



SONATA FINANCE PRIVATE LIMITED

Fraud Prevention Policy

Version	Date of Approval / Reviewal
V.1	10-02-2017
V.2	24-02-2018
V.3	30-05-2019
V.4	22-09-2020
V.5	29-06-2021
V.6	27-05-2022
V.7	10-08-2022

BACKGROUND

The Fraud Prevention policy has been framed, in accordance with the requirements of RBI Master Direction - Monitoring of Frauds in NBFCs (Reserve Bank) Directions, 2016 and RBI Circular on Introduction of XBRL based online fraud-reporting system for NBFCs dated June 06, 2022, to establish a system for prevention, detection, investigation and reporting of fraud, against Sonata Finance Private Limited (herein after referred to as "Sonata" or "the Company") keeping in view the following objectives:

- To establish procedures and controls that will aid in the detection and prevention of fraud
- To provide guidance to Sonata employees in fraud prevention, identification and detection
- To develop internal controls and to investigate frauds
- To promptly record frauds and report frauds, as required, to RBI and other agencies
- To provide necessary training to Sonata staff for prevention and detection of frauds.

SCOPE OF POLICY

This policy applies to any fraud or suspected fraud involving employees as well as outside agencies and Persons having Business Relationship with Sonata Finance Private Limited. The scope of the policy shall also cover theft, burglary, decoity and robbery cases which shall also be reported to the Reserve Bank of India in accordance with the guidelines.

OBJECTIVE OF POLICY

The Policy has been established to outline the requirements for the development of controls that will assist in the detection, prevention and management of Fraud.

This Policy must be applied to any Fraud, or suspected Fraud, involving any member of the Boards of Directors, the Chief Executive Officers, the Management teams or staff of Sonata, as well as minority shareholders and all others who conduct business with Sonata, such as customers, third party agents and representatives, including consultants, contractors, suppliers, vendors, subcontractors and agents.

The Policy is designed to fulfil the following objectives:

- Maintain the highest standard of ethics, professional conduct and fiduciary duty & responsibility;
- Protect Sonata's funds and other assets;
- Secure Sonata's businesses;
- Protect the reputation of Sonata and its employees

THE POLICY

This document outlines Sonata's policy concerning fraud and provides guidelines for the implementation and enforcement of Sonata Fraud Prevention Policy referred to herein after as the 'Policy'. This policy and any future amendments are subject to the Board of Directors' approval.

The company shall follow the policy at all levels. Each member of the management team will be familiar with the types of improprieties that might occur within his or her area of responsibility, and be alert for any indication of irregularity.

The Internal Audit Department of the company shall be responsible for the detection of frauds during the course of its Internal Audits and reporting thereof and to recommend necessary internal controls for fraud prevention. The frauds being detected during the course of audit by the internal auditors shall be covered in the scope of Executive Summary report of the Internal Audit Department and shall be placed before the Audit Committee of the Board for further direction.

Any irregularity that is detected or suspected by any staff member or the management team must be reported immediately to the Head of Internal Audit Department, who shall in turn investigate the matter in detail and decide the future course of action including reporting thereof and the imposition of penalties on the involved staff members or change in the system and controls, in consultation with the Managing Director, Operations Head or other departmental heads, as may be

required. Information concerning the status of an investigation will be kept confidential. The complainant or the staff who detects the fraud in the course of his office duties shall be instructed:

- Not to contact the suspected individual directly, so as to determine facts.
- Not to discuss the case, facts, suspicions, or allegations with any other person

The company already has a Board approved 'Vigil Mechanism and Whistle Blower policy.

Sonata Finance Private Limited shall abide by regulatory guidelines and fraud reporting requirements, prescribed by the Regulatory Authorities.

ACTIONS CONSTITUTING FRAUD

A Fraud is a willful act intentionally committed by an individual by deception, suppression, cheating or any other fraudulent or any other illegal means, thereby, causing wrongful gain to oneself or to any other individual and wrongful loss to others. Some examples of fraudulent activity are:

- Misappropriation of funds, or other assets
- Impropriety in the handling or reporting of money or financial transactions
- Accepting or seeking anything of material value from contractors, vendors, or persons providing services/materials to the Company.
- Misappropriation and criminal breach of trust
- Fraudulent encashment through forged instruments, manipulation of books of account or through fictitious accounts and conversion of property
- Unauthorised credit facilities extended for reward or for illegal gratification.
- Negligence and cash shortages
- Cheating and forgery
- Irregularities in foreign exchange transactions
- Any other type of fraud not coming under the specific heads as above.
- Cases of 'negligence and cash shortages' and 'irregularities in foreign exchange transactions' are to be reported as fraud if the intention to cheat / defraud is suspected / proved.
- In the following cases where fraudulent intention is not suspected / proved, at the time of detection, the matter will be treated as fraud and reported accordingly: (a) Cases of cash shortages more than ₹10,000/- and (b) Cases of cash shortages more than ₹ 5000/- if detected by management /auditor / inspecting officer and notreported on the occurrence by the persons handling cash.
- Actions which are in violation of the provisions of the IT Act, 2000 and IT (Amendment) Act, 2008

DETECTION AND INVESTIGATION OF FRAUD

The Head (Internal Audit) has the primary responsibility for the detection / investigation of all actual / suspected fraudulent acts as defined in the policy. However, the responsibility of reporting of any fraud shall not be limited to the Head of the Internal Audit Department, and any person/employee of the company who comes across any fraudulent activity shall promptly report the activity to the Internal Audit Department, to avoid occurrence of any fraud.

The person detecting the fraud or the investigating team must ensure proper procedures so as to avoid mistaken accusations or alerting suspected individuals that an investigation is under way. An employee who discovers or suspects fraudulent activity will inform the Audit Head immediately.

The reporting individual will be advised:

- Not to contact the suspected individual directly, in an effort to determine facts.
- Not to discuss the case, facts, suspicions, or allegations with any other person

FRAUD INVESTIGATION PROCEDURE

The Internal Audit Head shall, on the receipt of any complaint pertaining to fraud assess the facts reported (preliminary review) in order to understand the possible level (internal/external, level of the internal staff involvement, etc.) and the extent of any potential breach, as well as the severity of the case reported. He shall, on the basis of the primary enquiry decide the further course of action to be carried out and shall commence the investigation in consultation with the Managing Director and other related departments. During the course of Investigation the following procedure shall be adopted:

- Obtain copy of concern /complaint or reported breach;
- Identify, secure and gather data in whatever form, including the changing of locks and system access (where necessary and/or applicable);
- Obtain and analyse documents;
- Conduct initial validation of the information received to understand whether or not the claims are valid
- Perform data analytics on structured/unstructured data;
- Interview relevant internal and external individuals, document the interview and obtain their acknowledgement on the facts;
- Secure documents and relevant evidence related to the suspected Fraud, such as contents of the suspect's office or workstation, personal computer, diary and files including all personal

documents, where possible/applicable;

- Securing / preserving the various related documents such as documents pertaining to testing procedures, financial data records, records of interviews and testimonies, consultation memo, related emails or other correspondences etc.
- Securing evidence – documents/evidence must be protected so that nothing is destroyed and so that they are admissible in legal proceedings.

REPORTING, RECORDING AND MONITORING OF FRAUDULENT ACTS

The frauds being detected and investigated by the internal auditors shall be covered in the scope of Executive Summary report of the Internal Audit Department and shall be placed before the Audit Committee of the Board. It shall be ensured that FIR is filed with the police authorities at the earliest. The recording of the fraud cases shall be made by the compliance team in the fraud register on the basis of report of internal auditor. The Internal Audit Department of the company shall, in its internal audit report, also comment upon the status of any update on recovery etc. on any fraud. Cases of attempted frauds involving Rs. 25 lakh or more shall also be reported to the Audit committee. The Audit Committee and Board shall review the status of fraud cases on a quarterly and annual basis.

Decisions to prosecute or refer the examination results to the appropriate law enforcement and/or regulatory agencies for independent investigation will be made in conjunction with legal counsel and senior management, as will final decisions on disposition of the case.

The company shall report the following frauds to the Reserve Bank of India in accordance with Chapter IV of the RBI Master Direction - Monitoring of Frauds in NBFCs (Reserve Bank) Directions, 2016:

- a) Frauds involving ₹ 1 lakh and above
- b) Frauds involving ₹ 1 crore and above
- c) Frauds committed by unscrupulous borrowers

The above frauds shall be reported in the prescribed Form FMR-1 in XBRL mode through online fraud reporting system, to the Regional Office of the Department of Non-Banking Supervision of the Bank under whose jurisdiction the Registered Office of the applicable NBFC falls, within three weeks (21 days) from the date of detection of the fraud. Further, frauds involving Rs. 1 crore and above shall also be reported by means of a D.O. letter addressed to the Chief General Manager-in-charge of the Department of Banking Supervision, Reserve Bank of India, Frauds Monitoring Cell, Central Office Bengaluru and a copy endorsed to the Chief General Manager-in-charge of the Department of Non-Banking Supervision, Reserve Bank of India, Central Office within three weeks of detection of fraud.

The developments in the reported frauds shall be updated to RBI in XBRL mode through online fraud reporting system on as and when basis i.e. whenever any development has occurred in the format prescribed in FMR-3. .

The Company shall also submit a monthly certificate in respect of fraud cases in the prescribed format to FMG, DoS, CO, RBI, Bengaluru with a copy to respective SSM within seven days from the end of every month.

Further the cases of theft, burglary, dacoity and robbery are required to be reported in form FMR-4 in XBRL mode through online fraud reporting system within 15 days from the end of every quarter to which it relates. The company shall submit "NIL" FMR-4 in case there are no instances of theft,

burglary, dacoity and robbery, during the reporting quarter.

In addition to the above, on the occurrence of cases of theft, burglary, dacoity and robbery immediate reporting through e-mail shall be made to following authorities in the prescribed format:

(i) The General Manager, Fraud Monitoring Group, Department of Supervision, Central Office, RBI Bengaluru- 560001.

(ii) Regional Office of Reserve Bank of India, Department of Supervision of the State in which theft, burglary, dacoity and robbery has taken place

(c) PENALTIES ON STAFF INVOLVED IN FRAUD

If after investigation, it is found that the staff member was involved in the fraud, strict action shall be taken against the culprits. The amount involved in fraud, as per the report of the Internal Audit Department, shall be recovered from the staff directly involved in fraud. Fines in form of pay deduction or deference of promotions, transfer shall be imposed on all the employees who were reporting to the culprit or were his immediate supervisors, who are proven to be delinquent in performance of their duties. The HR Department may recommend the transfer of staff or their termination from the employment of the company, depending upon the facts and circumstances of the case. Before taking the aforesaid action, the HR Department shall take the approval of the Managing Director. The power to recommend for termination of any employee on the basis of an enquiry/investigation of the Internal Audit Department, shall solely vest with the HR Department.

CONFIDENTIALITY

The Head (Internal Audit) will treat all information received with full confidentiality. Any employee who suspects dishonest or fraudulent activity will notify the Head (Internal Audit) immediately and should not attempt to personally conduct investigations or interviews/interrogations related to any suspected fraudulent act.

Investigation results will not be disclosed or discussed with anyone other than those who need to be kept informed. This is important in order to avoid damaging the reputation of persons suspected but subsequently found innocent of wrongful conduct and to protect the Company from potential civil liability.

FRAUD PREVENTION

Through this policy the company shall strive to adopt a preventive approach for identifying, analysing and managing the risk of Fraud. The company shall follow zero tolerance to Fraud, at all levels. The

company shall take steps to prevent the occurrence of fraud by:

- Performing background checks, and verifying documents pertaining to borrowers, employees and others with whom Sonata has a business relationship.
- Circulating information regarding the modus operandi in frauds that have occurred, on a quarterly basis, to all branches for their information and necessary action.
- Adopting digital channels for disbursements and collections with the objective of eliminating cash transactions with clients.
- Conducting regular meetings with the staff members.
- Conducting surprise visits at branches to check the records and documents.
- Conducting exit interviews for all employees.
- Conducting Training Programmes and Seminars on frauds for all employees on a regular basis.

ADMINISTRATION

The Managing Director of the Company will oversee the administration, interpretation, and application of this policy. Any revision of this policy shall be placed before the Board of Directors for approval.

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