

EBIXCASH LIMITED
WHISTLE BLOWER POLICY FOR EMPLOYEES & DIRECTORS
VERSION- I

PREAMBLE

ETHICAL BEHAVIOUR IN THE AREAS OF BUSINESS CONDUCT IS OF UTMOST PRIORITY TO THE COMPANY.

EbixCash Limited (“Company”) requires that all directors and employees adhere to high ethical standards in business conduct and comply with laws and regulations, Company’s code of conduct and ethics policies as well as with Company policies, practices and procedures.

In pursuance to Section 177 of Companies Act, 2013 read with relevant Rules and Clause 49 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time Company has establish a mechanism called “Whistle Blower Policy” for Directors and Employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company’s code of conduct or ethics policy and to create awareness amongst employees to report instances of leak of unpublished price sensitive information.

PURPOSE OF THIS POLICY

The purpose of this policy is to articulate the Company’s point of view on whistle blowing, the process, and the procedure to strengthen whistle blowing mechanism at the Company.

This policy

- Provides a platform and mechanism for the employees and directors to voice genuine concerns or grievances about unprofessional conduct without fear of reprisal.
- It provides an environment that promotes responsible and protected whistle blowing. It enables Employees and Directors about their duty to report any suspected violation of any law that applies to the Company and any suspected violation of the Group Values or the Company’s Code of Conduct or insider trading norms.
- Above all, it is a dynamic source of information about what may be going wrong at various levels within the Company and which will help the Company in realigning the processes and take corrective actions as part of good governance practice.

Coverage of this policy

- This policy is applicable to all the Units/Zones in India, including all employees and Directors.
- This policy is equally applicable to Third parties to report a concern related to a potential violation of the Company Code of Conduct.

WHO IS A WHISTLE BLOWER?

Any Employee or Director who discloses or demonstrates an evidence of an unethical activity or any conduct that may constitute breach of the Company's Code of Conduct or Group Values. This Whistle Blower has come to the decision to make a disclosure or express a genuine concern /grievance/allegations, after a lot of thought.

PROTECTION

The process is designed to offer protection to the Whistle Blower (employees and directors) provided that the disclosure made / concern raised / allegations made ("complaint") by a Whistle Blower is in good faith and the alleged action or non-action constitutes a genuine and serious breach of what is laid down in the Group Values and/or Company's Code of Conduct.

The Company affirms that it will not allow any Whistle Blower to be victimized for making any complaint. Any kind of victimization of the Whistle Blower brought to the notice of the Whistle Blower Officer will be treated as an act warranting disciplinary action. As a Company, we condemn any kind of discrimination, harassment, victimization or any other unfair employment practice adopted against the whistle blowers. Complete protection will be given to the whistle blowers against any unfair practices like retaliation, threat or intimidation or termination/suspension of service, disciplinary action, 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 his/her duties/functions in a free and fair manner.

REPORTING IN GOOD FAITH

Every Whistle Blower 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 to substantiate the complaint and not complain merely on hearsay or rumour. This also means that no action should be taken against the whistle blower, if the complaint was made in good faith, but no misconduct was confirmed on subsequent investigation.

However, if a complaint, after an investigation proves to be frivolous, malicious or made with ulterior intent/motive, the Whistle Blower Officer should take appropriate disciplinary or legal action against the concerned whistle blower.

DEALING WITH ANONYMITY

A Whistle Blower may choose to keep his/her identity anonymous. In such cases, the complaint should be accompanied with strong evidence and data.

CONFIDENTIALITY

The Whistle Blower Officer will treat all complaints in a confidential and sensitive manner. In specific cases where the criticality and necessity of disclosing the identity of the Whistle Blower is important, it may be disclosed, on a 'need-to-know-basis', during the investigation process and only with the prior approval of the whistle blower.

WHO IS A WHISTLE BLOWER OFFICER?

For the purpose of this policy, the Whistle Blower officer will be Key Managerial Personal level (Chief Financial Officer / Company Secretary).

PROCEDURE FOR RAISING A COMPLAINT

Directors, employees and business partner can make Protected Disclosure to Whistle Officer as soon as possible after becoming aware of the same. In case the Protected Disclosure is against the Whistle Officer, the reference can be made directly to the Audit Committee. The concerns can be raised by any of the following medium:

By email to: investors@ebixcash.com

By post to: Whistle Blower Officer, Plot No. 122-123, NSEZ, Phase-II, Noida-201305 India

POLICY REVIEW:

The Board may subject to applicable laws is entitled to amend, suspend or rescind this Policy at any time. Any difficulties or ambiguities in the Policy will be resolved by the Board in line with the broad intent of the Policy. The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy.

In the event of any conflict between the provisions of this Policy and of the applicable law, such applicable law in force from time to time shall prevail over this Policy.

In exceptional cases, the complainant can directly report his/her complaint to the Chairperson of the Audit Committee. Details of the Chairperson is available on the Company's website.