

POLICY ON STATUTORY AUDITORS

1. Preface

The Board of Directors of Vistaar Financial Services Private Limited, (the “Company”) has approved the following Policy (the “Policy”) of the Company for appointment of Statutory Auditors of the Company in line with the Guidelines of the Reserve Bank of India bearing Ref. No.DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April, 27, 2021. The Policy was approved by the Board at its meeting held on May 06, 2021 and shall come into effect on the date/for the relevant period specified under the extant RBI Guidelines.

2. Purpose

The purpose of this document is to present a policy statement of Vistaar Financial Services Private Limited (“the Company”) regarding appointment of Statutory Auditors which shall be subject to changes from time to time to be in compliance with the amendments to the guidelines to be issued by the Reserve Bank of India.

3. Scope

This policy is applicable to the Company as a whole and as may be covered under the ambit of the guidelines vide amendments thereto. Policy shall ensure that the Company appoints the Statutory Auditors in line with the guidelines and which shall also not conflict with any other extant law.

4. Appointment of the Statutory Auditors

Statutory Auditors fulfilling the required eligibility criteria under the RBI Guidelines and other applicable laws shall in the first place be scouted for and appointed through a well structured interview process conducted by the Audit Committee. A minimum of 2 (Two) Statutory Audit Firms fulfilling the eligibility criteria shall be interviewed and thereafter recommended to the Board of Directors of the Company.

The Board of Directors of the Company shall at their meeting deliberate the proposed appointment and recommend to the shareholders of the Company for finalising the appointment.

The shareholders shall finalise the appointment of the Statutory Auditors in the best interests of the Company. Wherever, required prior approval of the RBI shall be sought for the appointment of the Statutory Auditors. Appointment of the Statutory Auditor shall however be reported to the concerned office of the RBI in the manner prescribed by the RBI.

5. Fixation of Audit Fees

The Audit Fees shall in the first place be recommended by the Board of Directors which shall be approved by the shareholders at their meeting. Audit Fees shall be reasonable and in line with the RBI Guidelines as prescribed from time to time.

6. Tenure of Appointment and Re- appointment

The Statutory Auditor shall hold office for a continuous period of 3 (Three) years from the date of appointment who shall not be subject to removal except in accordance with the procedure specified under the RBI Guidelines.

Upon end of the tenure, the Statutory Auditor, being an Audit Firm shall not be eligible for re-appointment as Statutory Auditor of the Company for a period of 6 (Six) years from the end of each tenure or such other tenure specified by the RBI.

7. Monitoring

At all times, the Audit Committee shall monitor and assess the independence of the Auditors. Any concerns shall be reported to the Board of Directors of the Company. The Audit Committee and the Board of Directors shall be vested with powers to address the concerns to ensure compliance with the guidelines and also with powers to report the RBI in this regard.

8. Publication

A copy of this policy as amended from time to time shall be hosted on the website of the Company

9. Review of the Policy and Safeguard Mechanisms

The Board shall be vested with the powers to make suitable amendments to the policy from time to time to ensure compliance with the Guidelines as amended from time to time.

No amendments to the policy shall directly or indirectly have the effect of diluting any provisions of the Guidelines.
