



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

I. POLICY STATEMENT AND PURPOSE

One of the core principles set out in the Swiggy Limited Code of Conduct states, ‘*Swiggy upholds its commitment to conducting business with integrity, devoid of corruption and bribery and comply with Anti-Bribery and Anti-Corruption laws as applicable to us.*’ Our Company is committed to acting professionally, fairly and with integrity in all its business dealings and relationships, and to implementing and enforcing effective systems to counter bribery. This includes compliance with all applicable laws, prohibiting improper payments, gifts or inducements of any kind to or from any person, including officials in the private or public sector, customers and suppliers. Swiggy Limited includes its subsidiaries and affiliates, collectively referred to as ‘**Swiggy**’ or ‘**Our Company**’ or ‘**the Company**’ throughout this policy.

The purpose of this Anti-Bribery and Anti-Corruption Policy (‘ABAC Policy’) is to ensure that the Company sets up adequate procedures in order to prevent the Company’s involvement in any activity relating to bribery, facilitation payments, or corruption, even where the involvement may be unintentional. It requires employees, directors, officers of the Company and third parties subject to this ABAC Policy to recognize questionable transactions, behaviour or conduct, and to take steps to record, comply and follow procedures set in place to deal with such behaviour or conduct.

The guidelines in this ABAC Policy supplement the Swiggy Code of Conduct and should be read in conjunction with:

1. Swiggy Code of Conduct
2. The Whistle Blower Policy
3. Any guidance published pursuant to this policy
4. Any other relevant policy, as may be implemented from time to time.

II. SCOPE AND APPLICABILITY

1. This ABAC Policy is applicable to our Company and all activities undertaken for or by the Company directly or indirectly
2. We uphold all laws relevant to countering bribery and corruption applicable to us in the conduct of our business across all the jurisdictions in which we operate including, the Indian Prevention of Corruption Act, 1988 (“PCA”) and as applicable, the U.S. Foreign Corrupt Practices Act (“FCPA”), the UK Bribery Act (“UKBA”)

In addition to the PCA, the following laws in India also apply to offences relating to or resulting in corruption and bribery and resolutions available in case of occurrence of corruption or bribery:

- (i) Bhartiya Nyaya Sanhita, 2023 (“BNS”)
 - (ii) Prevention of Money Laundering, 2002
 - (iii) Central Vigilance Commission Act, 2003
 - (iv) The Lokpal and Lokayukta Act, 2013.
3. We also remain bound by all laws relevant to countering bribery and corruption applicable to us in the conduct of our business across all the jurisdictions in which we operate, not limited to those



listed above and as may be amended or added from time to time. These are deemed to be included under this policy even if not otherwise mentioned in the policy.

- 4. In case any of the provision(s) of this Policy is found to be conflicting with any applicable laws and/or statutory provisions which might govern and/or impact the said provisions of this Policy, such applicable laws and/or statutory provisions shall override the relevant provisions in this Policy, and remaining provisions of this Policy shall remain in full force and effect.

Remember

Violation by even a single employee of any law relating to anti-bribery and anti-corruption could result in severe financial penalties and cause irreparable reputational damage to the company

III. ENFORCEMENT

All reports and complaints in relation to this ABAC Policy shall be raised to the Ethics team at ethics@swiggy.in and any doubts in relation to this ABAC Policy shall be raised to the Compliance Officer at abac@swiggy.in. Every report and/or complaint raised in relation to any suspected violation of this ABAC Policy shall be reviewed or investigated by the Ethics and Integrity Team of Swiggy. Any action required to be undertaken under this ABAC Policy shall be taken under the oversight of the Ethics Committee in accordance with this ABAC Policy and Code of Conduct of the Company.

IV. DEFINITIONS

<p>What is a Bribe?</p> <p>Bribe includes the offer, promise, giving, demand or acceptance of an undue advantage as an inducement for an action to gain any commercial, contractual, regulatory, competitive or personal advantage.</p> <p>A bribe may be anything of value and not just money and often involve gifts, inside information, hospitality or entertainment, sexual or other favours, offering employment to a relative, payment or reimbursement of travel expenses, or anything else of value that is intended to drive behavior in a manner desirable to the person offering the bribe.</p> <p>Bribery includes advantages provided directly, as well as indirectly through an intermediary.</p>	<p>What is Corruption?</p> <p>Corruption is the abuse of public or private office for personal gain and includes wrongdoing on the part of those in power through means that are illegitimate, immoral or incompatible with ethical standards and is associated with bribery.</p> <hr/> <p>What is a Kickback?</p> <p>A kickback is a form of corruption that involves two parties agreeing that a portion of their sales or profits will be kicked back (given back) to the purchasing party in exchange for making the deal.</p>
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“Anything of Value” includes any benefits, favors or advantages (with no minimum amount or threshold). It may be in any form, tangible (such as cash or cash equivalents, hospitality, cars, jewelry, home improvements, travel, loans, shares, etc.) or intangible (such as inside information, stock tips and improper assistance in arranging a business transaction).

“Employee(s)” means every full-time or part-time Employee (whether regular, fixed-term or temporary) including all directors and officers of the Company. This policy is also applicable to all employees including trainees, management trainees, apprentices, interns, on-roll and off-roll employees of the Company.

“Code of Conduct” shall mean the Swiggy Code of Conduct of the Company as may be amended from time to time.

“Lobbying” means the process of influencing or attempting to influence legislative action or non-action through oral or written communication by expressing Swiggy’s viewpoint and interest in any proposed government action and attempting to persuade government officials and policy makers to act in a way that is appropriate and beneficial for the public in general including the Company. Lobbying does not include routine contact with Public Officials in connection with normal government processes, such as regulatory audits, application for procuring licenses, permits and approvals, statutory inspections amongst other interactions.

“Third Party(ies)” means any individual or organization that You may come into contact with during the course of your engagement with the Company, and includes any individual or organization, who transact/interact with Swiggy including but not limited to actual and potential clients, suppliers, vendors, distributors, strategic partners, business partners, consultants, business contacts, intermediaries, representatives, investors, research analysts, agents, advisers, joint ventures and government & public bodies including their advisers, representatives and officials, politicians and political parties.

“Relatives” means

1. (i) spouse and children including step children; (ii) siblings and their immediate family and (iii) parents.
2. It also includes spouse’s (i) siblings and their immediate family and (ii) parents.
3. An individual who is financially dependent on you, or who you are financially dependent on regardless of the relationship.

Spouse shall be deemed to include partner(s) or described through any other term that may be used to depict a similar relationship.

“Immediate family” shall include spouse, siblings, parents and children of the individual.

“Public Official (Government Official or Public Servant)”

In the Indian context, a public official would include (but not be limited to) the following:

1. any person holding a legislative, executive or administrative office of the government (domestic or foreign), or acting in the official capacity for or on behalf of a legislative, executive, or administrative office of the government (domestic or foreign), whether appointed or elected, whether permanent or temporary, whether paid or unpaid, irrespective of that person’s seniority



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2. any person in the service or pay of the government or of a corporation established by or under a central, provincial or state statute, or an authority or a body owned or controlled or aided by the government or a government company or is remunerated by the government by fees or commission for the performance of any public duty
3. any judge, including any person empowered by law to discharge, whether by himself/herself or as a member of any body of persons, any adjudicatory functions
4. any person authorised by a court of justice to perform any duty, in connection with the administration of justice, including a liquidator, receiver or commissioner appointed by such court
5. any person who performs a public duty, including for a public agency or public enterprise, or provides a public service, as defined in the domestic law of the country and as applied in the pertinent area of law; and
6. any other person defined as a “public official” under the domestic law. “State” means all levels and subdivisions of governments (i.e., local, regional, or national and administrative, legislative, or executive).

V. GENERAL PRINCIPLES

1) Gifts and Hospitality

- a) Gifts, entertainment, and hospitality may be acceptable if they are reasonable, proportionate, made in good faith and in compliance with the Company’s policies and various advisories issued from time to time under the foregoing. Any doubts in this regard shall be raised to the Compliance Officer at abac@swiggy.in

- b) What is a “Gift”?

A gift is anything of value and would encompass any gratuitous monetary or non-monetary benefit. It includes tangible items such as cash, precious metals, stones, jewellery, art, and any of their equivalents, but also intangible items such as discounts, services, loans, favours, special privileges, advantages, benefits and rights that are not available to the general public

A “gift” also includes meals, entertainment, hospitality, vacations, trips, use of vacation homes, tickets to sporting or music events, outings, vendor familiarization trips and use of recreational facilities. Under no circumstances should any employee ever solicit a gift from any person or company that is doing, or seeks to do, business with the Company. Note that meals, entertainment and hospitality may also qualify as a gift, unless they fall within reasonable bounds of value and occurrence

- c) Offering gifts in order to win or keep business is unethical and, in many cases, illegal. Further the policy will also apply if a gift is offered for the benefit of a specific group or department at the Company (including as a prize to be distributed at a party or event). All gifts received should be promptly reported to ethics@swiggy.in if they are not in the ordinary course of business or not in compliance with the policies issued by the Company or as per applicable law. Gifts of cash or cash equivalents must never be accepted
- d) If you find it difficult to provide a comfortable answer to questions on appropriateness of a gift, or if you are unsure if you should accept something of value, you may reach out to the Compliance Officer at abac@swiggy.in.



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e) As a general guide, the giving or receiving of gifts or hospitality may be acceptable if it meets all the following requirements:

- i)** Is bona-fide and made in the normal course of business and does not create the appearance (or an implied obligation) that the gift giver is entitled to preferential treatment, an award of business, better prices, or improved terms of sale or service
- ii)** Complies with local laws and customs (including cultural and religious festivals) and is not prohibited under applicable law
- iii)** Would not influence, or appear to influence, or cause a conflict of interest for the gift giver or receiver
- iv)** Does not include cash or cash equivalents, gold or other precious metals, gems or stones
- v)** Does not include any form of services or non-cash benefits such as promise of employment
- vi)** Disclosure of the same does not cause embarrassment to the giver or receiver or to the company in question
- vii)** Is fully documented and supported by original receipts and accurately recorded in the books of accounts
- viii)** Is given openly, not secretly and in a manner that avoids the appearance of impropriety
- ix)** It is in compliance with the specific guidelines set out in the Company's policies.
- x)** Refusal for gifts and hospitality

In case where appropriate prior approvals was not obtained and refusal is not feasible (for instances, Dinner offered by a potential brand or service provider at a fine dining restaurant, exchange of gifts at the time of finalization of a on-boarding completion for a restaurant or brand), post facto disclosure must be made in accordance as defined under this policy.

xi) Procurement

Procurement shall be made in accordance with the Swiggy's Procurement procedures or equivalent. Internal stakeholders who are specifically responsible for or involved in procurement of goods / services area shall take particular care when exposed to such situations to ensure compliance with the guidelines laid down in this Policy.

xii) Reimbursement for gifts and hospitality

In case of expenditure incurred in relation to offering gifts and hospitality by an employee, reimbursement for such expenses incurred will be approved post submission of all the relevant supporting documents (i.e., valid invoice) along with document evidencing prior approval in accordance with the defined approval matrix depending on the value threshold

xiii) Record Keeping

Employees and Other Parties are required to maintain a record of gifts and hospitality given and received which would detail out following information:

- Recipient name, designation, function and location
 - Name, designation, function and location of the person offering gifts and hospitality
 - Actual or estimated value
 - Gift and hospitality description
 - Nature of the business purpose
 - Date of giving / receiving the gift and hospitality
 - Whether the recipient was a Public Official
 - Details of the approving authority
- xiv)** The Company shall maintain records of all disclosures made along with adequate supporting documentation for a period of 7 years or as defined under applicable legislations, whichever is longer.

Remember

When we offer a gift, it is not done to obtain or retain business, influence business decision or gain an improper advantage in business and should be lawful under the laws of the country where the gift is being given and permitted in line with our policies

xv) Disclosure of gifts received by employees

1. Acceptance of gifts, entertainment and hospitality shall be in accordance with the below limits, in addition to such gifts, entertainment and hospitality being in compliance with guidelines below.

Grade	Limit per instance (INR)	Yearly limit (in INR)
Up to G9	5,000	25,000
G10- G11	15,000	75,000
G12 and above	20,000	2,00,000
CEO of the Company and direct reportees	25,000	2,50,000

Yearly shall mean the financial year b/w 1st April and 31st March of the subsequent year

2. In the event that the value per instance exceeds the thresholds defined, You must politely refuse/ decline when offered, drawing reference to the Company policy prohibiting such gifts, entertainment or hospitality. In the event where a refusal is not feasible or could harm the



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relationship between the Company and the person offering such gifts, entertainment or hospitality, you may accept them but must hand it over at the Swiggy HO reception with the note “*handover under anti-bribery and corruption policy*”.

3. Additionally, All employees are required to disclose within 3 working days through the disclosure mechanism defined in this policy, all gifts, entertainment and hospitality received by them in their capacity as an employee of Swiggy subject to the below exceptions:
 - a. All customary gifts received during specific occasions such as Diwali, New Year, Christmas etc., need not be disclosed if they meet all of the following criteria:
 1. Does not exceed the monetary limits defined above in line with your designation
 2. Are consumables such as sweets, chocolates, gift hampers etc.
 3. Is not cash or cash equivalents, gold or other precious metals, gems or stones
4. Gifts, entertainment or hospitality provided by the Company to its employees are excluded from this requirement.

xvi) Disclosure of gifts given by the Company

1. Approval for all external gifting

- a. All gifts, hospitality, or entertainment is allowed subject to :
 - i. Pre-approved in writing by the functional VP - Upto INR 25,000 per recipient
 - ii. Pre-approved in writing by a CxO - Upto 100,000 per recipient
- b. Further, such gifts, entertainment or hospitality should be customary in nature. These shall be restricted to flower bouquet, lunch, dinner and sweets/ chocolates and mementos only. Such approvals should specify the purpose / event, the date and the recipients. The approvers must exercise diligence prior to such approvals.
- c. All the above should be disclosed with underlying expenditure details within 3 working days in a manner prescribed under this policy with an undertaking to the effect that such gifting shall not violate the provisions of the Anti-bribery and corruption policy or any other Company policy.

2. For distribution of customary gifts to a larger set of stakeholders, the respective function should leverage the routine procurement process of the Company including approval based on the Financial Delegation of Authority Matrix.

3. Prohibition on Gifting to Government Officials

- a. Customary exchanges of gifts, hospitality, or entertainment to be offered to government officials is permitted subject to prior approval. The pre-approval is in place to prevent any appearance of impropriety or influence over official duties. Customary exchange [flower bouquets etc for felicitation purpose etc.] are permitted to the extent of INR 15,000 per instance subject to a written approval from the Department Head / VP and above.

4. Disclosure of Gifts to Third Parties

- a. All gifts made to third parties, regardless of value, must be disclosed.



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- b. The disclosure should include the recipient's name, the nature of the relationship, the purpose of the gift, and its estimated value.
- c. This information shall form a part of the Company's gift register for transparency and audit purposes.

2) Facilitation Payments and Kickbacks

All Facilitation Payments and kickbacks are corrupt payments, and any such payment in the course of our Company's business is strictly forbidden.

Facilitation Payments are often involved in obtaining non-discretionary permits, licenses or other official documents, expediting lawful clearances, providing police protection, whether or not such actions are connected to the award of new business or the continuation of existing business.

Neither You nor any Third Party acting on behalf of Swiggy shall make or accept directly or indirectly "facilitation payments" or "Kickbacks" of any kind.

A kickback is a form of corruption that involves two parties agreeing that a portion of their sales or profits will be kicked back (given back) to the purchasing party in exchange for making the deal.

You shall report suspicions and demands for Facilitation payments/kickbacks to ethics@swiggy.in and refuse to make such payments.

3) Procurement Process & Partner Engagements

- a) Partner here refers to Vendors, Suppliers, Brand Partners and Merchant partners
- b) Employees must follow our Company's processes and adhere to the system of internal controls around partner selection. Such selection should be based on merit and never be based on receipt of a gift, kickbacks, hospitality or payment
- c) Further, where an employee is responsible for Partner relationships, she/he may entertain them for bona-fide purposes only in accordance with the Company's policies
- d) Bribery may also occur on the partner side, for example an employee might accept a bribe or kickback to prefer one partner over another. This may have potentially damaging consequences for relationships with other partners as well as the legal consequences to our Company and would be in clear violation of this policy
- e) When supplier selection is via a formal, structured invitation (often called a 'bid / quotation process'), it is most important that we maintain documentation supporting our internal controls. Employees must familiarise themselves with our Company's procurement processes and must adhere to the same at all times
- f) In the normal course of business, discounts and rebates are offered to Partners . While this is common industry practice, the wide variety of arrangements and the relative complexity of some of them creates a degree of risk that such arrangements could be used to disguise improper inducements (for example, selective dissemination of specific discounts or benefits), and consequently great care needs to be exercised in the deployment of such arrangements.

4) Donations and Sponsorship

The Swiggy Code of Conduct stipulates that, *“We shall act in accordance with the constitution and governance systems of the country in which we operate. We do not seek to influence the outcome of public elections, nor to undermine or alter any system of government. We do not support any specific political party or candidate for political office. Our conduct must preclude any activity that could be interpreted as mutual dependence/favor with any political body or person, and we do not offer or give any company funds or property or other resources as donations to any specific political party, candidate or campaign.”*

Hence below conditions apply for any Political donation or Charitable donation by the Company.

a) Political Donation

- i) Swiggy is 'Apolitical' and does not make donations or contributions, whether in cash or kind, in support of any political parties or individual candidates (i.e., complete prohibition)
- ii) Employees are not allowed to make political contributions from the funds, properties or other resources of our Company except for any political contributions, if any, approved by the Board in accordance with the Swiggy Code of Conduct and in compliance with applicable law
- iii) Employees and Other Parties in their individual capacity are permitted to make political contributions and/or actively volunteer for political parties but not in the capacity of a company representative.

b) Charitable Donation

The Company may make charitable donations for humanitarian needs and other factors, including emergency situations and disaster relief. Such contributions shall be made without demand or expectation, in good faith and in line with the anti-corruption laws, Swiggy Code of Conduct, this ABAC Policy and all other relevant policies and procedures.

- i) Charitable donation or contributions are permitted only subject to fulfillment of following conditions:
 - Such charitable contributions are not dependent on, nor made to win, a business deal. Ensure that charitable contributions do not constitute or give the appearance of bribery or conflicts of interest (i.e., with an intent to obtain or retain business or to gain an improper business advantage), in any form
 - The contribution is always made to the charity and not to any particular individual, except where donations or grants are provided directly to affected victims of a natural pandemic or disasters, pursuant to our Company’s CSR policy.
 - Contributions should be given to entities where the end use of the contribution is known
 - Contributions should only be made to charitable organisations which are registered under the laws of the country



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- As far as possible, background checks on the charitable organisations should be carried out in all cases especially to ensure that the charity does not act as a conduit to fund illegal activities in violation of anti-money laundering laws, anti-terrorism laws and other applicable laws.
- Requests for contribution are required to be in writing, documenting the nature, purpose, value and recipient
- All requests need to be duly evaluated and should be in line with the anti-corruption laws, Swiggy Code of Conduct, this ABAC policy and any other relevant policy and procedure.
- Ensure that charitable contributions are not used as a scheme to conceal bribery
- At minimum, a background check (due diligence) needs to be carried out on the beneficiary entity and its key personnel to identify any adverse findings including relationship with employees or officers of the Company, government entities, public officials, politically exposed persons (“PEP”)
- Any contribution must be permissible pursuant to the terms of this Policy and made with the prior approval of the Corporate Social Responsibility (CSR) Committee of the Board
- For documentation, details of all the contributions made (such as entity name, purpose, amount, period, location among other such details) needs to be maintained.
- Acknowledgement / receipt for each contribution made is required to be maintained in records to support the payment

c) Sponsorships

- i) Swiggy may sponsor an event, in the nature of sports, cultural, educational or other promotional activities, subject to fulfillment of following conditions:
 - A sponsorship is for legitimate business or charitable purpose without any element of quid pro quo and in accordance with applicable local laws and regulations
 - All sponsorship requests are required to be pre-approved by the Head of Marketing or Business CEO’s or Chief Growth Officer and/or such other person as identified for the said purpose
 - Sponsorship agreements are required to be executed between Swiggy and the beneficiary, including ABAC compliance clauses to ensure complete transparency, authorization and disclosure
 - Sponsorship payments should not be inappropriate, illegal or used as a scheme to conceal bribery.

5) Interaction with Public Officials

a) General Principles



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i) Employees, Other Parties and Third Parties may engage with Public Officials on behalf of Swiggy for the purpose of conducting legitimate business. An increased sensitivity and scrutiny of dealing with Public Officials is required. When representing the Company, it is essential to adhere to the following guiding principles during interactions with Public Officials:

- Interactions should be characterized by clarity, openness, and transparency
- Engagement should strictly serve legitimate business purposes, maintaining the utmost professionalism and adhering unwaveringly to ethical standards
- Employees must avoid any actions that could be construed as attempting to influence the independent judgment of Public Officials
- Only payments mandated by law or official regulations should be made
- Any form of facilitation payment is strictly prohibited

ii) In the event of undue advantage or favour requested by any Public Official for performing their official duties, individuals must adhere to the following guidelines

- Immediately reject the request in a clear and explicit way, informing the Public Official that such request will not be attended, and avoid any statement or reaction that could give the impression that the request would be considered
- Individuals are prohibited from giving any promises or assurance, of any sorts, to the Public Officials
- Immediately report the incident ethics@swiggy.in. It shall be the responsibility of the Ethics & Integrity team to maintain adequate records of all such incidents reported to them.

b) Correspondence with Public Officials

The Swiggy Code of Conduct stipulates that, “External communication is a serious matter. It must be carefully managed because information put out with reference to our company or its businesses needs to be clear, truthful and not violate any undertakings we have given to other parties. In each business there are designated managers to make different types of statements to the outside world. These managers should be consulted about any request for information you may receive or information you think we should give out. Only Senior Management personnel and those designated by Swiggy for Government relations/public policy/sustainability or legal work can formulate and express Swiggy’s views on legislation, regulations or Government action”.

i) Designated personnel can undertake interaction with Public Officials, but only through permitted modes of communications such as email, written correspondences on company letterheads, over the phone, fax or in-person meet up. However, interaction through social media platforms and any similar modes are prohibited

- ii) All email correspondences with Public Officials must originate from Swiggy's corporate email account, in case of Employee and from official email id in case of Third Parties
- iii) All email correspondences with Public Officials must be sent to institutional email accounts used by Public Officials and not to any personal or non-institutional email accounts.

In case of any conflict of interest due to personal relationship with a Public Official, an employee is prohibited from undertaking any sort of interaction and is required to immediately disclose the conflict in accordance with Swiggy's Conflict of Interest policy.

c) In-person interactions with Public Officials

Following guidelines shall be adhered with, during in-person interaction with Public Officials:

- i) In all planned/ pre-scheduled in-person interactions with Public Officials (such as meetings, presentations, inspections, official visits, etc.) at least two (2) employees must be present. Ad-hoc visits by public officials or unplanned meetings/ customary calls may be exceptions to this requirement but are required to be informed in writing to the respective Function/ Department heads immediately with the exception being for meetings by CXOs of the Company.
- ii) In-person interactions must take place either at Swiggy's official place of operations or at the workplace of the Public Official. In case of any other location, employees are requested to inform their Reporting Manager and take measures to avoid an appearance of illegitimacy
- iii) Ensure that the relationship between the Public Official and Swiggy Employee must remain strictly professional. Interaction that may create the appearance of illegality must be avoided at all times.

d) Inspection by Public Officials

- i) Interaction with Public Officials for an inspection mandated by any government authority in accordance with any of the applicable laws and regulations, wherever possible, should be scheduled in advance (except for surprise visits). Swiggy employees (along with any Third Party, if any, appointed by Swiggy), responsible for handling such inspection must be present throughout the course of inspection
- ii) While interacting with Public Officials, employees must ensure the following:
 - True and fair disclosure of information as required by the Public Officials at the time of inspection must be presented
 - Not to obstruct the inspection process in any manner and lend complete co-operation for smooth conclusion
 - In case of any possible abuse with respect to the legitimacy of the activities performed by the Public Official, immediately report to ethics@swiggy.in. Any doubts in this regard shall be raised to the Compliance Officer at abac@swiggy.in.



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- If any expenses including any meals, travel or lodging are incurred during the inspection, these expenses must be recorded and must be consistent with the Policy.

e) Record keeping

i) Maintain a register noting down details of all interactions undertaken with Public Officials, including:

- Name, designation, function and location of the employees interacting with Public Officials
- Name and job title of the Public Official with whom interactions were undertaken
- Brief description of the matter for which interaction was undertaken
- Nature and amount of any payment in terms of fee or other charges were paid to the government department
- Details of any business courtesies (meal, refreshment, travel, accommodation, etc) extended towards Public Official, if any
- Details of Third Party Intermediaries appointed to represent on behalf of Swiggy.

f) Employment or hiring of services of ex-government officials

Swiggy permits the employment or engagement of services of former government officials, under the following conditions:

- i) Human Resources Team of the Company [HR] shall ensure that the recruitment or engagement of ex-government officials is based solely on objective criteria and merit
- ii) HR shall ensure that there is no conflict of interest, of any sorts
- iii) The ex-government official must have retired from or been properly released from government service(s)
- iv) The ex-government official must have completed any required cooling-off period applicable at the time of hiring, or must have obtained necessary exemptions or permissions to join private service after retirement or resignation
- v) Ensure that appropriate and thorough background checks have been conducted.

6) Lobbying

Lobbying is the practice of communicating with Government officials and Industry Associations about matters that are important to Swiggy. Examples of lobbying activities include oral, written or electronic communications to a Government official or a Government employee regarding

- a) Formulation, modification or adoption of a legislation, rule, regulation, executive order, policy or position of the Government; or



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- b) Administration of execution of a legislative program or policy; and the nomination or confirmation of a person to the Government

If our work includes meetings with Government, elected officials, all of which might be construed as 'lobbying', we must be aware that such activities are regulated. We should not claim to represent our Company at such meetings unless we are specifically designated by the Company to do so. As a general rule, communications with Government personnel are the responsibility of specific groups within Swiggy

All other employees and other parties, with the exception of certain designated employees, must seek authorization from the appropriate group before contacting, responding to, or meeting with Government personnel.

Third Parties undertaking lobbying activities on behalf of Swiggy are also covered under the purview of this Code.

Guidelines for us and any Third Parties undertaking lobbying with Government or Industry Associations on behalf of Swiggy are summarized below:

- a) Demonstrate professionalism, honesty, integrity, openness, and transparency in all interactions.
- b) Engage responsibly in stakeholder consultations, providing fact-based information and technical expertise to policymakers.
- c) Adhere to all applicable laws and regulations governing lobbying activities.
- d) Respect the confidentiality of any information obtained during the lobbying process.

Always be in compliance with this ABAC policy and when in doubt clarify by writing to abac@swiggy.in

7) Mergers and Acquisitions (Including Joint Ventures) (“M&A”)

- a) For every M&A transactions to be undertaken, the Company must ensure to:
 - i) Carry out appropriate pre-transaction due diligence from ABAC perspective before the transaction is approved, with the objective of evaluating existing/potential risks and established control framework of the target entity, proposed to be acquired or merged with the Company
 - ii) A company that does not perform adequate due diligence regarding compliance with anti-bribery and anti-corruption procedures of the target company prior to a merger or acquisition may face both legal and business risks
 - iii) Our Company, when it is acquiring a potential target, will train new employees, re-evaluate third parties under company standards and where appropriate, conduct audits on new business units

8) Engaging with Third Parties, Consultant and other intermediaries

- a) Our Company may be held responsible for bribes paid allegedly on its behalf by third parties, with severe and often irreparable consequences, even if our Company did not authorize these payments. Therefore, it is critical that we are careful in the selection of agents, that is, those people or companies who act on our behalf
- b) All dealings with suppliers, agents, contractors, service providers, intermediaries, consultants, and advisors, shall be carried out with the highest standards of integrity and in compliance with all relevant laws and regulations. We expect all our third parties to share our values and our ethical standards
- c) Employee(s) and Other Party(ies) who are involved in decisions to recommend or appoint third party representatives should never seek to appoint that Third Party if they have reason to believe that the third party is involved in paying bribes or engaging in any form of corruption
- d) To minimize this risk with the Third Parties, the below should be ensured :
 - i) Perform due diligence of the Third Party and document outcomes
 - ii) Seek Conflict of interest declaration from such third party to ensure that any potential conflicts are known upfront
 - iii) Formal commitment (in writing) is sought from the third party to ensure compliance to the Code of Conduct, ABAC provision and relevant policies as may be amended from time to time;
 - iv) Appropriate anti-bribery and anti-corruption provisions are incorporated in the contracts in consultation with our Company's Legal team, including the right to audit, as well as a clause on termination, if the third party fails to abide by the anti-bribery and anti-corruption terms.
 - v) Provide a reporting channel to such third parties to notify the Company of any facts /complaints of corrupt behaviour of its Employees or affiliates.

9) Risk Assessment and Training

- a) Bribery and corruption risks may vary due to various factors therefore, a risk-based approach shall be taken to build required safeguards
- b) A risk assessment shall be conducted by the Enforcement Officer to identify the risk profile of the Company related to bribery and corruption. This shall include review of external factors (like industry, geographic footprint, regulatory landscape etc.) and internal factors (like policies, procedures, training program, analysis of data, etc.)
- c) Based on the risk profile identified, necessary steps for its mitigation shall be taken. The risk assessment process shall be undertaken once every three years or earlier in case of a major change in factors impacting the risk e.g. nature of business, new regulation, etc.
- d) It is our commitment to ensure that our Company has adequate procedures to combat Bribery and Corruption risks and threats. To meet this objective, annual training will be made available to all business units in relation to the ABAC Policy.

VI. REPORTING REQUIREMENTS AND WHISTLEBLOWER PROTECTION

1) Mode of Reporting

Every employee is encouraged to raise concerns about any bribery issue or suspicion of malpractice or any case of corrupt practice or any breach of this ABAC Policy or applicable ABAC law at the earliest possible stage. Employees may report concerns to the Ethics team pursuant to the ‘Whistleblower Policy’ which is intended to encourage and enable employees, and other stakeholders, to raise serious concerns internally. They can write to ethics@swiggy.in or report to the Ethics Hotline of the Company on the following coordinates:

- a) By calling Ethics helpline Number: India (Toll-free) at 1800-102-6969
- b) **Online** at: <https://swiggy.integritymatters.in>
- c) **By Email:** swiggy@integritymatters.in
- d) **Alternatively, you can also write a letter addressed to:**
Swiggy, C/o Integrity Matters, Unit 1211, CENTRUM, Plot No C-3, S.G. Barve Road, Wagle Estate, Thane West – 400604, Maharashtra, India
- e) Directly to the Chairman of the Audit Committee at chairman.ac@swiggy.in

If the employee is unsure whether a particular act constitutes bribery or corruption or if he/she has any other queries, these should be raised with the respective reporting manager or the compliance team at abac@swiggy.in.

2) Confidentiality and Anonymity

An individual reporting any incident pertaining to violation of the ABAC Policy or other Company policy or any other wrongdoing/ethical violation, can make an anonymous disclosure and the identity of the complainant will always be kept confidential, unless expressly permitted by the complainant.

3) Protection Against Retaliation

No personnel who, in good faith, reports a violation of the ABAC Policy shall suffer harassment, retaliation or adverse employment consequences.

We are committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in bribery or corrupt activities or because of reporting their suspicion in good faith that an actual or potential bribery or other corruption offence has taken place or may take place in the future. If You believe that You have suffered any such treatment, You should report such instances immediately to ethics@swiggy.in.

VII. COMPLIANCE WITH THE POLICY AND PENALTIES

- 1) The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Swiggy or under Swiggy's control or connected to Swiggy. The defaulting person will be accountable whether she/he pays a bribe herself/himself or authorizes, assists, abets or conspires with someone else to violate or attempts to violate this Policy or any applicable ABAC laws
- 2) Violators of the PCA shall be subject to fines and/or imprisonment. According to the PCA and seminal judgements of the Supreme Court of India liability could be attributed to a company, if a person associated with the company committed an offence under the PCA. The 2018 amendment to the PCA has made it clear that not only bribe takers but also bribe givers shall be held liable
- 3) Breach of an expectation that a person will act in good faith, impartially or in accordance with a position of trust amounts to improper performance. This would also include obtaining, agreeing to receive, accepting, or attempting to obtain, an undue advantage for acts to be performed properly. Improper Performance could lead to accusations of criminal breach of trust, which is an offence under the Bharatiya Nyaya Sanhita (BNS)
- 4) Punishments for violating the law are against the defaulting person as an individual and may include imprisonment, probation, and significant monetary fines which will not be paid by the Company. For example, punishment under the PCA includes imprisonment for a term up to 7 years, along with a fine. In certain cases of habitual offenders imprisonment could be as high as 10 years. There is no limit on the maximum fine payable
- 5) Depending on the nature and scale of default by the defaulting person, the Ethics Committee may also recommend to the Board to commence civil and/or criminal proceedings against such a defaulting person in order to enforce remedies available to the Company under applicable law
- 6) Anyone who breaches this Policy shall indemnify Swiggy against all claims, actions, damages, losses, liabilities and costs, including reasonable legal fees, that may be incurred /suffered by Swiggy on account of any non-compliance of such person with this Policy.

VIII. PERIODIC REVIEW AND EVALUATION

- 1) The Board of Directors via the Ethics Committee will monitor the effectiveness and review the implementation of this ABAC Policy, considering its suitability, adequacy and effectiveness
- 2) The Company reserves the right to vary and/or amend the terms of this ABAC Policy from time to time.



ANNEXURE A - POTENTIAL RISK SCENARIOS: 'RED FLAGS'

The following is a list of possible red flags that may arise during the course of your employment for Swiggy or any of its subsidiaries/associates or while you represent Swiggy in any other permissible manner, and which may raise concerns under anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only. If you encounter any of these red flags while working for or with Swiggy, you have responsibility to report them promptly

- 1) You suspect or become aware that a Third Party(ies) engages in, or has been accused of engaging in improper business practices
- 2) You learn that a Third Party(ies) has a reputation for paying bribes or requiring that bribes are paid to them
- 3) Third Party(ies) insists on receiving a commission or fee payment before committing to sign up to a contract with us, or carrying out a Government function or process for us
- 4) Third Party(ies) requests payment in cash and/or refuses to sign a formal contract or to provide an invoice or receipt for a payment made
- 5) Third Party(ies) requests that payment is made to a country or geographic location different from where the Third Party(ies) resides or conducts business
- 6) Third Party(ies) requests an unexpected additional fee or commission to facilitate a service or an RFP
- 7) Third Party(ies) demands lavish entertainment, hospitality or gifts before commencing or continuing contractual negotiations or provision of services
- 8) Third Party(ies) requests that a side payment be made to overlook potential legal violations
- 9) Third Party(ies) requests that you provide employment or some other advantage to a friend or their relative
- 10) You receive invoice from a Third Party(ies) that appears to be nonstandard or customized
- 11) You notice that We have been invoiced for a commission or fee payment that appears large given the services stated to have been provided
- 12) Third Party(ies) requests/ requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us
- 13) You are offered an unusually generous gift or offered lavish hospitality by a Third Party(ies)
- 14) You become aware that a colleague requests a payment from a Third Party(ies) (such as a client) to expedite an activity (such as an inspection or paperwork) or to overlook potential legal or regulatory violations



Version 3.0

Version History

Version Number	Date	Details
1.0	September 01, 2020	Approved by the Board of Directors vide its meeting dated September 01, 2020
2.0	October 12, 2020	Changes approved by the heads of Legal, Ethics & Integrity, and Human Resources teams.
3.0	April 7, 2025	Changes approved by the heads of Legal, Ethics & Integrity and Human Resources teams.