that applies to the Company, suspected violation of Company’s values, ethics or code of conduct. It could be a dynamic source of information about what may be going wrong at various levels of the Company which will help the Company to take curative measures as a part of good governance practice.

3. Applicability of the Policy

The policy is applicable to all the employees of Capital Float and also for all the events which have taken place or suspected to take place like:

- Abuse of authority
- Breach of contract
- Manipulation of Company record and data
- Financial Irregularities including fraud or suspected fraud
- Criminal Offence
- Pilferation of confidential/ proprietary information
- Blatant violation of law / regulation
- Misappropriation of Company funds/asset

- Breach of code of conduct/ ethics/ policy or prescribed rules and regulations of the Company
- Any other unethical, biased, favoured or an imprudent event
- Abetment of any of the above mentioned acts

4. Who is a Whistle Blower?

A third party/employee who discloses or demonstrates an evidence of unethical activity or any conduct that may lead to breach of the Company's code of conduct, ethics, process and policies or its values.

5. Protection

This process is designed to provide protection/non-disclosure about the identity of the whistle blower (third party/employee) provided that the disclosure made /concern raised/ allegations made by a whistle blower are in good faith and the alleged action or non-action, warrants a genuine serious breach of Company's set principles, its core values or its code of conduct.

The Company further avows that it will not allow any whistle blower to get penalized for raising a concern in the right earnest.

As a Company it condemns any kind of discrimination, aggravation, victimization or any other unfair employment practices against any person. The Company shall provide complete protection to the whistle blowers against unfair practices like retaliation, threat or intimidation, termination/suspension of service, disciplinary action, transfer, demotion or refusal of promotion, or the like, including any direct or indirect use of authority to obstruct whistle blower's right to continue to perform his/her duties/functions in free and fair manner.

6. Reporting in good faith

Every whistle blower especially employee is expected to read and understand this policy and abide by it. It is recommended that any individual who wishes to report, do so after gathering adequate facts/data and information in order to substantiate his statements. It also emphasis that the whistle blower should not complain or make allegations based on frivolous or baseless grounds or with a malicious intent.

This also means that, no action should be taken against the whistleblower, if the complaint was made in good faith and no misconduct was established subsequent to an investigation. If a complaint after investigations turns out to be preposterous, baseless and holds no water or alleged with an malafide intent or with an ulterior motive, appropriate disciplinary action to be initiated against the whistle blower (employee) by the Company.

7. List of exclusions

The following type of complaints shall not be eligible to be admitted under this Policy:

- Hand written complaints which are undecipherable
- Trivial and frivolous
- Malicious in nature
- Lis Pendens (pending Legal Action, or a formal notice of one)
- Complaints about personal grievance such as promotion, increments, appraisal etc..

8. Dealing with anonymity

A whistle blower may decide to keep his/her identity anonymous and in such a scenario the complaint/allegations should be backed up by strong evidences and data.

9. Secrecy

The Company will treat all the complaints/allegations in a confidential and sensitive manner. In unique cases where the criticality and necessity of disclosing the identity of the whistle blower is required on a need to know basis, the same shall be done only with prior permission of the whistle blower.

10. Procedure for raising a complaint

A whistle blower may report any violations or suspected violation of the Company's policy or any applicable law, by sending an email to whistleblower@capitalfloat.com

The access to the designated E-mail ID will be limited to the Co-Founders/HR Head.

Post receiving any whistle blower mail or related info, the case shall be referred to Fraud Risk Management – Head or to an external agency, for a detailed investigation, at the discretion of the Company.

Fraud Risk Management team (FRM) will investigate, in detail, as regards the violation / suspected violation and all the related info. Facts and material of evidentiary value available during the course of investigation / so provided and while carrying out the investigation, the FRM shall ensure strict confidentiality of such investigation. It shall be the bounden duty of every employee to cooperate in every manner possible with regard to the investigation and also to provide such material as and when it is called for during and after the investigation by the FRM team. Failure to cooperate or deliberately trying to provide a false information in an investigation can be a basis for disciplinary action as per the HR Policy of the Company.

FRM team will submit a detailed report after the conclusion of the investigation, stating the facts and the misdemeanour committed by the employee and the FRM shall also recommend to the Human Resources team the appropriate actions as per Company Human Resources Policy based on the following:

- Severity of the misconduct
- Impact on the Company (Reputation, Financial/Non-financial)
- Past record of the employee
- Past precedence of treating similar violations (A summary of the same will be kept with the Company by the HR team) and
- Also to take reasonable and necessary steps to prevent any further violations of the Company policy.

The action shall constitute from a minimum written warning, demotion, withholding promotions, relieving the employee from the services of the Company and / or even prosecution as per the law of the land.

11. Document retention

All documents relating to reporting, investigation and enforcement pursuant to this policy shall be kept in accordance with the Company's record retention policy which vary from 1 year to 3 years, as per the discretion of the Company.

12. Whistle blower committee

The following members constitute the whistle-blower committee, and would be responsible for investigation, follow-up and necessary actions to be taken in case:

- Prashant Manjunath
- Ankit Satsangi
- R N Murthy
- Chhaya Sharma