



SVATANTRA MICRO HOUSING FINANCE CORPORATION LTD

Code of Conduct (w.e.f. April 1st, 2019)

1. **Background:**

Our Code of Conduct sets forth our core values, shared responsibilities, global commitments, and promises. It provides general guidance about the Company's expectations, highlights situations that may require particular attention, and references additional resources and channels of communication available to us. It is also the first step for you to get clarity on any questions relating to ethical conduct. Our Code, however, cannot possibly address every situation we face at work. Therefore, the Code is by no means a substitute for our good judgment, upon which Infosys depends. We must remember that each of us is responsible for our own actions and that the ethical choice is always the best choice. Please review the entire Code and refer to it whenever you have a question on ethical conduct. As an annual process, you will be asked to confirm in writing that you have reviewed the Code, and understand and agree to adhere to our core values, shared responsibilities, global commitments, and promises.

2. **Coverage**

This code applies to all SMHFC Personnel, including members of the board of directors (in connection with their work for SMHFC), officers, and employees (part time employees, full time employees, interns, permanent, temporary staff) of SMHFC. This code is subject to change and may be amended, supplemented or superseded by one or more separate policies.

If any part of this code conflicts with local laws or regulations, only the sections of this code permitted by applicable laws and regulations will apply. Any policies that are specifically applicable to your jurisdiction will take precedence to the extent they conflict with this code.

3. **Fair Dealing**

Employees should deal fairly with customers, suppliers, competitors and other employees. They should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential, proprietary or trade secret information, misrepresentation of material facts, or any other unfair dealing-practices.

4. **Honesty & Integrity**

Employees of the Company are expected to act with utmost probity and professional integrity, honesty and ethical conduct, while working in the Company's premises, at offsite locations where the Company's business is being conducted, at Company sponsored business and social events, or at any other place where they are representing the Company.

Employees of the Company will act in good faith, responsibly, with due care, competence and diligence, without allowing their independent judgment to be subordinated. Further, they will act in the best interests of the Company and fulfill their fiduciary obligations. An honest conduct is free from fraud or deception and in conformity with all the accepted professional standards of conduct. Ethical conduct includes the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.

5. Safe Workplace

We are committed to a violence-free work environment, and we will not tolerate any level of violence or the threat of violence in the workplace. Under no circumstances should anyone bring a weapon to work. If you become aware of a violation of this policy, you should report it to Human Resources immediately.

6. Conflict of Interest

Employees shall not engage in any business, relationship or activity, which may be in conflict of interest with the business of the Company. A conflict situation can arise under the following circumstances:

- a. When the employees takes action or has interests that may make it difficult to perform his / her work objectively and effectively,
- b. When an employee has Directorship/Agency with other Housing Finance Company
- c. The receipt of improper personal benefits by a member of his / her family as a result of one's position in the Company,
- d. Any outside business activity that detracts an individual's ability to devote appropriate time and attention to his / her responsibilities with the Company,
- e. The receipt of gifts or excessive entertainment from any person /company with which the Company has a current or prospective business dealings,
- f. Any significant ownership interest in any supplier, customer, development partner or competitor of the Company,
- g. Any consulting or employment relationship with any supplier, customer, business associate or competitor of the Company.

Employees should be scrupulous in avoiding conflicts of interest" with the Company. In case there is likely to be a conflict of interest, he / she should make full disclosure of all facts and circumstances thereof to the Human Resources department and a prior written approval should be obtained.

7. Appearance & Attire

In order to create and maintain a professional image, employees are expected to wear clothing that is not offensive or distracting to clients and colleagues. This includes maintaining appropriate and commonly accepted standards of dressing and grooming that reflects a professional and business like image at all times. The general principle for adopting professional dress is related to creating a positive image of the Company for our customers and colleagues. Remember that at all times in the workplace employees are ambassadors of the Company. Employees representing the Company off-site with third party companies should wear business formals. The Company is confident that each employee will use their best judgement when maintaining the appropriate attire and appearance.

Management reserves the right to determine appropriateness. An employee, whose attire is not consistent with these guidelines, may be cautioned to pay closer attention to their choice of clothes or in severe cases may be sent home to change clothes. If an employee is warned regarding unacceptable attire and/or sent home three (3) times, a written warning will be issued and placed on file. Continued disregard of the policy may be cause for further disciplinary action, up to and including termination.

8. Other Organisations

Employees of the Company are expected to devote their full time and efforts during normal working hours to the service of the Company. They shall not engage in any business or secondary employment that interferes with their obligations and responsibilities to the Company or otherwise. Employees of the Company will not serve on the Board of Directors of any corporation not owned or controlled by the Company, other than a nonprofit, charitable, religious or educational organisation without the prior written approval from the Human Resources department.

9. Discrimination and Harassment

The Company is committed to providing a workplace free of discrimination and harassment based on race, colour, religion, age, gender, national origin, disability or any other biases. It would be the endeavour of every Employee of the Company to see that the workplace is free from such an environment. If any employee is discriminated, he /she may lodge a complaint of discrimination or harassment to HR department.

10. Compliance with Laws, Rules and Regulations

All suspected violations of this Code shall be promptly reported to the HR Head and such violations are subject to investigation. Violations will be investigated and appropriate action will be taken in the event of any such violation.

11. Confidential Information

Employees shall maintain the confidentiality of “Confidential Information” of the Company or that of any customer, supplier or business associate of the Company to which Company has a duty to maintain confidentiality, except when disclosure is authorised or legally mandated. The “Confidential Information” includes all non-public information (including private, proprietary and others) that might be of use to competitors or harmful to the Company or its associates. The use of “Confidential Information” for his / her own advantage or profit is also prohibited.

12. Use of Company's assets

In carrying out their duties and responsibilities, all employees should endeavour to protect the Company's assets and proprietary information, and ensure that the same are being used by the Company and its employees only for legitimate business purposes of the Company. Any suspected incident of fraud, mismanagement of Company's assets or theft should be immediately reported for investigation to the Board or such other person as designated in this regard.

13. General

The Code should be viewed more as a code of ethics for better and transparent Corporate Governance and accountability to stakeholders. The Code is not intended to be comprehensive and compliance should be both in spirit and in law, regulations and guidelines and should be in harmony with the corporate mission and objectives.

I hereby confirm that I have read the code of conduct and agree to abide by it. In case of failing to abide by them, I am willing to take responsibility for the circumstances.