



FCM

Welcome
To The FCTG, India Family

FCM Philosophies and Code of Conduct



MESSAGE FROM THE MD

Dear Flightie,

Welcome on board!

You know you're on to something special when you join a company that traces its roots to a venture running bus tours from London to Kathmandu!

The Flight Centre Travel Group Limited (FLT) is one of the world's largest travel groups with a vast corporate travel sales network that extends to about 90 other countries.

FCM Travel Solutions, is one of the leading travel companies in India and operates an extensive portfolio of businesses across corporate, forex and meetings and events. Globally recognized for our commitment to delivering amazing travel experiences, we're always on the lookout for amazing travel people who are inspired by our unique business model and believe in our enduring philosophies.

As your career takes flight, we want to assure you of support through a series of professional development initiatives and an outstanding peer environment. We are also committed to providing extraordinary earning

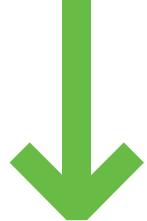
opportunities for high performers and will ensure there will be plenty of fun along the way.

Enjoy the ride,



Sunny Sodhi
Managing Director
FCM Travel India





MESSAGE FROM PEOPLE WORKS

Dear Colleague,

Congratulations on being a part of the FCM family! I would like to take this opportunity to extend a warm welcome on behalf of all of us here.

One of the key philosophies of FCM is its 'People'. We at FCM believe that our people are our biggest strength.

This is reflected even in our company philosophies, which you will get familiar with very soon. As we put it, "Our Company is our people. We care for our colleagues' health and wellbeing, their personal and professional development and their financial security. We believe that work should be challenging and fun for everyone and through work we contribute to our community."

As your PW team, we always strive towards making FCM a great place to work and an 'employer of choice'. We focus on communicating with you regularly, fairly and with high levels of transparency. It is our constant endeavor to stay in touch with you through regular personal and online communication.

In the forthcoming days and months, you will know more about our organization, its philosophies & culture, purpose & vision and policies & processes through Business & PW Induction sessions.

We hope you enjoy the process of getting to know us better and find FCM to be the perfect fit for you professionally and personally!

Best Regards

Team PeopleWorks



OUR VISION

"To be the world's most exciting travel company, delivering an amazing experience to our people, customers and partners".

OUR PURPOSE

To open up the world for those who want to see.'

- For our people this means our purpose is to open up their world by helping them develop professionally and personally
- For our customers this means opening up their world through the exciting medium of well-organised, targeted and great value travel experiences
- For our share holder sit is giving the mamagnificent return on their investment.

OUR PHILOSOPHIES

1. OUR PEOPLE

Our company is our people. We care for our colleagues' health and well being, their personal and professional development and their financial security. We believe that work should be challenging and fun for every one and through work we contribute to our community.

2. OUR CUSTOMER

We recognise that our customers always have a choice. Therefore a superior customer service experience, provided with honesty, integrity and a great attitude, is key to our company's success, as is the travel experience we provide.

3. PROFIT

A fair margin resulting in a business profit is the key measure of whether we are providing our customers with a product and service they value.

4. OWNERSHIP

We believe each individual in our company should have the opportunity to share in the company's success through outcome-based incentives, profit share, BOS (franchises) and Employee Share Schemes. It is important that business leaders and business team members see the business they run as their business.

5. INCENTIVES

Incentives are based on measurable and reliable outcome-based KPIs. We believe that 'what gets rewarded, gets done'. If the right outcomes are rewarded, our company and our people will prosper.

6. BRIGHTNESS OF FUTURE

We believe our people have the right to belong to a Team (family), a Village, an Area (tribe) and Nation (hierarchy) that will provide them with an exciting future and a supportive working community. They also have the right to see a clear pathway to achieving their career goals. Promotion and transfers from within will always be our first choice.

7. OUR STANDARD SYSTEMS – ONE BEST WAY

In our business there is always 'one best way' to operate. These are standard systems employed universally until a better way is shown. This improved way becomes the 'one best way system'. We value common sense over conventional wisdom.

8. FAMILY, VILLAGE, TRIBE

Our structure is simple, lean, flat and transparent, with accessible leaders.

There is a maximum of 4 and sometimes 5 layers. The village is an unfunded, self-help support group that forms an integral part of our structure.

1. Teams (the family) (minimum 3, maximum 7 members) Villages (minimum 3, maximum 7 teams)
2. Areas (tribe) (minimum 10, maximum 20 teams)
3. Nations (minimum 8, maximum 15 areas)
4. Regions/States/Countries (minimum 4, maximum 8 nations)
5. Global Executive Team/Board

9. TAKING RESPONSIBILITY

We take full responsibility for our own success or failure. We do not externalise. We accept that we have total ownership and responsibility, but not always control. As a company we recognise and celebrate our individual and collective successes.

10. EGALITARIANISM AND UNITY

In our company, we believe that each individual should have equal privileges and rights. In Leisure and Corporate, in Australia and overseas, and in organically grown and acquired businesses, there should be no 'them and us'.

FLIGHT CENTRE
TRAVEL GROUP™

CODE OF CONDUCT

1. INTRODUCTION

This code of conduct (Code) outlines Flight Centre Limited's (Flight Centre) vision, purpose and philosophies, and sets out the standards expected of Flight Centre Group directors, officers, employees, consultants and contractors (referred to in this Code as 'our people') in our business.

2. ADHERENCE TO CODE

It is important that you adhere to this Code to ensure that we conduct our business with integrity, honesty and transparency, to continue to meet the expectations of our shareholders, customers, partners, suppliers, creditors and the general public. Flight Centre's directors and senior management support this Code.

3. OUR VISION

"To be the world's most exciting travel company, delivering an amazing experience to our people, customers and partners".

4. OUR PURPOSE

"To open up to the world for those who want to see".

- For our people this means our purpose is to open up their world by helping them develop professionally and personally.
- For our customers this means opening up their world through the exciting medium of well-organised, targeted and great value travel experiences.
- For our shareholders it is giving them a magnificent return on their investment.

4. OUR PHILOSOPHIES

a) Our People

Our company is our people. We care for our colleagues' health and wellbeing, their personal and professional development and their

financial security. We believe that work should be challenging and fun for everyone and through work we contribute to our community.

b) Our Customer

We recognise that our customers always have a choice. Therefore, a superior customer service experience, provided with honesty, integrity and a great attitude, is key to our company's success, as is the travel experience we provide.

c) Profit

A fair margin resulting in a business profit is the key measure of whether we are providing our customers with a product and service they value.

d) Ownership

We believe each individual in our company should have the opportunity to share in the company's success through outcome-based incentives, profit share, BOS (franchises) and Employee Share plans. It is important that business leaders and business team members see the business they run as their business.

e) Incentives

Incentives are based on measurable and reliable outcome-based KPIs. We believe that what gets rewarded gets done. If the right outcomes are rewarded, our company and our people will prosper.

f) Brightness of Future

We believe our people have the right to belong to a Team (family), a Village, an Area (tribe) and Nation (hierarchy) that will provide career goals. Promotion and transfers from within will always be our first choice.

CODE OF CONDUCT

g) Our Standard Systems – Our Best Way

In our business there is always one best way to operate. These are standard systems employed universally until a better way is shown. This improved way becomes the one best way system. We value common sense over conventional wisdom.

h) Family, Village, Tribe

Our structure is simple, lean and transparent, with accessible leaders. There is a maximum of 4 and sometimes 5 layers. The village is an unfunded, self-help support group that forms an integral part of our structure.

- i. Teams (the family) (minimum 3, maximum 7 members) Villages (minimum 3, maximum 7 teams)
- ii. Areas (tribe) (minimum 10, maximum 20 teams)
- iii. Nations (minimum 8, maximum 15 areas)
- iv. Regions/States/Countries (minimum 4, maximum 8 nations)
- v. Global Executive Team/Board

I) Taking Responsibility

We take full responsibility for our own success or failure. We do not externalise. We accept that we have total ownership and responsibility, but not always control. As a company we recognise and celebrate our individual and collective successes.

j) Egalitarianism and Unity

In our company, we believe that each individual should have equal privileges and rights. In leisure and corporate, in Australia and overseas, and in organically grown and acquired businesses, there should be no them and us.

4. OUR EXPECTATIONS

At all times, we expect you to work in accordance with the standards outlined below.

Lawful and ethical behaviour:

- We are committed to obeying the relevant laws governing operations in all countries and regions in which we do business.
- You must ensure that you act in compliance with applicable laws, regulations, company policies and procedures at all times. You must also promote compliance amongst your co-workers.
- If you become aware of a breach, or a potential breach of any law, regulation, company policy or procedure, refer to the FCL Whistleblower Policy for information on how to report concerns.
- To ensure that our reputation and credibility is maintained, it is important that you act ethically and honestly at all times.

Conflicts of interest:

You must attempt to avoid conflict of interest situations and avoid placing yourself in compromising situations. A conflict of interest will generally arise where your personal or commercial interests conflict or could potentially conflict with Flight Centre's interests. In the event that a conflict of interest does arise, the circumstances should be disclosed immediately to your direct supervisor. Flight Centre will either confirm how such a conflict of interest can be managed effectively or alternatively direct you to cease the activity causing the conflict of interest.

Inside information:

You must not deal in Flight Centre securities or securities which are in any way associated with Flight Centre while you are in possession of non-public information which might have a material effect on the price or value of Flight Centre securities. Please refer to our Share Trading Policy for further details.

CODE OF CONDUCT

Confidentiality:

You may obtain confidential information about Flight Centre during the course of your employment or involvement with the Flight Centre Group. You must not reveal any confidential information concerning the Flight Centre Group, use that information in any way which may injure or cause loss to the Flight Centre Group, or use that confidential information to gain an advantage for yourself. Sometimes, persons outside the Flight Centre Group may request confidential information from you. It is important that you do not disclose such information, unless it is authorised by your director supervisor, who may obtain authorisation from the Company Secretary or Flight Centre's legal team.

Bribes & facilitation payments:

Flight Centre does not allow the making of payments to induce government official to make favourable business decisions. Accordingly, bribes, facilitation payments, 'kickbacks', secret commissions and other similar payments are strictly prohibited and are unlawful. Making such payments may expose us and our people to criminal prosecution and severe penalties. To the extent that an employee becomes aware of bribes and facilitation payments, they should follow the procedures for reporting concerns as set out in FCL's Whistleblower Policy.

Public comments:

On some occasions, you may be asked to express your views on a particular issue about Flight Centre, for a newspaper article, television program or other publication. However, you must refrain from making any public comments. Only the Managing Director, Chief Financial Officer, Company Secretary and Communications and Investor Relations Manager are authorised spokespersons for the Flight Centre Group. Please refer to our Communications and Continuous Disclosure Policy.

Privacy:

Flight Centre is committed to ensure that the privacy of individuals is maintained, and that appropriate safeguards are in place to protect the personal information of our people, customers, partners, suppliers, contractors and potential employees.

Harassment, bullying and discrimination:

You must not collect, use or disclose information for anything other than the purpose for which it is required. Flight Centre is committed to ensuring that our people are treated fairly and with respect. Harassment, bullying and discrimination of any kind will not be tolerated in any of our workplaces. Any incidents or potential incidents of harassment, bullying or discrimination should be reported immediately to Peopleworks or in accordance with FCL's Whistleblower policy.

I hereby confirm that I have read our FCM Philosophies and Policies (Code of Conduct) and am well aware of the same. By submitting this application, I understand that this will be considered as my acceptance of the mentioned policies.



POLICY FOR PREVENTION OF SEXUAL HARASSMENT (POSH)

FCM Travel Solutions (India) Pvt. Ltd. is committed to creating and maintaining a secure work environment where its employees, can work in an atmosphere free of harassment, exploitation and intimidation caused by acts of Sexual Harassment within but not limited to the office premises and other locations directly related to the Company's business.

"Sexual Harassment" includes any one or more of the following unwelcome acts or behavior (whether directly or by implication) such as:

- i. Physical contact and advances; or
- ii. A demand or request for sexual favors; or
- iii. Making Sexually colored remarks; or
- iv. Showing pornography or other offensive or derogatory pictures, cartoons, representations, graphics, pamphlets or sayings; or
- v. Any other unwelcome physical, verbal or non - verbal conduct of sexual nature; or

Following circumstances amongst other circumstances mentioned above may constitute sexual harassment if it occurs or is present in relation or connected with any act or behavior of sexual harassment:

- i. Implied or explicit promise of preferential treatment in their employment;
- ii. Implied or explicit threat of detrimental treatment in their employment;
- iii. Implied or explicit threat about their present or future employment status;
- iv. Interfering with their work or creating an intimidating or offensive or hostile work environment; humiliation treatment likely to affect their health or safety.
- v. Humiliating treatment likely to affect the health and safety of the aggrieved person.

In addition to the instances mentioned hereinabove, any other acts or behavior, which outrages the modesty of a female employee, will be considered as sexual harassment.

With an aim to provide 'equal opportunity' to all employees, we have formed a Committee to address all grievances with all fairness & transparency.

The committee consists of an Ombudsman Party, gender & seniority diversification for judiciary outcome. Please refer to the Branch Notice Board for the current members and the contact details of Internal Complaint Committee.

I hereby confirm that I have read our FCM Philosophies and Policies (Code of Conduct) and am well aware of the same. By submitting this application, I understand that this will be considered as my acceptance of the mentioned policies.

