

Jana Small Finance Bank ('the Bank') is committed to the high standards of ethics & integrity. The Bank encourages an open culture in all its dealings between staff, managers, customers and all people with whom it comes into contact. The Board of Directors (BoD) and the Senior Management of the Bank are committed to maintenance of high standards of honesty and integrity, and to promoting and maintaining a corporate culture that adheres to these values.

Purpose and Scope

The Policy is intended to help individuals who have major concerns over any wrongdoing within the Bank to report unlawful conduct, misconduct, malpractices, violation of any legal or regulatory provisions, financial mismanagement, accounting irregularities, etc. This policy applies to all employees, including part time, temporary and contract employees and directors of the Bank. It is expected that this Policy will encourage various stakeholders namely, the Bank's employees, directors, customers, suppliers, shareholders, etc. to bring to the notice of the Bank any issue involving compromise/ violation of ethical norms, legal or regulatory provisions, etc. without any fear of reprisal, retaliation, discrimination or harassment of any kind.

The policy is primarily for concerns where the interests of external agencies, customers, or other entities dealing with the Bank, other employees or of the organization itself are at risk. Where an employee is aggrieved about her/ his personal position, s/he may use the grievance redressal mechanism enunciated by the Human Resources function. This Policy shall be read in conjunction with the 'Annexures to the Whistle Blower Policy' document.

Definitions

1. **Whistleblowing**– Exposing any kind of information or activity which is in the public interest, which is deemed illegal, dishonest, or not correct within the Bank.
2. **Whistle-blower**– A person who exposes any kind of information or activity which is in the public interest, which is deemed illegal, dishonest, or not correct within the Bank. In this policy the words 'Whistle blower' and 'informant' have been used interchangeably.
3. **Subject** – Subject or Subject of investigation could be a person or group of people against whom a complaint or issue has been reported.
4. **Designated Authority**–Person authorized to receive complaints/ issues under the whistle blower mechanism of the Bank which is the Chief Compliance Officer (CCO) or in some cases the Chairman of the Audit Committee of the Board (ACB).

Responsibility of the Board of Directors

The Board of Directors of the Bank shall have overall responsibility for effective implementation of the whistle blower policy and mechanism across the Bank. The Board through the ACB shall review and monitor the implementation of the whistle blower mechanism on a quarterly basis.

Whistle Blower's Protection

The Whistle Blower will be responsible for reporting reliable information. Whistle Blower shall not act on their

own in conducting any investigative activities, nor will they have a right to participate in any investigative activities other than as requested by the Designated Authority or the ACB. If one raises a concern under this Policy, s/he shall not be at risk of suffering any form of reprisal or retaliation. Retaliation includes discrimination, reprisal, harassment or vengeance in any manner. The Bank's employee shall not be at the risk of losing her/ his job or suffer loss in any other manner like 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 her/his duties/functions including making further Protected Disclosure, as a result of reporting under this Policy. The protection is available provided that:

1. The communication/disclosure is made in good faith;
1. S/he reasonably believes that information, and any allegations contained in it, are substantially true; and
2. S/he is not acting for personal gain.

As a matter of general deterrence, the Bank shall inform Bank employees of the penalty imposed and discipline of any person for misconduct arising from retaliation.

All concerns must be raised in good faith. No action shall be taken against anyone who makes an allegation in good faith, reasonably believing it to be true, even if the allegation is not subsequently confirmed by the investigation.

Anyone who abuses the procedure (for example by maliciously raising a concern knowing it to be untrue) or who victimizes a colleague by raising a concern through this procedure shall be subject to disciplinary action. If considered appropriate or necessary, suitable legal actions shall be initiated against such individuals.

Any investigation into allegations of potential misconduct shall not influence or be influenced by any disciplinary or redundancy procedures already taking place concerning an employee reporting a matter under this policy.

Help will be provided to an informant in order to minimize any difficulties, which s/he may experience. This may include advice on giving evidence if needed. If necessary, meetings may be arranged off-site with her/him, and with s/he being represented, if s/he so wishes.

In case of repeated frivolous complaints being filed by a director or an employee, the audit committee may take suitable action against the concerned director or employee including reprimand.

Whistle blower employees reporting fraudulent activity in an account shall get all protection under the Whistle Blower Policy so that fear of victimization does not act as a deterrent.

Harassment or Victimization

The Bank shall not tolerate the harassment or victimization of anyone raising a genuine concern. A whistle blower can report any violation of this rule to the Chairman of Audit Committee, in case the complaint is against any Director and in any other case to the CEO & Managing Director. Such person to whom the complaint is made shall have the responsibility to investigate such a complaint and instruct further action to the management.

Confidentiality

The Bank recognizes that an informant may want to raise a concern in confidence under this Policy. The Bank shall not disclose the identity, without her/ his consent. If the situation arises where the Bank is not able to resolve the concern without revealing the identity (for instance because her/ his evidence is needed in court), bank shall discuss with her/ him about the proposed manner to proceed, and within the confines of statutory requirements endeavor to meet her/ his preferences on revealing the identity.

Anonymous Reporting of Issues

The policy encourages employees to put their names to allegations as appropriate follow-up questions and investigation may not be possible unless the source of the information is identified. In the absence of sufficient information about the identity of the informant the Bank may not be in a position to protect the informant or provide feedback to the informant.

The Bank may consider anonymous reports, at its discretion, this Policy is not well suited to concerns raised anonymously. Concerns expressed anonymously may be investigated, but consideration will be given to:

1. The seriousness of the issue raised;
2. The credibility of the concern; and
3. The likelihood of confirming the allegation from attributable sources.

Disqualifications

While it will be ensured that whistleblowers will be accorded complete protection from unfair treatment, any abuse of this protection will warrant disciplinary action.

Protection under this policy will not mean protection from disciplinary action arising out of false or bogus allegations made by any whistleblower, knowing fully well that the allegations are bogus and/or false or with a mala fide intention.

Whistleblowers, who make 'protected disclosures' under this policy, which subsequently are found to be mala fide or malicious or whistleblowers who make 3 or more 'protected disclosures' which are found to be frivolous, baseless or reported otherwise than in good faith, will be disqualified from making further 'protected disclosures' under this policy.

Procedure for Reporting and Handling Issues under this Policy

The whistleblowing procedure is intended to be used for serious and sensitive issues, based on factual information and not speculation. The procedure for handling reported issues can be segregated into the responsibilities of designated authority and the investigation process. Refer to the Annexure of this Policy for a detailed account of the procedure for reporting issues by whistle blowers and the procedure to be adopted for handling of issues.

An indicative list of the activities that constitute misconduct/ malpractice/ violations but, that are expected to be reported have been identified. Refer to the Annexure of this policy.

Reporting to the Board

A quarterly report is to be submitted by the CCO to the ACB, detailing the complaints, if any, received from whistleblowers. Action taken, decision / recommendation and status of each case shall also be highlighted in the report. This report or an abridged version with all salient information is to be placed before the Board in its annual meeting.

Policy Maintenance, Review and Approval

The Compliance Department shall be responsible to own, maintain and update this policy. Compliance Department shall engage with relevant business and functional units to make necessary updates to the policy and framework and shall be responsible for the periodic review of the policy and framework. The policy shall be presented to the Compliance Committee for recommendation to the Board of Directors for approval through the Audit Committee of the Board on an annual basis.

If any change in this policy is subsequently found necessary, consequent upon any change in regulatory guidelines, market conditions, etc., such changes and approvals shall be deemed to be part of the policy and framework until the policy and framework are comprehensively reviewed. All such changes shall be approved by the Compliance Committee before it comes into place and subsequently ratified by the ACB. The Bank reserves the right to modify or amend this policy at any time as it may deem necessary.

The ACB shall conduct an independent assessment on overall compliance of this policy and effectiveness of its implementation, at least on an annual basis.

Policy Review

The scope of annual review of the Policy shall take into consideration the following:

1. Applicable Laws and regulations introduced since the last review of the policy
2. Feedback on the effectiveness of the policy
3. Supervisory review report or any audit reports
4. Any changes to the business environment which may affect this policy
5. Any changes to the risk management environment which may affect this policy

Policy Effective Date

This policy comes into effect immediately on approval by the Board of Directors of the Bank and shall remain in force till further review by the Board