



# IIFL HOME FINANCE LIMITED

## CODE OF CONDUCT POLICY

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## A. Preamble

- a) This Code of Conduct is a statement of the IIFL HFC's commitment to integrity and the highest standards of ethical practices.
- b) It defines the standards of conduct that is expected of all employees in order that the right decisions are taken in performing roles and responsibilities across various functions in the company.
- c) The Code is intended to be the charter for day-to-day work to enable employees to make the right decisions and, therefore, serves to
  - I. Underline the fundamental commitment to compliance with regulatory guidelines and laws of the land.
  - II. Set forth basic parameters of ethical behaviour.
  - III. Establish a system for detection and reporting of known or suspected ethical or violations of regulation.
- d) Since we are committed to continuous reviewing and updating of policies and procedures, this Code is also subject to modification.
- e) The principles enshrined under the Code are inclusive in nature and the various circulars or directions issued by the management of IIFL HFC must be read along with and constitute a part and parcel of this Code.

## B. Applicability of the code

- a) This Code of Conduct is applicable to all the Employees of **IIFL HFC**
- b) IIFL HFC expects all its employees to act in accordance with high professional and ethical standards. You must be, and be seen to be, committed to integrity in all aspects of your activities and comply with all applicable laws, regulations and internal policies.
- c) In accepting a position with IIFL HFC or any of its subsidiaries, each of you become accountable for compliance with the law, with the IIFL HFC Code of Conduct ('the Code'), and with policies of your respective businesses.
- d) The standards of the Code are not necessarily prescribed by the regulators - they are something, which a well-respected institution must have in place and adhere to on an ongoing basis. We therefore expect a high level of ethical conduct.
- e) While covering a wide range of business practices and procedures, these standards cannot and do not cover every issue that may arise, or every situation where ethical decisions must be made, but rather set forth key guiding principles that represent IIFL HFC policy.

## C. Values

Fairness, Integrity and Transparency (**FIT**) is the driving force behind all that we do here at IIFL HFC. We only work with the people who fit into our professional ethos.

- a) **Fairness:** Fairness in our transactions with all stakeholders including employees, customers, and vendors, bereft of fear or favors.
- b) **Integrity:** Integrity and honesty of the utmost nature, in letter, in spirit, and in all our dealings with people, internal or external.
- c) **Transparency:**
  - I. Transparency in all our dealings with stakeholders, media, investors, and the public at large.

II. We have come this far solely based on our core values serving as a moral compass in all our dealings. Our constant endeavour is to deliver befittingly on all fronts to all our stakeholders. We are resolute in the observance of these values and will let go of any growth opportunities that deem unfit.

#### **D. Protection of proprietary information**

- a) Any information concerning the Company's business, its customers, suppliers, etc., which is not in the public domain and to which the employee has access or possesses such information must be considered confidential and held in confidence unless specifically authorized to do so and when disclosure is required, as a matter of law and shall not be used by him or her for his or her personal gain or advantage.
- b) Unauthorized use or distribution of proprietary information violates the internal policies of IIFL HFC and could be illegal. Such use or distribution could result in negative consequences for both IIFL HFC and the individuals involved, including potential legal and disciplinary actions.
- c) Acts of ignorance that could lead to leakage of such proprietary information, especially through electronic means – like e-mails, web uploads, removable media (e.g. CD/DVD/pen drive) etc., may lead to investigation and probe against the employees.
- d) It is your responsibility to protect proprietary and confidential information (sensitive in nature) pertaining to the Company or its customers in a manner commensurate with its classification as per the principles enunciated in the Information Security Policy, Standards & Procedures of IIFL HFC.
- e) IIFL HFC reserves the rights to monitor its employees' activities on IIFL HFC companies owned assets.
- f) We, at IIFL HFC, respect the proprietary rights of other companies and their proprietary information and expect the same from its employees.

#### **E. Maintaining Business Relationships and Fair Competition**

- a) IIFL HFC is committed in dealing with external stakeholders such as customers, competitors, suppliers, and any related agency that is based on the principles of fair competition, compliance with laws and regulations of the land, and in the spirit of honesty and integrity of our corporate values.
- b) While maintaining a competitive outlook in the market, we practice the following:
  - I. Following transparency in all of our business dealings
  - II. Conducting business in accordance with applicable laws and regulations
  - III. Respecting the confidentiality, privacy and intellectual property of external stakeholders
  - IV. Transfer of accurate and complete information from and to our customers while complying with internal proprietary policies, data protection laws and any contractual obligations
  - V. Avoiding conflict of interest in business dealings for the customer whose assets we manage. This includes having controls to minimize and resolve potential conflicts
  - VI. Fair hearing to any concerns from our customers while acting promptly on the resolution. If the complaint involves fraud, data privacy or an accounting or auditing matter, special measures will be followed.

#### **F. Fair Dealing:**

- a) You must respect fair business practices in jurisdictions where you operate and endeavour to deal fairly with IIFL HFC's customers, suppliers, competitors as well as internal customers. You should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential information, misrepresentation of material facts, or any other unfair dealings.
- b) To maintain the spirit of fair dealings with any external body, you shall refrain from the following:
  - I. Engaging with any third party known to be involved in manipulative or concealing market practices (fixing prices, allocating sales markets, exclusive dealing with vendors) or with activities that threaten public order or safety.
  - II. Payment, acceptance, offer, or authorization of money, gifts, or any other forms of bribe and corruption with the customers.
  - III. Offering of anything of value to external stakeholders that could be construed as requiring or influencing any official decision and would give an impression of either obtaining or retaining business, suggesting that any business or service may be withdrawn or awarded in return for other business or securing an improper advantage vis-a-vis other organizations in the market.

#### **G. Maintaining transparency and co-ordination with government and regulators**

- a) All employees are expected to comply with the regulatory guidelines at all times. The employees are expected to be responsive, fair and transparent with Officers from regulatory, legislative or administrative bodies. The IIFL HFC maintains a candid and proactive relationship with its regulators.
- b) Utmost co-operation with the regulators and thorough understanding of the regulators' mission, perspective and processes in alignment to IIFL HFC internal policies and procedures is of key importance.
- c) IIFL HFC is committed to following applicable laws, rules, and regulations of all localities, states, and countries where we do business, is not only the right thing to do, it helps maintain and protect our reputation.
- d) This includes appropriately communicating significant corporate developments and actions to relevant regulators.
- e) Responses to regulatory information requests should be completed accurately within the agreed time frame as per the internal policy guidelines and external regulations and must be safeguarded for delays, if any, by keeping the internal and external authorities in loop.
- f) All employees are also required to co-operate and report (and not withhold or misrepresent any information) for any violations of regulations, laws, internal processes, contract requirements, guidelines, etc., in any investigation as an involved party, witness or in terms of role responsibility.
- g) It is prohibited to disclose any aspect of investigation to any person (either within or outside the organization) and maintain confidentiality.
- h) Making false statements, misleading internal or external auditors, investigators, legal counsel, other employees, regulators or other governmental entities can result in severe penalties.

As an employee, you are expected to support this commitment and to serve IIFL HFC best interests by:

- I. Being responsible for ensuring that conduct in our activities are in accordance with the principles mentioned in the regulatory bulletins, circulars, advisories, manuals, checklists, and other guidance inclusive of statutory compliance and risk management guidelines.
- II. Discourage lobbying activities that attempts to influence or defeat the legislation on behalf of the IIFL HFC.
- III. On suspicion of any untoward activities relating to code of conduct, promptly bringing to the notice of the HR/ Compliance officials.

#### **H. Charitable Contributions, civic activities & sponsorships**

Any personal activities related to charitable and/or educational activities should not interfere or in any way conflict with your work or with IIFL HFC in any manner. When associated with a charity or civic activities in your personal capacity, it has to be ensured that there is no implied or presumed support / conflict of interest with IIFL HFC. In case of any ambiguity in this regard, employees are advised to reach out to HR/Compliance.

#### **I. Participating in Trade Associations, Conferences and peaking Engagement**

Meetings at professional gatherings, trade associations or conferences activities should not interfere with or in any way conflict with your job duties or with the IIFL HFC in any manner and may not be undertaken without the approval of the authorized personnel. There may be instances of contact with competitors for which you must follow the rules related to fair competition referenced in this Code and company policies.

#### **J. Political Activities & Contributions**

- a) No employee shall take an active part in politics, represent in a political party and contest for election anywhere outside the IIFL HFC and shall not involve other employees, clients, suppliers, vendors or any other party with whom the company does business.
- b) Employees may not contribute or solicit political contributions, the IIFL HFC's funds or assets, resources to any political candidate, party, or similar organization; unless such contribution is expressly permitted by law/ regulation / directive and has been preapproved by the appropriate authorized representative of the IIFL HFC. Under no circumstances will the IIFL HFC directly or indirectly reimburse any employee for their individual contributions.
- c) Volunteering of personal services during IIFL HFC working hours on behalf of a candidate, lobbying or engaging in any outreach to public officials, including attempts to influence legislation, government agencies, etc. is prohibited.

## **K. Workplace Conduct**

### **a) Respect for Individuals and Fair behavior and Employment Practices**

- I. All employees are expected to adhere to Code of Conduct and maintain professionalism, integrity, mutual respect and fairness in daily course of business and relationship with colleagues or any other point of contact (internal or external).
- II. All Employees must treat their colleagues and business associates with dignity and respect, irrespective of caste, creed, gender, religion / region, nationality, appearance or any disability.
- III. Employees must not use abusive and offensive language or any kind of inappropriate gestures with their colleagues or business associates.
- IV. Employees must not engage in any activity that is likely to result in disturbing the peace and harmony of the workplace.
- V. We aspire to be a meritocratic organization wherein employees continuously and consistently strive to demonstrate excellence and initiative.
- VI. We, therefore, are committed to providing employees with the best opportunities to realize their potential and an environment where diversity is embraced.
- VII. At all times, we must treat our teammates with respect, share the responsibility for our successes and accept accountability for our failures.
- VIII. Employees are prohibited from creating situations which are threatening, intimidating, hostile, spreading false rumours or display abusive behaviour in the workplace. We should strive to maintain a disciplined, ethical, healthy and productive work environment and resolve any conflicts in an amicable manner.
- IX. Respectful workplace concerns escalated by employees and/ or customers will be taken seriously and dealt with promptly.
- X. You should refrain from favoritism and making business decisions on emotions. All employees should also honestly disclose any information on family or relatives who work at the IIFL HFC.
- XI. No employee shall use his position or influence directly or indirectly, to secure employment for his son, daughter or any other member of his family in any private undertaking having official dealings with the company (this will include the IIFL HFC borrowers, contractors, consultants and vendors).
- XII. As an IIFL HFC, we seek to maintain an inclusive diversity of our staff across branches and departments and recruit, develop and retain highly qualified, diverse and dedicated individuals for our workforce. The equal employment opportunity principles are based on fair employment regulations and nondiscriminatory practices at workplace.

### **b) Harassment and Discrimination**

- i Harassment is an undesirable verbal or physical behavior that interferes with work or creates an intimidating, hostile or offensive work environment. Examples include:
  1. Public or private tirades or bullying by a supervisor, subordinate, or peer
  2. Severe or repeated insults related to personal or professional competence

3. Threatening or insulting oral or written comments
4. Deliberate desecration of religious, racial, ethnic, or national symbols
5. Malicious and knowingly false complaints against others

ii We prohibit from any discrimination (race, gender, caste, religion, disability, marital status, pregnancy, culture, ancestry, socioeconomic status etc.) while in employment or advancement. IIFL HFC promotes a work environment where employees are valued and not discriminated on the basis of any reason. We prohibit discrimination or harassment of any nature that violates our policies, whether committed by or against a manager, co-worker, client, supplier or visitor.

iii Any form of direct or indirect harassment as laid down in the 'Prevention of Sexual Harassment Act (PoSH)'.

iv IIFL HFC prohibits use of Social Media or its communications, equipment, systems and services, including e-mail services and/or intranet/Internet services, to create a hostile, discriminatory, or offensive work environment. This includes downloading, transmitting, viewing or exchanging "jokes," pictures, stories, videos or other communications or content which are threatening, harassing, demeaning or offensive to any individual or IIFL HFC or its employees and third parties

**c) Zero Tolerance Policy**

- i The IIFL HFC has a "zero tolerance" policy for any violation of the Code of Conduct. This means that when an occurrence of a violation has been verified, appropriate action commensurate with the nature and pervasiveness of the violation will be taken. Employees who violate the Code may be subject to disciplinary actions, up to and including termination.
- ii The following behaviours at work or activities while using IIFL HFC systems are examples of actions that are prohibited and can result in disciplinary action:
  1. Sending or posting discriminatory, harassing, or threatening messages or images through the IIFL HFC internal mails and/or through internet or any other mode of communication.
  2. Any proven behaviour violating the PoSH Act
  3. Using the IIFL HFC time and resources for personal gains.
  4. Unauthorised use of employee code including password of self or any other employees/staff. Sharing of user ID /password of each other. (Both the employees involved shall be held equally liable for any disciplinary actions) Copying, pirating, or downloading software and electronic files without permission.
  5. Engaging in unauthorized transactions that may or may not incur a cost to the organization.
  6. Participating or carrying out any activity that may damage the image or reputation of the IIFL HFC.
  7. Participating in the viewing or exchange of pornography or obscene materials.
  8. Attempting to break /hack into the computer system of the IIFL HFC and or any other organization or person.
  9. Suppressing or misrepresentation of facts.

10. Refusing to cooperate with investigation.
11. Any non -compliance with the regulations and policies of the company.

iii Sending or posting chain letters, solicitations, or advertisements not related to business purposes or activities.

1. Using the IIFL HFC internet/ intranet for promoting political causes or activities, religious activities, or any sort of gambling.
2. Destroy records that are potentially relevant to a violation of law or any litigation or any pending, threatened or foreseeable government investigation or proceeding.
3. Sending anonymous e-mail/SMS messages.
4. Engaging in any other illegal or fraudulent activities
5. Working under the influence of alcohol or drugs.
6. Fighting or threatening violence in the workplace.
7. Spreading rumours and un-authenticated information
8. Use of foul language in any written or verbal communications within the workplace.
9. Negligence or improper conduct leading to damage of property or properties of the IIFL HFC or customer.
10. Insubordination or other disrespectful conduct with colleagues, customers etc. Smoking in the workplace at non-designated areas and Chewing of Pan Masala or any tobacco products.
11. Possession of dangerous or unauthorized materials, such as explosives or firearms, etc., in the workplace.
12. Absenteeism, overstaying leave or leaving workplace without permission or absence from work without notice/ approvals.
13. Unsatisfactory performance at work or loss of confidence.
14. Data theft or pilferage or any dishonest act.
15. Refusing reasonable directions including moderate changes in responsibilities that may from time to time be given on account of business necessity and exigencies. Violation of any of the provisions of the security policy including IT security policy of the IIFL HFC.
16. Insubordination, negligence, failure to perform duties with utmost integrity, honesty and diligence.
17. Submitting and claiming false bills for reimbursement. Overstating expenditure vouchers.
18. Violation of the IIFL HFC Mobile Phone Policy.
19. Failure to carryout due diligence in any deal/transaction to avoid any possibilities of a fraud or money laundering.
20. Refusing a reasonable request to moderate changes in responsibilities if such a change is a business necessity.
21. Fudging or abetting fudging of attendance records.
22. Poaching existing client and employees to the competitor.
23. Engaging in any other trade/ business/ employment/associations/ engagement for commercial gains, while in the employment of the Company without the written approvals of the Management.

24. Indulging in unauthorized / unlawful / criminal acts, like forging of client documents (e.g. Customer's Insurance/ broking application form/ KYC-supporting documents such as identity/ birth proof).
25. Trading in customer account without customer consent.
26. Fraudulent and incorrect reporting of customer meetings or sales or business data.
27. Multiple instances of being late for office/ customer meetings without reasons.

#### **L. Code of Conduct for Insider Trading**

- a) While undertaking personal investments, it should be borne in mind that such investments should not:
  - I. Affect or appear to affect your ability to make unbiased business decisions for IIFL HFC and its subsidiaries;
  - II. Be contrary to IIFL HFC's interests (e.g. using proprietary knowledge obtained through the course of employment to make investments that are not in the best interest of the IIFL HFC);
- b) All employees should ensure strict compliance with the code.
- c) The code is applicable to all employees of IIFL HFC and its subsidiaries and affiliates Companies.
- d) The code and trading restrictions are also applicable to all related persons like immediate relatives, consultants for special assignments, auditors etc engaged by the company.
- e) All employees and related persons should ensure confidentiality and be careful while handling Unpublished Price Sensitive Information (UPSI). All information should be disclosed only on 'Need to Know' basis.
- f) During the period when the employee is in possession of UPSI, no trading is permissible by the employees in that particular security;
- g) Employees shall not trade in securities when the trading window is closed, except for exercise of stock options;
- h) The minimum holding period of securities and contra trade restriction applicable as mentioned in the code available on IWIN.
- i) The disclosure requirement is required to be adhered to by the designated persons in the prescribed format.
- j) Any other disclosure, approval or reporting requirement that is communicated by the Governance/ HR team from time to time,

#### **M. No financial transactions among Stakeholders**

To avoid any potential misunderstandings or conflicts, no financial transactions should take place between our stakeholders (Employees, Customers, Vendors etc.) There shouldn't be any kind of financial transaction taking place among the stakeholders including cash, bank transfers, or UPI payments. However, minor transactions like reimbursing lunch expenses, etc. among employees are allowed under specific conditions. In such cases, employees must document and report the transaction, seek pre-approval if it exceeds a predefined threshold, and, in emergencies, obtain approval from both involved IRA's (Immediate Reporting Authorities) to ensure transparency and compliance.

However, in cases where there are team outings, late night sitting, etc. Financial transactions can happen with intimation to IRA and HRBP.