



CODE OF CONDUCT
FOR
EMPLOYEES

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1. INTRODUCTION

i. The purpose and our values

The Code of Conduct (hereby referred to as 'Code') sets forth Zomato's core values, and shared responsibilities into practice. It is built around the recognition that everything we do in connection with our work at Zomato ('Company') will be, and should be, measured against the highest possible standards of ethical business conduct. We set the bar that high for practical, as well as aspirational reasons. Our commitment to the highest standards helps us hire great people, build great products, and attract loyal users.

The Code sets out the values and integrity levels of business conduct that Zomato expects all employees to abide by during the course of their employment at Zomato and in all business relationships.

The Code cannot possibly address every situation we face at work. Therefore, you are expected to exercise good judgment and seek help for guidance or clarification.

This Code should be read in conjunction with relevant Zomato policies and procedures and applicable laws.

ii. Your responsibilities

You will receive a copy of this Code at the time of joining Zomato and each year thereafter. You are required to confirm your acceptance to adhere to the principles enumerated in this Code. Additionally, complete all the requisite training in a timely manner. You must remember that under no circumstances does your failure to (i) read the Code; (ii) sign an acknowledgement or certify online; (iii) exempt you from your obligation to comply with the Code.

Employees are mandated to:

- i. Read and understand the importance of the Code and follow it consistently;
- ii. Complete all required training(s) related to the Code and other Zomato policies and procedures in a timely manner;
- iii. Know that violation of the Code will result in disciplinary action (and may include, but not limited to termination of employment);
- iv. Use good judgment and demonstrate a high degree of personal and professional integrity and honesty at all times, even in situations that are not specifically addressed by this Code;
- v. Follow the Code as a guideline for decision making that is paired with integrity;
- vi. Lead by example, by modeling ethical decision making;
- vii. Consider conduct in relation to the Code and other Zomato policies;
- viii. Seek advice or clarification whenever unsure of the right thing to do; and
- ix. Report known or suspected violations to appropriate channels, as soon as you become aware of it.

A copy of this Code will also be available on Zoho People (HRIS).

iii. Responsibilities of People Managers:

As a people manager, you should at all times model appropriate conduct.

- i. Promote a culture of ethics and compliance
- ii. Ensure that your team members are aware of applicable laws, regulations, and Zomato policies and procedures that govern the respective areas of responsibility/ work and receive adequate guidance and training to perform their jobs the ethical way, as prescribed in the code;
- iii. Create an environment of openness and trust where your team members feel secure and comfortable in asking questions and raising concerns, without fear of retaliation;
- iv. Discourage your team from achieving business results at the expense of compromising ethical conduct or compliance with the Code or the law; and
- v. Escalate any issues or concerns to the appropriate reporting channels in a timely manner.

iv. Speak up: Seek help or report

If you have a concern and/or in doubt regarding any provision of the Code, you should seek clarification, from any of the below reporting channels:

- i. Your manager
- ii. Your Skip-level manager
- iii. Human Resources

If you wish to raise a concern about actual or suspected violation of the Code, you are required to write to any of the below reporting channels, as you deem appropriate:

- i. Human Resources, in case of any violation which relates to personal grievances or your employment, such as (i) superior- subordinate relationship, (ii) relationship with peers, (iii) performance evaluations, and alike
- ii. speakup@zomato.com, if you believe you have faced any form of sexual harassment
- iii. informant@zomato.com, if you believe there is a violation of the Code (such as suspected fraud, bribery or corruption) which may be considered as a Reportable Matter in accordance with Zomato's Vigil Mechanism & Whistleblower Policy.
- iv. Reporting Manager or Human Resources, in case the concern does not fall in any of the above

This clause should be read in conjunction with the Vigil Mechanism & Whistleblower Policy and Prevention of Sexual Harassment Policy, as applicable.

2. DOING BUSINESS, THE ETHICAL WAY

i. Compliance with Laws and Regulations

Zomato is committed to full compliance with the laws, rules and regulations of the countries in which it operates. You must conduct business as responsible corporate persons, and must comply with all applicable governmental laws, rules and regulations. You should avoid any activity that could involve or lead to involvement in any unlawful or illegal practice or cause any harm to Zomato's reputation or image or interest. You must acquire appropriate knowledge of the legal requirements relating to your duties/work/business to recognize potential non-compliances/ dangers. In case of doubt, you must seek help for guidance and clarification from the Compliance/ Legal team.

ii. Free and fair competition

Zomato competes on the merits of its products and services. It is in Zomato's best interest to promote free and open competition.

- i. You are obligated to deal fairly with customers, merchants, suppliers, competitors and other Third parties engaging/dealing with Zomato. You should not take unfair advantage of anyone through manipulation, concealment, or abuse of privileged information/position, misrepresentation or any other unfair-dealing practice.
- ii. Zomato expects you to maintain a commitment to comply with the antitrust legislations and competition laws applicable to the business of Zomato.
- iii. As a rule of thumb, you must not:
 - a. Directly deal with, contact or engage with competitors that may create a potential conflict with the provisions of competition law;
 - b. Share or part with Zomato specific information in an industry forum or enter into agreements with competitors on any matter, unless done after due consultation with the legal department in advance; and
 - c. Enter into agreements that may be constructed as abuse of dominance or restrictive trade practices, such as price fixation, exclusive tie-in arrangements, limiting the supply of goods or services, collusive bid rigging or predatory pricing.

iii. Anti-Bribery and Anti-Corruption

Zomato strictly prohibits bribery and corruption in any form. You must comply with all applicable laws relating to gifts, bribery, corruption, facilitation payments and other improper payments. However, even in countries where the local law

does not prohibit such conduct, it is strictly prohibited by the internal policy of Zomato for you to make any payment/s to any person or persons, including public officials, customers, merchants or consultants or any other Third party dealing with Zomato, to obtain or retain business, influence business decisions or secure an unfair advantage. This includes bribes, kickbacks and facilitation payments.

We uphold all laws relevant to countering bribery and corruption applicable to us in the conduct of our business across all the jurisdictions in which we operate including, wherever applicable, the Prevention of Corruption (Amendment) Act, 2018 and its amendment (PCA); the Foreign Corrupt Practice Act, 1977 (FCPA); and United Kingdom Bribery Act, 2010 (UKBA).

This clause should be read in conjunction with the Anti-Bribery and Anti-Corruption policy.

iv. Anti-Money Laundering and Anti-terrorist financing

Money laundering is the process by which funds generated from criminal activity such as drug trafficking are moved through legitimate businesses in order to hide their criminal origin. Terrorist financing refers to funding for terrorist activities and can come from legitimate or criminal sources.

Zomato only associates with entities and individuals involved in lawful business activities with funds derived from valid sources and not with those who may be involved in criminal activities or are part of any sanction list. Zomato is committed to complying fully with all anti-money laundering and anti-terrorism laws throughout the world.

You shall not engage in or aid or abet any other person to engage in the following prohibited transactions:

- a. Any financial transaction that promotes or results from criminal activity;
- b. The receipt, use, diversion or concealment of the proceeds of any criminal activity;
- c. Any act of terrorism, including providing financial support or otherwise sponsoring or facilitating any terrorist, activity or organization;
- d. Any arrangement or dealing with a Third party, that is or has connection with a Politically Exposed Person (PEP) and/or sanctioned individual/entity.
- e. Any arrangement that would result in a violation of this Code or other Zomato policies.

Some forms of payments and payment related activities that have become associated with money laundering include:

- a. Payments using monetary instruments that appear to have no identifiable link to the customer or merchant or vendor
- b. Payments in cash
- c. Unusually complex deal structures, payment patterns that reflect no real business purpose, or unusually favorable payment terms
- d. Fund transfers to or from countries unrelated to the transaction or not logical for the customer
- e. Transactions involving locations identified as secrecy havens or areas of known terrorist activity, narcotics trafficking or money laundering activity
- f. Transactions involving foreign shell or offshore banks, unlicensed money remitters or currency exchangers, or nonbank financial intermediaries
- g. Payment structures that appear to evade record keeping or reporting requirements (for example, multiple transactions below the reportable threshold amounts)
- h. Requests to transfer money or return deposits to a third party or unknown or unrecognized account.

v. Avoiding Conflict of Interest

Zomato is committed to conducting business in a manner that ensures one's business judgment and decision making is not influenced by undue personal interests. Conflict of Interest (COI) may arise when a Zoman places his or her personal interests above the interests of Zomato and where such personal interests unduly influence business judgment, decisions, or actions.

Zomato respects each one's rights and choices and does not wish to interfere with their personal lives, however, avoidance of conflict is an important part of maintaining integrity and sustainability of our business and builds trust and support with our key stakeholders.

Zomans in client facing roles including but not limited to Sales, Sales Support, Neutrality, Media Content and Client Servicing across all transaction/ business/function at Zomato are prohibited from writing reviews and/or giving ratings

for experiences on Zomato from either their personal or Zomato accounts. They are also not permitted to influence others to write biased reviews or give ratings.

A conflict situation could be actual or perceived and may be an event or circumstance when a person does or consciously fails to do an act which allows the person to derive personal gains.

If any of the key principles of COI are applicable to you, then you must disclose such interest to the Human Resource team here. It is pertinent to note that, disclosure must take place as soon as one identifies the conflict and whenever possible, but before engaging in the conduct in question. Business and relationships are dynamic and when circumstances change, existing disclosures may no longer be accurate or complete. When this happens, it is your responsibility to freshly disclose the conflict of interest.

This clause should be read in conjunction with the Conflict of Interest policy.

vi. Dealing with Third parties

Zomato is committed to the highest ethical standards in dealing with Third parties. Dealing with Third parties (including but not limited to, service providers, consultants, merchants, distributors, contractors, vendors, suppliers, or other Third party, whether an individual or an entity, who is employed on a contract basis, or retained to assist Zomato in any function of the business) should be in a fair and ethical manner.

You must adhere to the following:

- a. Safeguard the confidentiality of all Third party intellectual property and data and shall not misuse such intellectual property and data that comes into their possession and shall not share it with anyone, except in accordance with applicable Zomato policies or law.
- b. Understand the business rationale, including its business reputation, and select them on merit basis fairly and transparently.
- c. Maintain accurate and complete official records with the utmost integrity. All agreements and transactions should be documented. Ensure all Third parties (e.g. merchants) are made aware of the need to comply with the applicable Zomato policies and guidelines and report any violation thereof.
- d. Disclose any personal relationship with a potential Third party to your reporting manager and HR POC to ensure they are not involved in the selection process and negotiations.

Zomato would not be responsible for any misconduct or misbehavior on your part in an interaction with any Third parties (customers, merchants, vendors). It shall be your responsibility to ensure they do not exhibit any such behavior.

This clause is to be read in conjunction with the Third Party Risk Management Framework

3. SUPPORTING PEOPLE AND WORKPLACE WELLNESS

Zomato is committed to provide a work environment that is open, mutually supportive and free of inappropriate behavior of all kinds and harassment, including but not limited to, harassment based on pregnancy, childbirth, medical conditions (such as HIV positive), race, religious creed, color, sex, gender (including transgenders), gender identity, national origin or ancestry, physical disability, medical condition, marital status, age, sexual orientation, or any other basis protected by federal, state, local law, ordinance or regulation.

Zomato maintains professionalism through exercising high standards of integrity and honesty at work, mutual respect towards other individuals in building cordial relationships, good business practices and maintaining a high level of competence.

Zomato is an equal opportunity employer and employment decisions are solely based on merit and business needs.

i. Diversity and Inclusion (D&I)

Zomato recognizes that diversity is found in any social identity, such as gender, age, culture, nationality, ethnicity, physical abilities, political and religious beliefs, sexual orientation, and other attributes. Inclusion is the process of involving, accepting, and valuing all people in the workplace regardless of their differences and social identity. Zomato believes that D&I at the workplace is an instrument for growth and we value and celebrate the uniqueness of every individual by fostering an environment of inclusion and empowerment. Our policies and practices are gender

agnostic. We value all of you and each one of you.

ii. Health and Safety in the workplace

Zomato promotes your well-being and is committed to provide good and safe physical working conditions. You should exercise high standards of safety, hygiene and housekeeping. Health and safety are of paramount importance.

- a. You must comply with Zomato's health and safety norms, as communicated to them from time to time and should bring to the Management's attention any workplace safety or health hazard.
- b. It is mandatory on your part to eschew unsafe and dangerous practices or measures, even if these are considered appropriate for business interest reasons. You should attend safety training sessions (as and when organized by Zomato) for increasing safety awareness and adoption of safe working methods.
- c. Zomato sets expectations for social responsibility in our partner chain and endeavors to select Third parties (e.g. vendors, suppliers and business partners) who- demonstrate a commitment to the health and safety of their workers and comply with laws regulating wages, hours and working conditions; do not use forced labor, or raw materials or finished goods produced by forced labor; and implement programs to ensure no materials come from sources that are responsible for human rights violations.

iii. Human Rights

Zomato will not use any form of child, forced, bonded, indentured or prison labor or any form of human trafficking. All work must be voluntary, and you shall be free to leave work or terminate the employment with reasonable notice, as applicable under local law and in compliance with the Company policy.

The term "child" refers to a person younger than 14 years old or such other minimum age as the local law provides in each geography. This standard does not apply to work or service of performers or recording artists or that otherwise by its nature is reasonably necessary to be procured from a child, to the extent permitted by local law (for example, a child actor/ actress).

iv. Zero tolerance for workplace and sexual harassment

- a. Zomato is committed to creating a healthy and safe workplace for Zomans, where they can work without fear of prejudice, gender bias or sexual harassment. We have zero tolerance for harassment, intimidation or humiliation of any kind in the workplace, whether sexual, physical, verbal or psychological.
- b. Sexual harassment is a serious offence and is therefore, punishable. The objective of the Code and Sexual Harassment policy is to provide a conducive work environment and intolerance to any verbal or physical conduct of sexual nature towards any Zoman that harasses, disrupts, or interferes with, ones' work performance or that creates an intimidating offensive, or hostile environment.
- c. We have clear and fair disciplinary procedures, which necessarily include a Zoman's right to be heard.

This clause should be read in conjunction with the Sexual Harassment Policy

v. Substance abuse and weapons

Zomato has strict standards regarding substance abuse and weapons. Zomato strictly prohibits use, sale, possession, or being under the influence of illegal drugs or alcohol or controlled substances while working with Zomato or at Zomato sponsored events, whether consumed during working hours or in the Company premises. Only designated areas shall be used for smoking.

- i. You will not possess, conceal or use weapons, including firearms, knives, clubs, ammunition, explosives or other devices that are primarily used to inflict injury (including recreational weapons, such as hunting rifles or crossbows) while on Zomato property or when conducting Zomato business.
- ii. Please note, it is your responsibility to report any case of substance abuse to the specified reporting channel.

4. MANAGING ZOMATO'S INFORMATION AND ASSETS

i. Protection of confidential information

You should exercise enough safeguards and protect confidentiality of Zomato's information, which includes everything from business plans, financial projections, strategy, contracts, pricing, contacts, relationships and personal information. Zomato information should be shared only on a 'need-to-know' basis, that is, to the extent the information is needed to

perform their job/work responsibilities.

ii. Payroll information

All compensation matters are privileged and to be kept confidential. You must ensure that information about salaries, appraisals, and bonuses are not disclosed to other people within or outside Zomato.

iii. Unauthorized use of Company information

You shall not disclose or use any confidential information gained in the course of employment or association with Zomato for personal gain or for the advantage of any other person. No information either formally or informally, shall be provided to the press, other publicity media, or any other external agency, except by the authorized representative. It is strictly forbidden to trade confidential information or insider's information for individual gain, or to benefit or to put Zomato's interest in jeopardy.

iv. Use of Zomato Assets

- i. You are responsible for protecting and taking necessary steps to prevent the theft or misuse of, or damage to Zomato's assets and property. The assets include all kinds of physical assets, movable, immovable and tangible property, corporate information and intellectual property, such as inventions, copyrights, patents, trademarks and technology.
- ii. Zomato's assets and property should be used only for the benefit of Zomato and in the manner intended. Certain Zomato policies may allow additional personal use of certain assets, such as a Zomato car or Zomato provided phone. In using such assets, you are expected to exercise prudent judgment and avoid excessive personal use.
- iii. You are solely liable for any losses incurred by Zomato in case of damage/loss/theft of these assets.
- iv. Any suspected incident of fraud, misuse or theft should be immediately reported for investigation.

v. Email, Internet and Information Systems

Zomato's information technology systems constitute a critical component of our business operation and are provided for authorized business purposes only. Use of these systems must comply with our internal policy and acceptable use standards.

You may engage in reasonable incidental personal use of phone, email and the internet, as long as such usage does not:

- i. Consume a large amount of time or resources
- ii. Interfere with your work performance or that of others
- iii. Involve illegal, sexually explicit, political, discriminatory or otherwise inappropriate material
- iv. Relate to outside business interests
- v. Violate our Code or any Zomato policy.

While it is generally not our practice to monitor Zomato's use of our information systems, Zomato reserves the right to monitor, record, disclose, audit, and delete without prior notice the nature and content of any Zomato's activity using Zomato's email, phone, voicemail, internet and other systems, to the extent permitted by local law.

vi. Prevention of Insider Trading

Securities Exchange Board of India (SEBI) had promulgated the SEBI (Prohibition of Insider Trading) Regulations, 2015 amended from time to time ("**PIT Regulations**" or "**Regulations**") the objective of which is to prevent Insider Trading by prohibiting dealing (including buying, selling, pledging or subscribing of shares), communicating, counselling, or procuring Unpublished Price Sensitive Information (**UPSI**) by Insiders.

Insiders would include any person who is:

- i. a connected person (current employees of Zomato or ex-employees for a period of 6 months from the last day); or
- ii. in possession of or has access to UPSI, or
- iii. in a Material Financial Relationship (person to whom you have given an amount which exceeds 25% of your total annual income) with you; or
- iv. Any other person as defined in the Regulations

These Regulations would apply to You and your Immediate Relatives. Immediate Relative would include:

- a) Your spouse / partner ; and
 - b) Your parents, siblings, and children or of your spouse / partner, any of whom is either dependent financially on you or consults you in taking decisions relating to financial matters including trading in Securities.
- Provided that spouse would include any individual, who has been identified / declared as a live-in and/or same gender partner. For the avoidance of doubt any person who has been identified / declared as a partner / spouse for coverage under the group medical insurance policy provided by Zomato will be deemed to be included within the definition of spouse.

You as an Insider must not indulge in any form of insider trading nor assist others, including Immediate Relatives, to derive any benefit from access to and possession of UPSI. UPSI would include any information relating to Zomato or Zomato Shares which -

- Has not been made generally available to the public, including by means of a stock exchange disclosure or press release or other means of widespread distribution or not in the public domain;
- Is likely to materially impact the share price of Zomato.

This may include:

1. Financial Results
2. Dividends
3. Changes in capital structure
4. Mergers, de-mergers, acquisitions, delisting, disposals, and expansion of business and such other transactions
5. Changes in Key Managerial Personnel
6. Any other matter as may be prescribed by the Board or Managing Director and CEO or Chief Financial Officer or Chief Investor Relations Officer (CIRO) in consultation with the Compliance Officer of the Company.

Responsibility as a Zoman w.r.t Insider Trading

- a. You should not share UPSI with anyone (internal or external) other than for a legitimate purpose or performance of duties or discharge of legal obligations . In case you need to share UPSI in the performance of your duties, then you need to enter the details of such UPSI being shared in a Structured Digital Database maintained by the Company and and comply with all stipulations that may be informed to you by your supervisor and/or the Compliance Officer. Determination of “Legitimate Purposes” forms part of the Zomato Code of Practices and Procedures for Fair Disclosure of UPSI (**Fair Disclosure Code**) and may be referred to for the same.
- b. You and your immediate relatives are not allowed to buy Zomato Shares from the market.
- c. It is advisable that you and your immediate relatives do not deal in shares of companies that regularly enter into agreements with Zomato or have a material financial / strategic relationship with Zomato
- d. You need to share details of your Immediate Relatives in line with applicable Zomato policies or procedures and update the same, whenever necessary.
- e. For exercising any ESOP's which have been vested, you must first exercise them and convert them into shares. Reach out to esopcomms@zomato.com for more details regarding this.
- f. In case you have received any Zomato Shares pursuant to employee reservation portion in the IPO or you and/or your Immediate Relatives are already in possession of Zomato Shares prior to your joining, then you and/or your Immediate Relatives cannot sell these shares for a period of 6 months from the date of allotment/ acquisition.
- g. In case you have joined Zomato after it got listed and you are already in possession of Zomato Shares then you need to declare this information and remain in compliance with this Code (including obtaining pre-clearance, etc.).
- h. You and/or your Immediate Relatives should take pre-clearance from the Compliance Officer prior to selling any Zomato Shares (obtained either through IPO employee reservation or through ESOPs conversion or otherwise) and only do such trade during the Trading Window as communicated by the Compliance Officer.
- i. You will be required to provide continuous disclosures in accordance with the Regulations.
- j. You and/or your Immediate Relatives should never deal in Zomato Shares when you are in possession of UPSI.
- k. You shall be individually responsible for yourself and shall also be responsible for compliance by your Immediate Relatives of Prevention of Insider Trading clause under this Code

Please note that in case of any violation of the Code or the Regulations, penal action may be taken by Zomato pursuant to the applicable law. Also, such action by Zomato would not preclude action being taken by SEBI for any breach of the PIT Regulations.

This clause, where applicable, should be read in conjunction with the Code of Conduct for Prevention of Insider Trading and Code of Practices and Procedures for Fair Disclosure of UPSI.

5. RECORDS, DISCLOSURES AND AUDITS

i. Upholding Financial Integrity and Record keeping

- a. Zomato shall prepare and maintain its accounts fairly in accordance with the generally accepted accounting principles, guidelines, financial accounting standards and applicable regulations from time to time. All business and financial transactions must be authorized and recorded in accordance with the delegation of authority of the Company.
- b. All books of account, financial records, reports and other financial documents of Zomato must be accurate and preserved in good order and may be disposed of by the Finance Department as per Information storage, archival policy. You are expected to demonstrate integrity, professionalism and due diligence in maintaining accurate records of all financial transactions (e.g., expense reimbursement forms, disclosure forms etc).

ii. Interaction and cooperation with Auditors

Our outside auditors have a duty to review our records in a fair and accurate manner. We must cooperate with them in good faith and in accordance with the law. We must never mislead them in any manner regarding financial records, processes, controls or procedures or other matters which they may enquire about.

iii. Interaction and cooperation with Regulators

We must fully and truthfully cooperate with any examination or request for information from a regulator or law enforcement agency or other investigation consultant/ agency, if any, as appointed by the management. Only Authorized representatives from the legal team will be the point of contact for any communication or flow of information to the regulator, law enforcement agency or others, if any.

6. SERVING COMMUNITIES AND SOCIETY

i. External Communication and Media

- a. Zomato does not prohibit Zomans to use social media, however, it is recommended that you use it meticulously and responsibly, in order to avoid damaging the brand's image and reputation or disclosing any confidential information of Zomato.
- b. All your communication and expression on social media should be followed by a social media disclaimer, as below , in order to give an impression that you are not speaking or posting on behalf of Zomato.
 - a. All views, posts and opinions shared are my own;
 - b. All views are obviously just mine; and
 - c. All views are personal.
- c. The Company shall carefully review the Company's public disclosures, such as press release(s), financial statements, annual reports, and external website content, before they are released to the external parties (media, stock exchanges, investors, lenders, business partners and others) and public to ensure they are truthful, accurate, appropriate, and compliant with applicable laws and regulations.
- d. All inquiries or calls from any external parties should be referred to the Corporate Communications team

ii. Advertising

- a. Advertising is an essential instrument for effective brand building and communicating with all stakeholders. We strive to ensure that our advertisements are truthful, accurate and are done ethically.
- b. Zomato sells products and services on its merit. Our advertisements must never misrepresent, deceive, or mislead customers. Certain countries prohibit comparative advertising, but where a reference to a competitor or its products or services is sought in the permitted countries, the comparison should be respectful, and the statement should be complete, accurate and not misleading.
- c. Our advertisements, displays, and promotions must always be appropriate and sensitive to the culture of customers and public in the country in which the advertisement is shown and should avoid political or religious remarks in advertisements that may be offensive or defamatory.
- d. In case of doubt regarding the advertisements, displays, and promotions, that it may be construed as misleading or

hurt sentiments, you must seek help for guidance and clarification from the Legal team.

iii. Political activities

Zomato is an apolitical organisation

Zomato respects your right to engage in political activities in personal capacity, provided you do not act, or give the impression of acting, as a representative of Zomato and do it solely in your personal capacity.

You are prohibited from directly or indirectly utilizing any Zomato resources for personal political activities, including but not limited to funds, facilities or any property, or the working time of any Zoman, except as authorized by relevant local Zomato policies or procedures. You must not be a part of or join an extremist's organization.

Zomato's outlook towards driving social change is governed by two key principles:

- i. Zomato is an apolitical organization, and has no political affiliations/ aspirations whatsoever; and
- ii. Zomato cares for the society, but also strongly believes in the saying, "your opinions don't matter, your actions do".

As a Zoman, you are prohibited from making, sharing, criticising or endorsing any politically flavored statement on any of your social profiles. In case you post any such message you should clearly state that views are personal and not of Zomato.

7. INVESTIGATIONS

Zomato believes that Zomans will act with utmost integrity, however, if at times, the Investigation team has reasonable cause to believe that a Zoman has failed to comply with the requirements of this Code or other Zomato policies and procedures, they shall inform him/her of the basis for such belief and afford him/her an opportunity to explain the reasons for the same.

Zomans must know:

- i. We take every concern seriously and our Investigation team (or a delegate for locally-managed or other matters) will investigate it thoroughly to determine whether it is qualified for further investigation;
- ii. If yes, the Investigation team shall conduct such investigation in a timely manner and shall submit a written report containing the findings and recommendations in the shortest time possible, not later than 60 days from the date of receipt of the concern;
- iii. The Investigation team will treat all complaints in a confidential and sensitive manner.
- iv. All investigations conducted will be concluded by way of an investigation report.

This clause should be read in conjunction with the Vigil Mechanism & Whistleblower or Sexual harassment policy, as applicable.

i. Action For Non-observance

If the Investigation team arrives at the conclusion that the allegation has been proved, it shall recommend actions, which may include one or more of the following:

- i. Written apologies;
- ii. Warnings;
- iii. Reprimand or censure;
- iv. Withholding of promotion;
- v. Withholding of pay increments;
- vi. Termination of employment;
- vii. Recovery;
- viii. Legal action;
- ix. And any other action, the investigation team deems fit.

ii. Confidentiality

Upon the request of the complainant, the Investigation team will use its best efforts to protect the confidentiality of the complainant for any good faith report. Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

iii. Prohibition against retaliation

Zomato strictly prohibits any reprisal, threats, retribution or retaliation against any Zoman who has in good faith reported a violation or a suspected violation of law, this Code or other policies or practices of Zomato, or against any person who is assisting in any investigation or process with respect to such a violation. Any Zoman who retaliates against someone who has reported a violation in good faith will be disciplined, which can include termination of employment.

iv. Acting in good faith

Any good faith report, concern or complaint is fully protected by this Code, even if the report, question or concern is, after investigation, not substantiated. Anyone filing a complaint concerning a violation/ misconduct or suspected violation/ misconduct must act in good faith and have reasonable grounds for believing that the act reported indicates a violation of the Code or other policies. Any allegations that are proven to be unsubstantiated and found to be malicious in nature, will be treated as a serious disciplinary offense.

8. WAIVER AND AMENDMENTS

No waiver and amendments of any of the provisions of this code shall be valid unless they are specifically approved by the CEO of the Company.

Version	Approval date	Description
Version 1	March 2015	Original Code.
Version 2	March 2019	Document updated in accordance with best practices.
Version 3	July 2021	Included new clauses on AML and Insider Trading and updated existing clauses.