Global Code of Conduct

Flipkart  Myntra  JABONG

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A Message from Our Chief Executive Officer

The Flipkart Group of Companies is committed to complying with the letter and spirit of regional, national and international laws and regulations and to conduct ourselves ethically with humility, honesty and integrity. Flipkart Group’s objective is to maintain the outstanding reputation for trustworthiness we have achieved over the years.

Regardless of where each of us works, this Code of Conduct is the guide to exemplifying integrity as a Flipkart Group employee. It’s a daily resource for making honest, fair and objective decisions while operating in compliance with all laws and our policies. This Code of Conduct applies to me, the board of directors and all employees at every level of our organization.

Through your ethical behavior and willingness to speak up for the highest standards, we earn and keep the trust of our customers, each other and our local communities. Flipkart Group will be the catalyst for building the next generation of commerce infrastructure, but only if accomplished through our everyday integrity.

Thank you for your commitment to our Code of Conduct. It means more than making ethical decisions; it demonstrates you care about Flipkart Group, our reputation and our customers.

Kalyan Krishnamurthy
CEO
Flipkart Group
Our Code of Conduct will introduce you to the behaviors and conduct that create an honest, fair and objective workplace while operating in compliance with all laws and our policies. It will help you recognize situations that might come up in your job which could be a violation of our company ethics. You’ll also learn what to do if you have questions about what is considered ethical conduct.

How the Code of Conduct is Organized

- Inside the front cover Kalyan Krishnamurthy, CEO, points out how important it is for all of us to follow our Code of Conduct and to report anything we feel might be a violation of those ethics.

- Page 6 features Our Values. These are Flipkart Group’s fundamental values for all conduct, including acting with integrity.

- The Introduction section explains it’s everyone’s responsibility to comply with our Code of Conduct and to report what you feel might be a violation of policy or law.

- The section Raising Concerns & Speaking Up tells you how to request an opinion before you take action and how to report what you think might be a violation of ethics, including how to make a report in private without giving your name.

- This guide gives you an overview of many, but not all, Flipkart Group policies.
Flipkart Group publishes several policies, which are designed to give employees guidance that is the same for all locations. This Code of Conduct is an example of a policy. In addition, each business unit Flipkart Group operates is expected to have a complete set of policies providing guidance to employees for the country in which they are working. Because these policies may vary by business unit or country, they are not linked to this Code of Conduct. It’s our responsibility to know all of the policies that might apply to our areas of the business. If you’re not sure about the policies in your area, please talk to your manager, the Legal Department or Ethics and Compliance.

Flipkart Group conducts business in many countries around the world. Our employees are citizens of many countries. As a result, our operations are subject to many different laws, customs and cultures. Our operations must comply with all applicable local laws and regulations in addition to this Code of Conduct. In some instances, the laws of two or more countries may conflict, or a local law may conflict with the Code of Conduct. When you encounter a conflict, contact Ethics and Compliance for guidance on how to apply the Code of Conduct in your country.

Contact Us
anonymous and confidential
Flipkartethics.com
1800-102-1482
Specific phone numbers for all countries are listed at the back of this document.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Are You Making the Right Decisions?

When faced with making any decision, you should ask yourself the following questions:

• Is it consistent with Our Values?
• Would I want others to know about it?

If the answer to either question is no, consider whether your potential action complies with our Code of Conduct. If it does not, identify a better plan of action. If you are unsure about a decision, talk to your manager or contact Ethics and Compliance.
Our Values

Audacity, Bias for Action and Customer First – our values guide all aspects of business, from the way we work, to the talent we source and the way we interact with our customers! But to truly internalize these values, we must remember, understand and demonstrate them – at all times, with integrity. To act with integrity, is to ensure that every decision made is based on ethical and moral principles. No success is meaningful if it’s not achieved the right way.

**Audacity**

**What We Believe In**
We think big and take bold bets. We change the paradigm.

**How We Do It**
- We challenge established standards and keep pushing the boundaries
- We innovate continuously and find disruptive solutions
- We are fearless in trying anything new

**Bias for Action**

**What We Believe In**
We have a strong sense of urgency to solve problems strategically. We believe great ideas don’t count until they are put into action.

**How We Do It**
- We take initiative and drive results with impact
- We make speedy and wise decisions with available data
- We think through and act swiftly

**Customer First**

**What We Believe In**
We look at the world from our customers’ point of view. They are at the core of everything we do, every day! We make a difference in our customers’ lives.

**How We Do It**
- We continuously strive to understand our customers’ needs
- We validate our success through customer actions
- We go deep into customer issues and resolve the root cause

**Integrity**

**What we believe in**
- We strive to do what is right and do what we say we will do.
- We do business in accordance with the highest standards of professional conduct and ethics.
- We are honest and transparent in all our interactions both internally and externally.

**How we do it**
- We act in accordance with Flipkart Group’s Code of Conduct and actively consider the ethical issues and implications of our decisions
- We recognize the impact of our words and actions, and accept responsibility for their outcomes
- We safeguard all proprietary and confidential information

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Our Values (continued)

Shared beliefs: What brings us together

**Vision**
To make the world a more stylish, colorful, and happier place

**Mission**
Use technology to democratize fashion & lifestyle and help people look good

**Our Values**

- **We First**
  Come together as a team and working with each other to ensure we win.

- **Aim High**
  The power of exponential ideas

- **Make it happen**
  Ownership is taken, not given. To keep pushing and not giving up.

- **Make work fun**
  Work should be joyful and inspiring

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Introduction

Who is Covered by the Code of Conduct?

Employees and Directors
Our Code of Conduct applies to all employees at all levels of the organization worldwide and all members of the board of directors of Flipkart Group. It also applies to all employees and directors of Flipkart Group-controlled subsidiaries.

Third Parties
Flipkart Group expects all suppliers, consultants, law firms, public relations firms, contractors and other service providers to act ethically and in a manner consistent with this Code of Conduct. If you hire a third party, you should take reasonable steps to ensure the third party is aware of this Code of Conduct, has a reputation for integrity and acts in a responsible manner consistent with our standards.

Employee Responsibilities
Every Flipkart Group employee has the responsibility to:

• Follow the law at all times. If you see any employee violating the law, or if you’re asked to do something you believe may violate the law, discuss it immediately with your manager or Ethics and Compliance.

• Read and understand Our Values and use them in your job every day.

• Learn the policies that apply to your job. No one expects you to memorize every policy, but it’s good to have a basic understanding of the issues covered by each policy.

• Ask for help from your manager, Ethics and Compliance or other Flipkart Group resources when you have questions about the application of this Code of Conduct or other policies.

• Immediately raise any concern you or others may have about possible requests or acts that may be a violation of this Code of Conduct or a Flipkart Group policy.

• Raise any ethics concerns with a manager or by contacting Ethics and Compliance. If you raise an ethics concern through a manager and the issue is not resolved, raise it through a different manager or contact Ethics and Compliance. The various ways to raise concerns are described in more detail later in this guide.

• Cooperate with Flipkart Group’s investigations and report all information truthfully.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Additional Responsibilities for Management

All management employees are responsible for creating an environment that encourages compliance with our Code of Conduct. Supervision of responsible business practices is as important as supervision of performance. To help us maintain the highest ethics, you should:

• Contact Ethics and Compliance if you are made aware of an ethics issue covered by the Immediately Reportable Criteria on page 13 or for assistance handling an ethics question or concern.

• Meet with your direct reports periodically to review Our Values and our Code of Conduct.

• If there is a conflict between our ethics and business objectives, ensure our ethics always come first.

• Lead by example and encourage your employees to act with integrity in all dealings to avoid even the appearance of a violation of our ethical standards.

• If an ethics issue arises with one of your employees, make sure other employees in your area are not making the same mistake.

• Ensure open communication by encouraging employees in your department or division to ask questions concerning our Code of Conduct.

• Never cover up or ignore any ethical conduct problem. Address the matter timely and seek guidance if necessary.

• Appreciate employees who raise issues.

• Never retaliate against anyone for raising an ethics issue, assisting in an investigation or participating in any proceeding relating to an alleged violation of any government regulation, law or rule or alleged fraud against shareholders.

• Once an ethical concern is raised, do not interfere with any investigation into the matter.

• Encourage self-reporting of business conduct violations. If an employee voluntarily reports he or she was involved in an ethics violation, self-reporting may be considered when determining the appropriate disciplinary action to be taken.

Discipline for Violations

Appropriate disciplinary action, up to and including termination, may be taken against any employee who violates our Code of Conduct, or applicable laws, regulations or policies.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
All of us should constantly strive to maintain a work environment that encourages employees to raise concerns about possible violations of our Code of Conduct. Often we hear stories of other companies where employees were aware of problems, but did not feel comfortable coming forward. No one should ever feel that way at Flipkart Group. Please report possible ethics issues immediately so they can be resolved before more serious consequences develop. Flipkart Group prohibits retaliation against any employee who raises a concern.

**Ethics Opinions**

In the normal course of business, you might have a situation in which you’re not sure if your conduct violates the Code of Conduct or not. When you have an ethics question, you are encouraged to contact Ethics and Compliance for a verbal or written opinion before you take action.

Opinion requests may be submitted to Ethics and Compliance under the “Ask a Question” option at www.Flipkartethics.com.

**What Happens When an Ethics Concern is Raised?**

Flipkart Group takes all reported concerns seriously. We confidentially investigate ethics allegations to determine if any law, policy or the Code of Conduct has been violated. Flipkart Group has a compelling interest in protecting the integrity of every investigation, including protecting reporters and witnesses from harassment, intimidation and retaliation; keeping evidence from being destroyed; ensuring testimony is honest and identifying and addressing root causes. If you report a violation, Ethics and Compliance will make every effort to keep your identity private and to secure any data relating to the investigation. Also, Ethics and Compliance may reasonably impose a requirement that witnesses must maintain a particular investigation and their role in it in strict confidence. In such cases, you must maintain confidentiality and not discuss your report or the investigative process with others. Ethics and Compliance does not generally disclose investigation details, but you will be informed of the status of the investigation.

**Non-Retaliation**

Employees who come forward with concerns play an important role in maintaining a healthy, respectful and productive workplace, as well as protecting our stakeholders. These employees help our company address problems early — before more serious consequences develop. It’s important for each of us to create a work environment where everyone can raise concerns of ethics issues without fear of retaliation.

Retaliation against employees who raise concerns or questions about misconduct will not be tolerated. Concerns should be raised in good faith, which means you have made a genuine attempt to provide honest and accurate information, even if you are later proven to have been mistaken. Flipkart Group reserves the right to discipline anyone who knowingly makes a false accusation or has acted improperly. However, if an employee voluntarily reports they were involved in a violation, self-reporting may be considered when determining the appropriate disciplinary action to be taken.
Flipkart Group will not terminate, demote or otherwise discriminate against employees for raising concerns. Also, it is important for co-workers not to isolate employees who have raised concerns — such employees should be treated with respect. Any change in treatment toward an employee who has raised a concern could be seen as a form of retaliation.

Flipkart Group has an established process to deal with retaliation issues. Employees who believe they have experienced retaliation after raising an ethics concern should report the issue to their manager or Ethics and Compliance.

**How to Raise a Concern**

Flipkart Group provides a variety of resources for you to raise a question or concern. Depending on the nature of the concern, it may be easiest to talk directly to the person responsible about your concern, providing the person with an opportunity to clarify the issue. If you don’t feel comfortable talking to the person responsible, you should consult one of the resources listed below.

Self-reporting is encouraged and may be taken into consideration in determining appropriate disciplinary action.

**Contact Ethics and Compliance**

Flipkart Group has an Ethics and Compliance Helpline, which is available to employees around the world 24 hours a day, seven days a week, and is equipped to handle most local languages. The helpline is staffed by an organization not affiliated with Flipkart Group, and to the extent possible (and in conformity with local regulations), callers may remain anonymous. In all cases, employee privacy will be respected to the fullest extent possible under the law. The operator will relay the information to Ethics and Compliance and will provide the employee with a case number and callback date if desired. Contact information for Ethics and Compliance is provided below. The Immediately Reportable Criteria outlined on page 13 must be reported through these channels. Country-specific contact information is listed at the back of this document.

**Ethics and Compliance Contact Information**

Phone  
1800-102-1482

eMail ethics@flipkart.com
ethics@myntra.com
posh@flipkart.com
posh@myntra.com

Internet Flipkartethics.com

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Immediately Reportable Criteria

Employees may raise concerns regarding conduct that may violate the Global Code of Conduct through the various channels listed in the Raising Concerns & Speaking Up section. However, there are certain types of allegations that must immediately be reported to Ethics and Compliance. They are:

Bribery
- Providing, offering, promising, requesting or receiving any improper or unearned benefit
- Any violation of the company’s Global Anti-Corruption Policy or related procedures
- All suspected violations of anti-bribery laws should also be reported, including any violations of the anti-bribery restrictions in the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act

Officer Misconduct
- Violations of the Global Code of Conduct by company officers, Vice Presidents and above or direct reports to any company CEO

Fraud or Theft Greater Than $100,000 and Involving an Employee

Incorrect Records and Accounts
- Interfering with audits or internal controls, falsifying, misrepresenting or destroying financial records, reports or data, or improperly concealing, altering or manipulating financial records, reports or data

Information System Hacking
- Any conduct involving an employee maliciously gaining unauthorized access to company information systems

Corporate Brand Reputation Risks
- Threats to human life, slave or forced labor, human trafficking or child labor
- Serious criminal misconduct, such as:
  - Bid rigging, price fixing, market or customer division or allocation, or other anti-competitive collusion
  - Insider trading
  - Trade sanctions and export regulation violations
  - Money laundering

Waivers

Any employee can request a waiver of the applicability of this Code of Conduct. All requests must be submitted in writing to Ethics and Compliance by the employee and must contain the relevant details and facts supporting the requested waiver. Ethics and Compliance will respond in writing to the employee. Where required by law for certain executive officers or board of director members, requests for waivers will be considered by the audit committee or the full board of directors and approval of such waivers will be promptly disclosed to shareholders.

All waiver requests must be approved in advance of the conduct for which approval is sought.
Alcohol- & Drug-Free Workplace

Flipkart Group is committed to a safe and healthy workplace for everyone. The possession, solicitation or use of illegal drugs, or being under the influence of such drugs while at work, is prohibited and will not be tolerated. Flipkart Group strictly forbids improper use of drugs and alcohol. All employees should ensure their performance and judgment are unimpaired by alcohol consumption during work hours. Employees should not report to work under the influence of alcohol nor should they consume alcohol on company property. In some instances, associates of the legal drinking age may consume alcoholic beverages at company-sponsored events if the consumption of alcohol is approved in advance by the CEO or CEO directs for the business unit sponsoring the event. Flipkart Group will take customary practices into consideration in countries where a moderate consumption of alcohol with a business meal is common.

Flipkart Group strictly forbids improper use of drugs and alcohol.

Leading with Integrity in Our Workplace
Each of us is responsible for creating a culture of trust and respect that promotes a positive work environment. This means treating one another with fairness and courtesy in all of our interactions in the workplace. We are committed to maintaining a diverse workforce and an inclusive work environment. Flipkart Group prohibits discrimination in employment, employment-related decisions or in business dealings on the basis of an individual’s race, color, ancestry, age, sex, sexual orientation, religion, disability, ethnicity, national origin, veteran status, marital status, pregnancy or any other status protected by law or local policy. We should provide an environment free of discrimination to our employees, customers and suppliers.

We believe in a positive, respectful work environment for all employees.

Harassment in the workplace is prohibited regardless of whether it is welcome or unwelcome.

We believe in treating each other with respect, whether it’s a co-worker, supplier, customer or anyone doing business with us.

Harassment is conduct which inappropriately or unreasonably interferes with work performance, diminishes the dignity of any person or creates an intimidating, hostile or otherwise offensive work environment based on an individual’s legally protected status. Verbal, visual or physical conduct of a sexual nature is not acceptable in the workplace and may be determined to be sexual harassment. Examples include:

- Sexual advances, requests for sexual favors, sexually explicit language, off-color jokes, remarks about a person’s body or sexual activities
- Displaying sexually suggestive pictures or objects, suggestive looks, leering or suggestive communication in any form
- Inappropriate touching, both welcome and unwelcome

We also prohibit other forms of harassment based on an individual’s legally protected status, such as:

- Using slurs or negative stereotyping
- Verbal kidding, teasing or joking
- Intimidating acts, such as bullying or threatening
- Any other conduct that shows hostility toward, disrespect for or mistreatment of an individual based on the individual’s legally protected status

Harassing conduct in the workplace, such as that described above, is prohibited regardless of whether it is welcome or unwelcome and regardless of whether the individuals involved are of the same or different sex, sexual orientation, race or other status. Again, Flipkart Group prohibits retaliation and will not terminate, demote or otherwise discriminate against employees for reporting concerns.
Inappropriate Conduct

We believe in maintaining a working environment free of inappropriate conduct such as obscene, profane, gross, violent, discriminatory, bullying or similarly offensive language, gestures or conduct. Flipkart Group will not tolerate such conduct, which violates our value of respect.

While posting information online can be a great way to connect with others, always conduct yourself online in a manner that is consistent with Flipkart Group’s ethics and Our Values. Inappropriate conduct of the type described here is strictly prohibited, even if it occurs online.

Wage & Hour

We are committed to complying fully with all applicable laws and regulations dealing with wage and hour issues, including days of rest, overtime pay, termination pay, minimum-wage requirements, wages and hours of minors and other subjects related to wage and hour practices. As Flipkart Group employees, we must:

• Comply fully with all corporate policies and procedures related to wage and hour issues
• Comply fully with all applicable laws and regulations pertaining to wage and hour issues
• Report any violations of wage and hour laws or policies by contacting Ethics and Compliance

It is a violation of law and Flipkart Group’s policy for you to work without compensation or for a supervisor to request you work without compensation. You should never perform any work for Flipkart Group without compensation.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Conflicts of Interest

General
We have a responsibility to all our stakeholders to make decisions strictly on the basis of Flipkart Group’s interests, without regard to personal gain. A conflict of interest can arise when our judgment could be influenced, or might appear as being influenced, by the possibility of personal benefit. Even if it’s not intentional, the appearance of a conflict may be just as damaging to your reputation, and Flipkart Group’s reputation, as an actual conflict. We should always be on the lookout for situations that may create a conflict of interest and do everything we can to avoid them.

It’s your responsibility to tell your manager about any situation you think creates, or could create, a conflict of interest. Managers are encouraged to bring such matters to the attention of Ethics and Compliance for advice. You also may contact Ethics and Compliance with any question you have.

Conflict of interest situations can come up in various ways. The following sections outline some of the possibilities.

Financial Investments
You have a responsibility to make sure your personal financial activities do not conflict with your responsibilities to the company. A financial conflict of interest can arise when your judgment could be influenced, or might appear as being influenced, by the possibility of personal financial gain.

Examples of conflicting financial investments are:
- Financial interest in a supplier of Flipkart Group, if you have direct or indirect involvement in our business with that supplier
- Receiving personal compensation from a supplier, if you have direct or indirect involvement in our business with that supplier
- Using confidential company information for personal gain

Additionally, ownership of stock in a competitor with a market value in excess of U.S. $50,000 (or equivalent local currency amount) must be disclosed in writing to Ethics and Compliance. Ethics and Compliance will determine whether or not a conflict or a potential conflict exists and how it should be handled.

Outside Employment
Employees should avoid employment or outside interests that may create, or give the appearance of creating, a conflict of interest. For example, management employees working for a competitor is deemed to be a conflict. Employees should check with their managers before accepting employment with a competitor to determine if a conflict exists. Factors for consideration include similarity of position and job responsibilities. Similarly, employees may not work for a supplier if they have any influence (either direct or indirect) over the supplier’s product or the supplier’s business with Flipkart Group.

Employees may operate and work in a side business as long as it does not create a conflict of interest with their work at Flipkart Group. This means the side business cannot interfere with your responsibilities as a Flipkart Group employee, be similar in nature to your role as an employee, benefit from the use of Flipkart Group assets, supply products to Flipkart Group or reflect negatively on Flipkart Group.

If you have a question about whether outside employment is a potential conflict, contact your manager or Ethics and Compliance.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Conflicts of Interest (continued)

Former Employment
A conflict of interest may exist if a former employee is calling on Flipkart Group in an area in which the employee worked or had influence while employed at Flipkart Group. If the former employee was a Flipkart Group officer or Vice President, a conflict may exist regardless of the area in which the officer worked.

When a former employee takes a position with or on behalf of a supplier, Flipkart Group will not do business with that employee for a period of one year following his or her separation if the former employee is dealing with a business area in which he or she worked or had business influence. Flipkart Group will not do business with former officers for a period of one year regardless of the area in which the former officer or Vice President worked. Ethics and Compliance may, in partnership with senior business leadership, determine a different time period is reasonably warranted under the circumstances. All conflict determinations must be submitted to Ethics and Compliance in advance for a written opinion.

Relationships with Suppliers
We believe in basing our relationships with suppliers on efficient, fair and lawful business practices. The selection of suppliers must be made on the basis of objective criteria, including integrity, quality, price, delivery, adherence to schedules, product suitability, maintenance of adequate sources of supply and Flipkart Group’s purchasing practices and procedures. We must treat our suppliers with respect, fairness and honesty. We must not take undue advantage of a supplier by using Flipkart Group’s business influence. Also, we should expect our suppliers to follow all applicable legal requirements in their business practices, as well as our supplier standards.

If you believe you may be perceived as having an inappropriately close relationship with a supplier, or appear to be exerting a business influence on the supplier, inform your manager or contact Ethics and Compliance.

The selection of suppliers must be made on the basis of objective criteria.

Gifts & Entertainment
Accepting gifts and entertainment can cause a conflict, or the appearance of a conflict, between personal interests and professional responsibility. Flipkart Group’s culture is to never accept gifts or entertainment from any supplier, potential supplier, government agent or other third party the employee has reason to believe may be seeking to influence business decisions or transactions. Employees also may not accept a gift or gratuity from a customer for work performed by the employee in a Flipkart Group facility, except as required by local or national policy.

We may not accept items donated to Flipkart Group by suppliers for the purpose of raising funds for charities or non-profit organizations. Also, we should never ask for, accept or approve of suppliers making donations on behalf of Flipkart Group. Additionally, employees should not provide a list of our suppliers to charitable organizations for the purpose of fundraising.
Our policy on gifts and entertainment stems from our values of complete transparency and objectivity. Since such gifts and entertainment increase the cost of doing business, we help our suppliers give us low costs on products by not expecting the gifts and entertainment they may have to spend on other customers. We recognize, as a global company, we may encounter situations in which local practices will come into play. Ethics and Compliance will review these situations on a case-by-case basis.

When you are establishing a new business relationship, make sure all parties are aware of our policy regarding gifts and entertainment. In some countries where gift giving is a custom or tradition, you should politely explain this policy to your customers and suppliers, especially prior to holiday gift-giving periods, to establish expectations.

ASK YOURSELF...

Would this business offer me this gift or gratuity if I wasn’t employed by Flipkart Group?

You always should be aware of how the act of accepting a gift or gratuity might be perceived by the public, by other suppliers or by other employees. When dealing with external businesses, you should ask yourself, “Would this business offer me this gift or gratuity if I wasn’t employed by Flipkart Group?” If the answer is “no” or is unclear, you should not accept it.

Occasionally, there may be times when returning a gift would be impractical or embarrassing. In those rare instances, the gift should be managed in a fair and objective manner that does not benefit you personally, such as donating it to charity. You should immediately tell your manager or Ethics and Compliance about any gift you’ve been offered or received if you feel that gift might be a violation of our policy. If you have any questions about gifts and entertainment, you should seek assistance from your manager or Ethics and Compliance.

Personal Relationships with Other Employees

At Flipkart Group, we want to maintain a work environment in which employees can perform effectively and achieve their full potential. We all are responsible for creating a climate of trust and respect and for promoting a productive work environment.
Conflicts of Interest (continued)

A conflict of interest exists when you manage someone with whom you have a family, romantic or dating relationship. A family relationship includes the following relatives by birth, adoption, marriage, domestic partnership or civil union: your spouse, children, parents, siblings, grandparents or grandchildren, as well as anyone who currently is a member of your household, whether or not you are related. It also may include other close personal relationships such as godparents. Even if you’re acting properly, your relationship will likely be seen as influencing your judgment. This can damage morale and disrupt workplace productivity. Therefore, you may not directly or indirectly supervise any family members or any employee with whom you have a close personal relationship, date or are romantically involved. This includes situations in which you may be able to influence that employee’s terms and conditions of employment or that employee may be able to influence the terms and conditions of your employment.

Flipkart Group strives to eliminate personal relationships that interfere with work performance or which may constitute harassment.

You should ask for guidance from your manager or contact Ethics and Compliance whenever an issue comes up regarding a personal relationship.

At Flipkart Group, we want to maintain a work environment in which employees can perform effectively and achieve their full potential.

We have a responsibility to our shareholders to use Flipkart Group property and assets for Flipkart Group business and not allow them to be used for any type of personal gain. You’re responsible for maintaining Flipkart Group property under your control and should take reasonable steps to protect it from theft, misuse, loss, damage or sabotage. Where permitted by law, employees have no expectation of privacy as to the use of Flipkart Group communication tools (such as email or voice mail). Flipkart Group has the right to and does monitor communications tools, including the content and usage of such tools.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Fair Competition & Fair Dealing

We are committed to complying with all competition, fair dealing and antitrust laws applicable to our global businesses. These laws help protect competition to enable open markets and enhance productivity, innovation and value for customers. Our policies and actions demonstrate our interest to encourage competition by complying with all applicable competition and antitrust laws, as well as engaging in truthful and accurate sales and marketing practices. In doing so, we will thrive as a company and continue to help our customers around the world save money and live better.

For specific information on applicable laws or to seek advice, contact the Legal Department.
Striving for excellence means operating our business with high integrity and never conducting or participating in deceptive, dishonest or fraudulent activities. These activities are not only unethical, but may also be a violation of law. You should manage your particular area of business with as much transparency as possible. You should also encourage a work environment that supports the contributions of your employees and is based on our company’s ethical values and Our Values. Acts of fraud or dishonesty are more likely to occur in environments with insufficient controls or unrealistic expectations. To maintain excellence in our operations, encourage transparency, honesty and realistic expectations.

Flipkart Group requires honest and accurate recording and reporting of financial information to make responsible business decisions. All financial books, records and accounts must accurately reflect financial transactions and events. They must conform to generally accepted accounting principles and to Flipkart Group’s system of internal controls. No Flipkart Group document or record may be falsified for any reason. No undisclosed or unrecorded accounts of Flipkart Group’s funds or assets may be established for any purpose.

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Insider Trading

It is illegal to buy or sell stock or other securities on the basis of material, non-public information or inside information.

Inside information is any material, non-public information a reasonable investor is likely to consider important when making an investment decision. Some common examples include periodic sales or earnings information for Flipkart Group or its subsidiaries, Walmart U.S., Walmart International or the total company prior to the public release of such information, projections of future earnings or loss or news of a significant event such as a pending merger, a change in operations structure or a change in executive management.

It also is illegal to communicate or tip inside information to others so they can buy or sell stock or other securities on the basis of such information. If you are aware of inside information about Flipkart Group, Walmart (including its subsidiaries and controlled affiliates), or any other company, including our suppliers or business partners, you are prohibited from trading directly or indirectly or tipping others to trade in stock or other securities of that company. These same restrictions apply to any person living in your household or who is financially dependent upon you, as well as to any entity or securities account you may control. As Flipkart Group employees, we all must remember to:

- Never buy or sell stock or other securities of any company while you have inside information about that company.
- Never recommend anyone buy or sell stock or other securities of any company while you have inside information about that company.
- Never disclose inside information about Flipkart Group to anyone outside of Flipkart Group or Walmart (including your family members), unless such information has been released to the general public or unless such disclosure has been approved by the Legal Department and only after the Legal Department has informed you that adequate steps have been taken to prevent misuse of the information.
- Never disclose inside information to people within Flipkart Group and Walmart only on a need-to-know basis.
- Never attempt to manipulate market prices, or spread market rumors or false information.
- Never buy or sell Walmart securities while the trading window is closed if you are subject to trading windows as described in Flipkart Group’s Global Insider Trading policy.

If you have questions or concerns about insider trading, contact the Legal Department or Ethics and Compliance.
Restrictive Trade Practices

We will not participate in any activity intended to restrain trade or promote a refusal to conduct business with customers or suppliers in any country where such a refusal would be in violation of an applicable law. If you learn of a refusal to conduct business or any related communications regarding such a refusal, contact the Legal Department.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Anti-Corruption

Flipkart Group believes in fair, free and open markets. We also believe in promoting good government. We do not tolerate bribery, corruption or unethical practices of any kind.

Flipkart Group strictly prohibits anyone acting on behalf of Flipkart Group, whether directly or indirectly, from making or receiving bribes or improper payments. Flipkart Group’s Global Anti-Corruption Policy forbids us from paying, offering or authorizing payment of money (or anything that has value) to improperly influence anyone. This also applies to payments made through someone unaffiliated with Flipkart Group, such as a third party acting on Flipkart Group’s behalf. Our prohibition also covers small or minor benefits to influence someone improperly. Our stance on improper benefits is firm — regardless of local practice or custom, or even harm to our business.

Leading with Integrity in Our Communities
We must avoid any interaction with a public official, employee of a publicly owned company or political organization that could even appear improper. This includes any person who exercises a public function or who works for a government at any level (e.g., customs clearance officer, members of the military and law enforcement), a political party or campaign (including unpaid staff), a public international organization (e.g., the World Bank) or a government-owned or government-controlled enterprise (e.g., employees at state-owned utilities, energy companies, hospitals). A contract with a state-owned or public entity requires prior written Legal Department approval and the approval of the Anti-Corruption Compliance team.

You must immediately report any suspected violations or any requests for a bribe. For further guidance on this topic, contact the Anti-Corruption Compliance team or Ethics and Compliance.

Our stance on improper benefits is firm — regardless of local practice or custom, or even harm to our business.
We’re committed to complying fully with all applicable money-laundering laws throughout the world. Some countries also have laws related to the reporting of cash or other suspicious transactions we must obey. Be alert to the following activities:

- Types of payments associated with money laundering, such as: multiple money orders, volume purchases of prepaid products such as gift cards or large cash transactions
- A customer or other third party who is reluctant to provide complete information, provides false or suspicious information or is anxious to avoid reporting or recordkeeping requirements
- Unusual domestic or foreign fund transfers that indicate scam activities or fraudulent schemes
- Structuring a transaction to avoid requirements, such as conducting multiple transactions below the reportable threshold amounts

Flipkart Group has established rules concerning acceptable forms of payment. For further guidance on this topic, please contact the Ethics and Compliance Department.

Anti-Money Laundering
We strive to be good corporate citizens. Therefore, we will not hire, recruit or refer for a fee, anyone not legally authorized to work in the country in which employment is sought. It is our responsibility to inspect, verify and document the identity and employment authorization of every new employee, including employees on global assignment in a country different from their home country. We also are responsible for reverifying the continuing employment eligibility of each employee by requesting further documentation when the initial work authorization has expired.

All persons we hire, or send on a global assignment to a country other than their home country, must provide proper documentation and verification of their authorization to work in the country where they are to be employed.

In complying with immigration laws, it is important that we follow our policy against employment discrimination on the basis of national origin or possible citizenship status.

We require all employment agencies, contractors and others doing business with us to fully comply with all immigration laws.

Authority to Work
We all must serve as responsible stewards of the environment and care for the safety and well-being of our employees, customers and communities.

**Environmental Responsibility**

Flipkart Group is committed to conducting business in a socially responsible and ethical manner that protects the environment. We are committed to environmental protection and preservation of our natural resources. We are also responsible for complying with all applicable environmental laws and regulations. This responsibility is a core foundation of our commitment to environmental sustainability. We must all act ethically in regard to environmental issues to further our goal of helping people live better and to ensure a better world for generations to come.

**Health & Safety**

Flipkart Group is also committed to protecting the health and safety of our employees, customers and communities because we care for one another’s well-being. Conducting our business in compliance with all health and safety laws is crucial to protecting each other from harm. As employees of Flipkart Group, we must always comply with all relevant health and safety laws and policies and never ignore a potential health and safety concern. Acting ethically in regard to health and safety issues is critical to our corporate goal of providing a safe shopping and working environment.

If you have questions regarding environmental or health and safety issues, please contact Ethics and Compliance.
At Flipkart Group, food and product safety are more than a priority or regulatory requirement; they’re part of our culture. As Flipkart Group employees, we must comply with all applicable food and product safety laws and regulations in our daily business. With thousands of suppliers around the world, we realize we have an important obligation to require our suppliers to adhere to stringent food and product safety expectations, laws and regulations. If you have any questions or concerns regarding food or product safety and the regulations or requirements that apply to your area of the business, please contact Ethics and Compliance.
In our daily business, we may be exposed to personal and business information about employees, customers, suppliers and our own company. It’s our responsibility to protect this information in accordance with applicable laws, our policies (including our records retention requirements) and our company values.

Information may be physical (on paper) or electronic. You only should collect or save company business information needed to perform your job. You must manage such information securely through its lifecycle and in accordance with Flipkart Group’s records management requirements. Confidential company information is divided into three classes of data: highly sensitive (high security), sensitive (medium security) and non-sensitive (low security).

Examples of ways to protect highly sensitive or sensitive information include:

- Accessing the information for business purposes only
- Sharing it with other employees for legitimate business purposes only
- Preventing unauthorized access (for example, locking up highly sensitive data)
- Returning all highly sensitive and sensitive information to Flipkart Group along with any other Flipkart Group property upon termination of employment
- If there is no business need for keeping the data and no hold for legal purposes, dispose of it by placing it in a shredder or confidential bin; never throw it in the trash

If you believe you have confidential company information that needs to be shared outside the company, seek approval from your manager or Ethics and Compliance before sharing information.

Trade secrets are an example of business data we must protect. In our pursuit of striving for excellence, we have invested in the development of systems, processes, products, business procedures and technology — our trade secrets — that have made us a leader in the retail industry and give us a competitive edge. All trade secrets are highly sensitive data and must be kept secure. In addition to protecting our trade secrets, it’s our policy to respect the trade secrets of others. No employee may reveal the trade secrets of the companies with which we conduct business or companies with which they were previously employed.
Protecting Personal & Business Information (continued)

All employees should ensure their use of social media does not compromise the confidentiality of Flipkart Group trade secrets, highly sensitive or sensitive business information.

Personal information about customers, sellers, merchants, affiliates, suppliers and vendors must also be securely managed. Do not access or collect such information unless necessary to perform your job and only as directed by your manager. If you suspect there may be a breach of such personal information, notify a member of management, Human Resources or Ethics and Compliance. Treat employee medical information the same.

Specific departments within our company may have special privacy rules or procedures. We must read, understand and stay current on information that applies to our specific areas of the business and job functions. Additionally, we must follow the applicable records management requirements. If you have questions about the record-keeping requirements that apply to your job, please contact Ethics and Compliance for assistance.

In addition to protecting our trade secrets, it’s our policy to respect the trade secrets of others.
Governmental Contracts and Inquiries

We should not enter into any contract or agreement with any governmental entity for any purpose without prior written approval from the Legal and Anti-Corruption Compliance departments. This specifically includes accepting bids, contracts or purchase orders for products and services. Failure to follow this requirement may result in Flipkart Group incurring significant compliance obligations and related expenses.

You must immediately report all inquiries from governmental entities or investigators to your manager or contact the Legal Department. All inquiries from government entities and investigators must be answered accurately and completely.

Political Involvement

Participation in the political process outside of work and during non-work time is admirable. You can make lawful contributions of personal funds to political activities; however, Flipkart Group will not reimburse you for those activities unless required by law. Corporate funds shall not be provided to political candidates, entities or organizations without the express knowledge and written consent of Flipkart Group’s Corporate Affairs Department. You cannot use your job title or company affiliation in connection with personal political activities unless that information is required by law.
International Trade

All countries regulate international trade transactions covering activities such as imports, exports and financial transactions. For example, all inbound merchandise entering the commerce of a country must clear customs prior to being released and delivered to the recipient. At customs, merchandise is examined for compliance with regulations and assessed for the payment of duties and taxes, where applicable.

It's important we all keep the following points in mind:

• Make sure a thorough check of all regulatory requirements has been performed before attempting to import and export merchandise. Regulatory requirements apply to both the merchandise and the documentation.

• Documentation must be complete and accurate, including description, prices and the parties to the transaction.

• Internal controls must be established to ensure compliance with all regulatory requirements, including any recordkeeping obligations.

As a Flipkart Group employee, you must be familiar with the various trade rules and regulations that apply to your work, including not only the trade laws of your own country, but also the laws in all other countries that may affect your work at Flipkart Group.

For example, some governments may administer a variety of trade restrictions, such as embargoes and sanctions against a number of countries, including nationals of those countries. Transactions with certain designated individuals and organizations, such as terrorist organizations, narcotics traffickers and weapons proliferators, also are prohibited even though those individuals or organizations may not be associated with any particular country’s embargo. Always consult Ethics and Compliance prior to entering into international trade negotiations or transactions.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
Media Statements

Communication in the age of social media has changed the way we live and work. When events are unfolding or when people are simply looking for information, you may be viewed as a source of information about the company. As you talk with family members and customers or participate in social media, we encourage you to share your Flipkart Group story. If you are asked questions and are unsure of the answers, the company has created resources you may consult for the latest information, including the corporate website: https://www.flipkart.com/. Our employees play a critical role in sharing information with the public when unfortunate disasters occur or when communities are in need.

With regard to making public statements to media outlets such as television, news stations, local newspapers or trade publications, Flipkart Group must ensure the accuracy of all information it provides to the public. You must receive prior written approval from the in-country Corporate Affairs Department before making any public statement, whether written or verbal, to such media outlets. For statements about financial matters, contact the Finance Department prior to making any statement or conducting any interview.

To ask a question or report a violation, contact Flipkart Group Ethics and Compliance at www.Flipkartethics.com or 1800-102-1482. For other locations, consult the back of this Code of Conduct. Flipkart Group strictly forbids retaliation against any employee who reports a concern. Reports can be made anonymously and will be treated as confidential by Flipkart Group.
This Code of Conduct provides an introduction to the responsibilities of all associates, along with an overview of certain important policies. It’s an important part of your employment with Flipkart Group; however, it’s not intended to create an express or implied contract of employment in and of itself. It is also not inclusive of all applicable company policies. Furthermore, the policies of Flipkart Group may be modified at our sole discretion, without notice, at any time. Employment with Flipkart Group is on an at-will basis — where permitted by law — meaning associates are free to resign at any time for any or no reason. Violations of this Code of Conduct may result in disciplinary action up to and including termination.

Global Ethics Contact Information

International access numbers may change. Refer to Flipkartethics.com for the most updated access numbers by country if you experience difficulties.