

# ETHICS POLICY

<b>Approved By:</b>	Board of Directors
<b>Prepared By:</b>	Human Resources
<b>Review Frequency:</b>	Annual
<b>Policy Reference No.:</b>	SCPL-ETH-001
<b>Regulatory Reference:</b>	RBI Guidance Note on Operational Risk Management and Operational Resilience

## 1. Introduction

Sankalp Capital Private Limited ("the Company" or "Sankalp") is a Non-Banking Finance Company ("NBFC") registered with the Reserve Bank of India ("RBI"). The Company is presently engaged in the business of providing term loans and advances.

The Company has put in place an Ethics Policy ("Policy") in conformity with the RBI Guidance Note on Operational Risk Management and Operational Resilience. The Policy establishes the minimum standards of ethical conduct expected from all individuals associated with the Company and provides a framework for identifying, managing, and mitigating conduct risk. Compliance with this Policy is mandatory for all employees and members of the Board of Directors of the Company.

## 2. Objective

The primary objectives of this Policy are to:

- Promote integrity, professionalism, and ethical behaviour across all levels of the Company.
- Define acceptable standards of conduct for employees and members of the Board of Directors.
- Ensure that conduct risk is appropriately governed, monitored, and controlled.
- Safeguard the interests of the Company, customers, shareholders, regulators, and other stakeholders.

## 3. Applicability

This Policy applies to the following persons (referred to collectively as "Officers"):

Sr.	Category of Officers
1.	All Senior Management employees, and all staff of the Company, whether permanent, temporary, contractual, or outsourced.
2.	All members of the Board of Directors, including executive, non-executive, and independent Directors.
3.	Every individual covered under this Policy shall confirm compliance and participate in periodic training and certifications, as required.

## 4. Principles of Ethical Conduct

Principle	Standard of Conduct
<b>4.1 Integrity and Professionalism</b>	All Officers shall perform their duties with honesty, integrity, diligence, and professionalism, and no conduct of any Officer shall bring discredit upon Sankalp or any of its affiliates. Actions, decisions, and communications must reflect the highest ethical standards.
<b>4.2 Compliance with Laws and Internal Policies</b>	All Officers shall comply with applicable laws, rules, regulations, circulars, and directions issued by the Reserve Bank of India, as well as internal policies and procedures of the Company.
<b>4.3 Avoidance and Disclosure of Conflicts of Interest</b>	All Officers shall avoid situations that may give rise to actual or perceived conflicts of interest. Any such conflict shall be disclosed promptly before execution of such arrangements.

<b>4.4 Confidentiality and Data Protection</b>	Confidential information, including customer data, proprietary information, and sensitive business information, shall be used solely for authorised purposes and protected from unauthorised access or disclosure.
<b>4.5 Fair Dealing and Customer Protection</b>	All dealings with customers, counterparties, and stakeholders shall be conducted fairly, transparently, and without discrimination. Misrepresentation, coercive practices, or any action that may compromise the customer's interest is strictly prohibited. No Officer shall make improper use of their powers or position for personal gains.

## 5. Responsibilities

### 5.1 Risk Management Committee

The Risk Management Committee shall:

- Approve, oversee, and periodically review this Policy.
- Set the ethical tone at the top and foster a culture of integrity.
- Ensure that appropriate systems are in place for the identification and management of conduct risk.

### 5.2 Senior Management

Senior Management shall:

- Implement and enforce this Policy across all functions.
- Establish appropriate controls, monitoring mechanisms, and reporting structures.
- Promote ethical behaviour and lead by example.

### 5.3 Employees and Staff

Employees and staff shall:

- Adhere to the standards set out in this Policy.
- Participate in all mandated trainings and compliance activities.
- Report any suspected violations or ethical concerns without delay.

## 6. Reporting, Escalation, and Whistleblowing

The Company has a Whistle Blower Policy in place which mandates the Company to maintain a secure and confidential mechanism for reporting unethical conduct, policy violations, or concerns relating to conduct risk.

Provision	Details
<b>Anti-Retaliation</b>	Retaliation or discrimination against individuals who report concerns in good faith is strictly prohibited.
<b>Investigation</b>	All reports shall be investigated in a fair, impartial, and timely manner.
<b>Mechanism</b>	A secure and confidential reporting mechanism is maintained as part of the Whistle Blower Policy. Employees may refer to that Policy for further details on channels and escalation procedures.

## 7. Training and Awareness

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The Company shall provide periodic training, guidance, and awareness programmes to ensure that all Officers understand the requirements of this Policy and the importance of ethical conduct in mitigating conduct risk.

## 8. Disciplinary Action

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Non-compliance with this Policy may result in disciplinary action, including but not limited to warnings, suspension, termination of employment/appointment, and any other action deemed appropriate under applicable laws and internal procedures.

## 9. Monitoring and Review

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Compliance with this Policy shall be monitored on a continuing basis. The Policy shall be reviewed at least annually or as and when required due to regulatory changes, business needs, or governance developments. This Policy shall be read in conjunction with other policies of the Company and does not supersede any other policy.

## 10. Vision Statement

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*To lead in ethical personal financing, including embedded finance solutions, with the aim of removing financial barriers and supporting individuals' journeys toward success through innovation, transparency, and integrity.*

## 11. Mission Statement

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*Our mission is to build a responsible and accessible personal financing ecosystem, including embedded finance solutions, that removes financial barriers and empowers individuals to achieve their goals. Through innovation, transparency, and customer-centric solutions, we aim to provide reliable financial support that enables individuals to pursue education, opportunities, and long-term success.*

## 12. Business Values and Ethics

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Sankalp's business values are embedded in eight core Leadership Qualities that guide the conduct and decision-making of the organisation. These values define the ethical standards and principles that every member of the Company is expected to uphold in their professional responsibilities.

The behavioural standards outlined below reflect the Company's commitment to integrity, accountability, transparency, and responsible business practices, and are expected to be demonstrated by all Officers in their interactions with customers, colleagues, partners, and other stakeholders.

Leadership Standard	Behavioural Expectations
<b>I AM HONEST</b>	

<p><b>Honesty</b></p>	<ul style="list-style-type: none"> <li>• Act with integrity in all situations.</li> <li>• Treat customers and colleagues as you would like to be treated.</li> <li>• Speak honestly, even when it is difficult.</li> <li>• Listen sincerely to others' perspectives.</li> <li>• Be recognised for candour, authenticity, and transparency.</li> <li>• Remain goal-oriented, avoiding personal agendas and office politics.</li> <li>• Base decisions on merit and factually available information.</li> </ul>
<p><b>People-First Approach</b></p>	<ul style="list-style-type: none"> <li>• Lead effectively and collaborate as a strong team member.</li> <li>• Empower and leverage the strengths of team members, fostering co-leadership and active participation.</li> <li>• Maintain a strong focus on the development of team members through meaningful development plans and learning opportunities.</li> <li>• Actively seek and provide feedback.</li> <li>• Serve as a coach and support to peers and junior members in an informal and genuine manner.</li> <li>• Foster an inclusive environment that embraces diversity.</li> <li>• Set ambitious personal goals and commit to continuous learning.</li> </ul>
<p><b>I AM INVENTIVE</b></p>	
<p><b>Customer Focus</b></p>	<ul style="list-style-type: none"> <li>• Place external and internal customers at the centre of all activities.</li> <li>• Display a deep understanding of customers, their habits, their needs, and their preferences.</li> <li>• Try to understand future customer needs, trends, and the impact of digital transformation.</li> <li>• Aim to exceed the expectations of external and internal customers every day.</li> <li>• Be driven by customer feedback.</li> </ul>
<p><b>Digital Savviness</b></p>	<ul style="list-style-type: none"> <li>• Rapidly and eagerly learn about new technological trends that can enhance the business model.</li> <li>• Understand the technological aspects of the Company's operations.</li> <li>• Pursue more effective digital and, ideally, self-service processes.</li> <li>• Foster critical thinking by exploring the interplay between digital practices, power, and sociocultural contexts.</li> <li>• Utilise available digital tools to boost efficiency and improve overall effectiveness.</li> </ul>
<p><b>I AM TARGET DRIVEN</b></p>	
<p><b>Operational Brilliance</b></p>	<ul style="list-style-type: none"> <li>• Achieve excellence in all facets of agile delivery.</li> <li>• Motivate others by consistently demonstrating a commitment to execution excellence.</li> <li>• Challenge existing assumptions and propose innovative and improved approaches.</li> <li>• Maintain agility by simplifying processes and reducing complexity.</li> <li>• Stay goal-oriented and ensure the completion of all tasks.</li> <li>• Actively engage in cross-functional collaboration to facilitate effective problem-solving.</li> </ul>
<p><b>Risk-Conscious</b></p>	<ul style="list-style-type: none"> <li>• Proactively identify potential risks and pitfalls.</li> <li>• Make informed decisions by understanding relevant risks and their probabilities.</li> <li>• Implement appropriate measures well in advance to manage risks effectively.</li> <li>• Share pertinent information to support effective risk management at both individual and team/company levels.</li> <li>• Weigh risks against opportunities when making decisions.</li> </ul>
<p><b>I AM VISIONARY IN APPROACH</b></p>	
<p><b>Forward-Thinking</b></p>	<ul style="list-style-type: none"> <li>• Aim to create significant and sustainable opportunities for the Company.</li> <li>• Make decisions based on long-term impacts rather than just short-term gains.</li> </ul>

	<ul style="list-style-type: none"> <li>• Identify patterns and connections in ambiguous situations, and approach problems creatively and conceptually.</li> <li>• Understand both the detailed and broad competitive landscape, and assess its implications for the Company's strategy and organisation.</li> <li>• Consider the broader regulatory and societal issues affecting the Company's business.</li> <li>• Balance risks with opportunities when making decisions.</li> </ul>
<p><b>Business Acumen</b></p>	<ul style="list-style-type: none"> <li>• Articulate the Company's strategy and purpose clearly, inspiring and leading others effectively.</li> <li>• Prioritise what is best for both the Company's customers and the Group as a whole.</li> <li>• Proactively suggest new initiatives in response to opportunities or challenges.</li> <li>• Positively influence others and build consensus around necessary initiatives.</li> <li>• Develop and maintain a broad network of relationships both internally and externally.</li> <li>• Focus on achieving results that align with the Company's strategy and values.</li> </ul>