

# Code of Conduct

Version 1.0

Effective date 1 September 2021

## 1. Outline

Just Eat Takeaway.com (**JET**) is committed to conducting our business with integrity and fairness, with respect for the law and our values: Lead, Deliver and Care. As part of JET, you'll be helping us build a leading culture as we work towards a future that's about 'empowering every food moment'.

In this Code of Conduct, the words "JET", "we", "our", and "us" refer to Just Eat Takeaway.com N.V. and all its subsidiaries and affiliates across the world.

## 2. Purpose

Our Code of Conduct communicates the key principles that you need to observe when acting for or on behalf of JET. What we expect of you, along with our commitment to being an ethical and responsible business, is set out in this Code of Conduct. Our Code of Conduct covers areas such as socially unacceptable behaviour, safe working conditions, ethical working practices, bribery and fraud, modern slavery and sustainability.

Our policies offer further practical guidance on the standards we all need to follow when working for JET.

## 3. Scope

This Code of Conduct applies to you irrespective of your employment type or status, or where you are based on the world. Everyone at JET - whether you're a Management Board or Supervisory Board member, a contact centre agent, or one of our Scoober couriers - needs to adhere to the principles set out in this Code of Conduct.

This Code of Conduct isn't contractual - but it does contain instructions that our people need to follow. JET can unilaterally amend, vary or choose not to apply this Code of Conduct, with due observance of the laws and regulations that apply to such a change.

This Code of Conduct is to be complied with alongside local laws and regulations. Where local laws and regulations are more stringent, these will take precedence. The Code of Conduct has been created in accordance with best practice provision II.1.3 of the Dutch Corporate Governance Code.

## 4. Our vision, strategy and values

The JET vision is to empower every food moment for our restaurant partners and consumers. At JET, you play an essential part of making this happen, working with us to deliver our strategy so we can become:

- A world-class food-ordering and payment solution
- The provider of the best product, restaurant choice and customer care
- A brand people absolutely love

Live our values. Help us to innovate and get it done. Be part of our responsible attitude by caring for each other, our society and our environment.

## Caring for our people

### 5. Mutual respect and fair working conditions

We will treat each other with dignity and respect, free from harassment or other forms of intimidation, and respect human rights. Intimidation or harassment is any behavior that creates a hostile, abusive or intimidating work environment. It can be verbal or non-verbal, psychological or physical, and might include offensive or demeaning remarks, inappropriate touching, or unwelcome sexual advances.

We value diversity and do not discriminate in any form. An action or practice is discriminatory if it unjustly disadvantages people – whether directly or indirectly – on the basis of characteristics that are not relevant to the situation (such as age, skin colour, disability, gender, marital status, nationality, race, religion or sexual orientation).

We do not tolerate any form of harassment, intimidation or discrimination within our business or our supply chains.

We value the talents, experiences and strengths of our diverse workforce, and use our values to guide our behaviour. We want to attract the best talent and commit to enabling you to develop your abilities. We want to retain and motivate you by providing the compensation you fairly deserve, as well as the career opportunities you want, and the challenging work you need to feel fulfilled.

We will make sure employment decisions are based on people's skills and qualifications, any relevant legal requirements and the requirements of the role in question. Whether it is recruitment, hiring, promotion, compensation, or learning and development, all decisions should be taken in a completely unbiased way.

### 6. Safe working conditions

Keeping you, and those who visit any of our offices and hubs, safe and healthy, is really important. Safety is in our DNA. We comply with applicable health and safety laws everywhere we operate. We will go beyond this, wherever we can, to create the safest and happiest working environment possible. We need your help in maintaining a safe and healthy work environment; you need to follow the health and safety procedures we share with you, remember any training we provide to you, and tell us about any unsafe conditions or activities.

### 7. Ethical working practises

We take the issue of modern slavery extremely seriously. Modern slavery is a crime and a violation of fundamental human rights. We will not tolerate modern slavery in any form within our business or our supply chains.

JET adheres to the legal minimum age requirements in all countries in which we are active. We do not employ anyone under the age of 16 and will, under no circumstances, make use of forced labour.

We will never require anyone who works for us to lodge "deposits", and we will never seize and keep physical identity papers when they start working for JET. Everyone at JET is responsible for helping us implement and enforce effective systems and controls to ensure

modern slavery is not taking place within our business or in any of our supply chains. We encourage you to speak up as soon as possible if you ever see or suspect modern slavery.

We recognise the freedom of our people to establish or join an organisation of their choice (including trade unions) and we respect this right. When it comes to our employees, we will not make someone's employment subject to the condition that they must or should not join a union, or must accept or give up trade union membership.

We respect, within the framework of applicable laws, regulations, prevailing labour relations and employment practises, our people's rights to be represented by staff representatives, trade unions and other employee organisations. As part of our commitment to fair working conditions, we also collaborate with works councils and other co-determination bodies to ensure compliance and to enhance workplace experience.

## Leading the way in doing business right

### **8. Conducting business with integrity**

We must engage or look to do business with organisations and individuals that hold themselves to the same high standards that we do.

We conduct business on the basis of fairness, good faith and integrity, and expect the same from those with whom we do business.

We are committed to the principle of free and fair market competition. We will do business in a way that ensures compliance with applicable competition laws and regulations, which are designed to ensure effective competition.

### **9. Conflicts of interest**

If you work at JET, we know that you may have interests outside of the work you do for us. Occasionally, there could be a chance that an interest you have outside of JET could lead to an inappropriate attempt to influence a business decision, meaning that the decision that is taken is not in our best interests - we refer to this as a 'conflict of interest'.

You must avoid situations in which a conflict of interest, or a potential conflict of interest, could arise between our interests and a possible personal interest. You must not misuse your position at JET for personal gain from a business opportunity related to our business activities.

### **10. Bribery and corruption**

We have a zero-tolerance approach to bribery and corruption in any form within our business or our supply chains. Offering, giving or even promising to pay a bribe is a criminal offence in any country in which we operate.

You can occasionally accept or offer gifts, hospitality or entertainment from or to our business partners where this is done to build professional relationships and contributes to our business.

We will never use the exchange of gifts, hospitality or entertainment to gain an unethical advantage in our business or our supply chains. In addition, there are certain circumstances where you must not offer or accept gifts, hospitality or entertainment. This would be where the timing of an offer, or the item or event in question would be inappropriate and could be

perceived as bribery. Further details about prohibited gifts and hospitality, along with guidance about how to declare offers, and who you can go to for approval, can be found in our Gifts and Hospitality Procedure.

You must never make or use our resources to make political donations on our behalf. As with other interests you might have outside of JET, we recognise your right as an individual to participate in the political process and make political donations as you see fit. However, you must make sure that your own political activity could never be confused with or affect your role at JET.

## **Delivering by building trust**

### **11. Securing data from our employees, restaurant partners and consumers**

Business information is a valuable corporate asset that must be protected and not disclosed without an authorised business reason. All online correspondence relating to us, including email and social media, is also considered business information.

Our customers trust us. To ensure we keep that trust, we must protect their privacy. Our business model is built on community input – crowd-sourcing information provided voluntarily by our customers. If we lose their trust, our whole business model suffers. So, it is in your interest to protect our customers' data in order for us to continue to thrive.

We expect you to use our assets, products and services properly, ensuring their protection and conservation. You must only use opportunities arising from your role at JET to help us achieve our goals as a business, and never for your personal benefit.

Our digital assets and intellectual property, as well as corporate and financial information, require adequate protection against unauthorised and unlawful access. This requires that you are continually vigilant with regard to who you give access to information or to our offices and hubs. Our customers, suppliers and governments also need us to live up to their increasingly high requirements for information security.

Some of us have access to information about JET that is not public knowledge. If this information were made public, it could influence our share price. You must never disclose this 'inside' information to third parties or deal in our shares yourself, based on this information. Further information about the steps we take to protect our inside information can be found in our Insider Dealing Policy.

### **12. Combating fraud**

We will promptly review, investigate and take appropriate action regarding any incidence of fraud (whether internal or external to JET) of which we are made aware. Fraud is any intentional act or omission designed to deceive others, resulting in the victim suffering a loss and/or the perpetrator achieving a gain. If you hear of or suspect any fraud happening within our business (including irregularities relating to financial or fiscal responsibilities), you should speak up and report your suspicions.

### **13. Sustainability - our impact on the world and our communities**

We want to become an integral part of the communities in which we operate and - with a tradition of sustainable entrepreneurship - have a positive impact on our communities and the planet.

We are committed to conducting our operations in an environmentally and socially responsible and sustainable manner, continually working to improve our performance in recognition of our opportunity to influence others across the dynamic and diverse takeaway industry.

## Governance

### 14. Compliance with the Code of Conduct

Compliance with the policy is monitored by the Compliance team. If you are a manager, you are responsible for communicating the requirements set out in the Code of Conduct to your teams. Failure to comply with the Code of Conduct or any other of our policies or rules will be dealt with in a serious manner and may result in disciplinary action.

### 15. Questions or concerns

If you become aware of, or suspect, a breach of this Code of Conduct, you should speak up. Please note that if you decide to speak up, you are protected. You can find further details on how to report your concerns in our Speak Up Policy, either to your manager or via our confidential Speak Up hotline.

If you have any questions about this Code of Conduct, please get in touch with the Compliance team ([compliance.global@justeattakeaway.com](mailto:compliance.global@justeattakeaway.com)).

### 16. Review and version control

The Code of Conduct is owned by the Compliance team. The Compliance team will ensure that the Code of Conduct is reviewed in full on an annual basis, and approved in line with the Policy on policies, and the latest version is published on the Kitchen.

#### Policy details

Policy owner	Company Secretary & General Counsel
Applies to	Everyone, no matter where you are based in the world
Internal / external use	Internal and external use
Approved by and date	Management Board, 16/08/2021
Related documents	Speak Up Policy
Date of next review	01/12/2024

#### Document control

Date	Version	Action	Amendments
26-04-2021	1.0	Document drafted (Compliance team)	N/A

16-09-2022	1.0	Annual review (Compliance team)	N/A
24-11-2023	1.0	Annual review (Compliance team)	N/A