

STRIDE ONE CAPITAL PRIVATE LIMITED

(erstwhile Rising Straits Finance Private Limited)

Whistle Blower Policy

Version 1.0

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Status

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1. Introduction

Stride One Capital Private Limited (“**Stride One**”) is registered as a Non-Systemically Important Non-Deposit taking Non-Banking Financial Company (“NBFC – ND – NSI”) with the Reserve Bank of India (“**RBI**”) since February 25, 2009 bearing NBFC registration number B-14.03181. Stride One has been primarily engaged in the business of providing credit facilities to individuals, proprietors, partnerships and private and public companies.

2. Objective

StrideOne believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour.

The objective of this policy is to provide an environment where every employee feels empowered to raise concerns regarding any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, any unethical practice/non-compliance, etc. without fear of punishment or unfair treatment.

This Policy governs reporting and investigation of allegations of suspected irregularities within StrideOne and assures protection to the Employees/Directors/Officers raising a concern about such irregularities from any negative consequences. The vigil mechanism shall provide for adequate safeguards against victimization of director(s) or employee(s) or any other person who avail the mechanism.

The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

The areas of concern covered by this Policy are summarized in paragraph 5 below.

This Policy shall supplement StrideOne’s other policies in force relating to reporting of concerns.

3. Definition

- i. “Board” means the board of directors of StrideOne
- ii. “Directors” means all directors appointed on the Board
- iii. “Disciplinary Action” means any action that can be taken on the completion of during the investigation proceedings including but not limited 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.
- iv. “Employee” means any employee or officer of StrideOne.
- v. “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.
- vi. “Subject” means a person against or in relation to whom a Protected Disclosure is made

or evidence gathered during the course of an investigation.

- vii. “Whistle Blower” is someone who makes a Protected Disclosure under this Policy.
- viii. “Whistle Officer” or “Committee” means an officer or Committee of persons who is nominated/appointed to conduct detailed investigation.
- ix. “Ombudsperson” will be a director on the Board (as detailed in Schedule 1) who has been identified for the purpose of receiving all complaints under this Policy and ensuring appropriate action. In case the Subject is the above identified director then the Whistle Blower can send the complaint under this Policy to any other directors on the Board who will then be the Ombudsperson for this complaint.

4. The Guiding Principles

To ensure that this Policy is adhered to, and to assure that the concern will be acted upon seriously, StrideOne will:

- Ensure that the Whistle Blower and/or the person processing the Protected Disclosure is not victimized for doing so;
- Treat victimization as a serious matter including initiating disciplinary action on such person/(s);
- Ensure complete confidentiality.
- Not attempt to conceal evidence of the Protected Disclosure;
- Take disciplinary action, if anyone destroys or conceals evidence of the Protected Disclosure made/to be made;
- Provide an opportunity of being heard to the persons involved especially to the Subject.

5. Policy Coverage and Exclusions

a) Coverage

The Policy covers malpractices and events which have taken place/ suspected to take place involving:

- i. Abuse of authority at any defined level in StrideOne
- ii. Breach of contract
- iii. Negligence causing substantial and specific danger to public health and safety
- iv. Manipulation of company data/records
- v. Financial irregularities, including fraud, or suspected fraud
- vi. Criminal offence
- vii. Pilferation of confidential/propriety information
- viii. Deliberate violation of law/regulation
- ix. Any violation of applicable law and regulations thereby exposing StrideOne to penalties / fines
- x. Any violation of internal policies of StrideOne
- xi. Wastage/misappropriation of company funds/assets

- xii. Breach of employee Code of Conduct or Rules
- xiii. Any other unethical, biased, favored, imprudent event which does not confirm to approved standard of social and professional behavior or a grievance about a personal situation.

Policy should not be used in place of StrideOne grievance procedures or be a route for raising malicious or unfounded allegations against colleagues

b) Exclusions

- i. While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.
- ii. Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention or a grievance about a personal situation.
- iii. Whistle-blowers, who make any Protected Disclosures, which have been subsequently found to be mala fide, frivolous or malicious shall be liable to be prosecuted under StrideOne's Code of Conduct.
- iv. Whistle-blowers must put their names to allegations as follow-up questions and investigation may not be possible unless the source of the information is identified. Disclosures expressed anonymously will not be investigated.

6. Process for Raising a Concern and Investigation

- Stakeholders (Whistle Blower) can make Protected Disclosure to the Ombudsperson by writing to email id. whistleblower@strideone.in, as soon as possible but not later than 30 consecutive days after becoming aware of the same.
- Whistle Blower must put his/her name to allegations. Concerns expressed anonymously WILL NOT BE regularized or investigated.
- The identity of the Whistle Blower should be maintained in confidence to the extent possible given the legitimate needs of law and fairness in investigation
- If initial enquiries by the Ombudsperson indicate that the concern has no basis, or it is not a matter to be investigation pursued under this Policy, it may be dismissed at this stage and the decision is documented.
- Where initial enquiries indicate that further investigation is necessary, this will be carried through either by the Ombudsperson himself/herself, or by a Whistle Officer/Committee nominated by the Ombudsperson for this purpose. The investigation would be conducted in a fair manner, as a neutral fact-finding process and without presumption of guilt. A written report of the findings would be made.
- No investigation shall arrive at an adverse finding against anybody without giving them a full and fair opportunity to be heard and to present evidence in their defense. No allegation of wrong doing against a Staff Member/Director/Officer shall be considered sustained unless at a minimum, a preponderance of the evidence supports the allegation. This does not however limit in any way the Company's right to hand over an investigation to an appropriate regulatory/ statutory authority where this is deemed appropriate.
- All Employees/Directors/Officers have a duty to cooperate in the investigation of concerns/ allegations reported and shall be subject to strict disciplinary action up to and including immediate dismissal, if they fail to cooperate in an investigation, or deliberately provide false information during an investigation
- The Ombudsperson/Whistle Officer/Committee shall:
 - Make a detailed written record of the Protected Disclosure. The record will include:

- Facts of the matter
 - Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof;
 - Whether any Protected Disclosure was raised previously against the same Subject;
 - The financial/ otherwise loss which has been incurred / would have been incurred by the Company;
 - Findings of Ombudsperson / Whistle Officer/Committee;
 - The recommendations of the Ombudsperson/ Whistle Officer / Committee on disciplinary/other action/(s);
- The Whistle Officer/Committee shall finalize and submit the report to the Ombudsperson within 30 days of reference. On submission of report, the Whistle Officer /Committee shall discuss the matter with Ombudsperson who shall either:
 - In case the Protected Disclosure is proved, accept the findings of the Whistle Officer / Committee and take such Disciplinary Action as he may think fit and take preventive measures to avoid reoccurrence of the matter;
 - In case the Protected Disclosure is not proved, extinguish the matter or depending upon the seriousness of the matter, the Ombudsperson may refer the matter to the Audit Committee with proposed disciplinary action/counter measures. The Audit Committee may decide on the action. In case the Audit Committee thinks that the matter is too serious, it can further place the matter before the Board with its recommendations. The Board may decide the matter as it deems fit.
- Conclusion of Ombudsperson/Whistle Officer/Committee findings shall be communicated with the Whistle Blower.
 - The issues raised by the Whistle Blowers shall be kept confidential and no action shall be taken against an Employee/Director/Officer who makes any disclosure in good faith.
 - Whistle Blower of a concern/allegation and any other Employee assisting in the said investigation or furnishing evidence shall be entitled to the following protections:
 - To the extent possible within the limitations of the law and requirements of the investigation, the identity of the Whistle Blower shall be kept confidential by the Committee and shall not be disclosed unless such disclosure is necessary for proper investigation. Any such disclosure, if made, for the purpose of a proper investigation shall carry with it a caveat of secrecy and non-disclosure by the recipient, so that any further unauthorized disclosure by such person of the identity of the Whistle Blower shall constitute a breach on part of such person; and
 - Protection of the Whistle Blower against victimization. The Company assures that any genuine Whistle Blower shall not be victimized and has set up appropriate processes to ensure this.
 - The Whistle Blower, the Subject, the Whistleblower Officer and everyone involved in the process shall:
 - maintain complete confidentiality/ secrecy of the matter
 - not discuss the matter in any informal/social gatherings/ meetings
 - discuss only to the extent or with the persons required for the purpose of completing the process and investigations
 - not keep the papers unattended anywhere at any time
 - keep the electronic mails/files under password
 - a record of complaints, conclusion, actions etc, if any, shall be maintained by the Company.
 - If anyone is found not complying with the above, he/ she shall be held liable for such disciplinary action as is considered fit.

7. Reporting

- A quarterly report with number of complaints received under the Policy and their outcome shall be placed before the Board.

Schedule 1

Name of Director	Contact email ID	Ombudsperson
Abhinav Suri	whistleblower@strideone.in	Primary/Main
Ishpreet Singh Gandhi	ishpreet@strideone.in	Alternate when Abhinav Suri is the Subject