



Code of Conduct Policy

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Dvara Kshetriya Gramin Financial Services Pvt. Ltd.,

Code of Conduct Policy

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Introduction

Our Code of Conduct is the guiding principle for employee behavior. It enunciates a series of guidelines, which makes Dvara KGFS employees a good citizen of the Company and indeed of the society at large. The Code of Conduct emanates from our pedestal of Mission and Values.

Our Mission

Our Mission is to maximize the financial well-being of every individual and every enterprise by providing complete access to financial services in remote rural India.

Our Core Values

Core Values give us the principles and boundaries within which we are required to operate. GRACE OF DVARA

1. Growth Mindset
2. Respect For All
3. Agile Workforce
4. Customer Centric
5. Pursuit of Excellence

The Mission Statement and the Values that they are built on are the bedrock of Dvara KGFS. All our thoughts and actions are geared to ensure that we achieve our mission while imbibing our values. The Code of Conduct document gives guidelines on employee behavior, rights and duties in relation to employment at Dvara KGFS. The guidelines are indicative and may not be exhaustive. All matters, including those that are ancillary and unspecified in the guidelines, are under final interpretation of the CEO and the CHRO.

Applicability

The Code of Conduct is applicable to all employees across all branches and departments of Dvara KGFS, irrespective of their level or position in the organization. This Code shall be applicable in all dealings/ transactions of Dvara KGFS's staff inter se or with customers, regulators, investors, or other Governmental agencies.

Objective

Dvara Kshetriya Gramin Financial Services Private Limited (DVARA KGFS) expects all its employees to act in accordance with the highest professional and ethical standards. The employees of Dvara KGFS shall at all times, display the values and principles as set down by this code apart from its core values in all their dealings with customers, colleagues, or any other stakeholders.

This Code of Conduct sets forth the guiding principles and values on which Dvara KGFS employees shall operate and conduct its business with its multitudinous stakeholders, government and regulatory agencies, media, and anyone else with whom it is connected. Dvara KGFS recognizes that maintaining the trust and confidence of all its stakeholders is crucial to its continued growth, success, and goodwill.

Principles

Dvara KGFS shall function or perform its activities in accordance with the below mentioned values apart from its core values and shall emphasize on inculcating them among its stakeholders:

- Honesty and Integrity in all dealings
- Compliance of all laws, regulations, and code of conduct
- Respect and Non-Discrimination
- Fairness
- Responsibility and Professionalism

A brief description of the principles is outlined as below:

Honesty and Integrity

Honesty and integrity are the prime principle based on which the employees' dealings with stakeholders shall take place. Dvara KGFS expects that all its employees including senior management shall have honest and transparent dealings inter se and with the stakeholders. Reward and promotion systems are aligned with a clear vision and picture of integrity throughout Dvara KGFS. Any intent or action deemed to be compromising on the basic principle of honesty is completely against the ethos of Dvara KGFS.

Compliance

Dvara KGFS staff shall remain compliant to all the applicable laws, rules, regulations, polices, guidelines issued by its Regulators, laws of the land and this code of conduct. Dvara KGFS expects all its employees to inculcate a compliance conscious culture within its staff to ensure compliance in all dealings with stakeholders.

Respect and Non-Discrimination

Dvara KGFS is committed to treat everyone fairly and with respect and dignity. The Company recognizes and values the different skills, strengths, and perspectives of its diverse workforce. Dvara KGFS believes that each employee has been and will continue to be instrumental to its success. Dvara KGFS shall not discriminate or restrict any applicants in the process of recruitment or employment or any employees on the basis of Caste / Creed / Religion /National Origin/ Gender / Race or Ethnicity. No employee of the Company shall assume any leadership in a political party nor indulge in political activities.

No employee shall indulge in any activity that hurts religious feelings or sentiments of other religion nor act in favour of or against any community either through his speech, conduct, gossip, publishing messages in social/public network or media. Employees shall not instigate or provoke other employees to turn against the management of the Company or cause hurdle in the implementation of the schemes and policy for the employees by the Company nor resort to publishing messages in social media or public network against the Company and/or its officials. These conditions shall apply to behaviour or conduct of the employees in their previous employment/s, which might or might not have resulted in their discharge or dismissal from their employment.

Fairness

Dvara KGFS is firmly committed to fairness and objectivity in all its action and interactions with all its stakeholders including customers and employees. Justice and fairness are imbibed in Dvara KGFS's fabric to ensure procedural fairness, impartiality, and consistency in its operations. Dvara KGFS believes in providing facilities to customers in a fair and transparent manner. The rules of Dvara KGFS related to the code of conduct shall apply uniformly to all employees of the company.

Responsibility and Professionalism

Dvara KGFS employees are expected to demonstrate highest levels of personal responsibility and professionalism in all their dealings with stakeholders and colleagues. Dvara KGFS employees shall remain committed, shall assume responsibility and accountability for all their actions in relation to the organization and focus on teamwork.

DO's of Employees of the Company:

- To establish professional business standards and ensure adherence to the highest standards of honesty and ethical conduct, including proper and ethical procedures in dealing with actual or apparent conflicts of interest between personal and professional relationships.
- To undergo training on how to inculcate appropriate behaviour toward the borrowers
- To ensure compliance with applicable laws, rules and regulations;
- To ensure no misuse or misappropriation of the Company's assets and resources and to report in case of such events.
- To retain the highest level of confidentiality of customer information and organization's confidential information and promote fair dealing within and outside Dvara KGFS
- To adhere to the code of conduct as stipulated hereunder and to report in case of violations or deviations from the policy by any of their colleagues.
- Employees shall observe financial discipline and are prohibited from entering into any personal financial transactions with customers, partners, other employees or any other stakeholder of the Company.
- In case of their own borrowing like Housing Loan, credit card transactions etc. they shall be prompt in their repayment and shall not be a defaulter or allow their name to figure in the list of defaulters of their lenders or credit rating agency.
- Employees shall maintain sufficient balance in their account while issuing cheques towards their liability and return of cheque unpaid for any reason whatsoever shall attract disciplinary action.
- Each employee shall obey safety rules and information security conditions of the Company. Employees shall report if they come across any illegal/unlawful activity, any act against the interest/reputation of the organization, unsafe conditions, or breach in information security condition immediately to his/her supervisor.

- Supervisors shall, without any loss of time, escalate it to the Chief Human Resources Officer. Complaint can be oral/written/anonymous providing full details of the breach noticed. Complaints can be mailed to <huma.tariq@dvarakgfs.com>
- Field employees shall possess valid driving license and comply with all traffic rules while using their vehicles, whether belonging to the Company or otherwise.
- Employees shall be respectful in all its interactions with all its stakeholders and shall never compromise on human dignity of the stakeholder, irrespective of his/her position, social status, or any other consideration.
- Employees should not use coercion of any sort to make recovery of loans and should not intimidate or humiliate verbally or physically. Should not contact borrowers at odd hours or at inappropriate times such as bereavements, illness, social occasions such as marriages and births. Also, should not harass friends, relatives, neighbours, or co-workers of the borrowers.
- Shall take care of all Company assets including but not limited to furniture, fixtures at work premises, Desktops, Laptops, printers, or other IT facilities and not cause any intentional damage to the same
- Comply with all relevant policies of the Company including those related to POSH, Confidential Information, Information Security, and the like
- Shall devote his/her entire self for the interest of Dvara KGFS and not take up any other employment, whether for remuneration or otherwise without explicit approval of Supervisor and HR Business Partner
- Ensure highest possible maintenance of Performance Standards during discharge of duties and responsibilities as part of Dvara KGFS
- Ensure to escalate / report matters internally to Company Seniors and allow sufficient time for resolution of grievances and acting under their guidance related to reporting to Government and other authorities.

DON'Ts of Employees of the Company:

- Not to indulge in any activity that gives rise to conflict of interest or receive any gifts or illegal gratification while discharging his/her duty towards the Company.
- Not to Indulge in any physical or verbal abuse of any manner with stakeholders of the Company
- Not to report or continue in duty under the influence of drugs/ alcohol or any other similar substance. Not to indulge in consumption / sale/ purchase of any substance deemed illegal as per laws of the land
- Not to indulge in insider trading whether or not, an employee falls under the definition of Designated Employee as defined under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
- Not to indulge in any activity incompatible to their status in the Company and shall not be involved in any criminal activity outside the Company nor allow themselves to be named in FIR or newspaper communication.
- In official as well as personal capacity, employees at no point in time shall indulge in any action/ behavior that is:

- violative of any law, illegal or immoral; or
- indicative of personal indiscretion; or
- socially unacceptable; or
- not in line with the organization's objectives.
- in a manner bringing disrepute to the Company.
- No employee shall indulge in activity that indulges or encourages formation of any association unless approved by the Management of the company

Misconduct shall mean any act of omission or commission whether specified herein or otherwise, whether amounting to substantive act, abetment or connivance, committed within or outside the premises of the establishment or any act or omission which is, in any manner detrimental to the interest of the business or discipline or reputation or prestige of the company. No employee conduct shall be in contravention with what is generally held as illegal, immoral or not in consonance or societal norms. Depending on the severity of the misconducts, suitable disciplinary action would be taken against the delinquent employee.

Performance Standards

Employees are expected to meet the performance threshold(s), requirement(s), or expectation(s) of their job and maintain a high standard of performance while discharging their duties. Employees are expected to devote their total attention to the business interests of the company. They are prohibited from engaging in any activity that interferes with their performance or responsibilities to the company or otherwise conflicts with or prejudicial to the company.

Use of Social Media

Employees should use their best judgment in posting material online and/or social media, that is neither inappropriate nor harmful to the company, its employees, or customers. including posting commentary, content, or images that are defamatory, pornographic, proprietary, harassing, libelous, or that can create a hostile work / professional environment

Governance Structure

This Code defines the acceptable work norms across Dvara KGFS on the employee behavior towards their stakeholders. To drive these set of behaviours, Dvara KGFS shall have a mechanism for disciplinary actions and procedures viz. the Disciplinary Action Committee at the Head Office level followed by an Appellate Committee.

Disciplinary Action Committee (DAC)

The Disciplinary Committee shall consist of Chairperson and its members chosen from Legal, HR and Internal Audit. The committee shall also have invitees from Risk Containment Unit, Credit etc. depending on the nature of the complaint being dealt with by the Committee.

The Appellate Committee shall have the Business Head of the vertical to which a delinquent employee belongs to, Chief Executive Officer, Chief Human Resource Officer and Chief Financial Officer. The presence any of the above two officials shall form the quorum.

Constitution of the committees:

Disciplinary committee	
Chairman of DC	Mr.Prasanth Kumar
Employee Relations/ DA Cell	Ms.Janaki
Members	Ms.Anu Bargavi
	Mr. G Venkatesan
	Mr.Ramkumar
Invitees	As decided by the committee on a case to case basis.

This Disciplinary Action Committee shall review on monthly basis, fraudulent actions, gross violations of the Code, their impact on the Company, the disciplinary action taken in that regard and staff accountability, if such actions of an employee had resulted in frauds and brought disrepute to the Company.

Employees aggrieved with the decision of the Committee can appeal to the Appellate Committee. The Constitution of Committee is as below

Disciplinary Action Appellate committee	
Chairman of Appellate Committee	Mr. L V L N Murty
Members	Mr. G Vijayakumar
	Ms. Vidya Sambasivam
	Ms. Huma Tariq

Employee Behavior Indicative List of Offences:

- Breach in the terms of offer of employment, Code of Conduct and not adhering to the core values of the Company
- An offence or conduct involving moral turpitude
- Late coming or Habitual late coming to office or abstaining from work without approval or authorization of the supervisor
- Process lapse / serious negligence or dereliction of duty resulting in financial loss or loss of reputation to the company or violation of regulatory guidelines
- Employee Frauds like fabrication of documents, not remitting the instalments or amounts collected from the customer into the company on time, siphoning/ misappropriation of funds, appropriation of amount collected from one loan account or customer to some other loan account or customer etc.
- Collecting money from any customer without giving a proper receipt to the customer immediately for any reason whatsoever
- Receiving Illegal gratification or indulging in corrupt practices
- Wilful disobedience to comply with written or oral orders of superiors relating to the Company's activities
- Dereliction of Duties
- Involved in criminal offence or named in FIR - not relating to his/her official duty
- Involved in a POSH related offence
- Misuse of the Company's system and parting of User ID and Password by an employee to another employee or outsider whether or not resulting in abuse and misuse of the process and information security policy
- Stealing / Sharing of confidential information of the Company and/or its customers by oral/ written / print or electronic medium leading to data and confidentiality breach
- Custodians of keys of vaults and safes giving their key to any other staff in the branch or Company without following the due process laid down in this regard from time to time
- Giving false statement regarding name, age, father's name, qualification or previous experience, service, address, contact details or any such personal details including relieving letters, pay slip etc., It is explicitly the employee's responsibility to always keep contact information with the Company current
- Obtaining employment by concealing details and suppression of material facts, which if disclosed the employee would not have been offered employment by the Company.
- Indulge in any activity that hurts religious feelings or sentiments of other religion or act in favour of or against any community either through his/her speech, conduct, gossip, publishing messages in social/public network or media.
- Employees instigating or provoking other employees to turn against the management of the Company or cause hurdle in the implementation of the schemes and policy for the employees by the Company
- Resorting to publishing messages in social media or public network against the Company

and/or its officials or is generally construed as offensive

- These conditions shall apply to behaviour or conduct of the employees in their previous employment/s, coming to the knowledge of the Company later, which might or might not have resulted in their discharge or dismissal from their employment
- Behavioural issue, which affects the congenial atmosphere of the Company
- Being rude or abusive to customers / other employees and stakeholders of the Company
- Negligence with/without any mala-fide intention and causing/not causing financial/reputational loss to the Company
- Falsifying information / manipulating documents and not following laid down process
- Engaging kith and kin for employment with the Company or action resulting in Conflict of Interest without prior approval of the Business / Function Head and Business HR Partner
- Violating the policy on Giving and Receiving Gifts
- Any behaviour that is commonly held as illegal, immoral or in violation of societal norms

Depending on the intensity, regularity, and intention of the misconduct, the same shall be categorized into Major / Minor Misconducts.

Indicative list of Punishments

- Caution / Counselling
- Warning memo
- Withholding of performance linked bonus (partial/full), incentive or other privileges
- Transfer of employment
- Withhold participation in the annual appraisal
- Withholding of promotion
- Withholding of increment
- Demoting to the lower grade or role
- Reduction or Withholding of salary
- Monetary Penalty as decided by the Committee
- Separation from services (Termination / Resignation and relieving/discharge, as applicable)

For more details refer the “**NC Matrix**”.

Process:

All offences reported may, at the discretion of the Management be investigated by the Local Fraud Management Committee (FMC) of the Company. The investigating officer and FMC may submit a report to the DA Cell within 21 days of receipt of complaint.

An employee who is alleged to have committed an act of misconduct (unless clearly deemed to be a minor misconduct) shall be given a show cause in writing by the local FMC and or such other officer/s who are so authorized by the management, calling for a written explanation within the specified time

duration (minimum of 24 hrs. and not more than 7 working days, except if the employee requests for more time, in such a case the time can be extended to another 7 working days) from the time of receipt of the show cause.

The employee shall submit his/her explanation in writing admitting to his/her action or refuting the charges made against him/her within the stipulated time. The local FMC shall consider the explanation submitted by the employee, and if the explanation is found to be not satisfactory, the matter may be referred to DA Cell for enquiry. If for any reason, it is not possible to conduct the domestic enquiry by the DA Cell, the management may straightaway proceed to take necessary disciplinary actions based on the available materials and the decision of the management shall be final and binding on the employee.

No domestic enquiry shall be necessary:

- If any employee has been convicted of a criminal offence by a court of law.
- Where the management is satisfied for the reasons to be recorded in writing that it is not practicable to hold an enquiry in the manner as the DA Cell may deem fit.
- Where the management is satisfied that in the interest of the security of the establishment, it is not expedient to hold an enquiry in the manner provided in these service rules.
- Where the charges are admitted by the employee.
- If the matter is referred to DA Cell, a delinquent employee aggrieved by the order of the DA Cell may prefer an appeal before the Appellate Committee notified by the Company. The proceeding before the Appellate Committee (AC) shall be summary in nature unless otherwise decided by it.
- Every delinquent employee aggrieved by the recommendation of the DA Cell shall have a right of appeal before the Appellate Committee as mentioned above within two weeks of decision being communicated. Appellate authority shall respond within two working weeks of receipt of employee grievance in this regard.
- The recommendation of the AC shall be final and binding on the Company and the employee.
- The DA Cell and the AC shall be empowered to evolve its own procedures in conducting the enquiry or hearing an appeal, as the case may be.

Privacy/Confidentiality: Proprietary and Confidential Information

Dvara KGFS's employees shall always protect the confidentiality of proprietary and confidential information (sensitive to Dvara KGFS) as well as customer/ other employees' information in connection with their activities in Dvara KGFS, in accordance with the applicable law. The obligation to protect Dvara KGFS's proprietary and confidential information shall continue even after they leave the services of the Company for an indefinite period. Employees shall return all proprietary information in their possession upon leaving the service of the Company to their supervisor or HR representative.

Proprietary and confidential information include any system, information or process (sensitive in



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nature) that gives Dvara KGFS an opportunity to obtain an advantage over competitors; non-public information about Dvara KGFS's businesses, its customers and its employees, any other non-public information received by an employee. Proprietary and confidential information about Dvara KGFS, its customer, supplier or distributor, should not be disclosed (even with best of intentions) to anyone (including other employees) not authorized to receive it or has no need to know the information, unless such disclosure is authorized by the customer or is required by law, appropriate legal process or appropriate internal authorities or is required to be disclosed in public interest.

Unauthorized use or distribution of proprietary information violates the internal policies and is illegal. Such use or distribution could result in negative consequences for both the Company and the individuals involved, including potential legal and disciplinary actions.

Acts of ignorance, omission or commission 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), social media etc., may lead to investigation and probe against the employees and appropriate action, if found guilty.

Dvara KGFS reserves the rights to monitor its employees' activities on its owned assets as well as on its premises of work

Privacy of Employee Information

Dvara KGFS recognizes and protects the privacy and confidentiality of its employee medical and personal records. Such records would be shared strictly on need-to-know basis or as required by any law, rule and regulation or when authorized by the employee or as per subpoena or court order and requires approval by internal counsel. Particularly discussions on Compensation Matters and Promotions are not to be discussed unless with reporting authorities or Human Resources.

Conflict of Interest

Dvara KGFS expects its employees to maintain the highest levels of professional and personal integrity to avoid situations in which an individual's personal interest may conflict or appear to be in conflict with either the interest of Dvara KGFS or its stakeholders. A conflict of interest may exist when an employee is involved in an activity or has a personal (direct or indirect, by himself/herself or through any relative) interest that in the opinion of the company can interfere with the employee's objectivity in performing Company's duties and responsibilities. A relative shall cover the following persons as per the Companies' Act 2013:

- Spouse
- Father (including step-father)
- Mother (including step-mother)
- Son (including step-son)
- Son's wife

- Daughter (including step-daughter)
- Father's father
- Father's mother
- Mother's father
- Mother's mother
- Son's son
- Son's son's wife
- Son's daughter
- Son's daughter's husband
- Daughter's husband
- Daughter's son
- Daughter's son's wife
- Daughter's daughter
- Daughter's daughter husband
- Brother (including step-brother)
- Brother's wife
- Sister (including step-sister)
- Sister's husband
- First Cousin

A direct loss or disadvantages to Dvara KGFS need not be present / evident. Activities that create the appearance of a conflict of interest are automatically deemed to be covered by this policy in order not to reflect negatively on the reputation of Dvara KGFS or its employees. Conflict of interest may arise due to the following reasons:

- Out of personal investments
- Through outside activities
- Related party transactions

In situations where a conflict arises, employee's first responsibility is to disclose the Conflict of Interest and seek approval from his or her supervising chain of at least grade Vice President and above. The supervisor will assess the nature of conflict and recommend either a course of action that the employee must adhere to or approve the same with appropriate safeguards to minimize the conflicts. In cases where the above safeguards are not feasible / have not been implemented, the suggestion of discontinuance would apply.

Conflicts of interest arising out of personal Investments

Any 'indirect' interest, held by an employee, in any property, proprietorship, concern, partnership, investment, arrangement, agreement or transaction that creates or can create direct or indirect personal advantage or gains can lead to a conflict of interest.

While undertaking personal investments, it should be borne in mind that such investments should not:

- Affect or appear to affect employees' ability to make unbiased business decisions for Dvara KGFS ;
- Be contrary to Dvara KGFS's interests (e.g. using proprietary knowledge obtained through the course of employment to make investments that are not in the best interest of Dvara KGFS);
- Be in conflicting businesses which is also undertaken by Dvara KGFS that could cause divided loyalty, or even the appearance of divided loyalty.
- Employees should not be part of any firm, concern, company, LLP, Society, Trust etc.,

Conflicts of interest through outside business activities

A conflict of interest can arise when an employee is involved in a transaction or arrangement with any person acting on his or her behalf or at his or her behest for the employee's direct or indirect personal advantage or gains. Such activities, arrangements, transactions, agreements are not allowed and must be discontinued by the employees immediately, failing which the company will commence the contract termination process and disciplinary action.

Due to potential conflicts with Dvara KGFS, employees must obtain approval from CHRO before employees accept a position as a director of an unaffiliated for-profit company or organization or when you work with a professional organization/ association outside Dvara KGFS.

Working with professional organizations/ associations does not typically create a conflict of interest where:

- The work is related to the legitimate professional interest and development of the employee and does not interfere with the employee's regular duties;
- Does not use official resources inappropriately (either physical resources or time);
- Does not compete with the work of Dvara KGFS ;
- Does not violate national, international or local law

Dvara KGFS's employees shall not misrepresent while undertaking outside activities, that the activity is being carried on by Dvara KGFS by using the Company's name, facilities, or relationships for personal benefit. Further any employee accepting an appointment, as director of an unaffiliated for-profit company/ organization must ensure proper treatment of confidential information received from such entity in connection with being a director.

Conflicts of interest arising out of transactions with related parties

The employees shall provide to Dvara KGFS on an annual basis, a list of his/her relatives and directorships and interests of such relatives in other bodies corporate, firms and other entities to the extent the information is available with the reporting person.

The employees should avoid conducting Dvara KGFS's business with a relative or any other person or any firm, company, association in which the relative or other person is associated in any significant



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role.

If such a related party transaction is unavoidable, they must fully disclose the nature of the related party transaction to their supervisor who in turn shall keep the Heads of the relevant function apprised and obtain approval. Any dealings with a related party must be conducted in such a way that no preferential treatment is given to that party.

Dvara KGFS shall ensure that no relative of the directors is provided loans or awarded contracts unless it is in line with the provisions of the RBI guidelines. Dvara KGFS shall ensure that loans granted/ contracts awarded to relatives of senior management, or their concerns shall be approved by a Purchase Committee where such senior management person is not part of the Committee.

Policy on Providing Gifts

Gifts, business courtesies, favors and entertainment may be given to stakeholders at the Company's expense only if they meet all the following criteria:

- They are consistent with customary business practices;
- They are not in contravention of applicable law;
- Public disclosure of the facts will not create the appearance of impropriety or embarrass either Dvara KGFS or the employee
- Approval at an appropriate level is obtained and
- The business courtesy is properly reflected on the books and records of Dvara KGFS.

Permissible exceptions include offering Dvara KGFS advertising or promotional items such as a calendar or similar item displaying the Company's logo and name and providing modest hospitality in connection with business activities.

An employee should never use personal funds or resources to conduct any activity that cannot be done with Dvara KGFS resources. In no case, shall a bribe be garbed as a payment, gift, or business courtesy. In case of doubt whether a particular article is an eligible gift, approval from their respective supervisor above the grade of Vice President shall be taken.

Policy on Receipt of Gifts

As a rule, Dvara KGFS's employees shall not accept gifts, entertainment, or incentives from current or prospective customers or suppliers. All business courtesies offered to and accepted by Dvara KGFS employees are courtesies that belong to Dvara KGFS. In no case shall an employee accept any gift which is in the nature of a bribe or in a manner exercising undue influence. Employees do not have a right to keep a business courtesy for personal use.

When offered a business courtesy, employees should determine whether it is appropriate to accept the courtesy on behalf of Dvara KGFS after considering as to the reason for which it is extended and possible repercussions of acceptance.

Employees shall neither seek nor accept, for themselves or others any gifts, favors, business courtesies or entertainment without a legitimate business purpose, nor seek or accept loans (other than conventional loans at market rates from lending institutions) from any person or business organization that does or seeks to do business with or is a competitor of Dvara KGFS.

Employees who award contracts or who can influence the allocation of business, who create specifications that result in the placement of business, or who participate in negotiating contracts must be particularly careful to avoid actions that create the appearance of favoritism, preferential treatment or that may adversely affect the Company's reputation.

Employees should avoid a pattern of accepting frequent courtesies from the same persons or companies.

Acceptance and disposal of any gift / business courtesy must be in line with the requirements of this code.

An employee can keep a business courtesy when acceptance of the courtesy:

- Is usually associated with customary business practices.
- Promotes successful working relationships and goodwill with persons or firms with whom.
- If such courtesy is not in the nature of a bribe
- Is not from a prospective customer of Dvara KGFS
- Is not for the purpose of obtaining or retaining business or for influencing the decision or action of the employee in favor of the person giving the gift
- Does not create conflict of interest or divided loyalty, such as placing the interests of the person or firm that offered the courtesy above the interests of Company including the Company's interest in conducting business fairly and impartially; and
- Does not create the appearance of an improper attempt to influence business decisions, such as accepting courtesies or entertainment from a supplier whose contract is expiring in the near future.
- When local customs or practices make it inappropriate to decline the business courtesy at the time it is offered.
- Employees may accept Company's approved discounts or discounts available to all Company's employees within a cost of INR 2500/-

The following actions by employees would be completely unacceptable:

- Asking for a business courtesy.



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- Accepting a business courtesy when:
- An attempt is being made by the Offeror to offer the courtesy in exchange for or to influence favorable action by Dvara KGFS.
- An attempt is being made to motivate an employee to do anything that is prohibited by law, regulations, or Company.
- An attempt is being made to gain an unfair competitive advantage by improperly influencing an employee's discretionary decisions.
- Using Dvara KGFS's name as a means of obtaining business courtesies, such as personal discounts (on products, services, or other items).
- Accepting offers of expense-paid leisure trips from persons or firms with whom Dvara KGFS maintains or may establish a business relationship.
- Accepting a gift in cash or cash equivalents of any amount.

Corrective Action

Any violation of this policy is subject to corrective action up to and including termination of employment. Dvara KGFS may prefer civil or criminal action against errant employees. Such actions may include penalties as deemed appropriate considering the nature of violation and its implications on the Company. These actions could be - Cautionary Action in the form of fines, Deterrent Action in the form of warning letters and Capital Action in the form of discharge, dismissal, or termination of the employee.

Policy Review and Updates

The approved policy shall be subject to periodical review by the management and management reserves its right to affect such modifications as it may deem fit, at its discretion.

Review

The Board will review this policy at annual intervals and at such intervals as may be required on the regulatory and other exigencies.