



# **WHISTLE BLOWER POLICY**

**Version 7.3  
April 7, 2025**

**IndusInd Bank Ltd.  
Corporate Office  
Mumbai**

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## **I. Preface**

- 1.1 IndusInd Bank is committed to the highest 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 (Board) and the Senior Management of the Bank are committed to maintenance of highest standards of honesty and integrity, and in promoting and maintaining a corporate culture that adheres to these values. The Bank has adopted the Protected Disclosures Scheme in pursuance of the guidelines issued by the Reserve Bank of India to the Private Sector Banks in India.
- 1.2 With a view to further raising the bar for ethical behaviour the Bank considers it appropriate to provide a channel to its various stakeholders for informing fearlessly any event of concern to a designated authority in the Bank. This Whistle Blower Policy has been adopted by the Bank to this end in March 2009. Subsequently the same was reviewed at regular intervals, the last being in June 2023.
- 1.3 While the Bank would like all its stakeholders to help the Bank maintain higher ethical standards by means of this Policy, it considers that the Bank's employees have an important role to play in this regard. Employees will usually be the first to know when someone in the organisation is doing something illegal or improper, but often feel worried about voicing their concerns.
- 1.4 It is expected that this Policy will encourage various stakeholders namely, the Bank's employees, 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.

## **II. Eligibility**

- 2.1 Various stakeholders of the Bank are eligible to make Protected Disclosures under the Policy. These stakeholders may fall into any of the following broad categories:
  - (i) Employees of the Bank.
  - (ii) Employees of other agencies deployed for the Bank's activities, whether working from any of the Bank's offices or any other location.
  - (iii) Contractors, vendors, suppliers or agencies (or any of their employees) providing any material or service to the Bank.
  - (iv) Customers of the Bank.
  - (v) Shareholders of the Bank.
  - (vi) Any other person having an association with the Bank
  - (vii) Directors of the Bank.

A person belonging to any of the abovementioned categories can avail of the channel provided by this Policy for raising an issue covered under this Policy.

## **III. Scope**

- 3.1 The Policy is intended to help persons 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. It is impossible to give an exhaustive list of the activities that constitute such misconduct/ malpractice/ violations but, broadly speaking we would expect the following acts to be reported:
  - (a) Criminal offence (e.g. fraud, corruption or theft) committed/ likely to be committed.
  - (b) Failure to comply with legal/ regulatory obligations.
  - (c) KYC/ AML related issues.
  - (d) Breach of client promise by the Bank.
  - (e) Miscarriage of justice occurred / likely to occur.
  - (f) Bank funds used in an unauthorized manner.
  - (g) Sexual or physical abuse of a member of staff, service recipient or service provider.



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- (h) Discrimination against a member of staff, service recipient or service provider on grounds of sex, caste, religion or disability.
  - (i) Actions which endanger the health or safety of employees or the public.
  - (j) Any other form of improper action or conduct.
  - (k) Information relating to any of the above deliberately concealed or attempts being made to conceal the same.
  - (l) Report fraudulent activity in an account
  - (m) Any suspected or actual leak of UPSI (unpublished price sensitive information)
- 3.2 The Bank has provided this Policy so as to enable concerns about such wrong doing(s) raised at an early stage and in the right way. The Bank would rather prefer that one raised the matter when it is just a concern than wait for concrete proof. If in doubt – raise it!
- 3.3 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 organisation 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.
- 3.4 The complaints lodged through whistle blower channel falling under the purview of "Sexual Harassment at Work Place" will be routed to the Internal Complaints Committee ("ICC"), with the consent of the Complainant, for appropriate action and closure.
- 3.5 This policy does not have any linkage with other policies.

### **IV. Whistle Blower's Role**

- 4.1 The Whistle Blower's role is that of a reporting party with reliable information. They are not required or expected to act as investigators or finders of facts, nor would they determine the appropriate corrective or remedial action that may be warranted in a given case.
- 4.2 Whistle Blowers should not act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than as requested by the Designated Authority or the Audit Committee of the Board
- 4.3 Disclosures made under this Policy will be appropriately dealt with by the Bank, and these will be reported to the Audit Committee of the Board that will be the monitoring and appellate authority for the purpose of this Policy.
- 4.4 If any of the members of the Audit Committee of the Board shall have a conflict of interest in a given case, they should recuse themselves and the others on the Committee would deal with the matter on hand.
- 4.5 Whistle Blower employees reporting fraudulent activity in an account to give reasons in support of their views

### **V. Whistle Blower's Protection**

- 5.1 If one raises a concern under this Policy, s/he will not be at risk of suffering any form of reprisal or retaliation. Retaliation includes discrimination, reprisal, harassment or vengeance in any manner. A Bank's employee will 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 his duties/functions including making further Protected Disclosure, as a result of reporting under this Policy. The protection is available provided that:
- (a) The communication/ disclosure is made in good faith;
  - (b) S/he reasonably believes that information, and any allegations contained in it, are substantially true; and
  - (c) S/he is not acting for personal gain.
- The Bank will not tolerate the harassment or victimization of anyone raising a genuine concern.
- 5.2 As a matter of general deterrence, the Bank shall publicly inform Bank employees of the penalty imposed and discipline of any person for misconduct arising from retaliation.



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- 5.3 However, we recognize that an informant may nonetheless want to raise a concern in confidence under this Policy. We will not disclose the identity, without her/ his consent. If the situation arises where we are not able to resolve the concern without revealing the identity (for instance because her/ his evidence is needed in court), we will discuss with her/ him about the manner in which we propose to proceed, and within the confines of statutory requirements endeavor to meet her/ his preferences on revealing your identity.
- 5.4 If an informant does not tell us who s/he is, it will be much more difficult for us to look into the matter or to protect her/ his position. Accordingly, while all anonymous complaint are reviewed and looked in to, Bank will consider it for further investigation based on the merit of the allegations and availability of verifiable details / workable information as per the process.
- 5.5 All concerns must be raised in good faith. Anyone who abuses the procedure (for example by maliciously raising a concern knowing it to be untrue) will be subject to disciplinary action, as will anyone who victimises a colleague by raising a concern through this procedure. If considered appropriate or necessary, suitable legal actions may also be taken against such individuals.
- 5.6 Any investigation into allegations of potential misconduct will not influence or be influenced by any disciplinary or redundancy procedures already taking place concerning an employee reporting a matter under this policy.
- 5.7 No action will 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.
- 5.8 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. Meetings may, if necessary be arranged off-site with her/ him, and with s/he being represented, if s/he so wishes
- 5.9 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.
- 5.10 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.
- 5.11 However this policy does not protect an employee from an adverse action which occurs independent of his disclosure under this Policy or for alleged wrongful conduct, poor job performance, any other disciplinary action etc., unrelated to a disclosure made under this policy.

## **VI. Procedure for Reporting**

- 6.1 Chief of Internal Vigilance (CIV) of the Bank is the Designated Authority to receive all reports/ complaints made under this Policy. A communication reporting any event/ information of concern may be addressed to the CIV, whose contact particulars are as follows:

Mr. Manikantan Iyer,  
Chief of Internal Vigilance,  
IndusInd Bank Ltd.,  
Corporate Office,  
852 Solitaire Corporate Park,  
Andheri- Ghatkopar Link Road, Andheri (East)  
Mumbai 400 093  
E-mail ID: [wb@indusind.com](mailto:wb@indusind.com)

- 6.2 One should furnish a brief Note covering the pertinent details about the matter that one wishes to report. This Note may, inter alia, cover the following aspects to the extent possible:

- What wrongdoing is being reported?



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- When it occurred?
  - Specific location where the wrongdoing occurred.
  - How the individual or firm committed the alleged wrongdoing?
  - Why the informant believes the activity to be improper?
  - What documentation exists to corroborate the allegations?
  - Other witnesses (if any) to the alleged wrongdoing.
- 6.3 One should not mention in this Note one's name or any other particulars that may identify her/ him.
- 6.4 Copies of documents that may help in establishing the veracity of the Report may preferably be attached to the Note. However, care may be taken that these papers do not contain the name or any other particulars indicating the informant's identity.
- 6.5 If one has any personal interest in the matter, it must be disclosed at the outset in the forwarding letter/ email message.
- 6.6 The aforesaid Note should be sent along with a forwarding letter/ email message containing the identity and contact particulars, preferably including a mobile or landline phone number of the person filing the Report. The envelope containing the Report (when made in paper form) should be marked "Confidential – For Mr. Manikantan Iyer".
- 6.7 Any reference or complaint made to any Senior Management executive or Board Member of the Bank, of the nature covered under the ambit of this policy will be forwarded by the concerned to the Designated Authority.**
- 6.8 Any change in the individual functioning as Designated Authority will be updated in this Policy as and when it occurs.
- 6.9 In exceptional cases, Whistleblower may directly address a complaint to the Chairperson of the Audit Committee of the Board whose contact particulars are as follows:
- Chairperson of the Audit Committee  
IndusInd Bank Limited,  
8th Floor, Tower 1, One World Centre, 841 S B Marg,  
Prabhadevi, Mumbai - 400 013.  
E-mail ID: [wbacb@indusind.com](mailto:wbacb@indusind.com)

## **VII. Process of Handling Reports**

- 7.1 The Designated Authority will personally open all the emails or postal/ courier mails pertaining to the matters reported under this Policy. S/he shall maintain a register in electronic form, containing brief particulars of the Reports received under this Policy and assign a Unique Reference Number (URN) to each Report.
- 7.2 Within a reasonable period of receipt of a Report the Designated Authority shall provide an acknowledgement, followed by an initial response to the informant on a selective basis.
- 7.3 Subject to any legal constraints, on completion of the disciplinary proceedings DA may send on selective basis a final feedback to the Informant informing him about the outcome of the inquiry proceedings.
- 7.4 A Quarterly review on the reports received by the Bank under this Policy will be placed before Audit Committee of the Board. Further, an annual review will be put up to the Audit Committee of the Board and the Board of Directors on the Reports received by the Bank under this Policy.
- 7.5 The Designated Authority may institute a scrutiny (of the reported fraudulent activity in an account) through FMG (Fraud Monitoring Group) who may 'hear' the concerned employee in order to obtain necessary clarifications.
- 7.6 The investigation process to address / handle all complaints, including those received from Senior Management Executives or Board Members should normally be completed within Turn Around Time (TAT) of 90 days.**



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**VIII Retention of documents**

8.1 All Reports received in writing or documented, along with the results of investigation relating thereto, shall be retained by the Bank for a minimum period of seven years.

**IX Publication**

9.1 The Policy will be hosted on the Bank's website and Intranet, and a paper copy of this will be made available to any person on demand from any of the offices of the Bank.

**X Amendment & Review**

10.1 The Bank reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever.

10.2 The WB policy will be reviewed once in two years. The Vigilance Department shall undertake the review of the policy and place before the Vigilance Committee/Audit Committee of the Board of Directors and the Board of Directors for approval

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