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1. Objective

The objective of this policy is to promote a safe, healthy, and productive workplace. This policy provides a general statement of the Company's expectations regarding the ethical standard and acts as an easy reference for employee's proper conduct in our day-to-day business.

2. Scope

This policy applies to all employees (including all off roll, interns, contractors, and consultants) of Delhivery Limited and its associate / subsidiary companies.

3. Key Definitions

- a. Company – refers to Delhivery Ltd.
- b. Delhivery – refers to the Company and its subsidiaries.
- c. Management – refers to the Executive Council of the Company.
- d. Government Official – means (i) any officer or employee of a Governmental Authority (including state-owned enterprises), or of a public international organization, or any Person acting in an official capacity for or on behalf of any such Governmental Authority or public international organization, or (ii) any political party or party official or candidate for political office. For the purposes of this Code of Conduct, a Governmental Authority includes any international, federal, national, or sub-national department, agency, office, court, or other public body serving a governmental function or instrumentality thereof, including any state-owned entity.

4. Guidelines

Delhivery observes and complies with all laws, rules, and regulations which affect both Delhivery and its employees. In addition, employees are required to avoid any activities, which involve or would lead to the involvement of Delhivery in any unlawful practices and to disclose to the proper internal authorities any conduct that comes to their attention which violates these rules and principles.

Accordingly, all employees are to acquaint themselves with the Organizational standards and restrictions that apply to their duties. Delhivery Management will assist all employees in this respect.

Delhivery also expects all employees to observe the highest standards of business and personal ethics and to be honest and sincere in their dealings with the public, customers, and fellow employees at all the times.

The absence of a specific policy or regulation does not relieve any employee from the responsibility to exercise the highest standards in those situations.

5. Standards of Conduct

A. Dress Code

- i. Delhivery does not wish to limit an employee's expressions of taste and individuality and supports a relaxed, comfortable, casual, and informal dress code.
- ii. Employees are expected to use their personal judgement to determine what is

appropriate to wear to work. Clothing that works well for the beach, yard work, dance clubs, exercise sessions, and sports contests may not be appropriate for a professional casual appearance at work. Shorts, jogging suits, dhoti kurta are some examples of dress code not acceptable at the workplace.

- iii. On specific occasions or defined situations, an employee may be required to dress in formal business attire. Your respective managers will let you know of such requirements.

B. Safe & Healthy Work Environment

The Employees shall ensure the compliance and adherence of the Health Safety and Environment Policy of the Company as may be in force from time to time and is available on the HRMS for every employee, on following matters:

- i. Delhivery provides a clean, safe, and healthy work environment. Each employee has the responsibility of maintaining a safe and healthy workplace that does not present any hazard to oneself, colleagues, customers, or any visitors.
- ii. Violence and threatening behaviors are not permitted.
- iii. Employees must report to work in a condition to perform their duties, free from the influence of illegal drugs or alcohol.
- iv. Employees should undertake job activities in an economical, effective, and efficient manner.
- v. All employees should work cooperatively with colleagues, support and learn from each other and accept differences in personal style.
- vi. Employees should seek, when necessary, the professional opinion of colleagues in their areas of competence and acknowledge their contribution.
- vii. All employees should follow safety and health rules and practices and report accidents, injuries and unsafe conditions, procedures, or behaviors to HR / Security.

C. Company Property

- i. Company Property includes tangible assets such as infrastructure/hardware, technology system login/license and any official document, as well as intangible assets such as proprietary information, relationships with customers and suppliers, etc.
- ii. The assets property of a Company should only be employed deployed for the purpose of conducting the business for which they are duly authorized. The Company property is not to be used for illegal or unethical activities such as gambling, pornography, or other offensive subject matter.
- iii. All physical property of the Company (including IT assets/ Company leased accommodation etc.) entrusted to the employees during their employment, should be returned in good condition on separation from the Company or as and when directed by the Management.
- iv. Theft, loss, misuse, careless handling, and wastage of assets property have a direct impact on the Company's profitability and should be avoided at all times. Report theft or loss of any Company property to the Security team immediately.

- v. Official documents should not be released to people or organizations outside Delhivery without express permission of Management.

D. Intellectual Property Rights

- i. During your employment and even after termination of your employment with the Company, you shall refrain from disclosing or making public, any Intellectual Property, information regarding the company's affairs or administration or research carried out whether the same may be confided to you or become known to you in the course of your employment or otherwise.
- ii. You should not disclose the reporting structure or employee information to outside parties. Any development [content etc.] done for the Company, as part of your work becomes the Intellectual Property of the company.
- iii. The Intellectual Property rights to any invention, discovery or creation of a new system or method related to the Company's operation, created/arising using the resources belonging to the Company and created out of any work done during work hours as part of your employment would automatically vest with the Company. In this connection, where required, the company shall obtain registration for trademarks, copyrights, patents, and designs in its own name.
- iv. You are specifically made aware that you not entitled to any compensation for such acts and that any reward which the company may choose to bestow upon you, shall not confer any rights in the said Intellectual Property created by you in the course of your employment.
- v. You will not [except in the normal course of the Company's business] publish any article/column/ document/statement or deliver any speech or broadcast or make any communication to the Press including magazine publication relating to the Company's products/services or with regard to any matter with which the Company may be concerned, unless you have previously applied to and obtained written permission from the company.
- vi. The company reserves the right to claim liquidated damages and take legal action against any violation of the above clauses. The amount of damages shall vary depending on the impact of the violation.

E. Conflicts of Interest

- i. "Conflict of Interest" is defined as "when an individual's personal interests, economic or otherwise clashes with the interests of the Company.
- ii. Conflicts of interest may arise in connection with a Company, supplier, customer, competitor or employee within or outside Delhivery. Situations which result in personal gains to either party due to such relationships are to be avoided.

- iii. All employees are strongly encouraged to distinguish between business and personal interests. For instance, Company material, equipment, etc. should not be used for personal purposes.
- iv. All employees are required to declare such relationships in writing to HR at the time of joining (as part of the joining form) or as and when they may arise via [this link](#).
- v. Employees must also use the form above of any change in relationship with a colleague in the course of their employment with the company.
- vi. In case there arises a conflict of interest due to personal relationship between employees, even if there is no direct reporting relationship involved, Delhivery reserves the right to take appropriate actions including but not limited to transfer of function/location or termination of employment.
- vii. Employees may not refer candidates with whom they share a personal relationship for any role in the organization that requires them to be in a reporting relationship
- viii. Employees cannot be part of a hiring committee when a candidate with whom they share a personal relationship is being reviewed
- ix. Relatives working in the same department/ team are permissible as long as they do not have a direct reporting relationship. However, in such cases, a written declaration to HR in the form shared above is mandatory.
- x. Employees shall not make or hold any investment in any supplier, customer, competitor or another enterprise if such investment can potentially affect their business decisions on behalf of Delhivery.
- xi. Employees should not take any opportunity for financial gain that they learn about, because of their position at the Company or through the use of Company property or information.

F. Information Security & Data Privacy

- i. Confidential information includes all non-public information that might be of use to competitors of the Company, or detrimental to the clients, customers or vendors of the Company, if disclosed.
- ii. The employee should maintain the highest order of discipline and secrecy with regards to the Company's business affairs.
- iii. To avoid inadvertent disclosure of confidential information, employees should refrain from discussing such information with or in the presence of any unauthorized persons. The employee both in letter and in spirit should honor any agreement entered into by the employee with the Company.
- iv. All employees must be particularly attentive to the laws and regulations concerning privacy, rights and protection of information concerning individuals.
- v. All employees must respect the data privacy regulations applicable in Delhivery. (Please refer to information security policy for details).
- vi. It is the policy of the Company to ensure that Internet/e-mail is used for the best Interest of Company business, and is not used in any illegal, offensive, or unethical

manner. The Company also prohibits such access for conducting non-company commercial business, and for personal use. The Information Security Management System (ISMS) Policy of the Company as may be in force from time to time and is available on the HRMS for every employee.

- vii. The Company reserve the right to access any employee's official e-mail for any business purpose, and inspection for disciplinary or legal actions.
- viii. No employee shall divulge or use, except in furtherance of the Company's interests, any business or technical information, which may come to his / her knowledge in the course of his employment with the Company or its parent Company or its associates/sister companies or customers/clients/Vendors. This shall apply both during the period of employment and thereafter.
- ix. Members of the staff, except where necessary, shall not without the prior written Consent of the management retain in their private possession, any papers/documents/specifications/records etc. relating to the Company's business. All such materials shall be returned to the Company once their work is completed and on separation from the Company.

G. Anti-Bribery / Economic Sanctions / Gifting Policy

The Employees shall ensure the compliance and adherence of the Anti- Bribery Policy ("AB Policy") of the Company as may be in force from time to time and is available on the HRMS for every employee, on following matters:

- i. Delhivery's policy is to adhere to all economic sanctions and export control laws and regulations that apply to Delhivery's activities wherever they may take place, including, without limitation, economic sanctions implemented and administered by the United Nations, the Government of India, the U.S. Treasury Department's Office of Foreign Assets Control (OFAC), and the U.S. Commerce Department's Bureau of Industry and Security (BIS). In no circumstances shall an Employee engage in transactions involving US Persons, US-origin goods, the US financial system, or US dollars which are in violation of any applicable U.S. regulations.
- ii. Employees shall neither receive, solicit, nor offer, directly or indirectly, any payments, remuneration, gifts, donations, unfair advantage or anything else of value that is intended to, or perceived to, obtain business or uncompetitive favors for Delhivery or to induce anyone to perform their functions improperly, or to reward them for doing so.
- iii. Employees shall not offer anything of value to any Government Official, whether directly or through a third party, as an inducement or reward for any action or inaction in connection with the performance of an official duty, unless as may be permitted under the AB Policy.
- iv. Records must be kept of any gifts, entertainment, or hospitality (including meals) given to any Government Official in connection with Delhivery's business. This includes the date, a description of the item, value of the item given, identity of the

Government Official, and business justification for giving the item.

- v. The giving of gifts, entertainment, and hospitality is not prohibited where it is reasonable and appropriate for the circumstance, made in Delhivery's name (not an individual), and in compliance with all applicable laws and AB Policy.

H. Media Communication

- i. No employee is authorized to interact directly with the media or attend public meetings representing Company, including providing personal opinions or communicate with the Press & Media on behalf of Company or as a representative of the Company without prior written approval of the Management.
- ii. Any inquiry by the media in relations to the Company should be referred to the spokesperson (Corporate Communication), who will respond directly or through the authorized employee.
- iii. Employees can participate in social media as individuals and not on behalf of Delhivery.
Sharing any work-related information/photos on Social media should strictly be avoided.

I. Political Contribution

- i. Delhivery's policy is not to make contributions to political organizations, parties or committees, or to individual politicians, with a view to promoting any political interests. For any political contribution, please ensure the compliance of AB Policy.
- ii. Employees must recognize that their possible involvement or participation in any forms of political activity should be on a personal basis only, in their own time, and at their own expenses, consistent with applicable laws. Company's stationery, funds and other property should not be used for personal political activities.

J. Concurrent Employment

- i. Employees are expected to devote full attention to the business interests of the Company. Engaging in any activity that interferes with an employee's performance or responsibilities to the Company or is otherwise in conflict with or prejudicial to the Company is prohibited.
- ii. Our policies prohibit any employee from accepting simultaneous employment with any other Company or business entity or from taking part in any activity that enhances or supports a competitor's position.
- iii. Employee must disclose, in writing, any interest that they feel may conflict with the business of the Company and shall not undertake any such transaction without specific approval of the Management.

K. Discrimination or Harassment

- i. Delhivery is an equal opportunity employer and makes employment decisions based on merit and business needs.
- ii. The Company policy prohibits harassment of any kind including age, physical or mental disability, marital status, race, religion, caste, national origin, gender or sexual orientation. Employees are responsible for supporting the Company in its endeavor to protect others from any form of such harassments.
- iii. Employees of Delhivery must not discriminate against, or harass a colleague, member of the public or any person with whom they come into contact during the course of their work.
- iv. Anti Sexual Harassment Policy is separately laid out and available on the HRMS for every employee to view and the employees need to ensure the compliance of the same.

L. Alcohol and Drugs

- i. The use or possession of alcohol, illegal drugs, and other controlled substances in the workplace and being under the influence of these substances on the job and during working hours is strictly prohibited.
- ii. There may be Company sponsored events where management approves the serving of alcoholic beverages. In these cases, only alcohol provided by the Company should be consumed. However, under all such cases, excessive drinking, intoxication and misbehavior at these events is prohibited and will be dealt with severely.

M. Whistle Blower

The Employees are required to ensure compliance with the Delhivery's Whistler Blower Policy in force from time to time, and as available on the HRMS for every employee to view.

- i. Whistle Blower policy provides a platform to disclose the information internally, which an employee believe shows a serious malpractice, impropriety, abuse or wrongdoing within the Company without the fear of victimization.
- ii. Fraud – or the act or intent to cheat, trick, steal, deceive, or lie – is both dishonest and, in most cases, criminal. Any act of fraud is subject to strict disciplinary action.
- iii. Fraud includes but is not limited to, submitting false expense reports, misappropriating assets or misusing Company's property, unauthorized handling or reporting of transactions, inflating service level numbers or non-conforming, making any entry on Company records or financial statements that is not accurate or in accordance with proper accounting standards.
- iv. Employees are encouraged to talk to supervisors, managers or other appropriate personnel about any observed illegal, unethical behavior disclosing any fraud, misconduct or corruption.
- v. Any instance of non-adherence to the Code of Conduct should be brought to the

attention of the immediate reporting authority, with copies to the HR Representative.

- vi. A person wishing to raise a concern may do so by sending an email to a secure email ID of the Compliance Officer at whistleblower@delhivery.com and / or to the Chairman of the Audit Committee at chairpersonac@delhivery.com

6. Insider Trading Code

The Employees are required to ensure the compliance of Delhivery's Insider Trading Code in force from time to time, and as available on the HRMS for every employee to view.

7. Compliance of Environmental, Social and Governance (ESG) Regulations including other applicable laws

The employees are expected to conduct the business of the Company in accordance with environmental, social and governance (ESG) regulations and any other applicable laws, regulations or statutory requirements as may be notified from time to time. Any deviation must be reported to the respective Head of Department ("HOD") for proper and timely redressal of the same.

8. Training / Affirmation

The Human Resource Department of the Company shall organize trainings for employees from time to time in order to make them aware and adherence to the Code including periodical affirmation of same by the employees.

9. Misconduct and Non – Conformance with the policy

Non – observance of this policy shall be construed as misconduct that could warrant disciplinary action, including dismissal in deserving cases. The decision in this regard will lie with the Management, including the Business Unit Head and concerned HR Manager.

10. Exceptions

Any exceptions to the norms laid down in this policy may be allowed at the discretion of the management or any appropriate authority delegated by them.