



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

Overview

This document sets out the policy of IIFL Home Finance Limited ("IIFL"/"the Company") on combating corruption and conducting all business in an honest and ethical manner. The Company has a zero-tolerance approach to bribery and corruption and is committed to act professionally, fairly and with integrity in all the dealings. The Company is committed to implement and enforce effective systems to counter bribery. This document sets out the Company's long-standing policy on bribery and other forms of unlawful payments ("Policy").

Scope

This Policy shall apply to all staff including directors, officers of the Company and all appointed third party representatives of Company such as agents, consultants, others working on behalf of the Company irrespective of their location, function or grade. The Company requires those providing services on its behalf to undertake their business without bribery or corruption.

It is required to comply with all applicable anti-bribery and corruption laws of the land and regulations when doing business on behalf of the company.

Definitions

"Bribery" is the "offer of undue reward by or to any person in a public sector, private employee, colleague or representative of another organization in order to influence his / her behavior in office and to induce them to act in contravention of the rules and regulations, ethics, trust and integrity".

"Corruption" is the "abuse of entrusted power for private gain".

Facilitation Payments means small unofficial payments paid to speed up an administrative process or secure a routine government action by an official. However, facilitation payments should be contrasted with official, lawful, receipted payments (typically to an organization rather than an individual) to expedite certain functions, e.g. where there is a choice of fast-track services to obtain a passport.

Responsible Person means a nominated senior person responsible for overseeing and reporting on the implementation of this Policy. Also called the Chief Anti-Corruption Officer.

Key Principles

IIFL employees and third-party service providers are prohibited from:

- Offering or suggesting a Bribe, or authorizing the offer or suggestion of a Bribe
- Paying Bribes
- Soliciting or accepting a Bribe to influence a decision, to obtain unauthorized access to confidential information, or to commit or omit to do an act, whether or not the outcome would have been the same without the bribe.
- Making Facilitation Payments
- Using another party to conduct any of the above
- Using vendors or suppliers that do not have high standards on bribery and corruption.
- Processing funds known to be, or reasonably suspected of being, the proceeds of bribery or corruption.

If the safety or loss of liberty of staff or third-party service provider is at risk, the payment should not be refused. In all circumstances any demand for Facilitation Payments preferably be reported on immediate basis to the business line management, Head-Human Resources, Chief Financial Officer, Head-Legal and Compliance Officer.

IIFL shall endeavour to appoint third parties as agents and contractors with high repute and who have committed to adherence with all applicable laws and regulations. In addition, the bribery and corruption risks are monitored and managed effectively in order to maintain a strong control system.

Infringements of this Policy may result in disciplinary action by IIFL, including dismissal, and may involve criminal or regulatory proceedings for individuals and IIFL.

This Policy should be read in conjunction with IIFL's Gifts policy. As it has been widely acknowledged that corporate gifts and hospitality, whether lavish or not, can be used as a subterfuge for bribery and corruption, It is therefore important that compliance with this Policy includes adherence to the rules within IIFL's Gifts policy as well as following the spirit of IIFL's zero-tolerance approach to bribery and corruption. The employees may accept gifts and hospitality only in conformity with the IIFL's Gift Policy.

Ethical guidance

Policies and guidance cannot cover every circumstance. The guidance below will help to make decisions about appropriate business conduct. If the answer is yes to following quick questions, then one might feel comfortable in proceeding:

- Is the action legal?
- Is it right? Is it honest?
- Is the action consistent with the terms and spirit of this policy and our values as a business?
- Does it avoid creating a sense of obligation?
- Can this be justified to the manager, the responsible person and to the family?
- Would one feel comfortable if the action became public knowledge?

In any case of doubt, one should discuss the situation with the Responsible Person.

The following are examples of relationships and events that could lead to a higher risk of bribery and corruption.

Fee payments

Where an agent or intermediary is used to make introductions to officials of public or government bodies and agencies, steps must be taken to ensure that any fee paid by IIFL is proportionate to the activity being performed and in accordance with local law and the requirements of this anti-corruption policy.

No such fee payments can be made without the express approval of the business line management, Head-Human Resources, Chief Financial Officer, Head-Legal and Compliance Officer.

Charitable donations

When funds are donated in IIFL's name for charitable purposes, appropriate due diligence must be conducted to ensure that, where a public official or public body is associated with the charity, written agreement is obtained. Any charitable donation must always be made directly to a recognized charitable organization and not via another party or individual. Any payment to a charity should be in

accordance with the applicable law.

Public officials

Appropriate due diligence must be conducted when public officials, their relatives or their close associates are invited to any entertainment provided by IIFL, or when payments are made to them by or on behalf of IIFL.

Offers of employment

Care must be taken when providing work experience or employment to people that are connected to, or are relatives of, senior public officials. Although it is not prohibited to employ such staff it is important to avoid any perception that any hiring is for an improper purpose. Where such a hiring is being considered, approval from business line management and Head-Human Resource must be obtained.

Responsible Person

IIFL will at all times have a nominated senior person responsible for overseeing and reporting on the implementation of this Policy. The director/senior manager will be sufficiently senior to be fairly regarded as independent.

The responsibilities of the Responsible Person shall include:

- Designing and implementing an effective anti-corruption program in accordance IIFL Anti-Corruption Policy
- Providing necessary direction and support in adherence to the Anti-corruption Policy
- Timely reporting of suspected violations to the Company's Board.

Reporting

The Responsible Person will report suspected violations to the Company's Board at least on an annual basis.

Employee conduct

Employees are required to report any knowledge or suspicions of the request for, offering, giving or receiving of a corrupt payment. A failure to do so may be considered as gross misconduct.

No employee will suffer demotion, penalty or other adverse consequences for refusing to pay or accept a corrupt payment even if such a refusal may result in IIFL losing business or failing to win a deal.

Internal communication and training

IIFL will communicate these principles to all employees and will reflect this policy on its website. Training will be provided to staff so that they are aware of this Policy, and their obligations under the policy.

Associates

IIFL requires that agents, advisers, contractors, intermediaries, and other representatives who supply material goods and services to it ("Associates") are made aware of this Policy and confirm that they will not participate in any transaction that will put it in breach of the Policy, and that such Associates have adequate procedures for preventing their own staff engaging in the giving or receiving of bribes, kickbacks, or facilitation/speed payments.

Internal record keeping

The Company shall make and keep books, records, and accounts that conform to the highest professional standards of accuracy and consistency and that, in reasonable detail, accurately and fairly reflect the Company's transactions.

Raising Concern

The Company welcomes whistle-blower reports and encourages staff and third parties to draw its attention to instances of wrongdoing within IIFL and raise concerns about any issue or suspicion of non-compliance to this Policy to Chief Anti-Corruption Officer or Head- Human Resources. The principles laid down in Vigilance/Whistle Blower Policy shall apply to protect the interest of the whistle blower.

Review of the Policy

The Policy will be reviewed annually and approved by the Board.

In case of any amendment (s), clarification (s), circular (s) etc. issued by the relevant statutory authorities, not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail and this Policy shall stand amended to that extent and placed before the Board subsequently for approval.