GROWXCD FINANCE PRIVATE LIMITED	
POLICY	Code of Conduct
Reviewing Authority:	Board of Directors
Approving Authority:	Board of Directors
Original Issue Date:	01.04.2022
Version No.:	1.2
Latest approval date:	14.07.2025
Review Cycle:	Annually or as recommended by the Board of Directors

REVISION HISTORY

#	Date	Revision details
1.1	Management Approval Date: 01.04.2022	Initial version of the Code of Conduct approved by the Management; applicable only to employees. Included basic principles covering Honoring Agreements, Use of Company Property, Information Security, Compliance with Laws, Conflict of Interest, etc.
1.2	14.07.2025	GrowXCD has updated its Code of Conduct in line with the RBI Guidance Note dated 30.04.2023, extending its applicability to Board Members. New sections on ethics, ESG, data protection, and anti-fraud have been introduced.

OBJECTIVE

At GrowXCD Finance Private Limited, we are committed to conducting business with integrity, transparency, and fairness. This Code of Conduct outlines the guiding principles and values that all employees of GrowXCD Finance Private Limited must adhere to while interacting with various stakeholders, government and regulatory agencies, the media, and other associated entities.

The policy is defined to set clear expectation for integrity and ethical values of the highest standard, identifies acceptable business practices, and prohibits conflicts of interest or the inappropriate provision of financial services (whether wilful or negligent).

GrowXCD Finance Private Limited acknowledges that sustaining the trust and confidence of its stakeholders is essential for its continued growth, long-term success, and strong reputation.

SCOPE

The Code of Conduct applies to all employees of GrowXCD Finance Private Limited, regardless of their branch, department, level, or position within the organization. It governs all interactions and transactions involving the employees, whether among themselves or with customers, Board Members, regulators, investors, or government agencies.

CORE VALUES

Core Values serve as a strong foundation for any organization, ensuring ethical operations, sustainable growth, and a positive impact within the Organization. The core values of GrowXCD Finance are:

- **Honesty and Transparency**
- **Customer Delight**
- **Pride of Performance**
- **Collective Ownership**

PRINCIPLES

GrowXCD shall operate and carry out its activities in alignment with the following values, in addition to its core values, it shall also focus on instilling the below principles among its stakeholders

- Integrity and Transparency in all dealings
- Compliance of all laws and regulations
- Responsibility and Professionalism
- Non-Discrimination and Fairness

1. <u>INTEGRITY AND ETHICS</u>

We are committed to upholding the highest standards of integrity, transparency, and ethical behavior in all aspects of our operations. All individuals associated with the organization are expected to act honestly, avoid conflicts of interest, and maintain professionalism in their conduct. This includes clear disclosure of any personal relationships that may impact work, refraining from engaging in outside employment or business activities that conflict with organizational interests, and ensuring responsible use of company resources. Fraudulent practices, misrepresentation, or misuse of assets are strictly prohibited. Adherence to these principles is essential to maintaining trust, compliance, and the overall reputation of the organization.

Claims for reimbursement & Use of Company property

Employees must submit reimbursement claims in line with the Company policy, certifying that expenses are valid and supported by original documentation. Company property, including vehicles, accommodation, and equipment, must be used solely for business purposes. Any misuse or unauthorized use may lead to disciplinary action

2. COMPLIANCE WITH LAWS & REGULATIONS

We are committed to full compliance with all applicable laws, regulations, and industry standards, including those set by the Reserve Bank of India and other authorities. Employees must stay informed of legal requirements relevant to their roles and conduct business ethically, transparently, and with due diligence across all jurisdictions.

3. CONFIDENTIALITY AND DATA PROTECTION

All employees, contractors, and third-party providers must handle sensitive data responsibly and in compliance with legal, regulatory, and internal policies.

Data must be securely stored and accessed only by authorized personnel on a need-to-know basis.

Unauthorized disclosure, misuse, or mishandling of confidential information is strictly prohibited.

Compliance with data protection laws and cybersecurity protocols is mandatory at all times.

4. RESPECT AND PROFESSIONALISM

Employees must maintain the highest standards of respect, professionalism, and fairness in all interactions. A workplace culture that promotes diversity, inclusivity, and collaboration is essential. Discrimination, harassment, or disrespectful behavior is strictly prohibited and will lead to disciplinary action.

5. FAIR AND ETHICAL BUSINESS PRACTICES

At GrowXCD Finance Private Limited, we are committed to a fair, equal, and inclusive work culture. Our policies ensure all employees are treated with dignity and respect, regardless of personal or social identity.

We offer equal opportunities in recruitment, hiring, promotions, transfers, and professional development, based solely on merit, qualifications, and performance. We maintain a zero-tolerance stance against discrimination, harassment, victimization, or any form of unfair treatment in the workplace.

In adherence to applicable laws and best practices, our policies are aligned with:

- **The Transgender Persons (Protection of Rights) Act, 2019** – recognizing the right of individuals to self-identify their gender, and ensuring protection from discrimination at the workplace.
- **The Human Immunodeficiency Virus and Acquired Immune Deficiency Syndrome (Prevention and Control) Act, 2017** – ensuring that employees living with HIV are not subjected to discrimination and that their confidentiality is protected.
- **The Rights of Persons with Disabilities Act, 2016** – promoting equal opportunity, accessibility, and reasonable accommodation for persons with disabilities.

We provide fair wages and benefits in line with labour laws and industry standards, while ensuring a safe, healthy, and inclusive workplace. Employee well-being, safety, and work-life balance are core priorities, supported by a culture of respect and openness. Concerns about discrimination, unfair treatment, or ethical violations can be reported confidentially without fear of retaliation.

6. CUSTOMER-CENTRIC APPROACH

GrowXCD is committed to a customer-first approach, ensuring transparency, accuracy, and timely communication. Meeting customer needs responsibly and delivering high-quality service are top priorities. All customer concerns must be addressed promptly to uphold satisfaction and protect the Company's reputation.

7. ANTI-BRIBERY AND ANTI-CORRUPTION

GrowXCD upholds strict anti-corruption standards in all dealings with internal and external stakeholders, promoting ethical conduct in line with Company values. A strict 'No-Gift' policy is followed, allowing only consumable items of limited value (up to INR 750) in exceptional cases. Offering or accepting bribes is strictly prohibited, and charitable donations are made only to registered charitable funds under the Companies Act 2013. Third-party vendors are not authorized to enter into agreements on behalf of the Company. Employees must avoid financial dealings in unregulated markets, including informal lending or unauthorized share trading.

8. WHISTLE BLOWER POLICY AND REPORTING VIOLATIONS

GrowXCD has implemented a Whistleblower Policy to foster transparency and ethical conduct across the organization. Employees, contractors, and stakeholders are encouraged to report violations of laws, company policies, or unethical practices. This includes concerns such as fraud, bribery, corruption, discrimination, harassment, and safety breaches.

Whistleblowers may report concerns or violations through a designated confidential reporting mechanism. All reports will be handled discreetly and investigated thoroughly, with the goal of resolving the issue promptly.

9. ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) PRACTICES

GrowXCD is committed to integrating Environmental, Social, and Governance (ESG) principles into its operations and long-term strategy. We strive to reduce our environmental impact through sustainable practices, energy efficiency, and regulatory compliance. Our social responsibility efforts focus on community development, human rights, diversity, and ethical labor practices. We uphold strong governance through transparency, accountability, and ethical leadership. By embedding ESG values, we aim to build a sustainable business that benefits stakeholders, society, and the environment.

10. BEING GROWXCD'IAN

Dealing with Press and Media - All press and media interactions are sensitive and must be handled with care due to their impact on the organization's image and operations. Only the Managing Director of GrowXCD is authorized to address the press and media on behalf of the Company.

Dealing with other media - Employees must not share sensitive Company information on social media platforms. Any conduct on social media that may damage the Company's reputation or go against its principles is prohibited. Violations may lead to appropriate disciplinary action.

Conferences, Awards and Public Events - Employees are restricted from participating as a panellist/ speaker at conferences/ seminars/award functions/ public events without seeking prior permission from MD

Dealing with Political parties - Employees are prohibited from engaging in political activities, demonstrations, or seeking political contributions while employed at GrowXCD. Use of Company resources for political purposes is not allowed. Influencing colleagues for personal gain through political or external means is strictly forbidden

Company will not encourage deviation from the Code of Conduct. In case where dispensation is essential, it will require the approval of the Management.

11. REVIEW OF POLICY

The Board of Directors on yearly basis shall review this policy and can amend this Policy as and when deemed fit from time to time.