

Code of Conduct

Objective

This policy is to bring to the attention of all SEEDS FINCAP PRIVATE LIMITED employees, the legal and ethical standards expected from the employees, define standards of orderly and ethical behaviors and provide the framework for a good working environment to all employees. This policy will guide you through the ethical issues, policies and procedures that can help to protect both your own and organization's reputation and to enhance our business performance.

Scope

This policy is applicable to all employees of SEEDS FINCAP PRIVATE LIMITED, trainees, consultants, vendors/associates who work on SEEDS premises. The below norms and conditions are always all applicable in the following premises.

At work /office premises

Group /associate companies

At company provided accommodation / Guest houses

Client / customer locations

Vendor premises

Dress Code

All employees should ensure that the respectable image of the organization is always maintained, and professionalism always reflected while conducting business, within and outside the office. Employees are expected to dress well in order to present a neat, well-presented appearance. Recommended dressing and grooming essentials for our workplace are mentioned below:

On weekdays: Business Casuals (e.g., for men, formal shirt and trousers without tie or jacket, Proper shave/trimmed beard & well-kept hair.

For Female; trouser and formal Suit, Salwar – kurta, Saree, Trouser – shirt, with light makeup and well-kept hair).

On Last working day of the week: Smart Casuals i.e., T-Shirts, striped shirts, jeans and sports shoes, V neck T-shirts.

Business formals during meetings. While we do not wish to limit one's expression of taste and individuality, what we wear to work reflects our professionalism and that of the organization.

Dressing in a manner that is unprofessional, that is deemed unsafe, or that negatively affects SEEDS FINCAP PRIVATE LIMITED reputation or image which is not acceptable.

Confidential Information and Nondisclosure

Information is a vital asset for SEEDS FINCAP PRIVATE LIMITED. All employees are expected to respect



the "Confidentiality and Intellectual Property Agreement" clause mentioned in the Appointment Letter. The information we handle could be either Public information or confidential information. Public information is information that is freely available in the public domain. This includes anything published by the company on public networks or websites, in brochures, reports and journals.

Confidential information is information that is not available in the public domain. This information includes: Customer, employee and supplier records e.g., intellectual property, research and development plans, financial reports not yet published.

Research and development information

Proprietary information

Some confidential information is private and personal and may require a greater level of protection.

Do not discuss confidential information in public places where you may be overheard.

Protect private and personal information.

Sharing information with competitors may give rise to anti-trust/competition issues.

Employees should ensure that any material containing confidential or proprietary information is filed and/or locked up before leaving their work areas each day. During the workday, employees should not Inappropriate release of confidential information, either internally or externally, will result in corrective action, including possible termination. All questions regarding and requests for confidential information, including reference requests, should be referred to HR/ functional head.

Working with Electronic Resources

SEEDS FINCAP PRIVATE LIMITED property including laptops/computers, phones, electronic mail etc. It should be used only for conducting company business. Employees are responsible for using the Internet in a manner that is ethical and lawful. Use of the Internet must solely be for business purposes and must not interfere with employee productivity.

We need to make sure that electronic resources are used appropriately and are protected from unauthorized access and corruption (e.g., viruses).

Do not change company settings. These are designed to protect company systems and data from viruses and other malicious code.

Do not post items, forward or send any mail containing derogatory remarks about age, race, gender, sexual orientation, national origin or disability.

Employees should be aware that usage of Company resources might be monitored for unusual activity. Employees found guilty of inappropriately using IT resources will be subjected to appropriate corrective action.

Smoking Policy

In keeping with SEEDS FINCAP PRIVATE LIMITED intent to provide a safe and healthful work environment, smoking is prohibited throughout the workplace and within office premises.



Policy against Alcohol and Substance Abuse

At SEEDS FINCAP PRIVATE LIMITED the belief is that the workplace should be free of illicit drugs & alcoholic beverages and their use.

Any employee involved in the unlawful use, sale, manufacturing, dispensing or possession of controlled substances, illicit drugs and alcohol on Company premises or work sites, or working under the influence of such substances, will be subject to disciplinary action up to and including dismissal and referral for prosecution. Attending work under the influence of alcohol will not be tolerated and will result in immediate Termination.

Housekeeping, Workplace Hygiene and Environment Awareness

SEEDS Fincap Pvt. Ltd. would like to maintain the highest standards of hygiene and cleanliness in its premises. This is not possible without the active involvement and cooperation of all the employees. The following simple rules will help the Company to achieve this objective:

All Company property must be handled with care. Desks should be kept clean and tidy.

Employee cooperation is sought in the proper disposal of wastes, garbage, and trash and in maintaining hygiene in the toilets.

Fire exits, fire extinguishers, doors and aisles must be always kept clear.

All employees are expected to work safely avoiding harm to themselves or to others Save paper – take prints only wherever necessary, save water, Conserve Electricity by switching off lights in the work area when not in use. Before leaving office, ensure that all electronic equipment and switches in and around your work area are switched off.

Business, Financial and Personal Relationships at work

All staffs are obligated to always act solely in the best interests of the Company. A conflict of interest arises when an employee has a personal relationship or financial or other interest that could interfere with this obligation, or when they use their position with the Company for personal gain.

Staffs engaged in a relationship (business, friends or marital /romantic) cannot work in the same office or in offices in the near vicinity. Hence, the Company requires the staffs to disclose any relationships at office to the Supervisor / HR Department, so that the company can take the necessary steps as deemed to be correct.

SEEDS do not encourage its staff to hold other part-time jobs while in the employment of the company.



Prior approval must be obtained from the management before participation in such programs. Please contact the HRD team for the formalities. Staffs are prohibited from engaging in any "Outside Business Activities" without the prior written approval from SEEDS.

An "Outside Business Activity" is any business activity other than on behalf of SEEDS (or, for an employee of a Service Provider Agent, such Service Provider Agent), including without limitation:

being employed by another person or entity,

Receiving compensation from another person or entity for business activities.

receiving fees for external work product, such as an article or speech.

Holding elected or appointed political posts.

Some of the Outside business activities that are not acceptable are:

Any personal lending activity / business

Part time work which is in conflict with SEEDS business or to get engaged / working for competitors in any manner.

Acceptable outside business activities with prior approval from SEEDS are as below:

Taking tuition s / Part time teaching outside work hours

To be involved in family business outside office hours, which is not in conflict with SEEDS work, Social Service activities which is not in conflict with SEEDS business.

Employee Internal Borrowing

Employees should not lend / borrow money to / from another employee / individual in any mode, cash, or online transfer.

Employees should not lend / borrow money to / from a customer / new applicant / Spouse / relative of customers in any form, i.e., cash or online transfer.

Personal Calls and Mails / Post / Courier

Much of the Client / customer contact takes place either by phone or through mail or e-mail. For this reason, staffs are advised to ensure that all personal calls, mails and e-mails are limited to those that are absolutely necessary. Staffs are expected to have all personal postal mail / post / courier directed to their home address.

Clear Desk Policy

A clear desk policy can be an important tool to ensure that all sensitive / confidential materials are removed from an end user workspace and locked away when the items are not in use or an employee leaves his/her workstation. It is one of the key strategies to utilize when trying to reduce the risk of security breaches in the workplace especially financial institutions. Such a policy can also increase employee's awareness about protecting sensitive information.

Purpose

The purpose for this policy is to establish the minimum requirements for maintaining a "Clean Desk" – where sensitive/critical data about our staffs and our business is secure under lock.

Scope

This policy applies to all staffs of SEEDS.



Policy

Staffs are required to ensure that all sensitive/confidential information in hard copy or electronic form is secure in their work area at the end of the day and when they are expected to be gone for a long period. Laptops / Desktops / Laptop when not in use should be in windows Logo Key +L mode and screen power off. Systems must be shut completely down at the end of the workday. Any Restricted or Sensitive information must be removed from the desk and locked in a drawer when the desk is not occupied and at the end of the workday. File cabinets containing Restricted or Sensitive information must be kept closed and locked when not in use or when not attended.

Cabinet keys used for access to Restricted or Sensitive information must not be left at an unattended desk. Passwords should not be displayed pasted /posted anywhere near the workstation nor any accessible location. Printouts containing Restricted or Sensitive information should be immediately removed from the printer. Upon disposal Restricted and/or Sensitive documents, they should be shredded or placed under the lock in confidential disposal bins. Whiteboards containing Restricted and/or Sensitive information should be erased. Lock away portable computing devices such as laptops and tablets. All printers should be cleared of papers as soon as they are printed; this helps ensure that sensitive documents are not left in printer trays for the wrong person to pick up. *Refer annexure (Sheet 3) for detailed list.

Policy Compliance

The Internal Audit team will verify compliance to this policy through various methods, including but not limited to, periodic walk-throughs, video monitoring, etc. and feedback to the policy owner.

Exceptions

Any exception to the policy must be immediately documented and brought to the notice of the MD / All HOD, Internal Audit, to be approved in advance. The approval must be filed for any future query.

Non - Compliance

An employee found to have violated this policy may be subject to disciplinary action which will include termination of employment.

Non - Discrimination Policy

The company is committed to the principle of equal opportunity in employment. The company does not discriminate against individuals based on race, colour, sex, sexual orientation, gender identity, religion, disability, age or national or ethnic origin in the administration of its policies.

Employees are advised to always adhere to the same in letter and spirit and in conduct with employees, partners, vendors, and all other internal and external stakeholders. Any violation can be reported under the vigil mechanism/whistle blower policy.

Gifts

This clarifies the Organizational stand on gifts received from an external party which is doing, or wishes to do business with SEEDS FINCAP PRIVATE LIMITED.

As a rule, no employee is expected to accept gifts of any nature from any external party.



Conflict of Interest

Employees may not participate in activities that conflict with or appear to conflict with the business interests of SEEDS FINCAP PRIVATE LIMITED or that hurt the employee's job performance. This policy establishes only the framework within which SEEDS FINCAP PRIVATE LIMITED wishes business to operate.

Examples of conflicts of interest include, but are not limited to:

Dependent member or their family to have an interest in any organization which has business dealings with the company where there is an opportunity for preferential treatment to be given or received, except where such an interest comprises of securities in widely held corporations which are quoted and sold in open market and the interest is not material.

For an employee, while in service or on separation, or any dependent member of his family to buy or sell or lease any kind of property, facilities or equipment from or to the Company or any affiliate or to any company, firm or individual who is seeking to become a contractor, supplier or customer, except with the knowledge and consent of the management.

For an employee, while in service or on separation, (as per employment contract) or any dependent member of his family, to solicit work from clients of the company or any of its group companies.

For an employee, while in service or after separation, to entice the employee of the company and be instrumental in leading the employee to employment/consulting opportunities or refer employee of SEEDS Fincap Pvt. Ltd. to other consultants or employers.

Employees who violate the company's conflict of interest policies will be subject to corrective action, including termination. Employees should contact their line manager or HR if they have questions.

Personal Conduct in the Workplace

All employees are expected to meet established performance and conduct requirements. While it is not possible to list all forms of behavior that are considered unacceptable in the workplace, the following are examples of infractions of rules of conduct that may result in disciplinary action, up to and including termination of employment.

Falsifying information on a sickness etc., SEEDS FINCAP PRIVATE LIMITED forms, reports, records, including personal absence,

Falsely stating or making claims of injury,

Removing or using, without authority, property, records or other materials of the Company or other persons,

Theft or inappropriate removal or possession of property,

Fighting, assaulting, threatening, intimidating, or coercing any visitor or employee,

Use of inappropriate language, gestures, or actions in verbal or written form,

Sexual harassment of any nature,

Violating safety, health rules and practices, or engaging in conduct which creates a safety hazard,

Engaging in unlawful or improper conduct off the work premises or during non-working hours, which affects an employee's relationship to work, fellow employees, supervisors or SEEDS FINCAP PRIVATE LIMITED products, property, reputation, or goodwill,



Discrimination against colleagues/vendors/service partners/visitors/prospective associates on the basis of gender, caste, region, religion, or nationality,
Refusing to follow supervisor's directions or instructions or other insubordinate conduct,
Stopping work before time,
Obstructing or influencing others in the fair performance of their duty,
Constant late attendance,
Excessive absenteeism or any absence without notice,
Carrying or concealing any weapon onto SEEDS FINCAP PRIVATE LIMITED premises,
Working under influence of alcohol or illegal drugs,
Possession, distribution, sales, transfer, or use of alcohol or illegal drugs in workplace, while on duty, or while operating employer-owned or leased vehicles or equipment,
Smoking in restricted non-smoking areas,
Accessing unlawful or prohibited websites on the Internet,
Disclosing confidential / financial information to outsider,
Breach of trust in any circumstance,
Consuming tea / coffee / alcohol with customer is unacceptable,
To offer or accept bribe* or engaging in such other malpractices with the public servants or outsiders or persons associated with SEEDS FINCAP PRIVATE LIMITED.

**bribe is to dishonestly persuade (someone) to act in one's favor by a gift of money or other inducement.*

Anti-Harassment Policy

SEEDS FINCAP PRIVATE LIMITED prohibits sexual or other unlawful harassment of its employees, vendors, clients, or applicants, whether engaged in by company personnel, clients, customers, vendors, or others.

This policy also prohibits employment actions that are based on an employee's submission to or rejection of unwelcome sexual advances or other behavior prohibited by this policy. This policy applies at SEEDS facilities and at other locations where our employees conduct business or socialize, such as client sites or at company or client sponsored business and social functions.

Sexual harassment is viewed as a form of employee conduct that undermines the integrity of the Employment relationship. For the purposes of this policy, sexual harassment is defined as sexual behavior that is unwelcome, is personally offensive, and/or creates a hostile, intimidating, or offensive work environment. SMFL will not tolerate sexual harassment by anyone — supervisors, employees, vendors, or clients.

Some examples of sexual harassment are:

Unwelcome or unwanted sexual advances. This includes patting, pinching, brushing up against, hugging, cornering, kissing, or any other similar physical contact considered unwelcome by another individual.

Requests or demands of sexual favors. This includes subtle or blatant expectations, pressures, or requests of any type of sexual favor accompanied by an implied or stated promise of preferential treatment or negative consequences concerning one's employment.

Verbal abuse or kidding that is sex-oriented and considered unwelcome by another person. This includes comments about an individual's body or appearance (where such comments go beyond a mere compliment); off-colour jokes that are clearly unwanted or considered offensive by others; or any other tasteless, sex-oriented comments, innuendo, or offensive actions.



Any sexually oriented conduct that would unreasonably interfere with another's work performance. This includes extending unwanted sexual attention to someone, which reduces personal productivity.

Participation in fostering a work environment that is intimidating, hostile, or offensive because of unwelcome or unwanted sexually oriented conversation, suggestions, requests, demands, physical contacts, or attention.

Possession in the workplace or display of sexually suggestive objects or pictures, emails, internet sites, or other correspondence with sexually suggestive content.

Tangible employment decisions made because of or influenced by an individual's compliance with or refusal to comply with sexual demands.

Any other unwelcome physical, verbal, or non-verbal conduct of sexual nature. This policy also expressly prohibits behavior that harasses an employee or applicant based on his or her race, colour, creed, religion, age, gender, national origin, citizenship status, marital status, sexual orientation, disability, or other category protected by Central, State, or local law.

Forms of such harassment can include physical, verbal, and nonverbal behavior that harasses, disrupts, or interferes with an employee's work performance or in any way creates or contributes to an intimidating, hostile or offensive work environment. This behavior includes, by way of example only, epithets, slurs, off-colour jokes, threats, or posters, cartoons, emails, or drawings that are insulting, degrading, derogatory or ridiculing of one based on his or her protected status.

If you believe that you have been subjected to inappropriate sexual or other behavior, you should immediately tell the offender that his or her behavior is offensive and must cease. If such a direct approach is ineffective or impractical under the circumstances, you must report such behavior to one of the persons identified below. If you have reason to believe that another employee of the company has been subjected to or has engaged in behavior that violates this policy, you should also immediately inform one of the individuals identified below.

SEEDS will investigate, promptly and thoroughly, any such complaint or report of inappropriate behavior. Complaints and investigations will be handled in a confidential manner consistent with the need to investigate and take corrective action. Complaints should be directed to either of the following persons:

Your supervisory Manager

HR Manager / HR Head

Send an email on the dedicated email ID.

Disciplinary Procedures

All disciplinary procedures will be unbiased and fair investigations will be conducted with the opportunity for defense.

A staff member who is alleged to have committed an act of misconduct or has allegedly failed to comply with the SEEDS policy will be given a show cause notice/charge sheet clearly mentioning the acts of commissions/commission he/she is alleged to have indulged in seeking his/her explanation for the same.

The staff member will be granted 7 days' time to reply to the show cause notice/charge-sheet from the date on which such notice is served on the concerned staff member.

On receipt of the explanation from the staff member, disciplinary action as deemed fit by the HRD in consultation with HOD shall be initiated as follows:

If the staff member admits the charges and allegations, the HOD in consultation with HR may decide to



impose such punishment as deemed fit.

If the staff member denies the charges and allegations, the HOD in consultation with HR may appoint an Enquiry Committee (EC) to go into the charges and allegations and submit the report within 1 month of the response. The EC will afford all the reasonable opportunities to the staff member to be heard in the enquiry. The EC shall also examine any witness and evidence as may be placed before it.

On receipt of the report, the HOD and the HRD after due consideration of the report may:

If the EC has found the person guilty, agree with the findings and impose such punishment as they deem fit, including dismissal where necessary.

If the EC has found the person not guilty, agree with the findings and acquit the employee.

While arriving at the decision, the HOD and the HR will take into account the findings of EC, the past service records of the staff member, any extreme circumstances and all other relevant material. It may include:

Verbal warning and written warning

Suspension

Dismissal

Filing criminal complaints

Filing of civil cases for recovery of amount misappropriated

Acknowledgement

I have read and understood the above-mentioned code of conduct and agree to abide by the same.

Name: _____

Emp Id: _____

Signature: _____

Date: _____

For Seeds Fincap Pvt. Ltd.



