



Groww

Billionbrains Garage Ventures Limited

Whistleblower Policy

(pursuant to Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015)



Report concerns over one of the channels

Email @ speakup@groww.in

Scan the QR code



Table of Contents

1	Speak up. Uphold our values	4
2	What to Speak Up about?	4
3	Whom to report to ?	5
4	How do I Speak Up?	5
5	Conflict and Escalations	5
6	What happens after someone Speaks Up?	6
7	We'll protect you when you Speak Up	6
8	Confidentiality	6
9	Record Keeping	7
10	Whistle Blower Redressal Committee	7
11	What Speak up is not about?	7
12	Amendment	7
13	Definitions	8
14	Version Control	8
15	Exhibit A	9

1. Speak up. Uphold our values

At Groww i.e. Billionbrains Garage Ventures Limited and its subsidiaries / associates, we firmly believe in conducting business affairs with fairness, transparency, professionalism, honesty, integrity, and the utmost ethical standards. These principles guide our actions and decision-making processes across all levels of the organization.

Everyone connected to Groww has a shared responsibility to safeguard the customers, assets, reputation, and each other. This includes employees, interns, contractors, outsource providers, vendors, anyone who acquires information regarding potential wrongdoing through their present or previous involvement with Groww and with whom Groww has the commercial dealing.

The purpose of this policy is to establish a framework that encourages responsible and secure whistleblowing within the respective Groww entities. It is designed to provide protection to the Whistle Blower who is willing to raise concerns regarding serious irregularities within the organization.

By implementing this policy, Groww aims to create an environment where individuals feel confident and supported in bringing forth concerns and disclosures, ultimately contributing to a culture of transparency, accountability, and responsible governance.

2. What to speak up about ?

If you have a genuine concern regarding potentially harmful, illegal, and/or unacceptable practices, we encourage you to Speak Up on the matters listed below:

1. Misappropriation of company assets or resources
2. Conflict of interest
3. Inappropriate sharing of confidential information
4. money laundering & customer fraud
5. Inaccuracy or unfairness in financial records
6. Bribery & Corruption
7. Insider trading, Market abuse & fraudulent market practice
8. Misuse of authority
9. Unsafe or Unhealthy Environment conditions
10. Concurrent employment
11. Source Responsibly
12. Unpublished Price Sensitive Information (UPSI) as defined under SEBI's (Prohibition of Insider Trading) Regulations, 2015
13. Others

You are encouraged to utilize the reporting mechanisms to report such concerns. By doing so, you play a crucial role in maintaining the integrity and ethical standards of Groww and contribute to a safer, more responsible, and compliant work environment.

3. Whom to report to?

Groww has appointed Director-Ethics who will strictly and very confidentially review the reported Whistle blower complaints.

The Director-Ethics, will process the complaints and work under the guidance and instructions of the Whistle Blower Redressal Committee consisting of Chief Compliance Officer, CHRO and Head-Finance. In case of Groww Asset Management Limited the said committee will consist of Chief Executive Officer, Trustee Director and Group Chief Human Resource Officer.

If the Director-Ethics receives a complaint against any of the Whistle Blower Redressal Committee members, then the member will be excluded from the meetings.

4. How do I Speak Up?

There are two ways to speak up. You may choose any mode which is comfortable for you.

1. Write an email to speakup@groww.in. It is mandatory to provide the details mentioned under Exhibit A of the policy.
2. Scan QR code to raise a complaint
3. Note: Only Director, Ethics would have access to speakup@groww.in



5. Conflict & Escalation

In case, any member of the Whistle Blower Redressal Committee is conflicted, other members of the Committee will address the complaint. In this scenario, request to report the complaint at speakup@groww.in. It is mandatory to provide the details mentioned under Exhibit A of the policy in the email.

In case, the whistleblowing is related to Director - Ethics, Whistle blower may directly approach the Whistle Blower Redressal Committee by writing an email to ethics@groww.in. It is mandatory to provide the details mentioned under Exhibit A of the policy in the email. Note: Only the Whistle blower Redressal Committee would have access to ethics@groww.in

If the Whistleblower is not satisfied with the response of the Director- Ethics or is not satisfied with the decision of the Whistle Blower Redressal Committee, in such case, they may escalate the matter to the Chairman of the Audit Committee. In exceptional circumstances, the Whistleblower may also directly approach the Chairman of the Audit Committee.

This can be done by submitting a complaint in a sealed envelope to the following address:
Vaishnavi Tech Park, South Tower, 3rd Floor
Survey No. 16/1 and 17/2
Ambalipura Village, Varthur Hobli

Bellandur, Bangalore South – 560103
Karnataka

6. What happens after someone Speaks Up?

Within 7 days from the date of the receipt of the concern, an acknowledgment shall be sent to the Whistleblower.

In case the concern does not fall within the ambit of the Whistle Blower Policy, the Whistleblower shall be communicated accordingly.

All concerns will be first reviewed by Director-Ethics and reported to the Whistle Blower Redressal Committee or Audit Committee in exceptional cases.

7. We'll protect you when you Speak Up

No unfair treatment will be meted out to a Whistleblower by virtue of his/her having reported a Disclosure under this Policy. Groww under this policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistleblower.

The complete protection will, therefore, be given to Whistleblower against any unfair practice like retaliation, threat or intimidation of 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 Whistleblower's right to continue to perform his/her duties/functions including making further Disclosure.

The Groww affirms that it will not allow any Whistleblower to be victimized for making any complaint. Any kind of victimization of the Whistleblower brought to the notice of the Director-Ethics/Whistle Blower Redressal Committee will be treated as an act warranting disciplinary action and will be treated so.

8. Confidentiality

It is required that employees disclose their identities while raising concerns in such cases. This is because disclosing their identities can assist in obtaining additional details or evidence that may be necessary during the investigation process.

The Policy ensures strict confidentiality regarding the identity of the Whistleblower, both during and after the investigation. Groww will not release the whistleblower identity unless required by law.

Once the Whistleblower identity is disclosed, He / She will receive the protection under this policy. Disclosing the identity will not have any adverse impact on the performance appraisal, work assignments, or any other matters related to their engagement with Groww.

9. Record Keeping

Records pertaining to the complaint shall be appropriately maintained by the Human Resource Function in accordance with the respective company's record-keeping practices and applicable data protection regulations. The HR function will ensure the confidentiality and security of these records, protecting the privacy of the Whistleblower and other individuals involved in the process.

10. Whistle Blower Redressal Committee (WBRC)

The Whistle-blower Redressal Committee comprises the Chief Compliance Officer, CHRO and Head-Finance.

The Roles and responsibilities of WBRC:

1. To act on the whistleblowing disclosure, in an unbiased manner.
2. To establish procedures and to ensure the impartiality of all inquiries, confidentiality investigations, and rulings on issues reported.
3. To identify relevant resources who would investigate, based on the nature of the issue reported.
4. To periodically update the Audit Committee.
5. To take the disciplinary action against the person(s) against whom the allegations are proved.

11. What Speak up is not about?

Any attempt on the part of the Whistleblower to misuse the policy for personal advantage will be dealt with strictly by Groww.

The protection provided under this Policy shall in no way condone an Employee's violation of the Groww Code of Conduct or any other internal policies or schemes. The Policy therefore does not preclude Groww from taking appropriate action against an employee who violates the Code of Conduct or other internal policies or schemes. Any proceedings undertaken by Groww to determine such a violation by an employee, and any ensuing action taken against an employee on account of a determination of such violation, are intended to be separate and distinct from the provisions of this Policy.

The foregoing is not intended to undermine protections afforded by this Policy in cases where the Audit Committee or the Whistle Blower Redressal Committee is satisfied that the Whistleblower has blown the whistle in good faith.

12. Amendment

The Whistle Blower Redressal Committee retains the authority to review and update the policy as necessary, under intimation to the Board. They may introduce guidelines, procedures, reporting mechanisms, and supplementary materials to enhance the implementation of the policy. Amendments or substitutions to the policy can be made by the Whistle Blower Redressal Committee when deemed appropriate.

If there are any amendments, clarifications, or circulars issued by relevant authorities that are not consistent with the provisions of this policy, the provisions of such amendments, clarifications, or circulars will prevail. In such cases, this policy will be amended accordingly from the effective date specified in the respective amendments, clarifications, or circulars.

The purpose of this provision is to ensure that the policy remains aligned with any changes in laws, regulations, or industry best practices related to whistleblowing and to maintain its effectiveness in addressing.

13. Definitions

Definitions of some of the key terms used in this Policy are given below:

1. **Audit Committee:** A committee appointed by the Board of the respective Company as Audit Committee.
2. **CHRO:** Chief Human Resource Officer.
3. **Director- Ethics:** A director-ethics appointed Whistle Blower Redressal Committee.
4. **Disciplinary Action:** Any measure deemed appropriate considering the seriousness of the offence.
5. **Disclosure:** Any disclosure in the format given in Exhibit A of unethical practices reported in Good Faith under this Policy by a Whistleblower that is protected from retaliation or any adverse action by the respective entity.
6. **Employee:** A person working in or for Groww, whether permanent or temporary or contracted, traineeship, probationary, apprenticeship, part-time or working as a consultant or on a voluntary basis or engaged through an agent or contractor and would include all genders.
7. **Good Faith:** Disclosure of misconduct made by any person covered under this Policy with honest belief or intention, with reasonable/verifiable basis without any underlying motive or intention to cause harm.
8. **Whistleblower(s):** Employee(s), Director(s) or any other stakeholder (with whom there is any commercial dealings) and who makes a Disclosure under this Policy in Good faith.
9. **Whistleblowing :** The act of reporting wrongdoing within an organization.

14. Version Control:

Sr. No.	Versions	Approval date	Approved by
1	Version 1	May 24, 2023	Board of Directors
2	Version 2	April 22, 2025	Board of Directors
3	Version 3	April 20, 2026	Board of Directors

Exhibit A

Template for Whistleblowing

Name of the Whistleblower (mandatory) _____

1. Please select the applicable incident type(s) from the list below that best describes the issue(s) you are reporting. Please note that multiple issues can be selected

- a. Misappropriation of company assets or resources
- b. Conflict of interest
- c. Inappropriate sharing of confidential information
- d. Money laundering & customer fraud
- e. Inaccuracy or unfairness in financial records
- f. Bribery & Corruption
- g. Insider trading
- h. Misuse of authority
- i. Unsafe or Unhealthy Environment conditions
- j. Concurrent employment
- k. Source Responsibly
- l. Others

2. Please provide the name, designation and department of the person(s) involved?

	Name	Department	Designation
Individual 1			
Individual 2			
Individual 3			
Individual 4			

3. When did the incident occur? (Please provide tentative date if you do not know the exact date)

4. Please confirm the location of the incident

5. How did you find out about this incident?

6. How long has this been occurring for?

- a. Less than a month
- b. 1-6 months
- c. 6-12 months
- d. Greater than 12 months

7. Please provide a detailed description of the incident. To enable your company to act on your complaint, you are requested to provide specific information where possible including names, location, date, time etc.

- 8. Do you have any evidence in support of your allegations?**
- 9. Is anyone else aware of this incident?**
- 10. Is there any additional information that would facilitate the investigation of this matter?**
- 11. Have you reported this incident to anyone in the company?**