

Whistle Blower Policy

PREAMBLE:

The Guidelines for Corporate Governance for Insurers in India issued by Insurance Regulatory and Development Authority of India (IRDAI) require Insurers to put in place a Whistle Blower Policy and mechanism for employees to raise concerns internally about possible irregularities, governance weaknesses, financial reporting issues or other such matters. Pursuant to the said provision, this Whistle Blower policy (“Policy”) has been formulated by Go Digit General Insurance Limited for its employees.

A. OBJECTIVES

The basic objectives of this Policy are as under:

1. To provide mechanisms for employees to raise genuine concerns internally about possible irregularities, governance weaknesses, financial reporting issues or other such matters.
2. To safeguard employees, who raise genuine concerns, from victimization.

B. SCOPE OF POLICY:

An employee can raise concerns to the Management in the following cases. The list is illustrative and shall not be taken to restrict the scope of the Policy.

1. Breach of any applicable law, statute or regulation by the Company
2. Issues related to financial reporting, accounting policies and procedures adopted for any area or item
3. Acts resulting in financial loss or loss of reputation
4. Misappropriation of the assets/funds of Company
5. Misuse of office, suspected/actual fraud and criminal offenses
6. Non-compliance of the Company’s policies on Anti-bribery, Anti-corruption, code of conduct / ethics.

This policy does not cover the complaints / reports by employees as to sexual harassment at work place for which a separate mechanism is laid down under Prevention of Sexual Harassment at the Workplace Policy.

C. HOW DO EMPLOYEES RAISE THEIR CONCERNS?

The Employee may send concern / communication directly in writing through a letter to any member of the Committee at the following address:

Go Digit General Insurance Limited
Atlantis, 95, 4th B Cross Road,
Koramangala Industrial Layout,
5th Block, Bengaluru - 560095

Or by an e-mail addressed to whistleblower@godigit.com

- a. The Concern or communication should give full details of the subject with supporting evidence properly signed [other than e-mails] by the employee raising concern giving Full name, location,

Whistle Blower Policy

- Employee number and contact details (Tel number/ e-mail address, etc.).
- b. Evidence gathered should be produced along with the Concerns. It should be noted that the evidence should be gathered only through lawful means and by honoring the procedures to be followed.
 - c. The Communication (other than email) should be submitted in a sealed envelope.
 - d. The Communication (including e-mail communication) should be marked as "CONFIDENTIAL".
 - e. Apart from raising concerns to the Members of the Committee, employees can raise the concerns internally or could directly report to the chairperson of the Board or of a Committee of the Board or to the Statutory Auditor.

D. WHISTLE BLOWER / ETHICS COMMITTEE

The Whistle Blower Committee (also referred to as "the Ethics Committee" or "the Committee") shall be responsible for reviewing the communication and taking appropriate action and for enforcement of this policy. The Committee shall consist of:

- 1. Ravi Khetan, Chief Financial Officer – Chairman
- 2. Rasika Kuber, Head – Legal & Compliance – Member
- 3. Amrit Jaidka Arora – Chief Human Resources Officer

The Committee shall meet at least once in every quarter or at such other interval as may be required. The quorum of the Committee should be one third of the members or two, whichever is higher. The Managing Director & CEO shall have the right to change the Committee members of the Committee. The Committee shall report to the Audit Committee.

E. POWERS AND FUNCTIONS OF THE COMMITTEE

- a. The Committee may suo moto take cognizance of any offence or incident which has been brought to its notice, by IRDAI, external investigative agency, government Authority, Quasi-Judicial or Judicial Authority or from an outsider, or from any third party and initiate enquiry into the same.
- b. 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 and reported to the Audit Committee, if required.
- c. In case the concern does not fall within the ambit of the Whistle Blower Policy but falls within the ambit of some other Company 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.
- d. Concerns received shall be scrutinized. Any Concerns not duly supported by documents / evidence with verifiable facts will not be considered.
- e. All concerns under this policy shall be examined by the Committee constituted under this policy. All members of the Committee shall handle and assess any Concern in an independent and fair manner and to safeguard the necessary confidentiality and to safeguard the interest of the Company.
- f. Inquiry into the concerns received under this policy shall normally be completed within 90 days of receipt of the concern. Concerns requiring additional time for inquiry shall be intimated to the Audit Committee at the time of reporting the status of inquiry and actions on a quarterly basis.

Whistle Blower Policy

Once the inquiry is completed, HR shall communicate the actions to be taken, if any, by respective groups within the Company and track closure of such actions. A concern shall be kept open until such actions are initiated/completed.

- g. The concern shall be deemed as closed upon conclusion of the inquiry and disciplinary action, recovery proceedings, initiation of external legal proceedings, or reporting as required by extant policies, after which the concern shall be reported as closed to subsequent quarterly Audit Committee meeting.
- h. The status of all concerns which are open shall be reported to the Audit Committee on a quarterly basis. Concerns which were closed during the preceding quarter shall also be informed to the Audit Committee along with relevant details.

F. DECISIONS OF COMMITTEE

- a. All Members of the Committee shall be entitled to one vote on each issue for which the vote is being taken. Motions shall be passed based on majority of votes. In the event of any issue arising wherein any matter related to a Member of the Committee or department to which the Member belongs is in question, then such Member will not be entitled to vote on any motion pertaining to that issue.
- b. Before any action is taken, the person against whom the concern is raised as well as the person who is accused would be given reasonable opportunity to present his case.
- c. The Committee shall have the powers to decide as to the punishment to be awarded to the employee involved, which shall also include recommending the termination of an employee. In case of contractual employment, the decision of the committee shall be conveyed to the concerned contractor to take the requisite action.
- d. In appropriate cases, if an employee is not satisfied with the decision of the Committee, he / she may approach the Chairperson of the Audit Committee of the Board of Directors. The employee may send the letter in a sealed envelope to:

The Chairman of the Audit Committee
Go Digit General Insurance Limited
Atlantis, 95, 4th B Cross Road, Koramangala
Industrial Layout, 5th Block,
Bengaluru 560095 Karnataka

- e. The decision of the Chairman of the Audit Committee shall be final and binding.

G. PROTECTION OF EMPLOYEE:

The Company believes and follows a robust anti-retaliation approach towards concerns raised in good faith by employee(s). 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. The identity of the complainant(s) shall be treated as confidential and shall not be disclosed. This would not have any impact on the employees' performance appraisal, assignment of work or other matters related to employment with the Company. Any employee who makes a disclosure or raises a concern under the Policy, in good faith, will be protected. Any violations of any of the Company's policies by the employee raising the concern may invalidate the protection

Whistle Blower Policy

provided under this policy. The management, at their sole discretion, may reward the employee who filed the complaint to acknowledge his/her concern for the company.

H. FALSE & FRIVOLOUS CONCERN

This Policy neither releases employees from their duty of confidentiality in their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation or with a mala fide intent. If the concern raised is found to be false, malicious or for any personal gain, the Committee may recommend disciplinary action against such Employee leading up to termination of employment.

I. REVIEW

This Policy shall be reviewed by the Board annually or at any other frequency as may be deemed necessary. This Policy may be modified during the year by the Managing Director & CEO of the Company and Chief Compliance Officer jointly prior to any such review by the Committee and such modifications shall be reported to the Committee at its next meeting for ratification. Any changes in the applicable mandatory regulatory provisions shall automatically be treated as part of this Policy.