



Vigil Mechanism and Whistle-Blower Policy

JIO FINANCIAL SERVICES LIMITED
(formerly known as Reliance Strategic Investments Limited)



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1. INTRODUCTION

- 1.1. Jio Financial Services Limited (formerly Reliance Strategic Investments Limited) and its subsidiaries, (“JFSL” or the “Company”) is committed to conducting business with integrity, including in accordance with all applicable laws and regulations. Accordingly, JFSL requires its directors, officers, employees and contracting third parties to observe high standards of business and personal ethics and comply with all laws and regulations in the discharge of their duties and responsibilities.
- 1.2. JFSL encourages its directors, officers, employees and others who have concerns about actual or suspected misconduct or violation of laws, to come forward and express these concerns without fear of punishment or unfair treatment. The Company recognizes its obligation to ensure that an appropriate and conducive procedure is put in place to enable the reporting of such violations without fear of retaliation.

This Policy was approved by the Board of Directors at its meeting held on July 19, 2022, modified on December 31, 2024 and has been further modified on April 8, 2025.

2. SCOPE AND EXCLUSION

- 2.1. This Vigil Mechanism and Whistle-blower Policy (the “**Policy**”) sets out the procedure to be followed when making a disclosure.
- 2.2. This Policy applies to all Employees, regardless of their location. Violations will result in appropriate disciplinary action. The Employees are required to familiarize themselves with this Policy.
- 2.3. If any other person other than directors, officers, employees wants to raise concerns, such persons are encouraged to use this mechanism.

3. TERMS AND REFERENCES

In this Policy, the following terms shall have the following meanings:

- 3.1. “**Audit Committee**” means the committee constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which has responsibility for supervising the development and implementation of this Policy.
- 3.2. “**Employee**” means any employee or director of the Company.
- 3.3. “**Ethics & Compliance Task Force**” means the Committee designated by



the Audit Committee to process and investigate Protected Disclosures, comprising of a Director nominated/authorized by the Audit Committee/Board, Company Secretary, Chief Financial Officer, Compliance Officer and HR Head of the Company. The Director shall serve as the Chairman of the Ethics & Compliance Task Force.

- 3.4. **“Protected Disclosure”** means the disclosure of a Reportable Matter in accordance with this Policy.
- 3.5. **“Reportable Matter”** means a genuine concern concerning actual or suspected:
- 3.5.1. fraudulent practices, such as improperly tampering with the Company’s books and records or theft of Company’s property;
 - 3.5.2. corruption, including bribery and money laundering; and
 - 3.5.3. breaches of the Code of Ethics and Conduct.

Please note that complaints concerning personal grievances, such as professional development issues or employee compensation, sexual harassment etc. are not Reportable Matters for purposes of this Policy.

- 3.6. **“Whistle-blower”** means any Employee / any other person who makes Protected Disclosure under this Policy.

4. **POLICY**

4.1. **RESPONSIBILITY TO REPORT**

Protected Disclosures are to be made whenever an Employee becomes aware of a Reportable Matter. The Protected Disclosure should be made promptly upon the Employee becoming aware of the Reportable Matter. Protected Disclosure should be made pursuant to the reporting mechanism described in Section 4.2 below.

The role of a Whistle-blower is limited to making a Protected Disclosure. A Whistle-blower should not engage in investigations concerning a Reportable Matter that is the subject of a Protected Disclosure. Neither should a Whistle-blower become involved in determining the appropriate corrective action that might follow from the submission of a Protected Disclosure.

4.2. **REPORTING MECHANISM**

4.2.1 The Company has established an Ethics & Compliance Task



Force to process and investigate Protected Disclosures.

The Ethics & Compliance Task Force operates under the supervision of the Audit Committee. Protected Disclosures are to be made to the Ethics & Compliance Task Force as follows:

- a. by **email** to JFSLEthics.taskforce@jfs.in; or
- b. by **letter** addressed to the Ethics & Compliance Task Force, marked "Private and Confidential", and delivered to:

The Chairman of the Ethics & Compliance Task Force,
Jio Financial Services Limited,
1st floor, Building 4NA, Maker Maxity,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051

4.2.2 Moreover, in exceptional cases, Employees have a right to make Protected Disclosures directly to the Chairman of the Audit Committee as follows:

- a. by **email** to JFSLAudit.committee@jfs.in; or
- b. by **letter** addressed to the Chairman of the Audit Committee, marked "Private and Confidential", and delivered to:

The Chairman of the Audit Committee,
Jio Financial Services Limited,
1st floor, Building 4NA, Maker Maxity,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051

4.2.3 To enable the proper investigation of any Reportable Matter, a Protected Disclosure should include as much information as possible concerning the Reportable Matter. To the extent possible, the following information should be provided:

- a. the date of occurrence and nature of the Reportable Matter
- b. the names of the Employees to whom the Reportable Matter relates
- c. the relevant factual background concerning the Reportable Matter and
- d. the basis for the Protected Disclosure (for example, where knowledge of the alleged violation is based upon documents in the Whistle-blower's possession or control, please provide a copy of the pertinent documents).

4.2.4 To enable further investigation of Reportable Matters, Whistle-blowers are strongly encouraged to provide their name and



contact details whenever they make a Protected Disclosure under this Policy. If a Whistle-blower does not provide his or her name and contact details when making a Protected Disclosure, the Company's ability to investigate the subject-matter of the Protected Disclosure may be limited by its inability to contact the Whistle-blower to obtain further information.

4.3. Role of Ethics & Compliance Task Force

4.3.1 The Ethics & Compliance Task Force, depending on the nature of Protected Disclosure, including the disclosures against any Key or Senior Management personnel, may constitute an internal team or engage with an external agency to investigate the disclosure with an instruction to submit a comprehensive report on the subject matter.

4.3.2 All Protected Disclosures are taken seriously and will be promptly investigated and closed by the Company in accordance with this Policy, within 90 days from the date of receipt of such disclosures

4.3.3 The Ethics & Compliance Task Force shall ensure that all related documents related to Protected Disclosures, including the investigation reports shall be kept confidential. The same shall be retained for a period of eight years.

4.4. **PROTECTION OF WHISTLE-BLOWERS**

4.4.1 If a Whistle-blower does provide his or her name when making a Protected Disclosure, the Company will treat as confidential the identity of the Whistle-blower and the fact that a Protected Disclosure has been made, except as otherwise required by law and to the extent possible while allowing an investigation to proceed.

4.4.2 A Whistle-blower may make a Protected Disclosure without fear of retaliation or intimidation. The Company prohibits its Employees from engaging in retaliation or intimidation directed against a Whistle-blower. Employees who engage in retaliation or intimidation in violation of this Policy will be subject to disciplinary action, which may include summary dismissal.

4.4.3. However, if a Whistle-blower has been found to have made a deliberately false Protected Disclosure, that Whistle-blower may be subject to disciplinary action, which may include summary dismissal.



4.5. **ROLE OF THE AUDIT COMMITTEE**

4.5.1 The Audit Committee is responsible for supervising the development and implementation of this Policy, including the work of the Ethics & Compliance Task Force. The Audit Committee shall periodically review this Policy to consider whether amendments are necessary, and, if so, it shall communicate any such amendments to all Employees as soon as possible.

4.5.2 The Audit Committee shall receive reports from the Ethics & Compliance Task Force concerning the investigation and resolution of Protected Disclosures made pursuant to the Policy on a quarterly basis as per the guidelines given by the Audit Committee. In addition, the Audit Committee shall have responsibility for coordinating the investigation of any serious Protected Disclosures concerning the alleged violation of laws or regulations that apply to the Company.

4.6. **CONFLICT OF INTEREST**

Where a Protected Disclosure concerns any members of the Ethics & Compliance Task Force or the Audit Committee, that member of the Ethics & Compliance Task Force or the Audit Committee shall be prevented from acting in relation to that Protected Disclosure. In case of doubt, the Chairman of the Board of Directors shall be responsible for determining whether a member of the Ethics & Compliance Task Force or of the Audit Committee must recuse himself or herself from acting in relation to a Protected Disclosure.

4.7. **QUESTIONS**

If you have any questions concerning this Policy, please contact:

Address:	Ethics & Compliance Task Force Jio Financial Services Limited 1st floor, Building 4NA, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai 400 051
Email:	JFSLEthics.taskforce@jfs.in
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