

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Preamble

This Vigil Mechanism/Whistle Blower Policy (“**Mechanism**” or “**Policy**”) has been formulated pursuant to the provisions of Section 177 of the Companies Act, 2013 read with the applicable rules thereto and, Regulations, Circulars, Clarifications and Notifications as applicable and amended from time to time (hereinafter referred to as “**Law**”), by the Board of Directors of Lendingkart Finance Limited (“**LFL**” or the “**Company**”).

Objective

LFL adheres to the highest standards of ethical, moral and legal conduct of business operations.

The objective of this Policy is to provide a framework to promote responsible and secure whistle blowing in case of any instance of malpractice or misconduct across LFL.

Applicability

This Policy is applicable to all Directors and Employees of LFL.

Definitions

“Committee” means the group of members who will conduct the investigation.

“Disciplinary Action” means an action that can be taken on the completion of /during the investigation proceedings including but not limiting to a warning, imposition of fine, suspension from official duties or any such action as is deemed to be fit considering the gravity of the matter.

“Employee” means any person in direct or indirect employment of LFL and includes any person working at LFL.

“Protected Disclosure” means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.

“Whistle Blower” means and includes Employees, suppliers, contractors or any person associated with LFL, who makes a Protected Disclosure under this Policy.

LENDINGKART FINANCE LIMITED (Formerly AADRI INFIN LIMITED)

CIN: U65910MH1996PLC258722

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Phone: +91-79-6677 0600

email: lendingkartfinance@lendingkart.com

website: www.lendingkartfinance.com

Concerns that may be reported

LFL is committed to developing a culture where it is safe for all to raise concerns of any unethical behaviour. It is upto the Whistle Blower to justify and satisfy himself / herself about the genuinity of the matter and report accordingly. The concerns that may be reported under this Mechanism are:

1. fraud or suspected fraud including financial irregularities;
2. violation of applicable laws or LFL rules including breach of code of conduct;
3. manipulation of records and/or data;
4. negligence causing danger to health and safety of Employees or public at large;
5. hiding or trying to hide/camouflage of any such misconduct;
6. leaking of Company's confidential / sensitive information or data/papers;
7. misuse or misappropriation of Company's assets, position, power or authority for personal gain;
8. any other matter or activity which may affect the interest of the Company.

Procedure

1. A Whistle Blower can make Protected Disclosure at lendingkartfinance@lendingkart.com within 30 days of becoming aware. The Whistle Blower raising the concern shall be protected against victimization.
2. No concerns will be considered and investigated beyond the details of the Whistle Blower raising them.
3. In case, in a preliminary discussion, the initial enquiries indicate that the concern does not have requisite basis, it may be dismissed with the reasons to be recorded in writing. However, in case it is found/established that further investigation is necessary, it will be carried out by the Committee as may be formed by including members from the related departments. The detailed findings and action taken shall be recorded in writing.
4. The Committee shall provide an opportunity of being heard to all the people involved and shall ensure confidentiality of matter.
5. In exceptional cases, the Whistle Blower may be given direct access to the Chairperson of the Audit Committee.
6. In case the concern raised is found to be completely false or frivolous or malafide, the Committee shall take appropriate Disciplinary Action against the Whistle Blower.

Reporting

A report with number of complaints received under the Policy and their outcome shall be placed in the Audit Committee meeting periodically.

Disclosure

Adequate disclosures pertaining to this Policy shall be made in the Annual Report and on the website of the Company as required by Law.

Amendments

The Board may review and amend this Policy as and when it deems necessary. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date of such amendment(s), clarification(s), circular(s) etc.
