



# Nestavia Home Finance Private Limited



## Code of Conduct Policy

**Name of the Policy: CODE OF CONDUCT POLICY**

**Policy Number: CoC-02/2025**

### **PREAMBLE**

Nestavia Home Finance Private Limited (hereinafter referred to as "Nestavia" or "the Company") recognizes that the success of the organization is built on a foundation of trust, integrity, and ethical behaviour.

This **Code of Conduct** is designed to ensure that the behaviour of authorized representatives, employees, officers, and directors meets the highest standards of professional ethics and integrity. It is an essential tool in helping us create a work environment that fosters mutual respect, transparency, and accountability.

This Policy is framed in compliance with all the applicable regulations including those from RBI, NHB etc.

<b>Prepared and Proposed By</b>	Chief Operating Officer
<b>Reviewed and Recommended By</b>	Managing Director & CEO
<b>Approved By</b>	Board of Directors
<b>Date of Approval</b>	23-Apr-2025

### **RESPONSIBILITY ASSIGNMENT MATRIX**

<b>Responsibility for Implementation</b>	Branch Manager of respective locations
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### **VERSION CONTROL**

<b>Version No.</b>	<b>Date of Approval by Board of Directors</b>	<b>Key Highlights/Changes</b>
1.0	24-Nov-2024	Roll-out of policy
2.0	23-Apr-2025	Annual review of policy

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## 1. Purpose

The purpose of **Code of Conduct** policy is to:

- Establish a set of guiding principles that align with the Company's mission, vision and core values as envisaged in the CRSIP framework.
  - Ensure that all authorized representatives, employees, officers, and directors behave with integrity, professionalism, and respect for others.
  - Promote ethical decision-making and compliance with laws, regulations, and Company policies.
  - Prevent conflicts of interest and unethical behaviour.
  - Protect the interests of the Company, its employees, customers and all other stakeholders.
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## 2. Scope and applicability

This Code of Conduct applies to all employees, officers, directors, consultants, and agents of **Nestavia Home Finance Private Limited** (collectively referred to as “employees” for references in this policy).

The policy governs their conduct within the organization and in any dealings with external stakeholders, including clients, suppliers, partners, government authorities etc.

This Code of Conduct is to be read in conjunction with other policies of the Company namely “POSH Policy”, “Leave and Attendance Policy”, “Anti-Bribery and Anti-Corruption Policy” and “Whistle-blower Policy”.

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## 3. Core values and ethical principles

**Nestavia Home Finance Private Limited** is committed to upholding the following core values:

- **Integrity:** Acting honestly and with strong moral principles.
  - **Respect:** Treating everyone with fairness, dignity, and respect.
  - **Accountability:** Taking responsibility for one’s actions and decisions.
  - **Transparency:** Ensuring openness in our actions, communications, and dealings with stakeholders.
  - **Customer Focus:** Putting the interests of our customers at the centre of all decisions.
  - **Sustainability:** Committing to ethical, environmental, and social responsibility.
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## 4. General code of conduct

### 4.1 Professional Integrity

- All employees must act with the utmost integrity and honesty in all dealings, both inside and outside the Company.
- Employees should not engage in any behaviour that could damage the reputation or the integrity of the Company.
- Employees must avoid any conduct that may create a perception of unethical behaviour. They must seek the guidance of their immediate supervisor or reach out to the HR team in case of any ethical dilemmas.

### 4.2 Responsibility to Clients

- Employees must ensure that all dealings with clients are transparent, fair, and ethical.
- Employees must provide accurate, clear, and truthful information regarding products and services and not induce them by false promises
- Employees should not exploit clients for personal gain or engage in any form of coercion or fraudulent activity.
- Customer complaints and grievances should be addressed promptly and respectfully.

### 4.3 Responsibility to Business Associates/ Vendors/Government Authorities

- Employees must always provide complete and accurate information and share any document or record prepared with utmost accuracy in a way or through the system that is admissible under the IT & Data Security policy of the Company.
- Employees shall not take any action to fraudulently induce, coerce, manipulate or mislead any Vendor or Business Associate.

### 4.4 Responsibility to Colleagues

- Employees must foster a cooperative and respectful work environment.
- Employees must adopt responsible practices like mutual respect, non-discrimination, equal opportunity, etc.
- Employees should support and respect their colleagues' rights and responsibilities.
- Employees should avoid any actions that create a hostile or uncomfortable work environment, including bullying, intimidation, or exclusion.

### 4.5 Conflict of Interest

Conflicts of interest may appear where on account of either undertaking, or in the act of influencing, a business transaction, relationship, or an activity, where the employee is able to derive a personal benefit for himself / herself or for a related party or any entity in which the employee has any interest. It includes instances where the independent judgment of such employee to work towards the best interests of Nestavia is / may be perceived to be impaired.

- Every action, plan, strategy, and decision made by employees during the employment must uphold and protect the interests of the Company.
- Employees must avoid situations where their personal interests' conflict with the interests of the Company.

- Any potential conflicts of interest should be disclosed to the appropriate authority, and if necessary, steps should be taken to eliminate the conflict.
- Employees must not use their position at the Company for personal or financial gain.

**Conflict of Interest may arise on account of:**

a) Outside Business Opportunity:

Involvement in outside business activity may require the individual to spend large amounts of time attending to the affairs of the other entity, thereby interfering with the employee's responsibilities. Prior approval of Head – HR and Company Secretary and Compliance Officer must be sought in writing prior to accepting any position of employment or responsibility (such as Directorship, Trusteeship, Professional Consulting etc.) outside Nestavia. The employees must not work in any manner for the competitors, clients or vendors, during their employment in Nestavia.

The employees are hereby prohibited from taking for themselves personally, any opportunities that are discovered through the use of Nestavia's property, information or position, unless the opportunity is disclosed fully in writing.

b) Financial transactions

Employees must not act on behalf of Nestavia in any transactions in which they have personal interest.

c) Transactions with vendors and partners

Employees must not steer or direct business, to a family or household member, of any of the customers/ vendors / partners, who are currently engaged with the Company and derive personal benefits using the Company's relationship with them. This includes directing transactions, contracting with vendors / partners for goods/ services or offering employment to such suppliers/vendors/contractors or partners for the benefit of their family or household member or any close relative. Any benefit from any of the Business Associates of the Company offered as Special Promotional Schemes to all the employees with the approval of the Company will be excluded. Employees must not deploy or contract or enlist in the vendor proposal, any of their close relatives as vendors/contractors, in relation to any of the businesses/contracts that is/may be required by the Company, without prior disclosure and approval from the appropriate authority.

d) Recruitment or supervision of relatives

Employees must not have any direct managerial or supervisory responsibility with an immediate / distant / close relative. In addition, employees must not have any decision-making authority regarding the compensation, promotion or other employment / contracting terms and conditions of an immediate / distant relative.

e) Prior Disclosure of Relatives working with Nestavia

In case of any close relative of an employee, such as spouse, siblings, parents or any other blood relatives (to be known as close relatives) being employed with Nestavia, the concerned employees must disclose this information to the HR team at the time of joining. The HR team must ensure that no relatives shall be working in the same department or in the same location or in the reporting hierarchy or holding positions where they can jointly control or influence transactions prejudicial to the Company's interests. Prior disclosure

shall also be made in case of any contracts / business agreements to be entered with any contractor / vendor/ supplier with whom the employee has a personal relationship

f) Gifts and Entertainment

Employees must not accept or provide any gifts of any value where it might influence the decisions they or the recipient may make in business transactions involving Nestavia, or that others might believe could influence those decisions. Employees may occasionally give or receive gifts, meals or entertainment of moderate value subject to local laws and Nestavia's internal limits, approval & reporting requirements. Cash gifts or their equivalent above the limit of Rs. 5,000/- must not be accepted under any circumstances. Please refer Nestavia's Anti-Bribery & Anti-Corruption Policy for further guidance on permissible gifts and entertainment.

In case of the event of a potential or actual conflict, employees shall make a disclosure in writing to Head – HR, Company Secretary and Compliance Officer and the MD & CEO. Upon review, the employee may be directed to avoid / resolve the conflict or to take such remedial action as is deemed suitable by Nestavia.

#### 4.5 Confidentiality and Privacy

All information disclosed to an employee in confidence or marked confidential or which is reasonably evident as being confidential or proprietary by its nature or any other information which an employee obtains by virtue of his employment with Nestavia is herein referred to as "Confidential Information".

Examples include, but are not limited to:

- All material, non-public financial and other business related information;
- Marketing information, marketing strategies, and market research prior to public release;
- Product information prior to public release and detailed information about Nestavia's products and services, including those under development;
- Information about business processes/systems/plans;
- Individually identifiable personal information associated with customers or employees and
- Other non-public information that might be of use to competitors, or harmful to "Nestavia" or its clients, if disclosed.

The employees should take care of the following:

- It is the duty of every employee to ensure that access to Confidential Information must be secured in a manner to prevent unauthorized disclosure and restrict access to records to persons with proper authorization and legitimate business needs.
- Confidential Information must be used only for business purposes and any use of insider information, which has not been made public, for personal gain is unethical and strictly prohibited
- Employees must maintain the confidentiality of sensitive information related to the Company, its clients, and other stakeholders.

- Employees should not use, disclose or divulge, directly or indirectly any confidential or proprietary information unless authorized or required by law.
- Employees should respect the privacy of clients and colleagues, ensuring that personal information is handled responsibly and ethically.
- The obligations to preserve confidential information continues even after employment ends and the employees shall not disclose or use any confidential information gained in the course of employment for personal profit.

#### 4.6 Compliance with Laws and Regulations

- Employees must comply with all applicable local, state, and national laws, regulations, and industry standards.
  - Employees should familiarize themselves with and adhere to the regulatory guidelines governing the housing finance sector, including those set forth by the **Reserve Bank of India (RBI)**, **National Housing Bank (NHB)**, and other relevant authorities.
  - Employees must avoid engaging in any illegal activity, including fraud, bribery, or corruption.
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### 5. Respect for diversity and inclusion

- The Company is committed to promoting a diverse and inclusive workplace where all employees are treated fairly and without discrimination, regardless of gender, race, ethnicity, religion, age, sexual orientation, disability, or any other status.
  - Employees should embrace diversity and ensure an inclusive work environment, where everyone feels valued and respected.
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### 6. Prevention of harassment, discrimination and bullying

- The Company has a zero-tolerance policy towards harassment, discrimination, and bullying in any form.
  - All employees are required to refrain from any actions or behaviours that could be considered as harassment or bullying, whether verbal, physical, or non-verbal.
  - Any instance of harassment, including **sexual harassment** (as defined by the POSH Policy), will be dealt with seriously and in accordance with the Company's policies and legal requirements.
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### 7. Workplace behaviour

Nestavia is committed to maintaining a safe and respectful work environment. All employees of Nestavia are expected to conduct themselves professionally and to respect others in the workplace. Nestavia has established several standards and policies to achieve these goals.

- Employees are expected to always maintain a high standard of professional conduct.



- Employees should refrain from inappropriate behaviour that can disrupt the workplace, including the use of offensive language, inappropriate attire, or disruptive conduct that could affect the dignity of other employees.
  - Professionalism should be maintained in all communication, both verbal and written, internally with other employees and externally with regulatory authorities, customers, vendors and business associates.
  - Compliance with Standards at Workplace includes adherence to the following:
    - a) **Consumption of Alcohol:**

Distribution, dispensation, possession, sale or consumption of alcohol / alcoholic beverages is prohibited on Nestavia's premises or while engaged in or during the course of conducting Nestavia's business.
    - b) **Gambling:**

To keep the workplace free of improper solicitations and gambling, gambling is prohibited on the premises of Nestavia or while engaged in or during the course of conducting Nestavia's business.
    - c) **Smoking:**

To maintain a smoke-free work environment, smoking is not permitted in Nestavia's office locations, except in designated areas and where otherwise permitted by applicable law.
    - d) **Recording:**

Nestavia does not permit employees to tape record, videotape, take photographs, or electronically record any conversations or meetings, either at workplace or while engaged in Nestavia's business at another location, unless specifically authorized.
    - e) **Violence:**

Nestavia is committed to maintaining a violence free work environment. Nestavia will not tolerate violence of any kind or threats of violence and will respond appropriately to ensure maintenance of a safe and respectful workplace including involvement of law enforcement authorities where appropriate.
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## 8. Use of company resources and property

- Employees should use the Company's resources, property, and assets efficiently and responsibly.
- Personal use of Company property, such as computers, phones, or office supplies, should be minimal and not interfere with work duties.
- Employees should ensure the security of Company's assets it shall be protected from theft, loss, damage or misuse and shall not be employed for conducting any illegal activity or for any purpose other than the conduct of the business of the Company.
- Records and data, including electronic files and e- mails, must be retained as long as required by the applicable laws; in the event of pending or foreseeable litigation or

authority inspections they must be retained for any longer time necessary. Fraudulently altering or falsifying any record or document is strictly forbidden.

- Employees should not damage, dispose of, or in any other manner, interfere with official records, data, documents or files both physical and electronic. The destruction of records may only take place in accordance with the directions given by the personnel authorized in this regard.
  - Employees should not access information which they are not authorised to access or use and should not allow any other person access for any reason.
  - Employees should take all reasonable precautions, including password maintenance and file protection measures to prevent unauthorised access and have an obligation to maintain the security and confidentiality of the information systems over which they have responsibility or control and that are owned or used by agreement. The employees shall not use Company's tangible assets such as real estate, equipment and machinery, systems, facilities, materials etc. or intangible assets such as proprietary information, relationships with customers, agents and suppliers, etc. for their personal benefit or for the benefit of a relative/related party or of any entity in which the concerned employee(s) has, directly or indirectly, any interest.
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## 10. Expenses Claim

Every reporting manager and employee will have an obligation to each other and towards the company to comply with Nestavia's business expenses and reimbursement policies and practices. All business-related expense claims must be authorized by the reporting manager before being incurred. Personal expenses will not be reimbursed by the company.

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## 11. Customer First approach

Customer First is not only the approach but a commitment at Nestavia to bring in ideas and recommendations that are in the best interest of the customers, thus discharging the professional responsibilities in a manner that leads to long term relationship with the customer.

- The Company will always consider the perspective of its customers
  - The Company will consistently work to improve customer satisfaction
  - Nestavia will strive to create the best customer experience possible
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## 12. Social media and public representations

- Employees must exercise caution when engaging in social media or public forums to avoid statements that could reflect poorly on the Company.
- Any public representation or comment made on behalf of the Company must be authorized by the management.

- Personal social media use should not interfere with work duties and should not include comments that could be seen as discriminatory, offensive, or inappropriate.
  - Communication and dissemination of information with regulatory or government authorities should only be conducted by the employees authorized in this regard.
  - All marketing material related to sales & marketing should be pre-approved by the Corporate Marketing department. All the sales and marketing material and the social media communication / document templates shall be duly approved in writing by the Legal and Compliance Department.
  - Employees must not use official email / domain / logos / trademarks for creating profile or group on any social media platform for any other purpose which is not in connection with official purpose, or which is not authorized by the Company. They must also restrain from using / mentioning / tagging Company's name while posting comments or personal views in public domain or group.
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### 13. Charitable contributions

Nestavia believes that charitable contributions and donations are an integral part of its Corporate Social Responsibility. Typical areas for granting support are education, health, skilling, social welfare, disaster relief and other similar causes.

While making any donations under the CSR umbrella of the company, Nestavia will follow the below mentioned rules and regulations –

- All the CSR activities will be routed through a registered & recognized non-profit organization or through a registered tax paying implementing agency, as deemed necessary
- The contributions are permissible under applicable local laws
- Contributions are made without demand or expectation of business return
- Beneficiaries of such contributions should not be related to the directors or the executive officers of Nestavia
- Contributions shall not be made in cash or to any private account of an individual
- Any amounts contributed or donations made towards charitable causes shall be fairly and accurately reflected in Nestavia's books of accounts.

More details are available in the Corporate Social Responsibility Policy.

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### 14. Political activities

While Nestavia reserves its right to communicate its position on important issues to the elected representatives and other government officials, the funds or assets of the Company must not be used as contribution for political campaigns or political practices under any circumstances without the prior written approval of the Board. Any employee must not indicate in any manner that he/she represents the Company's opinion about a candidate for office or any political cause or decision of government. The employees must refrain from engaging in political

activities such as canvassing for any party/position/person while at work and within Nestavia's premises.

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## 15. Whistleblower protection and vigilance mechanism

- The Company encourages employees to report any unethical behaviour, misconduct, suspicious conduct of transactions or business practice or violation of laws and policies.
  - **Whistle-blower protection** is available for those who report in good faith, and retaliation against whistle-blowers will not be tolerated.
  - Employees can report concerns through the Company's internal channels (e.g., HR Department, Compliance Officer) or the **Whistle-blower Committee** as per the latest whistle blower policy.
  - Employee must report only genuine concerns. Any false and frivolous complaints will be subject to disciplinary action.
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## 16. Disciplinary action

- Violations of this Code of Conduct may result in disciplinary action, including warnings, suspension, demotion, or termination, depending on the severity of the violation.
  - Any legal violations will be reported to the appropriate authorities for further action.
  - Employees who engage in fraudulent activities, unethical behaviour, or illegal activities will face severe consequences as per Company policies and the law.
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## 17. Policy review and amendments

This Code of Conduct will be reviewed periodically and updated to reflect changes in the law, industry best practices and organizational needs. All employees will be notified of any updates, and they are expected to comply with the latest version of this policy.

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## 18. Acknowledgement of receipt and declaration of undertaking

I, the undersigned, acknowledge that I have received, read, and understood the Code of Conduct Policy of **Nestavia Home Finance Private Limited** and agree to abide by its provisions including the following:

- a. Ownership of Property: I acknowledge that all documents obtained by me in the course of my work, shall be the property of the Company and I shall retain no ownership, interest, or rights therein.
- b. I will follow and abide to the 'Code of Conduct policy', 'Fair Practices Code' and all other such policies shared by the Company from time to time.

c. I further confirm that the Company has explained the contents of the Code of Conduct in full to me.

d. In case of any violation, or non-adherence to the said Code, the Company shall be entitled to take such action against me as Company may deem appropriate.

**Name of Employee / Authorized Representative:** \_\_\_\_\_

**Employee ID / Empanelment ID:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**Signature:** \_\_\_\_\_

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This Code of Conduct serves as a foundation for fostering a culture of integrity and ethical behaviour at **Nestavia Home Finance Private Limited**, and the Company expects all employees to uphold these values in every aspect of their work.

**By adhering to this Fair Practice Code, Nestavia Home Finance Private Limited seeks to establish lasting relationships based on trust, fairness, and transparency with all its customers.**

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