

THE MOTOR & GENERAL FINANCE LIMITED

M.G.F. HOUSE,

Regd. & H.O. : 4/17-B, ASAF ALI ROAD, NEW DELHI-110 002

WHISTLE BLOWER POLICY (VIGIL MECHANISM)

(Approved by the Board)

1. The company believes in the conduct of the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and it is committed to developing a culture where every employee is safe to raise concerns about any poor or unacceptable practice and any event of misconduct.
2. Section 177 read with Rule 7 of the Companies(Meetings of Board and its Powers),2014 and revised clause 49 of the Listing Agreement provides a mandatory requirement for all listed companies to establish the Whistle Blower Policy for Directors and employees to report concerns about unethical behavior actual or suspected fraud or violation of any of law or company's code of conduct, mismanagement, gross waste or misappropriation of company's funds.
3. Where violation does not affect an individual directly but is detrimental to the organization interest and also where individuals hesitate to report such violation out of fear and indifference, the Whistle Blower Policy provide a way for an individual to report violation without fear of victimization.
4. Before reporting such events, the director/employee has to ascertain that a violation has actually occurred and that the act is not based on what can be termed as a normal business decision.
5. In all such cases, the Director/employee, will address the complaint to any member of the Audit Committee alongwith the available details and evidence to the extent possible. The complaint should be in writing in a sealed envelope. Identity of the complainant will be kept secret. No anonymous complaint will be entertained.
6. Whistle Blower will be protected from any kind of discrimination, harassment, victimization or any other unfair employment practice.
7. The Audit Committee will decide the case and recommend action which is deemed fit considering the gravity of the matter after completion of investigating proceedings within four weeks to the Chairman of the Audit Committee. Any action to be taken may not be communicated to the original complainant. However, an opportunity will be provided to the person involved.
8. Any two members of the Audit Committee will report to the Chairman of the action to be taken.
9. The Director in all cases and Employee in appropriate or exceptional cases will have direct access with the Chairman of the Audit Committee.

