



## IKF Finance Limited

Employee Code of Conduct & Ethics	
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Approving Authority	Board of Directors
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# Employee Code of Conduct & Ethics

## 1. Objective

The objective of the Code of Conduct & Ethics is to ensure that every member of the organization behaves in a professional, responsible and business-like manner at work, in the office premises, and whenever representing the company externally.

This Code of Conduct & Ethics applies to all employees of IKF Finance Limited.

The success of the company is dependent to a large extent upon maintaining a high level of public trust and professionalism. Therefore, each employee is expected to conduct him/herself at all times in accordance with the highest standards of conduct in all business endeavors. Every employee has to act with honesty and integrity in all dealings with customers, business partners and each other.

The principles set forth in this document describe how you should conduct yourself. However, please note that this Code does not address every expectation or condition regarding proper and ethical business conduct. It also does not provide a comprehensive set of rules that can detail every circumstance to which they may apply. The code will provide essential guidelines for day-to-day direction. Also note that the Code does not substitute for Company policies and procedures. In every business-related endeavour, you must follow the ethics and compliance principles set forth in this Code as well as all other applicable corporate policies and procedures. You are accountable for reading, understanding and adhering to this Code. Further, compliance with all laws, rules and regulations related to Company activities is mandatory and your conduct must be such as to avoid even the appearance of impropriety. Failure to do so could result in disciplinary action, up to and including termination of employment.

If you are uncertain about what to do, refer to the relevant section of this Code. If you are still unsure, speak with your supervisor or, you may reach out to the human resources department. If you have any doubt at any point of time, ask for help.

## 2. In the Workplace

Company is committed to providing a diverse and inclusive work environment, free of all forms of unlawful discrimination, including any type of harassment.

- **Respect:** The Company's greatest strength lies in the talent and ability of its associates. Since working in partnership is vital to the Company's continued success, mutual respect must be the basis for all work relationships. Engaging in behaviour that ridicules, belittles, intimidates, threatens or demeans, affects productivity, can negatively impact the Company's reputation. You are expected to treat others with the same respect and dignity that any reasonable person may wish to receive, creating a work environment that is inclusive, supportive and free of harassment and unlawful discrimination.
- **Equal Employment Opportunity:** The talents and skills needed to conduct business successfully are not limited to any particular group of people. Company has a long-standing commitment to a meaningful policy of equal employment opportunity. The Company's policy

is to ensure equal employment and advancement opportunity for all qualified individuals without distinction or discrimination because of race, color, religion, gender, sexual orientation, age, national origin, disability, covered veteran status, marital status or any other unlawful basis. As part of this commitment, the Company will make reasonable accommodations for applicants and qualified employees.

- **Sexual Harassment and Other Discriminatory Harassment:** Sexual harassment and other discriminatory harassment are illegal and violate Company policies. Actions or words of a sexual nature that harass or intimidate others are prohibited. Similarly, actions or words that harass or intimidate based on race, color, religion, gender, sexual orientation, age, national origin, disability, covered veteran status, marital status or any other unlawful basis are also prohibited.
- **Alcohol/ smoking/ drugs while at work:** Smoking on office premises is strictly prohibited. Smoking means use of lit cigarette, cigar, pipe or any other lit tobacco product. Nobody should be under the influence of alcohol or illegal or controlled substances when reporting to work, while on the job, or in connection with carrying out official responsibilities.
- **Identity Cards and Attendance:** Everybody must carry his/ her badges and display it at all times for security reasons in the office premises. Employees are requested to check their attendance records and discrepancies, if any, should be reported to the HR department. Falsifying of attendance or giving proxy is a serious offence and can result in dismissal.
- **Avoid wasteful expenditure:** Switch off computers from the power source when not using the system, avoid waste of stationery, and optimize courier packets and so on. Avoid use of paper/printer, if soft copies can serve the purpose. Use printer on 'Draft' mode only for internal requirements. Maintain good housekeeping - keep one's surroundings and workstations neat and tidy.

### 3. Conflicts of Interest

Company policy prohibits conflicts of interest. A “conflict of interest” occurs when your private interest interferes in any way with the interests of Company. In addition to avoiding conflicts of interest, you should also avoid even the appearance of a conflict.

- **Corporate Opportunities:** You owe a duty to Company to advance its legitimate interests. You are prohibited from competing with the Company and from using corporate property, information or position for personal opportunities or gain.
- **Working with Family and Friends:** To avoid conflicts of interest and any appearance of favoritism, ensure that you do not work directly for, supervise or make employment decisions about a family member. This includes positions or assignments within the same department and the employment of such individuals in positions that have a financial or other dependence or influence (e.g., an auditing or control relationship, or a supervisor / subordinate relationship).

- **Relationships at Work:** Personal or romantic involvement with a competitor, supplier, or another employee of the Company might affect your ability to exercise good judgment on behalf of the Company. This could lead to conflict of interest. Personal relationships and romantic liaisons between employees who are in a manager-employee reporting structure may lead to team management challenges and reduced morale. Such relationships must be disclosed to the manager immediately, who may take appropriate corrective action.
- **Outside Activities - Officer or Director of another business:** You may not serve as a director, officer, trustee, and partner or in any other principal position of another for-profit or publicly held organization or company without the prior approval of Company's Chief Executive Officer and or Managing Director (or a designee). You should obtain approval from Company's Chief Executive Officer and or Managing Director (or a designee) before agreeing to serve on the board or in a principal position of a trade or professional association or of a non-profit organization. In any event, these outside activities must not impact in any way your daily job responsibilities in your current position.
- **Second Job:** Unless the Company otherwise consents in its sole discretion, you will devote your entire resources and full and undivided attention exclusively to the business of the Company during the term of your employment with the Company and shall not accept any other employment or engagement (honorary or otherwise).
- **Vendors, Suppliers and Consultants:** All vendors, suppliers and consultants shall be approved in accordance with Company policies and procedures. Company's business relationships must be totally based on their ability to competitively meet the Company's business needs. If your association with a current or prospective Company vendor, supplier or consultant is of a nature that gives rise, or potentially gives rise, to a conflict of interest, the Company may have to refrain from entering into the relationship and, in any event, you must not be involved in any way with approving, managing or influencing the Company's business relationship.
- **Loans:** Loans and guarantees to employees by the Company could constitute improper personal benefits depending on the facts and circumstances. Loans by the Company to, or guarantees by the Company of obligations of, any director or executive officer or their family members are prohibited by law.
- **Gifts and Entertainment:** The occasional exchange of inexpensive gifts and modest forms of entertainment that have no special significance attached and are reasonable in nature, frequency and cost, are normal in business and help build strong and trusting relationships with customers, suppliers and other business partners. However, receiving such gifts or entertainment must never affect your judgment or decision-making, nor should they be offered in return for favourable treatment from others.

What constitutes good business practice with respect to gifts and entertainment varies by industry, business unit and location. Gifts from agents to individual clients of other than de minimus value are generally regarded as "rebates" and as such are prohibited. No personal gifts to you would be allowed. Please refer to Gifts and Entertainment policy. Any forms of

business entertainment that exceed reasonable and customary practices or personal gifts and favours should be politely declined.

- **Communication of Conflicts:** All potential and actual conflicts of interest or material transactions or relationships that reasonably could be expected to give rise to such a conflict or the appearance of such a conflict must be disclosed. E.g. Fill a Declaration Form disclosing whether any family member is working for a competitor or is in the same line of business. If you have any doubt about whether a conflict of interest exists after consulting this Code, you should seek assistance from the appropriate persons like supervising manager or human resources department, so that you can make that determination.

Company and its associates will not directly or indirectly engage in bribery, kickbacks, payoffs or other corrupt business practices, in their relations with governmental agencies or customers or any other parties.

## 4. Confidentiality, Protection and Proper Use of Company Assets

Safeguarding and appropriately using Company assets, whether those assets take the form of paper files, electronic data, computer resources, stationery, and trademarks or otherwise, is critical.

- **Confidentiality:** Company is committed to preserving customer and employee trust. All information, whether it is business, customer or employee-related, must be treated in a confidential manner, and disclosing it is limited to those people who have an appropriate business or legal reason to have access to the information. You need to take special precautions when transmitting information via e-mail, fax, the Internet or other media. Remember to treat all such communications as if they were public documents and printed on letterhead. Avoid receiving any material, financial, or other benefit by communicating or passing any information, secrets, which may come into their possession as a result of the employment with IKF Finance Limited.

In addition, Company meetings are confidential. You may not use audio or video equipment to record these meetings without the specific prior authorization of the head of your department. All employees are required to sign the “Non - Disclosure Undertaking /Agreement” as a precondition to contract of employment. Any violation of the Non – Disclosure Undertaking / Agreement can lead to immediate termination of the services of the employee, without prejudice to the company's right to recover damages and seek appropriate legal relief.

- **Every Employee is:**
  - ✓ Required to maintain information like client details, product information, incentives, all computer files, employee details, etc. in strict confidence
  - ✓ Expected not to communicate or pass any information, secrets, which may come into their possession as a result of the employment with IKFFL to any outsider or to anyone not employed by IKFFL. Also, any communication received by the employee on the company's letter-head (appointment letter/ increment letter/ pay slips, etc.) is also to be

treated as confidential. Details like salary and increments cannot be discussed with others in the organization.

- ✓ Expected not to use or proliferate information, which is not available to the investing public and which therefore constitutes insider information for making or giving advice on investment decisions (Respective Managers are responsible and are accountable for knowing the confidentiality policies and guidelines that pertain to their area and are also responsible for informing employees about restrictions on confidential information.)
  - ✓ Expected not to share with anyone Log in ID & Password to systems, laptops/ Desktops or any access to enterprise application software. Under no circumstances should an employee share his / her log in and passwords with colleagues and peers as confidential information including salary details are available there as well. Anyone found sharing the password, whether deliberately or otherwise with a colleague and peer or unauthorized person shall be dealt with severely, including termination from services of the company.
  - ✓ When you receive information as part of your job, you should not trade with it for your personal benefit. Neither should you pass on the information to your friends and family members or indirectly compete with the Company. Information obtained as part of your job should not be taken advantage of even after you leave the Company.
- **Technology:** Safeguarding computer resources is critical because the Company relies on technology to conduct daily business. Software is provided to enable you to perform your job and is covered by copyright laws. You cannot duplicate, distribute or lend software to anyone unless permitted by the license agreement.

Company provides electronic mail (e-mail) and Internet access to assist and facilitate business communications. All information stored, transmitted, received, or contained in these systems is the Company's sole property and is subject to its review at any time. All e-mail and Internet use must be consistent with Company's policies, practices and commitment to ensuring a work environment where all persons are treated equal with respect and dignity. Because these systems provide access to a worldwide audience, you should act at all times as if you are representing Company to the public, and should preserve Company's system security and protect its name and trademarks.

You must act responsibly and adhere to all laws and Company policies when using e-mail or the Internet.

You must use your computer appropriately in accordance with Company standards and ensure to secure both the computer and all data from loss, damage or unauthorized access, reporting all instances of unauthorized access to the Information Technology Department.

- **Company Assets for Personal Use:** Employees should take utmost care of company's property (e.g. computers, software, furniture, sign boards, etc.) and save it from damage or theft.

Company assets and services should not be used for personal requirements e.g. company's telephones, fax machines, computers, copiers, courier services, office stationery and other business equipment's. Use of these facilities is permitted for an emergency only and for an

insignificant amount. In that case the same should be communicated to the HR department for record and recovery from salary if absolute amount is more than INR 200.

Refrain from doing any personal work during office hours or while in office. Exceptions are allowed only if time taken is insignificant or if extra-ordinary inconvenience may be caused if that work is not done at that particular time.

Each supervisor, manager, and individual employee has an obligation to each other and to the Company to comply with Company business expenses and reimbursement policies and practices.

All business-related expense claims must be authorized by your manager before being incurred. Personal expenses will not be reimbursed by the Company.

## 5. Administration

- **Reporting of Any Illegal or Unethical Behaviour; Points of Contact:** If you are aware of any illegal or unethical behaviour or if you believe that an applicable law, rule or regulation or this Code has been violated, the matter must be promptly reported to your supervisor or company executives.

Your supervisor is normally the first person you should contact if you have questions about anything in this Code or if you believe Company or an associate is violating the law or Company policy or engaging in conduct that appears unethical. Under some circumstances, it may be impractical or you may feel uncomfortable raising a matter with your supervisor. In those instances, you may contact the head of your department or Managing Director & CEO / HR or the ombudsperson. Furthermore, you should take care to report violations to a person whom you believe is not involved in the alleged violation. The concern can be sent as an email or letter addressed to the executives mentioned before. All reports of alleged violations will be promptly investigated and, if appropriate, remedied, and if legally required, immediately reported to the proper governmental authority.

You will be expected to cooperate in assuring that violations of this Code are promptly addressed. Company has a policy of protecting the confidentiality of those making reports of possible misconduct to the maximum extent permitted by law. In no event will there be any retaliation against someone for reporting an activity that he or she in good faith believes to be a violation of any law, rule, regulation, internal policy or this Code. Any supervisor intimidating or imposing sanctions on someone for reporting a matter will be disciplined up to and including termination.

- **Media & Social Media Guidelines:** Communicate carefully - Do not represent to media or public or in the social media as official spokesperson for the company without complying with the company's guidelines for communication or without obtaining approval from the competent authority.

As you are aware communications with the media have reputational, regulatory and legal risks attached with them. To manage these risks we need to ensure that we have a common



protocol. The company must have designated speakers who are authorized to speak to the media. The following guidelines regarding media communications will apply to all employees.

- ✓ It is mandatory that all media queries (telephone, email or in person) be directed first through the Managing Director & CEO / Corporate Communications\* team, who will validate the message that need to be shared during the interface. Queries outside the subject areas (or to people who are not authorized spokespeople) should be referred to the Managing Director & CEO / Corporate Communications\* team. Thereafter authorized spokespeople can speak to the media on subject areas previously agreed with Managing Director & CEO and Corporate Communications team.
- ✓ Formal interviews (including “off the record” meetings) should be arranged in consultation with Corporate Communication team\* and it is advisable that a member of the Corporate Communication team\* should be present.
- ✓ Employees should not indulge in informal conversations with journalists and always assume that what is said can be reported.
- ✓ If in doubt individuals should contact their Corporate Communication team
- ✓ Designated Speakers to the media are: Managing Director & CEO.
- **Contributions to Media and Subscriptions –**
  - Do:-** Be responsible in terms of publishing company related information in the social media and take prior approval from Corporate Communications team.
    - Maintain confidentiality of information while addressing media or release of reports
  - Don't:-** Communicate to media in any form if you are not the authorized spokesperson or without prior approval
    - Subscribe to any fund-raising activity on behalf of company without prior approval

(\*Please note that currently for these instances you may contact and /or take approval from **ONLY** the Managing Director & CEO in the absence of Corporate Communications Team).

## 6. Ethics and Integrity

We expect all our people to display the highest standards of ethical and moral conduct in all their acts on duty as well as when not on duty. We consider unethical or immoral conduct as a serious violation of terms of employment, even if committed when the individual is not at the workplace or is not on official duty. Such cases shall be taken seriously by the company. As a company, we can live with errors and mistakes done in good faith even if they result in significant losses, but can never condone lack of honesty and integrity, even if there is no monetary damage.

## 7. Disciplinary Actions

If you violate our Code, the Company will take appropriate disciplinary action. The matters covered in this Code are of the utmost importance to the Company, its shareholders and its business partners, and are essential to the Company's ability to conduct its business in accordance with its stated values. We expect all of our directors, officers, employees to adhere to these rules in carrying out their duties for the Company.

We take violations of this Code, Company policies and applicable laws seriously. Where appropriate, the Company takes prompt corrective action, up to and including termination of employment. We strive for consistency and fairness in discipline for Code violations. Discipline may include a verbal or written warning; suspension with or without pay; loss or reduction of bonus or stock options; or, for the most serious offences or repeated misconduct, termination of employment.

Any disciplinary action depends on the nature, severity, and frequency of the violation. It may vary depending upon local law. Please understand that those who violate the laws or regulations mentioned in the Code could expose themselves and the Company to substantial civil damages and criminal penalties.

Corrective action may be taken if you:

- Violate the Code, Company policies and procedures, or applicable laws.
- Direct others to violate the Code, Company policies and procedures, or applicable laws.
- Are aware of a violation or potential violation, and fail to report it.
- Fail to effectively monitor the actions of people you manage.
- Do not cooperate in a Company audit or investigation.
- Fail to participate in required training.
- Retaliate against someone for reporting a concern in good faith or for participating in an investigation of such a report.
- Disclose information learned during an internal investigation.

More examples have been mentioned in our Disciplinary Policy, please refer to the same.

## Acknowledgement of Receipt of Employee Code of Conduct & Ethics

I have received and read IKF Finance Limited's Employee Code of Conduct & Ethics. I understand the standards and policies contained in the Company Code of Conduct & Ethics and understand that there may be additional policies, guidelines and laws specific to my job and/or the location of my posting. I further agree to comply with this Employee Code of Conduct & Ethics.

If I have questions related to the Employee Code of Conduct & Ethics, any company policies or the legal and regulatory requirements applicable to my job, I know I can consult my manager or reach out to the Human Resources manager, knowing that my questions or reports to these sources will be maintained in confidence.

Employee Name :  
Employee Signature:

Date:  
Location: