



**MORE RETAIL PRIVATE LIMITED**  
**(FORMERLY KNOWN AS MORE RETAIL LIMITED)**

**CODE OF CONDUCT**

*This is an internal document and is meant exclusively for the perusal of, and strictly for circulation within More Retail Private Limited ("Company"). Sharing of information contained in this document, other than with employees of the Company, without written consent from Human Resources Department and Legal Department, would be construed as a breach of Company's Code of Conduct.*

<b>CODE OF CONDUCT</b>		
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As a Company we have always believed in sound, moral, ethical and business principles. While these underpin all of our activities, there was a need to ensure their practice in letter and spirit, uniformly organized across the Company and by each employee, regardless of levels.

Since every employee must live by these principles, it is important that these are well communicated and understood. To make this happen, a detailed document explaining "*Corporate Principles and the Code of Conduct*" it entails, as well as the redressal mechanism is also enclosed. The explanatory papers are strictly an internal document, meant only for internal purposes and for Company's employees.

You are urged to go through this document, on priority, imbibing all its details, given its extreme importance for our Company.



## **PURPOSE&SCOPE OF THIS CODE:**

This Code of Conduct ("Code" or "COC") provides a framework to help employees to understand the standards of personal behaviour, their obligations and the work performance which is expected from them while working at More Retail Private Limited ("Company") including their conduct at the workplace and while interacting with colleagues, fellow workers, business associates or/and with any external parties when interacting on behalf of the Company, conduct with respect to occupational health and safety. Our COC defines the non-negotiable for all our employees. COC applies equally to all employees (*including but not limited to off-roll, contract employees*), officers and directors of the Company. It also applies to individuals/parties who serve the Company either on contract, subcontract, retainer, consultant, or any other such basis.

The purpose of this Code is to communicate to all our employees, the Corporate Principles and Code of Conduct of the Company. It is intended to serve as guidance and handbook for expected conduct to all our employees. They should imbibe and adopt these values and principles, while dealing with different stakeholders such as customers, suppliers, fellow employees, etc., and always act lawfully, ethically, and in the best interests of the Company.

This Code aims to encourage positive and efficient workplace behaviour for the mutual benefit of the Company, its employees, and their interaction with colleagues, customers and/or others with whom they interact and/or do business.

This Code must be read in conjunction with all other policies of the Company, including but not limited to, Company's Equal Employment Opportunity Policy, Policy on Prevention of Sexual Harassment, Anti-Bribery & Anti-Corruption Policy, Policy on Employment/Hiring of Relatives in the Company (MRPL) and the Whistle Blower Policy.

## **OUR VALUES**

The values that underpin how we conduct our business are:

1. Collaboration
2. Customer Obsession
3. Frugality
4. Grit
5. Integrity
6. Growing talent
7. Innovation



This Code of Conduct is also available on our HRMS portal at Darwin Box and also on our Company website at <https://www.moreretail.in/ethics-policies>.

## CORPORATE PRINCIPLES

'Corporate Principles' are those principles which an organization fundamentally believes in. This guides the organization's business decisions and the way it relates to its business constituents such as employees, customers, outside agencies, society, government etc.

## COMPLIANCE

Compliance with the COC is mandatory. You are expected to be familiar and comply with the COC in the performance of your duties. Any failure to abide by the COC and its ancillary policies by any employee, will attract disciplinary action including but not limited to termination from the employment of the Company.

### → Our Corporate Principles

#### A. Employees: People build our Company's Success

We believe that our people provide us with the cutting edge. They help us deliver value for our shareholders, our customers and society at large. Our people are our strength. We respect the individual rights and dignity of all people.

#### 1. Employee Responsibility:

Each of us will exercise the highest level of professional behaviour. Each employee should conduct himself/herself in a manner that will enhance the image of his/her position, region, circle and the Company. All Employees have the responsibility of behaving/acting in an ethical manner compliant with the applicable laws of the land. Further, Employees are also responsible and liable for reporting any violations of the Code they observe within the Company to the Company's *Ethics Officer*.

**1.1 Conduct:** Employees are expected to behave courteously to fellow employees, clients and other third-party individuals when representing Company. Employees are also expected to present themselves in a neat and tidy manner, relative to the duties they perform.

Employees must also maintain high levels of personal and operational hygiene.

E.g.:

- i. I will not reprimand my team members in public.
- ii. I will focus on positive aspects of the Company while conversing with an outsider.

**1.2 Accountability:** Every person employed by us, directly or indirectly, should expect to be held accountable for his/her behaviour. Should such behaviour violate this Code, they may be subject



to action according to their respective employment terms and relevant Company policies. When followed in letter and in spirit, this Code is 'lived' by our employees as well as those who work with us. This Code represents our shared responsibility to all our stakeholders, and our mutual commitment to each other.

If you are unsure whether a particular action you are about to take is consistent with the principles set forth in the Code, ask yourself:

- Could it directly or indirectly endanger someone or cause them injury?
- Is it illegal/unlawful or out of line with Company's policies and procedures?
- Does my conscience reject it? Does it conflict with my personal values?
- Would I feel uncomfortable if the story/news appeared in the media? Would it shame my Company, my spouse, my partner, my parent(s) or my child?
- Does it 'feel' wrong?

If the answer to any of these questions is "Yes", please stop and consult your reporting manager, the Ethics Officer, the Human Resource department, the Legal department or any member of the senior management team, to assist you in making the right decision.

**When faced with a dilemma: Stop, Think and Act Responsibly.**

E.g.: As a decision- maker, I will be responsible for the consequences of my decision and not shift blame to any of my team member.

**1.3** Employees are expected to be punctual and regular in their attendance and shall not absent themselves during hours of duty without prior approval, except in case of emergencies (*to which also due intimation to be provided as soon as possible*).

**1.4 Handling confidential information:**

Certain non-public information about the Company as well as certain information about Company's customers, suppliers, other business partners or consumers that you may have (*or access*) as part of your job, is considered to be confidential information. It can be in any form such as written, spoken or electronic. Sharing non-public information only with those who have both the authorization to access it and a need to know the information in order to do their jobs.

Sharing non-public information with friends or family, or discussing it in public places such as elevators, public transportation and restaurants and/or on social media can put that information at risk of being disclosed (and possibly misused). Do your part to keep it safe.

Non-public information about our Company shall include but not limited to:

- Business plans, product formulas, marketing strategies, processes as applicable from time to time and new product launches;
- Financial information such as pricing, proposals and product costs; and/or



- Operational information such as major management changes and plans for mergers and acquisitions.

E.g.:

I will not divulge any information to any one that may jeopardize our business or impacts our competitive edge in the sectors in which we operate.

## 1.5 Media and Public Comment

- i) Employees are not permitted to speak with or provide information about the Company or its activities to the media without written authorization from a relevant manager or a Company representative.
- ii) In using social media, in particular blogs or any social networking sites, employee should exercise great caution while talking about our Company or the business we do. It may feel like you are chatting with friends or expressing a personal opinion but even while doing so you cannot share any confidential information of our Company. If the publication or presentation identifies you as an employee of Company, it must state that: *“The views expressed in this article/ presentation are mine/personal and Company does not subscribe to the substance, veracity or truthfulness of any of my views.”*
- iii) If an employee makes a comment to the media in a private capacity, the employee must ensure that his/her comments are not related to any of the Company’s activities, and that any view expressed by him/her is clearly identified as being a personal view and not the view of the Company.
- iv) If you are aware of any unauthorized employee contact with media or analysts, on-record or off-record, report it immediately to your reporting manager and to HR Department.
- v) Never give the impression that you are speaking on behalf of Company unless you are authorized by the Company to do so.
- vi) Refrain from posting confidential/ non-public or proprietary information online.
- vii) Don’t use social media for any activity to which others are likely to object, or which violates the Code or its values.

In particular, do not:

- Spam using email or send unsolicited messages.
- Defame, abuse, harass, stalk, threaten or otherwise violate the legal and privacy rights of companies or people.
- Post messages which contain racially or sexually offensive material, political or religious solicitations or anything else which is inappropriate or has the potential to cause harm to Company or its customers and business partners.



**Q&A**

Our company has recently announced the launch of a new business initiative. In connection with this, your friend who is a journalist with a leading business newspaper has asked you to provide some information that he could cover in his forthcoming article. He has promised not to quote you, or reveal your identity. Should you be giving him this information?

No. You should not be sharing information of this nature with the media, even if it is assured that the source would remain anonymous. Only authorised personnel in the company are permitted to speak to the media and provide information of this nature.

**Remember:**

In using social media, in particular blogs or social networking sites, you should exercise great caution while talking about our company or the business we do. It may feel like you are chatting with friends or expressing a personal opinion but even while doing so you cannot share any confidential information of the Company .

We must respect the property rights of others by never misusing their assets, intellectual property or trade secrets, including the copying or downloading of unauthorised software, trademarks, copyrighted material or logos. We should never make unauthorised copies of computer software programs or use unlicensed personal software on Company's computers.

**1.6 Using external resources:**

- i) Employees will explicitly specify the criteria for appointing an external resource (*such as consultants, freelancers, advisors*) and will evaluate several alternatives in an objective manner before deciding on a particular external resource.
- ii) Suppliers, service providers, external professionals, agents, channel partners (dealers, distributors and others) serve as an extension of the Company and their conduct and behaviour while carrying out business dealings with the Company or on behalf of the Company can have an impact on Company and its reputation. For this reason, they must be familiarised to conduct their businesses in a legal and ethical manner and to adhere to the spirit of the Code, as well as any applicable contractual obligations, when working for the Company.
- iii) Always act in a professional, honest, and ethical manner when acting on behalf of the Company.
- iv) Complete all required/mandatory employee trainings in a timely manner and keep up-to-date on current standards and expectations.

**1.7 Working or engaging with third parties and/ or having separate income/ revenue stream in addition to employment with the Company, during employment with us:**

- i) Being employed at any other institution or accepting a position of responsibility at another establishment or running a business alongside employment with our Company, with or without



Remuneration, could impact an employee's ability to work effectively at our Company or could create conflict of interest.

- ii) A conflict of interest may also arise, if an employee's outside work, including self-employment or commercial pursuit of hobbies and interests, interferes with the employee's ability to fulfil his or her responsibilities to Company including scheduled working hours or overtime hours, or if there is a risk that the outside employment may cause the employee to disclose Company's confidential or proprietary information or trade secrets.
- iii) In view of the above, employees must not engage in private business, work for other organizations during their normal working hours or engage in any actions which may result in a conflict of interest. All employees should seek prior approval of the HR Department and his/her Reporting Manger prior to taking up activities defined under this section.
- iv) All employees must proactively address situations that may put your interests or those of a family member or others in potential conflict with the Company.

### 1.8 Integrity of information and assets:

- i) Our employees shall not make any wilful omissions or material misrepresentation that would compromise the integrity of our records, internal or external communications and reports, including the financial statements.
- ii) Our employees including directors shall seek proper authorisation prior to disclosing Company's or business-related information.
- iii) Our employees shall ensure the integrity of personal data or information provided by them to our Company. We shall safeguard the privacy of all such data or information given to us in accordance with applicable Company policies or law.
- iv) Our employees shall respect and protect all confidential information and intellectual property of our Company.
- v) Our employees shall safeguard the confidentiality of all third party information, intellectual property and data. Our employees shall not use and/or misuse such information, intellectual property and data that comes into their knowledge or possession and shall not share it with anyone, except in accordance with applicable company policies or law.
- vi) Our employees shall promptly report the loss, theft or destruction of any confidential information or intellectual property and data of our Company or that of any third party.
- vii) Our employees shall use all company assets, tangible and intangible, including computer and communication equipment, for the purpose for which they are provided and in order to conduct our business. Such assets shall not be misused or used for their personal use.

**I am an accountant in the finance department of my company. Due to my artistic skills, I received an offer to pen cartoons for a children's publication for which I would receive compensation. I plan to undertake this activity during week-ends. What should I do before accepting this offer?**

Before accepting the offer, you should ascertain whether the company policies and rules require you to make a disclosure to your supervisor so that the company may determine whether you're undertaking this activity adversely affects our company's interests. On confirmation from the company that it does not do so, you would be free to take up the activity. It is also your duty to bring to the attention of the company whenever there is any change in the situation you have disclosed.



## 1.9 Relative/s and close personal relationships:

- i) Relative of an employee shall mean and include a member of an employee's family or extended family, whether related by blood or marriage, and may include the following individuals (a) Spouse (current or former); (b) fiancé /fiancée, significant other, domestic partner, live-in partner/common-law partner, civil union partner and the like; (c) Brother or sister of the employee (*including step and adopted relations*); (d) Brother or sister of the spouse of the employee (*including step and adopted relations*); (e) Any lineal ascendant or descendant of the employee (*up to 3 generations*) i.e., children (*including stepchild and adopted child*) and grandparents; (f) Any lineal ascendant or descendant of the spouse of the employee (*including step child and adopted child*); and (g) Spouse (*current or former*) of the person referred to in (c) to (f).
- ii) The Company's employees must be sensitive to the possibility of a conflict of interest existing in the employment of Family Members/Relatives. Employees should exercise caution to ensure that no such conflict of interest or potential for conflict of interest occurs. If an applicant being interviewed at the Company's falls under the definition of Family Member / Relative (*as referred in Point (i)*), or if two employees in a reporting relationship subsequently discover that they qualify as Family Member/Relative, the employee/s must notify the hiring supervisor/ line manager and the Company's HR Team immediately (*including declaration on DB*).
- iii) The Company's employees must exercise caution and must inform HR Team and line manager, if they have any entering into and/or have existing consulting or family relation with any existing and/or prospective supplier, customer, business associate or competitor of the Company.
- iv) The Company reserves the right to reject a job applicant who is a Family Member/Relative of its employee /ex -employee OR to reassign OR transfer an existing employee/prospective employee to any other function/role, in the event that the hire, promotion, retention, reorganisation, assignment of work, evaluation, transfer etc. would result in one being able to initiate, influence, participate or exercise control over the Family Member/Relative regarding Decisions involving any benefit to his/her Family Member/Relative.

This Policy shall also be applicable to circumstances'/relationship involving other intimate personal relations made during the course of employment within the Company.

*Please refer to our Policy on Employment/Hiring of Relatives in the Company(MRPL).*

## 1.10 Prohibited drugs and substances.

- i) Presenting to work under the influence of or use of narcotics and psychotropic substances when at work, is illegal and not permitted.



- ii) Use of prohibited drugs and substances creates genuine safety and other risks at our workplaces. We do not tolerate prohibited drugs and substances from being possessed, consumed or distributed at our workplaces, or in the course of Company duties.
- iii) We shall not tolerate the possession, consumption or distribution of narcotics and psychotropic substances at our workplaces.
- iv) Employees must report to work in a condition to perform their duties, free from the influence of drugs or alcohol.

To help you determine what actions are required, ask yourself the following questions:

- Is the activity legal?
- What are the potential consequences of my actions?
- Is the activity or conduct within the letter and spirit of the Code?
- Does it make me feel uncomfortable?
- Could it appear inappropriate?
- How would I feel if I did nothing at all?
- Does my Supervisor know and approve?

We believe in the inherent potential of employees and are fully committed to people development processes in our Company in a fair, equitable and transparent manner. We encourage employees to grow professionally and personally to their highest capabilities, regardless of nationality, caste, religion, colour or sex. We strive to provide an environment that promotes achievement orientation and self-esteem. We view merit as the sole criterion for all employee related decisions.

#### **1.11 Human Rights**

- i) Employees must ensure that their decisions, advice and actions properly consider the rights set out in Universal Declaration of Human Rights, to which India is a signatory. The Company does not tolerate any disregard or contempt of human rights of its employees and recognizes the need to uphold and preserve the dignity, respect, equality and freedom of all its employees. The Company condemns any form of discrimination, bullying or harassment based on gender, age, race, colour, caste, religion, marital status or pregnancy, nationality, disability, socio-economic status or any other similar grounds.
- ii) We do not employ children/minor at our workplaces.
- iii) We do not use forced labour in any form. We do not confiscate personal documents of our employees, or force them to make any payment to us or to anyone else in order to secure employment with us, or to work with us.
- iv) All employees must understand relevant laws and regulations that apply to their work, and never intentionally engage in conduct that violates applicable laws and regulations.
- v) Employees must be vigilant and look out for any signs of violation of human rights or employment laws and must report any such violations to their manager and HR manager.



### **1.12 Dignity and respect.**

- i) Our leaders shall be responsible for creating a conducive work environment built on tolerance, humility, humbleness, understanding, mutual cooperation and respect for individual's privacy.
- ii) We believe in creating a conducive work environment built on tolerance, respect and mutual cooperation.
- iii) We do not tolerate any form of harassment, whether sexual, physical, verbal or psychological.
- iv) We have clear and fair disciplinary procedures, which necessarily include an employee's right to be heard.
- v) We respect our employees' right to privacy. We have no concern with their conduct outside our work environment, unless such conduct impairs their work performance, creates conflicts of interest or adversely affects our reputation or business interests.

### **1.13 Employee Merit:**

- i) When recruiting, developing and promoting our employees, our decisions will be based solely on performance, merit, competence and potential.  
E.g.:
  - i. I will not hesitate to promote a competent employee, even if he is younger in age over other employees at his level. I will always recognize merit and competence.
  - ii. I will hold annual appraisals and give honest, unbiased feedback to my juniors in a constructive manner.
- ii) You are responsible to ensure that those who work in your team know that you are available to address any concerns that they may have about discrimination or harassment.
- iii) You are responsible to make employment-related judgments solely on performance and abilities. Use objective, quantifiable standards.
- iv) You are responsible to create an equitable working environment for your team members.
- v) You are responsible to ensure you do a merit-based appraisal of your team members.
- vi) You are responsible to review your decisions to ensure that business considerations drive your actions.

### **1.14 Equal opportunity and fair treatment:**

- i) We have fair, transparent and clear employee policies which promote diversity and equality, in accordance with applicable law and other provisions of this Code. These policies shall provide for clear terms of employment, training, development and performance management. Employees are expected to participate in and maintain a work environment that is free from unlawful discrimination - of all types including any abusive, offensive or harassing behaviour. Employees must strive towards understanding these concepts in the work environment.
- ii) All Employees must treat others with respect.
- iii) All Employees must co-operate with any measures introduced to develop equal opportunities.
- iv) Do not encourage derogatory comments or remarks based on the identity of a person.



E.g.:

- i. I will not be gender-biased/ racist while selecting a candidate.
- ii. I will not indulge in sexual harassment.
- iii. I will not allow the caste or community of an employee to influence my decisions related to him/her.

## Q&A

**A job requirement entails extensive travel. One of the candidates has excellent relevant experience and qualifications. However, this candidate is a single parent. As a result, I feel such a situation would significantly hinder this candidate's ability to cope with the job requirement. What should I do?**

In accordance with the Code, the decision to recruit an employee should be based upon merit. We cannot make a presumption that the candidate would not be able to meet the travel requirements of the job. All eligible candidates should be provided with equal opportunity to demonstrate or justify that they can cope with the travel requirements of the job. Being a single parent cannot be a ground to be discriminated against at any stage of recruitment or ongoing employment in our company.

**1.15 Employee Entitlements:** Providing benefits to team members in proper and timely manner e.g.

- i) At the time of appointment or promotion of a team member, provide him/her with accurate and complete information on his entitlements.
- ii) Ensure that all entitlements due to one's team members are disbursed proactively and gracefully, without them having to remind the team leader/ Manager or the accounts department for the same.

**1.16 Competency Development.**

- i. Line Managers should recognize training programs as a competency development tool and encourage and release nominated team members to attend the same.
- ii. Employees must invest time in own personal development through measures such as referring to books, networking with professional colleagues, proactively identifying the training needs.

**1.17 Open Environment.**

- i. Encourage open and honest information sharing/discussion/feedback.
- ii. Discourage bad-mouthing and loose talk and do not indulge in the same.
- iii. Convey any disagreement with performance appraisal directly to reporting manager.
- iv. Employees are encouraged to accept the idea generated by junior, if it is better than one's own judgment

Example: Employee behaviour and conduct should be in a socially and morally responsible manner.

**1.18** A recognized responsibility is to ensure that all of our policies, forward looking initiatives and goals are fully communicated and that all employees understand and relate to these.



**1.19** Integrity, trust, fairness and honesty are the basics that guide our strategies, our behaviour and the relationships we build with people both internally and externally. Each of us will exercise the highest level of ethical and professional behaviour.

**1.20 Avoiding bribes, kickbacks:**

- i) Our employees and those representing us, including agents and intermediaries, shall not, directly or indirectly, in cash or kind, offer or receive or promise to offer any illegal or unauthorized payments or anything of value including any form of entertainment, that is intended or could be perceived to secure an unfair advantage for or on behalf of the Company, as more specifically detailed in our Anti-Bribery and Anti-Corruption Policy.
- ii) Do not offer, provide or promise to offer or authorize bribes or kickbacks, monetary or non-monetary under any circumstances.
- iii) Never maintain “off-book” accounts in order to conceal improper payments. All expenditures and any other payments must be accurately presented/recorded in Company’s books and records.
- iv) Employees must always make clear, internally and when dealing with third parties, that the Company has a zero tolerance approach to bribery and corruption and will not (directly or indirectly) offer, pay, seek or accept a payment, gift or favour to improperly influence a business outcome
- v) Employee must immediately notify their line manager and report to Ethics Helpline or Ethics Officer or Legal Head if they become aware of any suggested or actual payment or other transaction which has the potential to be in breach of this Code Policy.

**1.21 Declining offers for Gifts:**

- i) Business gifts and hospitality are acceptable within certain prescribed thresholds defined under the Anti-Bribery and Anti-Corruption Policy.
- ii) Never accept directly or through a family member, any gift (cash or kind) or favour or loan (unless it is from a regular financial institution on normal terms), from another Employee, individual or organization that does or intends to do business with the Company..
- iii) Gifts, entertainment and business courtesies which are not of high monetary value, are only to be offered or accepted if all of the following conditions are met:
  - It cannot be reasonably construed as payment or consideration for influencing or rewarding a decision or action.
  - It cannot be offered when there is an ongoing active business negotiation.
  - It is justifiable when offered or accepted i.e. It is reasonable, customary or is generally offered as an industrial practice.
  - It does not violate customer’s policies and applicable laws.
  - Its public disclosure would not embarrass Company.

The following gifts are never appropriate and should never be given or accepted:

- gifts of cash or gold or other precious metals, gems or stones;
- gifts that are prohibited under applicable law;
- gifts in the nature of a bribe, payoff, kickback



## 1.22 Intellectual Honesty:

- i) Protect intellectual property and confidential information by sharing it only with authorized parties.
- ii) We have an obligation to identify and protect the intellectual property, trade secrets and other confidential information owned by the Company, our customers, and business partners. Doing so is critical to our success.
- iii) Employees must use proprietary material of others only under valid license and only in accordance with the terms of such a license—this includes the use of software.
- iv) Always consult the Legal & Compliance Department whenever an IP issue is involved or whenever you are not clear on the course of action to be taken.
- v) Do not download unauthorized, data, music or video on Company resources or stream unauthorized music or video using Company's networks or our customers'.
- vi) Employees will explicitly acknowledge and also give due credit to any colleague from whom they have borrowed an idea.

## 1.23 Conflict of Interests:

A conflict of interest could be any known activity, transaction, relationship or service engaged in by an employee, his/her immediate family (including (a) Spouse (current or former); (b) fiancé /fiancée, significant other, domestic partner, live-in partner/common-law partner, civil union partner and the like; (c) Brother or sister of the employee (*including step and adopted relations*); (d) Brother or sister of the spouse of the employee (*including step and adopted relations*); (e) Any lineal ascendant or descendant of the employee (*up to 3 generations*) i.e., children (including stepchild and adopted child) and grandparents; (f) Any lineal ascendant or descendant of the spouse of the employee (including step child and adopted child); and (g) Spouse (*current or former*) of the person referred to in (c) to (f) or a close personal relationship, which may cause concern (based upon an objective determination) that the employee could not or might not be able to fairly perform his/her duties to our Company.

Employees are expected to use their judgment to act, at all times and in all ways, in the best interests of the Company. A "conflict of interest" exists when an employee's personal interest interferes with



the best interests of the Company. E.g.: I will not pursue any activity, business or any other occupation outside my employment with the Company (even in the name of relative, family members, friends, etc.) which takes up any part of my office time or which is in direct or indirect conflict with business interests of the Company. A conflict of interest may also arise from an employee's business or personal relationship with a customer, supplier, competitor, business partner, or other employee, if that relationship impairs the employee's objective business judgment.

A conflict of interest can also occur on account of situations that could create a risk or influence in the professional judgement or decision of an individual, where the primary interest of the organisation and the individual's role as an employee is inadvertently prejudiced by another conflicting interest. The conflicting interest need not necessarily be limited to mean financial gains and could include personal benefits like professional advancement or favours for colleagues or use of Company's data for personal gain like taking the contact detail of the customers of the Company and then use it for promotion of one's own business products.

- i) Each of us is expected to use good judgment and avoid situations that can lead to even the appearance of a conflict. Conflicts of interest can undermine the trust others place in us and damage our reputation.
- ii) Should any actual or potential conflicts of interest arise, the concerned person must immediately report such conflicts and seek approvals as required by applicable law and the Company's policy. The competent authority being the CHRO or Legal Head or the Ethics Officer shall revert to the employee within a reasonable time as defined in our Company's policy, so as to enable the concerned employee to take necessary action as advised to resolve or avoid the conflict in an expeditious manner.
- iii) At the time of appointment in our Company, our employees shall make full disclosure to the HR Department and its reporting manager, of any interest leading to an actual or potential conflict that such persons or their relatives (including (a) Spouse (current or former); (b) fiancé /fiancée, significant other, domestic partner, live-in partner/common-law partner, civil union partner and the like; (c) Brother or sister of the employee (*including step and adopted relations*); (d) Brother or sister of the spouse of the employee (*including step and adopted relations*); (e) Any lineal ascendant or descendant of the employee (*up to 3 generations*) i.e., children (including stepchild and adopted child) and grandparents; (f) Any lineal ascendant or descendant of the spouse of the employee (including step child and adopted child); and (g) Spouse (*current or former*) of the person referred to in (c) to (f) or persons with whom they enjoy close personal relationships, may have in a family business or a company or firm that is a competitor, supplier, customer or distributor of, or has other business dealings with, our company. A relative can be connected to employee family through blood or by marriage.

**Some of the instances of Conflict of Interest are as follows:**

- Working directly or indirectly either as an officer, employee, consultant or agent for a competitor or client.
- Having a direct or indirect financial interest in a competitor or client or managers, or subordinate employees or peers of Company.
- An intimate personal relationship that develops at the workplace between a manager and subordinate.
- Engaging in an activity that is in competition with Company.
- Using proprietary or confidential information of Company for personal gain.
- Unauthorized use, or disclosure of information about our customers or business partners for personal



#### **Q&A**

**You are responsible for maintaining our company's customer database. One of your friends is starting a business venture and requests you to share a few particulars from this database for marketing purposes of his business. He assures you that he would keep the data as well as his source confidential. Should you do so?**

No. You should respect the confidentiality of customer information and not share any part of the database with any person without due authorisation.

#### **Q&A**

**You are in a relationship with a colleague who has been recently moved into your team and would now be reporting to you. What should you do?**

Romantic or close personal relationships with another employee where a reporting relationship exists and one is responsible for evaluating the other's performance, is likely to create a conflict of interest. In such a situation, you would need to report the potential conflict to your supervisor.

**Your company is submitting a proposal to a company in which you were previously employed. You have confidential information pertaining to your previous employer, which you believe will help your present employer in winning the contract. Should you share this information?**



#### **1.24 Use of Information Technology and Company Resources:**

Company assets include but not limited to the Company's physical facilities, property and equipment, electronic communication devices, intellectual property (includes but not limited to its trademark, brand name and logo), confidential information, files and documents, as well as inventory, computer networks, and supplies.

- i) Employees are responsible for using Company assets for legitimate business purposes only. Company is at all times, authorised and entitled to access the Company assets and/or any information saved on the same and use the same in any manner it deems fit.
- ii) Personal use of Company assets should be incidental and kept to a minimum and should have no adverse the work environment.
- iii) Do not use Company's equipment or systems, including email and the internet, to download, create, store or send content that others might find offensive and which is not official. Company does not take responsibility for safety and security of any non-official and/or personal and/ or personal sensitive data on Company's assets including Company provided laptop.
- iv) Do not share passwords. Refer and comply with Company's IT policies.
- v) Comply with Company's password security requirements such as periodically changing access passwords.
- vi) Report any suspicions you may have concerning theft, embezzlement, or misappropriation of any Company property.
- vii) Any suspected loss, misuse or theft of Company's assets must be reported to your manager or HR manager.
- viii) Employees must report any suspicious act which impacts on productivity.
- ix) Employees must ensure any removable IT equipment is secured when left in the office overnight, is locked away or put out of sight when left unattended at home, in a hotel or in a vehicle. When travelling, keep it with you at all time.
- x) During the office hours, no employee will use personal or Company provided mobile camera and or any other gadget for taking pictures, videos, recordings without the written permission from the HR Department. Further, prior permission will also be required to be obtained from colleagues and/or other employees before taking their pictures, recordings and or making



videos, during the course of employment. . However, taking of pictures is permitted in exceptional situations or on a specific event after taking prior approval from the HR or immediate reporting manager, *provided*, except in the case of investigation/audit either by the Quality or the Management Assurance Team or the Legal Team or by any other team as approved by the CHRO, taking of pictures, videos and recording will be permitted.

- xi) Employees must not forward emails pertaining or related to the Company to any non-official E-Mail accounts via any electronic gadgets or otherwise
- xii) Employees must not expose Company's information by storing or synchronising Company's information from official and/or personal device other than the intended purpose
- xiii) Employees must not access Company's Systems or Information after leaving Company's employment. The employee shall surrender Company's gadgets as provided by the Company immediately on the termination of their office/employment including but not limited to the access to the official E-Mail.
- xiv) Employees must not use their official E-Mail address for any non-business related websites or for any online activity.
- xv) Employees must not use Company's systems or equipment to intentionally defame, slander or lower the reputation of any person and/or entity or their goods or services.
- xvi) Employees must not use Company's system or equipment to intentionally access, store, send, post or publish material that is:
  - Pornographic, sexually explicit, indecent or obscene, or
  - Promotes violence, hatred, terrorism or intolerance, or
  - Is in breach of local, national or international laws
- xvii) Employees must not run or engage in any form of private business using Company provided IT equipment.
- xviii) Employees must not remove Company's physical assets or property from Company/ Store premises without permission or use them for inappropriate purposes.
- xix) Employees must not bring any electronic devices or gadgets or otherwise to any Company owned, operated or otherwise premises other than the mobile phone.

E.g.:

- i. I will not use any resources of the Company, e.g. office staff, office time, telephones, cars, guest-houses, stationery, etc. (other than those legitimately allowed by virtue of conditions of my employment with the Company) for personal benefit of myself, family members, relatives, friends etc.
- ii. I will not ask subordinates to invest their time to do my personal work.

*Refer to Company's IT Policies for further clarification.*

#### **1.25 Cooperating with surveys, investigations and inquiries**

- i) All Employees are responsible to cooperate and tell the whole truth when responding to an investigation or audit and never alter or destroy records in response to an investigation, or when an investigation is anticipated.



- ii) All Employees are required to cooperate fully and truthfully with designated audit and investigations professionals.
- iii) Unless authorized, you should never conduct an investigation yourself and or engaging third party for the same
- iv) All employees are required to cooperate fully and truthfully with designated audit and investigations professionals. Never mislead any investigator and never alter or destroy documents or records in response to an investigation.

#### **1.26 Political involvement**

- i) Employees must always make it clear that their views and actions are their own and not those of the Company and employees must never use Company's resources to support their personal choice of political parties, causes or candidates.
- ii) You cannot commit on behalf of the Company to any corporate political spending, donating products, services, transportation, etc.
- iii) Take steps to ensure that your individual political opinions and activities are not viewed as those of Company.
- iv) Never pressure another employee, customer or business partner to contribute to, support or oppose any political group or candidate.
- v) Employees campaigning for political office must not create, or appear to create, a conflict of interest with their duties to Company.

#### **1.27 Business records and internal controls**

- i) Always be accurate, complete and truthful when submitting financial, quality or safety results.
- ii) Do not record false sales or record them early or late, understate or overstate known liabilities and assets, or defer recording items that should be expensed.
- iii) Make sure that financial entries are clear and complete and do not hide or disguise the true nature of any transaction.
- iv) Do not maintain undisclosed or unrecorded funds, assets or liabilities.
- v) Create business records that accurately reflect the truth of the underlying transaction or event.
- vi) Be as clear, concise, truthful and accurate when recording any information. Avoid exaggeration, colourful language, guesswork, legal conclusions and derogatory characterizations of people and their motives.
- vii) Create financial records that conform both to applicable standards of accounting and reporting and to Company's accounting policies and procedures.
- viii) Do not sign documents including contracts without authority. Sign only those documents which you are authorized to sign and that you believe are accurate and truthful.
- ix) Do not record or approve false or misleading entries, unrecorded funds or assets, or payments without appropriate supporting documentation.

#### **1.28 Harassment-free workplace:**



Harassment can be verbal and/ or non-verbal. Words and gestures can be just as offensive as physical acts. Jokes, obscene gestures, sarcastic remarks, suggestive or insulting sounds, stories or racial comments can be classed as harassment and can create a hostile working environment.

We do not tolerate any form of abuse or harassment in any form therefore we expect every employee to discourage such misdemeanours in the workplace.

- i) Help create a work environment free of all forms of harassment.
- ii) All Employees are responsible for creating behaviour which is not intimidating, hostile or offensive work environment for one or more individuals.
- iii) All the employees are responsible in speaking to the other employees in polite manner without intimidating the other employees.
- iv) Inappropriate comments of a sexual nature or any other sexually offensive behaviour will not be tolerated.
- v) We have zero tolerance to threatening remarks, obscene phone calls, stalking or any other form of harassment.
- vi) We do not tolerate causing physical injury –manhandling or slapping another person.
- vii) We do not tolerate intentionally damaging someone else’s property or acting aggressively in a manner that causes someone else to fear injury.
- viii) We do not tolerate threatening, intimidating or coercing other employees on or off the premises—at any time, for any purpose.
- ix) We do not tolerate carrying of weapons in the workplace; this includes not only our facilities, but also parking lots, guest houses and/or alternate work locations maintained by the Company.
- x) Employees must speak out when a co-worker’s conduct makes them/others uncomfortable.
- xi) Do not tolerate any form of sexual harassment including requests for sexual favours, or other unwelcome verbal and/or physical conduct of a sexual nature.
- xii) Demonstrate professionalism at the workplace.
- xiii) Promote a positive attitude towards policies designed to build a safe, ethical and professional workplace.

*Refer and comply with POSH Policy on Sexual Harassment.*

**Remember**

We do not tolerate harassment in any form and therefore we expect every employee to discourage such misdemeanours in the workplace.

**1.29 Personal relationships in the workplace**

We respect the privacy of our employees but recognize that personal relationships may interfere with work.



- i) Employees may not have an intimate relationship with another employee if they have any influence over the other employee's salary and/ or career path in any manner.
- ii) If such a relationship exists, it must be immediately reported to HR and the reporting manager.

### **1.30 Borrowing –Lending between employees**

Any act of engaging in and/or facilitating any financial dealing/s including money lending and/or operating Chit Funds whatsoever with colleagues, or their family members, vendors, third parties is violation of the Code.

### **1.31 Use of personal gadgets at workplace**

All the employees are responsible to ensure that the electronic gadgets of the Company should be used only for business communication purposes and not for personal use and the same should not be used for any unlawful, libellous, abusive, threatening, harmful, vulgar, obscene or otherwise objectionable material of any kind or nature.

- i. No employee should use his personal hardware / software in the office unless approved by the IT Head or the CHRO.
- ii. The employee is responsible to give disclosure about carrying personal gadgets at workplace- other than mobile phone and smart watch. Such a disclosure of gadgets will be given in writing by the employee to his/ her immediate reporting manager.
- iii. All the employees are responsible for their own gadgets and Company will not be responsible for loss of the employee's gadget at workplace.

## **2. Compliance with Lawful Orders/Directions**

Employees are required to comply with any lawful order or work direction given by any person authorized to make such an order or work direction. Any doubts as to the propriety or legality of an order or work direction should be referred to the relevant manager for resolution.

**2.1 Adherence to Company Policies:** As a responsible Manager, in keeping with the Performance Appraisal Policy, conduct the performance appraisal of team members in a professional manner within the stipulated time.



## 2.2 Sharing of Information:

- i. As a Circle Director and Circle HR to hold quarterly meetings to communicate all relevant information such as Company's circulars, major changes that impact our business and Unit etc. to the employees.
- ii. Provide all information which is vital to enable the employees to perform their job in the best possible manner.

### **B. Customer: The customer is the focus of everything we do**

- I. We are committed to our customers, to fulfilling their present needs and anticipating their unmet needs. We are dedicated to continually improving the quality, usefulness, value of our products and services that help our customers. E.g.:
  - a) I will attempt to adapt innovative solutions to customer needs.
  - b) I will convey results of customer satisfaction survey to my concerned teams.
- II. We shall not enter into any activity constituting anti-competitive behaviour such as abuse of market dominance, collusion, participation in cartels or inappropriate exchange of information with competitors.
- III. We shall market our products and services on our own merits and not make unfair or misleading statements about the products and services of our competitors.
- IV. We shall not use any abusive language and/or make any derogatory remarks to demean the Customers (*including our colleagues*) and shall not engage into any personal relationship with the Customer including messaging/calling the Customers.
- V. We provide value for our customers through productive relationships, quick response and simplicity in all that we engage in. E.g.:
  - a) I will ensure that I and my team members stick to time limits to attend to customer complaints.
  - b) I will strive to attain high scores for my unit in customer satisfaction survey. Should I get low scores, I will think positively and work genuinely towards improving upon them.
  - c) I will treat a customer complaint as an 'opportunity' and not as a 'complaining' customer.
- VI. We respect our customers' right to privacy in relation to their personal data and shall protect such personal data as prescribed under applicable laws.



- VII. We strive to make our Company the customers' business partner of choice. E.g.:
- a) I will always provide the best products and services at a competitive price to our customers so that they prefer to do business with us. I will give excellent after-sales service to my customers.
- VIII. We strive to be always a good Corporate Citizen.

## Q&A

**You are attending a vendor meeting with a colleague, and your colleague makes an untruthful statement about the company's services. What should you do?**

You should assist your colleague in correcting the inaccuracy during the meeting if possible. If this is not possible, raise the issue with your colleague after the meeting to enable him/her or the company to correct any misrepresentation made to the vendor.

## C. The Government

- 1) We respect the Government, laws and institutions where we operate. While participating in the democratic process, we remain apolitical. E.g.:
  - a) As an employee, I will not stand for elections for any legislative body.
  - b) Whenever I receive a request from a political party / independent candidate for fund, I will direct them to the CHRO or the CFO.
  - c) I will not use any Company resources for furthering the political interest of any party or individual.
  - d) Whenever I receive any request from government agencies for information / opinion, I will forward it to the CHRO or the CFO .
  - e) I will exercise my right to vote in the general elections.
  - f) If I am invited to participate in public discussions to shape policy matters, laws, etc., I will always consult my immediate senior before making such a commitment. I will clearly publicly highlight that the opinions are personal and in no way represent Company's opinion. I will ensure that my opinion does not adversely affect the business interests of our Company.
- 2) We engage with the government and regulators in a constructive manner in order to promote good governance. We conduct our interactions with them in a manner consistent with our Code.
- 3) We do not impede, obstruct or improperly influence the conclusions of, or affect the integrity or availability of data or documents for any government review or investigation.
- 4) We comply with Prevention of Corruption Act, 1988 and other relevant statutory provisions for tackling corruption and monitoring money laundering.



#### D. Environment, Health & Safety

- 1.1 Respect for the environment forms part of everything we do. We pledge to protect the environment, health and safety of employees and are committed to the same in communities that we operate in. E.g.:
  - a. Whenever any deviations from the environmental norms come to my notice, I shall inform the concerned team i.e. Quality Team.
  - b. I will follow the safety standards at my workplace.
- 1.2 We pledge to protect the environment, the health and safety of employees and are committed to the same in communities that we operate in.

Individually and collectively, each of our employee across all levels today reaffirm commitment to these Corporate Principles that guide us in the conduct of our business and people relationships. They are our character.

#### Exceptions to the Policy:

While some of the policies contained in this Code must be strictly adhered to and no exceptions can be allowed, in other cases exceptions may be appropriate. Any employee or officer who believes that a waiver of any of these policies is appropriate in his or her case should first contact his or her immediate supervisor. If the supervisor agrees that a waiver is appropriate, the approval of the CHRO- Mr. Ganesh Subramanian at [ganesh.subramanian@moreretail.in](mailto:ganesh.subramanian@moreretail.in) and Legal Head – Ms. Ranjana Saboo at [Ranjana.Saboo@moreretail.in](mailto:Ranjana.Saboo@moreretail.in) must be obtained.

Some of the exceptions to the Policy include, additional sources of Income generated from the following:

- Income from house property such as rent, leasing, sale of movable and or immovable property/assets.
- Income from any inherited property/assets.
- Income from investment in stock market, mutual funds, bonds, including interest income from fixed deposits/recurring deposit, NSE, PPF and/or any other any other scheme run/approved by the Government.
- Income from commodities, bit coins, etc.

The above listed matters will not fall under the exception if obtained in unlawful, illegal manner and/or in breach of the applicable law of the land.



## Some Examples of What May Be Construed as Violations

This section enumerates some illustrative examples of what could be construed as a violation. Violations can be categorized in three areas.

### *Violations causing Personal Grievances:*

These are violations having a direct impact on an employee and / or members of his family. Illustrative examples of such violations are.

- A Manager not updating his team members on relevant Company's Circulars;
- Putting forward a colleague's effort as one's own;
- An employee using abusive language;
- A Manager asking an employee to do his personal work;
- Using guest houses to accommodate persons not connected with our business;
- Promoting a colleague on the basis of criteria other than merit; and
- Delays in receipt of dues by an employee.

### *Violations compromising Personal Integrity:*

These are violations where an employee has compromised on his personal integrity. Illustrative examples of such violations are:

- Accepting consideration for favouring a supplier;
- Pressurizing business associates (e.g. a bank) to employ a relative on criteria other than merit;
- Using office time or office resources for personal work;
- Awarding a contract on criteria other than merit;
- Offering illegitimate commissions to a customer;
- Showing personal expenses as business expenses; and
- Camouflaging personal trips as official trips.

### *Violations relating to Organizational Issues:*

These are violations which an employee feels will impact the organization. These relate to the structures, systems, processes and policies of the organization. Illustrative examples of such violations are:



- An employee talking rudely to customers on a regular basis;
- A Marketing Manager not responding to the needs of customers; and
- Making donations to a political party from Company's funds without authorization from the Company.

### Enforcement Mechanism

Even though the Company hopes that there will be voluntary compliance by all Employees of the Code of Conduct, it feels it's necessary to have a mechanism in place to deal with deviations. Such a mechanism will provide an outlet for conscientious employees to help the Company enforce this Code adequately and take disciplinary action against those diluting the same. This mechanism provides alternative ways of dealing with the three kinds of violations listed above.

To promote ethical behaviour and a culture of compliance, Company offers *Toll-Free Ethics Hotline* phone and web-reporting tools. These tools provide all Company employees a way to report their concerns. Both the telephone hotline and the web-reporting tool are operated by specially trained third party representatives. All information reported through the telephone hotline and the web-reporting tool is forwarded to the Company's personnel responsible for administration of the Code.

You are encouraged to identify yourself when using the Compliance Hotline as this information often helps promote a thorough response or investigation.

### Where to Report?

S.No.	Reporting Channel	Contact Information	Availability
1	Phone	1800 200 0226	7am to 11pm on weekdays (Mon to Fri)
2	Email	<a href="mailto:moreconnect@ethicshelpline.co.in">moreconnect@ethicshelpline.co.in</a>	24 X 7
3	Web Portal	<a href="http://www.in.kpmg.com/ethicshelpline/moreconnect">www.in.kpmg.com/ethicshelpline/moreconnect</a>	24 X 7
4	Post Box	P. O. Box No 71, DLF Phase 1, Qutub Enclave, Gurgaon - 122002, Haryana, India	24 X 7

Or you can also write to the Ethics Officer at [prerna.verma@moreretail.in](mailto:prerna.verma@moreretail.in) or to the Legal Head at [ranjana.saboo@moreretail.in](mailto:ranjana.saboo@moreretail.in).

Incident can also be reported to the regional Value Standard Committee at following Id:



S.No	Region	Email-ID
1.	North Circle	<a href="mailto:VSC.north@moreretail.in">VSC.north@moreretail.in</a>
2.	East Circle	<a href="mailto:VSC.east@moreretail.in">VSC.east@moreretail.in</a>
3.	Telangana	<a href="mailto:VSC.tg@moreretail.in">VSC.tg@moreretail.in</a>
4.	Andhra Pradesh	<a href="mailto:VSC.ap@moreretail.in">VSC.ap@moreretail.in</a>
5.	Tamil Nadu & Kerela	<a href="mailto:VSC.TN&amp;KE@moreretail.in">VSC.TN&amp;KE@moreretail.in</a>
6.	Karnataka & West	<a href="mailto:VSC.KN&amp;West@moreretail.in">VSC.KN&amp;West@moreretail.in</a>

It is the responsibility of everybody at the Company to report any known or suspected unethical conduct, which include any violation of the Code, by Employee or anyone in any way associated with Company. The Company is committed to protect all Employees who report unethical conduct from reprisal and to offer any necessary support to individuals who make reports. When an Employee makes a report of unethical conduct they should do so in good faith.

#### Q&A

**My supervisor has asked me to do something which I believe may be illegal. I am afraid if I do not do what I am told, I could lose my job. Should I do it?**

No. Breaking the law is never an option. Discuss the situation with your supervisor to be certain that you both understand the facts. If your concerns are not resolved, contact a higher level supervisor, the Ethics Officer, the Legal department or report them via the company's confidential reporting system.

#### Bad Leaver:

Any employee whose services are terminated\* by the organization as an outcome of decision taken on value violations or one of the below reasons, would be termed as a "Bad Leaver". Such employee's services can be terminated by the Company with immediate effect and he/she would cease to be an employee of the Company. Such violation can be due to, but not limited to, one of the below reasons:

- (a) Violating company values.
- (b) Employee is absent for prolonged periods without any notice and is deemed as 'unauthorized absence'.
- (c) Employee is engaging in wilful, reckless or grossly negligent misconduct as determined by conditions laid out in code of conduct.
- (d) Employee is convicted for a crime, which sentences the Employee to imprisonment for any term
- (e) Employee guilty of fraud, moral turpitude, misfeasance, breach of trust or wrongful disclosure of any secret or confidential information about the Company to any third party employment in any other organization.



- (f) Employee is engaging, directly or indirectly, either individually or in partnership with, as part of a joint venture with, or as a shareholder or officer or employee or consultant or otherwise in conjunction in any other manner with any person during the term of employment who is engaged in the business similar to or competing with the business of the Company; or promotes, is a part of the founders/ founding team of, or takes up any position with or provides any services to, any Person who has within the prior twelve (12) months commenced, or is proposing to commence, the business similar to or competing with the business of the Company or any other event as specified under the rules of the Company.

*\*for all such employees, the 'reason for separation' will be recorded as 'termination' along with the 'cause for termination'. These employees would be blacklisted from being rehired by the Company with regards to any future employment opportunity.*

### Good Leaver:

Any Employee who resigns and leaves the company due to reasons other than the ones mentioned above under "Bad Leaver" would be termed as a "Good Leaver".

### How Can You Help?

As an Employee, you can help in strengthening our Corporate Principles & Code of Conduct, by understanding and practicing the Code. You could also help others practice the Code. Your initiative in this regard will cement the Codes and retain it as a permanent feature of the Company.

Yes, we are aware that there may be some violations of the Code. If you are aware of any such violations, please use the Enforcement Mechanism to correct the same so that it does not recur.

However, before you use the mechanism you must ensure the following:

- You have read and understood the Code.
- When you report any violation keep in mind the interest of the Company and your genuine concerns rather with any malice or vindictiveness.
- You will decline politely any requests for acts that may violate the Code.

### FAQ's

Q. Will this document apply to all levels?



A. Yes, this document will apply to all levels right up to the Managing Director.

Q. When I was traveling, I received a gift from a supplier that I believe exceeds our Acceptable Limit. What should I do?

A. If you have received any gift which exceeds the Acceptable Limit, i.e. anything exceeding Rs.5000/- received with prior written approval of reporting manager, such gift should be reported to the reporting manager who will decide whether such gift will be retained or returned. If your reporting manager is uncertain how to treat the gift, she/ he should seek clarification from the Ethics Officer or the Legal-Head.

Q. Can I accept sweet boxes, chocolates as a gift?

A. As a normal business practice, gifts such as sweet boxes, chocolates may be accepted, if it does not put you under any obligations. It may be a good idea not to accept such gifts at residence but to receive it at office and share it with your colleagues.

Q. If someone sends me an expensive gift, what do I do with it?

A. You should return such gifts clearly writing to the sender that it is against the Company's policy. A draft letter is enclosed in annexure 'A'.

Q. Can I accept gifts on occasions like Diwali, New Year, Christmas, etc.?

A. The policy of not accepting gifts, as referred in the conduct above, is applicable irrespective of the occasion.

Q. Can I refer a matter where I have not been provided any dues?

A. If your dues are not settled and you do not receive response from your manager / HR within the time specified in this document, you may report this matter.

Q. Can I report any harassment suffered by me or my family members inflicted by a colleague?

A. Yes, such cases can be reported.

Q. Can I report the misuse of office resources by the spouse of an employee?

A. Yes, such cases can be reported.

Q. Can I report any revengeful action by my Manager?

A. Yes, such cases can be reported.

Q. What protection is offered to me if I chose to identify myself while reporting?

A. Enforcement Mechanism has in-built guards to ensure secrecy of your identity. It will also be ensured that you are not subjected to any vindictiveness.



Q. What details do I have to provide while I am reporting a violation?

A. While reporting, please provide the following:

- Nature of violation.
- Description of violation.
- Documentary evidence (where available).
- Action suggested course of action, if any.
- Your name (optional while reporting violations relating to personal integrity).
- Any other source of information you consider useful for further investigation.

Q. Would any action be taken against me for an unsuccessful business decision made by me, applying normal business prudence and diligence?

A. We recognize that business decisions made even with normal business prudence and diligence could fail. It is the intention of this document to encourage employees to be accountable and not to take punitive action for such business decisions.

Q. What action would be taken against a person violating, when provided?

A. The actions could range from reprimand to dismissal.

Q. Can I contribute to making this code more effective or adding new clauses?

A. Yes. Your commitment to practicing these principles and Code of Conduct in letter and in spirit is vital to make it most effective. Whenever you see any deviations in the practice of this Code, take it upon yourself to guide your colleague in the right direction.

Your feedback and suggestions are invaluable. Please send them to: CHRO, More Retail Private Limited (Formerly More Retail Limited), 5<sup>th</sup> Floor, Skyline Icon, 86/92, Andheri Kurla Road, Near Mittal Industrial Estate, Andheri (East), Mumbai 400059



**ANNEXURE 'A'**

Draft reply for returning gifts:

Dear \_\_\_\_\_,

At the outset, I wish you a very happy \_\_\_\_\_ (occasion). I thank you for your thoughtfulness in sending me a gift on this occasion. However, as a Company policy, we do not accept any gifts. I trust you will appreciate my returning the same.

With best wishes.



**ANNEXURE 'B**  
**My Commitment**

I, Mr. / Ms. \_\_\_\_\_, as an employee of the More Retail Private Limited, have read and understood the Company's Corporate Principles and Code of Conduct.

I acknowledge that as a Company employee, I am required to comply with the guidelines described therein and failure to do so may subject me to action as per my employment terms and relevant company policies.

If I have a concern about a violation, or a potential violation of the Company's Code of Conduct, I understand that there are channels available to me in my Company to report such concerns. By making use of these channels when necessary, I will play my part in maintaining the high ethical standards to which we hold ourselves.

I acknowledge that I have received and have understood the Company's Code of Conduct.

(Name & Signature)

Date:

Place:



ANNEXURE 'C  
DECLARATION FORM –

DECLARATION OF FAMILY MEMBERS / RELATIVES\*

I understand that working with relatives in the same department /area or any other department where they can influence each other’s work can potentially create conflict of interest and hence needs prior approval of Human Resources Department.

In view of the above, I hereby confirm that:

- ***I do not have any relatives working in More Retail Private Limited as on date***

- ***I do have relatives working in More Retail Private Limited as on date (given details below)***

Sl. No.	Name of Relative	Relationship	Department/Store Name

***Relative of an employee shall mean and include a member of an employee’s family or extended family, whether related by blood or marriage, and may include the following (a)Spouse (current or former); (b) fiancé /fiancée, significant other, domestic partner, live-in partner/common-law partner, civil union partner and the like; (c) Brother or sister of the employee (including step and adopted relations); (d) Brother or sister of the spouse of the employee (including step and adopted relations);(e) Any lineal ascendant or descendant of the employee (up to 3 generations) i.e., children (including stepchild and adopted child) and grandparents;(f) Any lineal ascendant or descendant of the spouse of the employee (including step child and adopted child); and (gf) Spouse (current or former) of the person referred to in (c) to (f).***

***I also confirm that in future if any of my relative joins More Retail Private Limited, I will immediately make Human Resources Department aware of this in writing.***

Name		Signature	
Department		Grade	
Location		Date	

(Name & Signature

Date:

Place:

\_\_\_\_\_