



CODE OF CONDUCT

(Approved by the Board at its meeting held on 21st May 2025)

OF

LENSKART SOLUTIONS LIMITED

(Erstwhile known as Lenskart Solutions Private Limited)

Internal



1. INTRODUCTION

DOING WHAT'S RIGHT IS THE LENSKART WAY

Reading the Code is just the beginning. At Lenskart Solutions Limited (Erstwhile known as Lenskart Solutions Private Limited) (“**Company**”), we are committed to conducting our business with the highest standards of ethics, integrity, and legal compliance. This Code of Conduct (“**Code**”) reflects the core values and principles that define the *Lenskart Way*—doing what is right, not just what is easy or convenient.

Every individual is personally responsible for complying with this Code, reporting suspected violations, and cooperating fully in any investigation related to potential misconduct.

Lenskart strictly prohibits any form of retaliation—including termination, demotion, suspension, threats, harassment, or discrimination—against any person who, in good faith, raises a concern or reports a violation of the Code.

Purpose and Applicability

This Code is designed to provide clear guidance on ethical conduct and responsible decision-making when engaging with customers, suppliers, consultants, competitors, colleagues, government officials (and their families), and the broader public.

It applies to all Relevant Persons, including but not limited to employees, directors, consultants, vendors, contractors, and any other third parties acting on behalf of the Company.

Key Features of the Code

- **Defines Expectations:** Sets out the Company’s expectations of integrity, professionalism, and lawful behavior from all stakeholders in both the workplace and extended work environments.
- **Outlines Standards:** Details the ethical and professional standards of conduct expected in day-to-day business activities and interactions.
- **Provides a Reference Framework:** Serves as a practical guide on “what to do,” “how to do it,” and—critically—“what not to do” when faced with ethical dilemmas.
- **Recognizes Legal Supremacy:** While the Code is a key policy document, it does not replace applicable laws or regulations. In the event of any inconsistency, the prevailing law shall take precedence over the Code.

Relationship with Other Policies

This Code functions as an umbrella framework under which several specialized Company policies have been developed, including but not limited to:

- Whistleblower Policy
- Anti-Bribery and Anti-Corruption Policy
- Insider Trading Policy
- Gifts and Hospitality Policy

All such policies should be read in conjunction with this Code. Adherence to these policies is critical to ensure comprehensive compliance and ethical alignment across all business operations.

Exercising Judgment

Internal



In a fast-evolving digital and interconnected world, not every scenario can be anticipated or covered under this Code. Employees are expected to apply sound judgment and seek guidance when in doubt—before acting.

If you're unsure whether a particular action is appropriate, ask yourself:

- Is it legal?
- Is it ethical?
- Does it align with the Company's values and the Code?
- Would I be comfortable if this action were made public?

When in doubt, always seek clarification from your reporting manager, the HR team, the Compliance Officer, or the Legal Department. Protecting your own integrity also protects the Company's reputation.

2. THE FRAMEWORK

This is applicable to the following individuals and entities (collectively referred to as **"Relevant Persons"**):

- All employees of the Company and its subsidiaries;
- The Board of Directors and senior management of the Company, who shall affirm compliance with this Code on an annual basis, in accordance with Regulation 17(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI LODR"**);
- Business Associates, including but not limited to suppliers, consultants, agents, independent contractors, sales representatives, and other third parties who have a business relationship with the Company.

Applicability to Relatives and Close Personal Relationships

This Code also extends to situations involving the Relatives and close personal relationships (e.g., friends) of Relevant Persons, where such relationships have the potential to create actual or perceived conflicts of interest.

'Relatives' shall include parents, siblings, spouse, children, and any individuals who are financially dependent on the employee. Although "friends" are not formally defined under this Code, employees are expected to exercise prudent, fair, and objective judgment in all professional dealings involving individuals with whom they share close personal ties.

In such cases, decisions must be guided solely by the best interests of the Company, uninfluenced by personal relationships.

2.3 Definition and Expectations from Business Associates

For the purpose of this Code, Business Associates include the following persons or entities, as well as their employees and representatives:



- Suppliers of goods or services
- Business partners or affiliates
- Consultants or advisors
- Agents and sales representatives
- Independent contractors

Employees interacting with Business Associates must ensure that the terms of engagement expressly incorporate adherence to this Code or the relevant provisions thereof. Business Associates must be made aware of the standards expected of them and of the consequences of non-compliance.

Any breach of this Code by a Business Associate or its representatives may result in contractual remedies, including but not limited to indemnification obligations, penalties, and termination of the agreement.

2.2. Expectations and commitment

2.2.1. From our leadership team:

- To build and foster a culture of compliance with laws, regulations and policies; and explain the importance of compliance programs.
- Set an example on good conduct at the workplace based on mutual respect and fairness.
- Encourage employees to complete training and awareness programs as per schedule.
- Ensure that the staff and employees are made aware of the applicability of the Code.
- Be vigilant in pre-empting problems and detecting emerging issues of breach.
- Promptly report any alleged breach or threatened breach of the Code.
- Co-operate with the appropriate stakeholders when complaints are investigated.
- Act expeditiously on recommendations of the appropriate stakeholders.

2.2.2. From all employees:

- Read, understand, and comply with all provisions of this Code and the Company's associated policies, including those related to gifts and hospitality, whistleblowing, insider trading, anti-bribery and anti-corruption, data privacy, and conflict of interest.
- Complete the mandatory annual Code of Conduct training and certification, as per the timelines communicated by the Company.
- Stay informed about and adhere to all applicable laws, regulations, internal policies, and procedures relevant to their role and responsibilities.
- Seek guidance from the Compliance Officer, Legal, or HR departments whenever in doubt about the application or interpretation of any provision of the Code.
- Promptly report any actual, potential, or suspected violation of the Code, Company policies, or applicable laws through designated reporting channels, including the Whistleblower mechanism.

All Relevant Persons are expected to:

- Act with honesty, dignity, fairness, and integrity in all professional dealings—even when under pressure.
- Treat all individuals with respect and courtesy, regardless of hierarchy, role, or reporting lines.
- Promote and participate in awareness and advocacy programs relating to this Code and ethical conduct, as organized by the Company.



- Cooperate fully with any internal investigations or compliance audits, maintaining confidentiality and integrity throughout the process.
- Demonstrate professionalism, accountability, and productivity, working collaboratively toward team goals and aligned with the Company's values.
- Provide constructive and objective feedback that fosters a culture of continuous improvement and ethical performance.
- Escalate issues of non-compliance to the appropriate level without delay, ensuring timely resolution and accountability.

2.3. Report your concerns without fear

If you become aware of a Code of Conduct breach, there are many reasons that you may not want to tell anyone. You might not be sure if it had happened. You might be afraid to “cause trouble” or that someone will “get back” at you. You might also think it is someone else's responsibility.

But doing the right thing means SPEAKING UP. If you do not feel comfortable using your name, you can share your concern anonymously. Employees who come forward with concerns play an important role in maintaining our ethical and well compliant workplace. You have a responsibility to share information so that the Company can respond quickly and take appropriate action. One of the most important ways you can make a difference is by being aware of any unethical or illegal workplace activity and promptly reporting it.

Where to raise a concern?

a) Level 1 | To your reporting manager:

If you need to raise a question or concern, your immediate manager is likely the best person to speak to because he or she knows your situation better than anyone else.

b) Level 2 | To your Human Resource Business Partner or Skip Level Manager

If you do not want to discuss your concern with the reporting manager or if you are not satisfied with the action taken by your reporting manager, you can raise your concern to your Human Resource Business Partner ('HRBP') or Skip Level Manager.

c) Level 3 | You can become a Whistleblower

In an event you feel that the violation is of very serious nature and has a large scale reputational, financial or security impact, for anyone associated with the organization, you can use the whistleblower mechanism (as detailed in the Whistleblower Policy).

More information on the whistleblower mechanism can be accessed under the WhistleBlower policy of the Company.

d) Complaint related to Sexual Harassment



All complaints related to Sexual Harassment are delicately managed by Internal Complaints Committee (“ICC”). Name and contact details for ICC members for respective companies/verticals/offices are available in Sexual Harassment Redressal Policy. You may connect any of the ICC members directly.

Even if a complaint related to sexual harassment is reported as whistleblower, the complaint would be directed to respective ICC committee/members for appropriate action.

2.4. Retaliation is not tolerated

The Company is committed to fostering a culture of openness, integrity, and accountability. In line with this commitment, the Company ensures protection against retaliation for any individual who, in good faith, reports an actual or suspected violation of this Code of Conduct or any applicable law or policy.

No employee, director, or stakeholder shall face adverse consequences—including dismissal, demotion, harassment, or any form of discrimination—as a result of raising a genuine concern or participating in an investigation. This protection is in accordance with the Company’s Whistleblower Policy and the requirements under Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2.4.1. There will not be a retaliation against a person, who:

- Reports what he or she believes is a violation of our Code, our policies, or the law.
- Raises a compliance question or seeks advice about a particular business practice, decision, or action. You cannot lose your job or your benefits, or be demoted, suspended, threatened, harassed, or discriminated against, for raising a Code of Conduct concern honestly or for truthfully participating in a Company investigation.
- The employees engaged as investigators of any violation are also protected by this non-retaliation policy.

If you have reasons to believe that someone is retaliating or acting against you, please report it, and it would again be considered as violation of the Code.

2.4.2. You must report honestly:

- Reporting honestly means that you believe in good faith that the Code of Conduct has been violated, even if an actual violation cannot be verified.
- Filing a report to retaliate against another individual, gain an advantage in a personal conflict, or to harass or intimidate others does not constitute reporting honestly.
- Dishonest reporting under the Code of Conduct is in itself a violation of the Code of Conduct.

3. PRINCIPLES OF OUR CODE OF CONDUCT

Violations of the Code of Conduct are serious offense. Violating the Code, our policies or the law may result in disciplinary action all the way up to termination. It all depends on the type of violation and how severe it is.

Where the violations of the code are also a violation of law it may lead to fines, penalties, criminal prosecutions, or other legal remedies imposed by a governmental agency or a court.



We have categorized the principals of our code of conduct under following three buckets:

- We respect our people;
- We ensure integrity & honesty in our conduct; and
- We protect our assets and resources.

3.1. WE RESPECT OUR PEOPLE

3.1.1. Non-discrimination

The Company is an equal opportunity employer. We celebrate and respect diversity as one of our core principles. Celebrating Diversity means to create a safe and happy workplace for everyone by valuing and accepting diverse cultures and social backgrounds. We are committed to prevent discrimination and protect our employees, customers and stakeholders from offensive and harmful behaviors, intimidation, and environment free from harassment and discrimination and any other disrespectful behavior.

Discrimination is any negative action or attitude directed towards someone because of protected and specific characteristics, including age, race, and gender. Various protected characteristics are:

- Age
- Religion
- Ethnicity/ Caste/ Nationality
- Physical Disability and attributes (not only limited to physical)
- Marriage / Civil partnership
- Pregnancy / Maternity/ Paternity
- Gender identity/ sexual orientation

As an organization, the Company is committed to upholding the principles enshrined in the Constitution of India, particularly those related to social justice and equality as outlined in Article 15 and Article 16:

- Article 15 prohibits discrimination against any citizen on the grounds of religion, race, caste, sex, or place of birth, ensuring equal treatment and protection under the law.
- Article 16 guarantees equal opportunity for all citizens in matters of public employment. Specifically, Article 16(2) mandates that no citizen shall be discriminated against or deemed ineligible for any employment or office under the State solely on grounds of religion, race, caste, sex, descent, place of birth, or residence.

The Company embraces these constitutional safeguards as foundational to fostering a workplace environment based on fairness, diversity, and inclusion, where every individual is treated with dignity and respect.

3.1.2. Preventing harassment

Harassment of any kind whether a result of or independent action of discrimination is not welcome in the Company. Harassment here being defined as but not limited to a consistent or harassing or



inappropriate or disrespectful, intimidating or offensive behavior against any stakeholder including Relevant Persons defined in section 2.1 of this document.

An indicative list of examples for harassment and or inappropriate behaviour includes:

- Unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature.
- Offensive talk, jokes, pictures, and comments that involve race, color, sex, sexual orientation, gender identity, age, religion creed, national origin, disability, veteran status, or other protected categories.
- Shouting or screaming in anger, calling names, or profanity directed at another person or in presence of other people that makes them feel uncomfortable or threats and intimidation, public teasing/ridicule.
- Intentionally excluding a person from a group or business discussions, for reasons other than justifiable business ones.
- Hiring decisions made on any personal attributes other than as defined in the requirements of the job.
- Overlooking team members for benefits, promotions, compensation et all for any other reason than as defined by the performance and compensation policy of the Company.

The Company is committed to providing a safe, respectful, and inclusive work environment for all its stakeholders. Harassment, discrimination, or any form of unwelcome behavior—whether verbal, physical, visual, or written—is strictly prohibited and will not be tolerated under any circumstances.

Any stakeholder who experiences or witnesses such behavior must report it through the mechanisms outlined in Section 2.3 of this Code. All complaints will be addressed with utmost confidentiality and in line with the Company's policies.

This commitment is in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("**POSH Act**") and the Company's internal Sexual Harassment Redressal Policy. For listed companies, such obligations are further reinforced under Regulation 4(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which requires listed entities to uphold stakeholder rights, including the right to equitable treatment and a harassment-free workplace.

Workplace Relationships and Conflict of Interest

Given the collaborative and youthful nature of the workforce, the Company acknowledges that personal or romantic relationships may develop in the workplace. However, such relationships must be handled with transparency, maturity, and a commitment to avoiding conflicts of interest or reputational risk to the Company.

Accordingly:

- Romantic or close personal involvement with a Business Associate, competitor, junior employee, direct reportee, or any person in a reporting line or procurement/commercial role must be disclosed to the concerned Reporting Manager or HR Business Partner (HRBP).
- Relationships that impair independent judgment, create a real or perceived conflict of interest, or have the potential to raise claims of favoritism or harassment are discouraged.



- Any personal conduct that may be viewed as inappropriate, unprofessional, or uncomfortable in a public or workplace setting is strictly prohibited.

Persons in positions of leadership, influence, or sensitive roles bear a higher duty of disclosure and objectivity, and must ensure that their actions do not compromise the integrity or interest of the Company.

For further clarity on handling sexual harassment complaints and redressal mechanisms, please refer to the Sexual Harassment Redressal Policy made available to you.

3.1.3. Workplace environment, health and safety

At the Company we believe that occupational injuries and illnesses are preventable and can be eliminated. No production goal, cost saving, time saving, or competitive advantage is worth an injury of any kind. The Company is committed to maintaining a safe, secure and healthy workplace at all times.

We are committed to:

- Provide a workplace that meets or exceeds applicable occupational safety and hygiene standards, and applicable laws and regulations.
- Establishing occupational safety and hygiene standards and technical guidance based on best practices.
- Striving to continually improve our occupational safety and hygiene performance.
- Expecting all Lenskart personnel to contribute to safety improvements.
- Comply with work hour, wage, and benefit laws as per the prevailing state/national laws.
- Not support or allow under any circumstances, any child labor, bonded or forced labor.

We are committed to creating a safe and healthy environment along with supporting the larger environmental and sustainability agenda and comply with in good faith. To support this area, it is the individual responsibility of each employee to:

- Report any act, whether physical or psychological, which threatens or harms an employee in a violent or potentially violent manner.
- Adopt sustainability practices shared with you from time to time.
- Not possess or use a weapon while in Company premises or at Company functions.
- Any reported situation which contains even the slightest possibility for workplace violence, even if meant as a joke, will be treated as a breach of our Code of Conduct.
- Maintain a clean and organized workspace with no obstacles or potential hazards to themselves or others.
- Switch off all lights and other appliances like printers, computers and photo copiers in the workspace when leaving office.
- Follow Company's guidelines for a safe and healthy workplace.
- Comply with any travel restrictions that may be notified like temporary unsafe and dangerous places.
- Familiarize yourself with practice sessions like fire and emergency alarm drills and comply promptly with instructions when faced with an actual situation.



- Not undertake any illegal activity like betting or gambling in the office premises.
- Be environmentally conscious and comply with laws and regulations on environment that may apply to the individuals and workspace.
- Report any unsafe or illegal activity that may jeopardize the safety of others at the workplace.

At Lenskart, Environmental, Social, and Governance (ESG) considerations are deeply embedded in how we conduct our business. ESG is not just a regulatory obligation but a strategic priority that shapes our long-term value creation, stakeholder trust, and sustainable growth.

In line with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as mandated under Regulation 34(2)(f), the Company is committed to disclosing its Business Responsibility and Sustainability Reporting (BRSR) performance in a transparent and meaningful manner. This reinforces our accountability to investors, regulators, employees, and other stakeholders.

Understanding ESG

- **E – Environmental:** Covers the Company's use of energy and natural resources, its emissions and waste management practices, climate impact mitigation, and biodiversity conservation.
- **S – Social:** Relates to how the Company engages with its employees, customers, supply chain partners, and communities—covering areas such as labor practices, diversity, equity and inclusion (DE&I), health and safety, and community development.
- **G – Governance:** Encompasses the Company's internal systems of governance, business ethics, board oversight, compliance frameworks, anti-bribery controls, and risk management practices.

ESG Expectations from Relevant Persons

In strengthening the Company's ESG framework, all employees, directors, senior management, and business partners are expected to align with the following guiding principles:

- **Materiality:** Focus on ESG issues most relevant to our sector, business model, and stakeholder expectations, including those disclosed under BRSR Core and Comprehensive formats.
- **Transparency:** Foster a culture of openness in disclosing ESG-related practices, performance, and challenges to ensure stakeholder trust and alignment with global standards.
- **Alignment with ESG Best Practices:** Promote continuous learning, benchmarking, and alignment with evolving domestic and international ESG frameworks (e.g., GRI, TCFD, UNGC), tailored to our business context.
- **Evidence-based Implementation:** Go beyond policy declarations by ensuring consistent implementation, monitoring, and internal reporting of ESG-related initiatives across functions.
- **Responsible Conduct:** Proactively identify ESG-related risks, assess root causes of non-compliance or controversy, and take remedial steps to strengthen internal controls and processes.
- **Individual Accountability:** Every employee and stakeholder is responsible for contributing to sustainability goals, ethical decision-making, inclusive behavior, and environmentally conscious actions.

Regulatory Alignment

Internal



The Company complies with ESG-related requirements under the following:

- Regulation 34(2)(f) of SEBI (LODR), 2015 – requiring listed entities to submit BRSR as part of the Annual Report.
- SEBI Circular dated May 10, 2021 – which prescribes the format for BRSR and mandates ESG disclosures for top 1000 listed companies by market capitalization.
- SEBI BRSR Core Framework (2023 onwards) – applicable to Lenskart as it scales and becomes part of ESG-reporting benchmarks.

In conclusion, we urge all stakeholders to treat ESG as a shared responsibility. By embedding sustainability into everyday decisions—whether in operations, strategy, customer service, or vendor management—we strengthen Lenskart’s ability to serve not just our customers, but also the planet and society at large.

3.1.4. Use of drugs or alcohol

We are concerned about the use of alcohol, illegal drugs, prohibited and controlled substances and medicines as it affects, among other things, the health, workplace environment and productivity. Use of these substances, on the job can detract from work performance, efficiency, safety, and health, and therefore seriously impair the employee's value to us at the same time causing a risk for others around.

In addition, the use or possession or distribution of these substances on the job constitutes a potential danger to the welfare and safety of other employees and exposes the Company to the risks of property loss or damage, or injury to other persons.

It is strictly advised to do not possess, sell, use or be under the influence of alcohol, non-prescribed drugs and over the counter or any other ‘controlled substance’ as defined by applicable laws, while at work, except for the lawful use of legally-obtained prescription drugs to the extent such use does not impair job performance, or alcoholic beverages served and consumed in connection with an authorized event.

All employees are subject to testing, if the employee appears to be under the influence of drugs or alcohol at work, or when the Company has reason to believe an employee has violated this Code. Testing while an option may not always be necessary to draw a conclusion of a person being under influence.

An employee's conviction on a charge of illegal sale or possession of any controlled substance, despite being outside Company property, will not be tolerated because such conduct, even though off duty, reflects adversely on the environment and brand/reputation of the Company.

3.1.5. Political & religious affiliations

The Company respects the right of every employee to have political and religious beliefs and affiliations that are legal and permitted by law. However, all political and religious issues are personal in nature and discussions on these cannot be done in office time, on office premises or involve office colleagues. Any member of the organization is however free to observe their religious



beliefs including but not limited to observing duties as defined by their faith so long as it doesn't interfere with their duties towards the organization or violate any laws of the democracy of India that enunciate freedom of observing any religion or faith.

You must not accordingly:

- Use Company's time, money, or resources to support or encourage political activities.
- Solicit contributions for any religious or political activity or conduct any such activity in the office premises. Although, offices may celebrate a few well-known festivals like Christmas, Diwali etc. or in which all employees are invited to participate, these do not amount to advocating any particular religion by the Company.
- Contribute Company funds for any political purpose.
- Seek public or government elected office without prior permission.
- Undertake or participate in any political or religious propaganda within the office premises and undertake discussions.
- Join or be a member of or propagate the agenda of any banned or extremist outfit.

3.2. ETHICAL BUSINESS CONDUCT AND ASSET INTEGRITY

3.2.1 Prohibition of Fraud and Financial Misconduct

The Company has zero tolerance for fraud, misrepresentation, bribery, or misappropriation of resources. All employees, directors, senior management, and relevant third parties ("**Relevant Persons**") are required to act with utmost honesty and integrity in all matters relating to the Company's financial, operational, and reputational conduct.

In accordance with Regulation 17(5) of SEBI LODR, the Code of Conduct specifically mandates the following:

All Relevant Persons must:

- Act with honesty and integrity when handling Company assets, funds, inventory, or financial reporting systems.
- Promptly prevent, detect, and report any fraudulent activity or financial irregularity.
- Co-operate fully in internal investigations initiated by the Audit Committee or any other governance body as per SEBI guidelines.

Examples of prohibited conduct include, but are not limited to:

- Theft or misappropriation of cash, product inventory, or Company property.
- Personal use of Company funds, equipment, or services.
- Submitting inflated, false, or duplicate reimbursement claims.
- Falsifying invoices, records, or financial documents.
- Recording revenue prematurely or without realization.
- Bribing government officials, vendors, or any third party on behalf of the Company.
- Granting or accepting kickbacks or unauthorized commissions.
- Tampering with time-sheets, sales figures, or expense reports.

All such instances, if detected, must be reported to the Company's Audit Committee, as per the Whistleblower Mechanism established under Regulation 22 of SEBI LODR.

3.2.2 Conflicts of Interest



As mandated under the SEBI Code of Conduct for Board Members and Senior Management, employees and designated persons must avoid any activity that compromises—or even appears to compromise—their loyalty or objectivity in decision-making. A conflict of interest may arise when personal interests interfere with the best interests of the Company. All such situations must be disclosed and appropriately managed.

Employees and other Relevant Persons must:

- Avoid situations where personal, familial, or financial interests may conflict with those of the Company.
- Never use their role or authority at Lenskart for personal benefit or to benefit a relative, friend, or external business.
- Disclose any potential or perceived conflicts of interest to their manager or the HRBP, and if unresolved, escalate to the Compliance Officer or Audit Committee.

Examples of potential conflicts of interest include:

- Owning or having a financial stake in a vendor, customer, or competitor.
- Favoring a relative or friend in a hiring, procurement, or promotion decision.
- Receiving gifts, entertainment, or hospitality that influence decision-making.
- Using Lenskart's brand or assets to promote unrelated ventures—even charitable ones—without approval.
- Serving on external boards or advisory councils without disclosing and obtaining written consent.

Leaders and Key Managerial Personnel (KMPs) must additionally:

- Disclose any material related party transaction, as required under Regulation 23 of SEBI LODR.
- Affirm compliance with the Code of Conduct annually, in line with Schedule V(C)(2) of SEBI LODR.

3.2.3 Responsible Use of Company Resources

Lenskart's resources—including physical assets, intellectual property, data, and financial resources—must be safeguarded and used only for legitimate business purposes.

All Relevant Persons are expected to:

- Use Company resources economically and protect them from misuse, theft, or damage.
- Adhere to the Company's IT, cybersecurity, and information security policies, particularly when using Company systems. Avoid excessive or unauthorized personal use of devices, bandwidth, or software.
- Ensure that business information, including customer data, trade secrets, and internal strategies, is treated as confidential and not shared without appropriate clearance.
- Use only licensed software and never duplicate software in breach of license terms.
- Not disclose or misuse the Company's intellectual property, including designs, trademarks, business models, or confidential pricing.

Examples of misuse include:

- Using official travel and entertainment budgets for personal or unrelated purposes.



- Granting system access to unauthorized individuals.
- Sharing passwords or confidential documents over unsecured platforms.
- Damaging Company-issued devices or failing to return them upon exit.

3.2.4. Gifts, bribery and corruption

Lenskart is committed to conducting its business ethically, transparently, and in compliance with applicable anti-bribery and anti-corruption laws in India and abroad. This section of the Code of Conduct sets out clear guidelines prohibiting:

- Offering or giving bribes;
- Soliciting or receiving bribes;
- Giving or receiving customary gifts or hospitality; and
- Engaging in such conduct outside India, whether directly or through third parties.
- These guidelines apply across:
 - Public sector bribery;
 - Private/commercial bribery; and
 - Improper gifts, meals, entertainment, or travel.

3.2.4.1 Giving Bribes

Employees, officers, and representatives of Lenskart are strictly prohibited from:

- Offering, giving, authorizing, promising, or acquiescing to a bribe or facilitating payment to any person.
- Facilitating payments (i.e., small unofficial payments to expedite routine actions) are not permitted, even if legal in some jurisdictions.
- Definition of Bribe: Any offer or promise of a gift, hospitality, reward, fee, financial or non-financial advantage intended to improperly influence the actions of a government official, customer, supplier, or any third party, or to secure an improper business advantage.
- If any employee is solicited for a bribe, they must refuse and immediately report the incident to their reporting manager or HR.

Note: This policy applies equally to actions taken directly or through third parties acting on behalf of Lenskart. Further, all employees, officers and representatives to also read and understand the gifting and hospitality policy which is an extension of this Code and is applicable to them.

3.2.4.2 Receiving Bribes

Employees must avoid accepting any benefit that could create a real or perceived conflict of interest.

“Gifts, entertainment, and other favors” include anything of value, such as:

- Cash or cash equivalents (e.g., gift cards);
- Travel and lodging;
- Meals or event tickets;
- Discounts, loans, shares, or promotional items.
- Employees must not:
 - Accept anything that may influence, or appear to influence, business decisions;
 - Accept any reward or favor in exchange for awarding Lenskart business.



3.2.4.3 Gifts and Hospitality

Lenskart discourages the exchange of gifts or hospitality unless it is:

- Customary, reasonable, and appropriate in the context;
- Given/received in good faith, without expectation of a return favor;
- Consistent with Lenskart's Gift Policy and does not exceed INR 2,000 in value;
- Transparent and documented, and would not cause reputational damage if publicly disclosed;
- Compliant with local laws and cultural norms.

If unsure about the appropriateness of a gift, consult your reporting manager or HR Business Partner (HRBP).

3.2.4.4 Anti-Corruption Outside India

Lenskart's anti-bribery obligations extend globally. Employees, representatives, and third parties acting on Lenskart's behalf in any jurisdiction must comply with:

- Indian laws such as the Prevention of Corruption Act, 1988;
- The UK Bribery Act, 2010 (if operating in UK jurisdictions);
- The US Foreign Corrupt Practices Act (FCPA), 1977 (if applicable); and
- Other local anti-bribery laws in countries of operation.
- Violations of these laws may result in criminal penalties and reputational harm to Lenskart.

3.2.5 Anti-Money Laundering (AML)

Lenskart strictly prohibits involvement in any activity that facilitates money laundering, terrorism financing, or other financial crimes.

Money Laundering involves disguising the origin of funds obtained through illegal means (e.g., drug trafficking, tax evasion, corruption) by passing them through legitimate businesses. To ensure compliance with AML laws (e.g., Prevention of Money Laundering Act, 2002):

- Employees must identify and report suspicious transactions;
- Transactions must be accurately recorded, supported by documentation, and in line with Indian GAAP and Company policies;
- No unrecorded or falsified accounts may be maintained;
- No employee may enter into arrangements that could result in undisclosed liabilities or unauthorized fund movements.
- All financial records must be retained, disclosed, and disposed of in accordance with Company policy and applicable legal/regulatory requirements.
- Be alert to unusual payments, cash transactions, or customer behavior and report concerns to your manager or Compliance Team.

3.2.6 Insider Trading and Market Integrity

All employees, officers, and directors must comply with:



- Lenskart's Insider Trading Policy, and
- SEBI (Prohibition of Insider Trading) Regulations, 2015.
- Unpublished Price Sensitive Information (UPSI) must be kept confidential. Trading in securities while in possession of UPSI, or leaking such information, is a punishable offence and will attract disciplinary action, including:
- Termination of employment;
- Reporting to SEBI or regulatory authorities.

3.3 We Protect Our Assets, Information and Unpublished Price Sensitive Information (UPSI)

Lenskart is committed to protecting all Company assets—tangible, intangible, digital, and informational. Information is one of our most valuable assets, and we are all responsible for safeguarding it against unauthorized access, loss, disclosure, or misuse. This includes confidential business information, proprietary data, and Unpublished Price Sensitive Information (UPSI) as defined under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

3.3.1. Information Security and Confidentiality

We operate in highly competitive markets and handle sensitive data on a daily basis. Every employee must protect confidential information and trade secrets just as they would protect physical company assets. Confidential information includes, but is not limited to:

- Strategic or business plans (e.g., potential acquisitions, mergers, or internal expansion strategies);
- Financial information, pricing strategies, or operating metrics;
- Personal or business information of stakeholders, as defined in Section 2.1 of this Code;
- Patent or trademark filings, product designs, or research and development data;
- Customer or vendor information;
- Employee data, compensation or organizational changes;
- Any other internal information specific to Lenskart that is not publicly disclosed;
- Unpublished Price Sensitive Information (UPSI), as further defined below.

3.3.2. Unpublished Price Sensitive Information (UPSI)

Under the SEBI (Prohibition of Insider Trading) Regulations, 2015, UPSI refers to any information that is not generally available and which, upon becoming available, is likely to materially affect the price of the Company's securities. Examples of UPSI include:

- Financial results (quarterly or annual);
- Dividends;
- Change in capital structure (e.g., issuance of securities, buybacks);
- Mergers, acquisitions, de-mergers or other corporate restructurings;
- Changes in key managerial personnel;
- Significant contracts or new product launches;
- Any other material information not yet disclosed to the public.

Obligations regarding UPSI:



UPSI must only be shared on a need-to-know basis, and only with persons who are bound by confidentiality obligations (either through employment contracts or NDAs). All employees must comply with the Company's Insider Trading Policy, and any sharing or use of UPSI must be in strict compliance with the SEBI regulations. If you suspect any leakage or unauthorized access to UPSI, immediately report it to the Compliance Officer. Violation of this policy may result in severe disciplinary action, including termination and reporting to SEBI for further regulatory action.

3.3.3. Acceptable Use of Information and IT Assets

Lenskart takes Information Security very seriously. The following activities are strictly prohibited and constitute a breach of this Code:

- Sending malware or viruses via email attachments;
- Unauthorized use of another person's email, credentials, or computer systems;
- Sharing system or tool passwords with others or requesting password resets without approval;
- Violating Company's Information Security Policy or Acceptable Use Policy;
- Sending obscene, offensive, or derogatory emails or messages;
- Unauthorized removal of IT assets from office premises;
- Granting unauthorized access to restricted areas (physical or digital);
- Recording calls (personal, group, or official) without the express consent of all parties involved.

3.3.4. Handling of Confidential Information

Confidential and UPSI-related information must not be shared externally unless:

- It is for a legitimate business purpose;
- It is authorized by a senior official or the Compliance Officer; and
- The recipient is subject to a binding confidentiality obligation (e.g., NDA).
- Internally, share such information only with individuals who need it to perform their job duties. Exercise the following precautions:
- Avoid discussing company matters in public places (e.g., elevators, restaurants, public transport).
- Refrain from working on sensitive information on laptops in public settings (e.g., flights or cafes) where screens are visible to others.
- Refer all queries from investors, media, or analysts to the Corporate Communications team or your reporting manager, who will direct them to the appropriate official.

Lenskart's policies on Information sharing, Information security, insider trading, record retention, and acceptable use are binding on all employees, and any violation may result in disciplinary action, including legal proceedings or regulatory reporting under applicable laws, including those enforced by SEBI.

3.3.2. Intellectual Property (IP)



Lenskart's Intellectual Property (IP) is one of its most critical and valuable assets. IP includes, without limitation:

- Copyrights, patents, trademarks, trade secrets, industrial designs, logos, slogans, domain names, trade dress, product designs and software code;
- Know-how, algorithms, proprietary methodologies, and business processes;
- Photographs, videos, content, databases, marketing creatives, product packaging;
- The names, likenesses, images or voices of investors, employees, or any other person featured in Company materials.

To the extent permitted by law, all IP created, conceived, designed, or developed in the course of employment or engagement with Lenskart—whether solely or jointly with others—belongs exclusively to the Company, irrespective of its registrability or protectability under applicable IP laws. Employees and third parties are expected to:

- Not use Company-owned IP for personal purposes or for the benefit of third parties;
- Not infringe, dilute or misuse the Company's trademarks, designs, or brand in any format;
- Cooperate with the Company in enforcing, protecting, or registering its IP rights where required;
- Return or delete all IP assets in their control upon resignation or termination of services.

Any use of Lenskart's IP must be strictly consistent with the Company's policies, confidentiality obligations, your employment agreement, and applicable laws, including but not limited to the Trademarks Act, 1999; Copyright Act, 1957; and the Patents Act, 1970. Unauthorized use, disclosure, or transfer of IP or proprietary information is a serious violation of the Code and may attract legal or disciplinary consequences.

3.3.3. Personal Information and Data Privacy

Lenskart is committed to protecting the privacy and personal data of all individuals including employees, customers, investors, vendors, and other stakeholders. All third parties (e.g., consultants, agencies, tech service providers) handling personal data on Lenskart's behalf must execute appropriate data protection agreements and comply with Company policies. If you suspect that any Personal Data has been mishandled, accessed without authorization, or breached, you must report the matter immediately to your Manager, Data Privacy Officer, or the Compliance team.

3.3.4. Media, Market Communication & Regulatory Disclosures

As a company subject to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), all public communication must be carefully controlled to prevent misstatements, selective disclosure, or dissemination of Unpublished Price Sensitive Information (UPSI).

Key principles:

- All parties will strictly adhere to the communications and media policy of the Company.
- Only designated spokespersons authorized by the Company may respond to queries from media, analysts, investors, or regulators.
- All interactions with stock exchanges, SEBI, financial analysts, institutional investors, and shareholders must be routed through the Company Secretary, Compliance Officer, or Investor Relations team, in accordance with Regulation 30 of SEBI LODR.



Prohibited Conduct:

- No employee may provide interviews, articles, blogs, social media posts, or public statements on behalf of Lenskart without prior written approval from Corporate Communications.
- Avoid discussing internal company matters, business performance, customer or partner details, financial results, or product roadmaps on public platforms.
- Posting about confidential Company information on personal blogs, LinkedIn, Instagram, Twitter (X), or WhatsApp groups is strictly prohibited.
- Refrain from making comments—whether official or personal—that could be perceived as representing Company views on religion, caste, gender, governance, political affiliations, or market expectations.

If you are invited to participate in a public forum, conference, or panel discussion:

- You must obtain prior approval from as per Company media and communications policy.
- Any presentation or remarks must exclude confidential, proprietary, or UPSI.
- You must clearly state that the views expressed are your own and do not represent the Company once you have been granted approval.

Any violation of these norms may result in disciplinary action and, in case of selective disclosure or leakage of UPSI, may lead to regulatory investigation by SEBI and prosecution under the SEBI Insider Trading Regulations.

4. OBLIGATION OF THE PEOPLE RECEIVING CONCERNS

Reporting manager(s), HRBP's and other(s) who receive reports of potential Code violations play a very important role in upholding the Code and related policies. Lenskart encourages team members to talk to their reporting manager(s) and or HRBP's about their concerns. Reporting manager(s) and others who receive reports of potential code violations need to be prepared and know how to handle any code of conduct concerns or reports. Receivers of complaint should:

- Make sure you know and understand the Code and model your reactions and behavior consistent with the Code.
- Act to stop violations of the Code or the applicable law by team members.
- Let the complainant know that you are available to discuss their concerns.
- Take complainant's questions and concerns seriously.

Once a potential Code of Conduct violation is reported to you:

- Feel free to seek guidance from the HR team before responding.
- Raise all concerns to the appropriate level and function in accordance with the Reporting and Escalation mechanism of Code Conduct issues.
- Support complainant who raise concerns honestly and treat them with respect.
- Never let the complainant/s feel that their concerns are being ignored or not being taken seriously.



- Ensure that no retaliation occurs against someone for reporting a suspected violation of the Code.

Refer Whistleblower Policy and Sexual Harassment Redressal Policy to understand the process for handling the critical concerns under those policies.

5. OUTSIDE THE WORKPLACE –LOBBYING AND CONDUCT WITH OTHERS

Fair dealing has been a fundamental value of the Company since it was founded. We believe that honesty and trustworthiness build long-lasting relationships. There are many ways we stay true to this value in today's environment.

- If you are contacted by a government official in connection with your work, or are asked to provide information in connection with a government agency inquiry or investigation, you should contact the Legal Department.
- Be careful to make clear that you do not speak or act for Lenskart unless you have been authorized to do so.
- Do not contact government departments or personnel seeking to influence legislation, regulations, or decision making on behalf of Lenskart without consulting the Legal Department.
- If in doubt regarding this issue, escalate the matter to your seniors; do not attempt to resolve on your own.
- The Company values its relationship with all partners and Business Associates and acknowledges their contribution to its success and growth. It aims to create an equitable and conducive atmosphere for doing business with the Company.

When dealing with Business Associates, you must:

- Deal with Business Associates strictly on a professional basis.
- Treat everyone with respect and courtesy while ensuring that the terms of the agreement are adhered to both by the Company and the Business Associates.
- Do not mislead, misrepresent, deceive, or take unfair advantage. If you know of a mistake, whether it is in Lenskart's favor or not, correct it.
- Do not offer gifts, entertainment, or favors to win or keep business.

6. DISCIPLINARY ACTION FOR VIOLATION OF THE CODE

Each of us is responsible for knowing and adhering to the values and standards set forth in this Code and for raising questions if we are uncertain about Company policy. If we are concerned whether the standards are being met or are aware of violations of the Code, we must contact the HR department. Our Company may have to take disciplinary action against employees who repeatedly or intentionally fail to follow our Code of Conduct. Disciplinary actions will vary depending on the violation. Lenskart encourages all employees to proactively report any actual or suspected breach of the guidelines and principles outlined in this Code. Concerns relating to fraud, insider trading, financial misreporting, or violations of securities laws must be escalated to the Audit Committee, in accordance with Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All whistleblower complaints shall be handled with strict confidentiality and will be reported to the Board-level Audit Committee for appropriate action.



To that end, such breach can also be brought to the attention of your manager, human resources team or if the situation requires, use the whistle-blower channel available under Lenskart's Whistleblower Policy. Complaints reported through various means, other than the Whistle-blower channel (which is dealt with in the manner set out in the Company's Whistle-blower policy) must be directed to the Chief People Officer ("CPO") or someone deputed by the CPO. All complaints received under this policy will be promptly and appropriately investigated.

Appointment of Investigator and Case Committee

Upon receiving a complaint involving a potential breach of the Code, the CPO shall promptly conduct an initial assessment to determine the seriousness and scope of the matter. Based on this assessment, the CPO shall appoint an appropriate individual—or more than one person, if necessary—to carry out a thorough investigation (referred to herein as the "**Investigator**"). Simultaneously, the CPO will constitute a Case Committee comprising at least three senior employees of the Company, selected to ensure objectivity and independence in the handling of the matter. The Case Committee shall supervise the investigation process and decide upon further actions based on the investigation report. Where applicable, the CPO may consult the Legal Department to ensure regulatory obligations are met, including those under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Notice to Parties Involved

The Investigator shall notify the concerned parties—namely the complainant, the accused, and other directly involved individuals—about the initiation of the investigation. This communication must be carried out in a discreet and confidential manner, with an emphasis on neutrality. The Investigator shall also schedule interviews with relevant individuals without undue delay, ensuring timely fact-finding while maintaining confidentiality and procedural fairness.

Investigation

All employees and departments must cooperate fully with the Investigator and provide any information or documents requested. During the investigation, the Investigator will conduct interviews with the complainant, the accused, and any other persons who may provide relevant information. These interviews must be conducted with professionalism and impartiality, ensuring that the rights and dignity of each interviewee are respected. The Investigator is expected to maintain an open mind and approach the process objectively, regardless of the perceived outcomes. A complete record of all interviews and interactions must be documented and preserved. Upon conclusion of the investigation, the Investigator will prepare a detailed report summarising the findings, which shall be submitted to the Case Committee for review.

Precautionary Measures

Depending on the facts and circumstances of each case, the Case Committee may decide to implement precautionary or interim measures to protect the integrity of the investigation and safeguard those involved. Such measures may include reassignment of duties for the accused, temporary suspension pending investigation, or other protective steps tailored to the situation. These steps may be deemed necessary to prevent the destruction of evidence, avoid potential influence over



witnesses, protect victims or complainants, or prevent further violations of the Code. Any precautionary measure shall be proportionate and subject to periodic review.

Conclusion and Consequences

After reviewing the Investigator's report and considering all relevant information, the Case Committee shall determine the appropriate course of action. Possible outcomes include dismissal of the complaint if found to be baseless, or the imposition of corrective or disciplinary action if the allegations are substantiated. Disciplinary measures may vary based on the severity and nature of the violation. These may include a formal reprimand or warning, demotion, suspension, or termination of employment in cases involving serious misconduct. In addition, benefits may be withheld or forfeited for a specific period. Where the violation involves fraudulent conduct, financial impropriety, embezzlement, theft, or other unlawful behaviour, the Company may also initiate legal proceedings or notify law enforcement authorities, as appropriate. In matters relating to financial misconduct, insider trading, or violations of securities law, the Audit Committee must be kept informed in accordance with SEBI Regulation 22.

Reporting and Regulatory Compliance

All complaints received under this Code shall be reported to the Company's Legal Department. The Legal Department shall maintain a centralized register of all such complaints, along with records of investigations and actions taken. The Legal Department shall also submit periodic reports to the Audit Committee of the Board of Directors, particularly in cases where a breach of the Code has been established. Furthermore, in accordance with the SEBI (LODR) Regulations, the Legal Department shall ensure that all complaints received through the Company's Whistleblower mechanism are promptly reported to the Audit Committee. This reporting framework ensures Board-level oversight and adherence to regulatory expectations around governance, transparency, and ethical conduct.



ANNEXURE – FAQ's

Q. Different states and cities have different culture and laws. Does the Code apply to everyone nationally?

A. Yes. The conduct established in the Code applies to all employees countrywide regardless of the location. If a local law sets a different standard than the Code, you should ask your manager or HRBP for guidance since the applicable laws need to be complied with.

Q. I saw my reporting manager doing something that seemed unethical, but I'm afraid to report the suspected violation. Will I get in trouble or hurt their reputation by making a report?

A. No. You cannot get in trouble or hurt your reporting manager's reputation simply by making a report. You will not be held responsible for reports made honestly (and not malafidely or frivolously), even if they turn out to be unfounded later on. Investigations are conducted in an objective, fair and confidential way to ensure that employees' reputations are protected. All concerns about the Code and reports of retaliation will be fully investigated.

Q. My manager uses very abusive and colloquial language to scold me in front of the entire team if something goes wrong and humiliates me all the time. I am threatened with termination due to poor performance if I protest at his behavior and the use of harsh language to berate me.

A. Your manager is engaging in an unprofessional conduct that is intimidating and offensive and a breach of the Code. Please raise the matter with your HRBP or your Skip Level Manager as mentioned in the Code.

Q. I overheard my team leader tell my co-worker a joke involving religion that made my co-worker uncomfortable. I don't want to get in the middle of anything. What should I do?

A. Report it. All employees are entitled to a workplace where their co-workers and team leaders treat them with dignity and respect. You should report the matter to your Human Resource representative or your Skip Level Manager even though doing so may make you uncomfortable. Do note that you will not be at any disadvantage for reporting with honesty.

Q. I feel as though I was not given a promotion because of my gender. What should I do?

A. Report it. Lenskart policy requires that employment decisions be made without regard to the gender of the candidate. If you feel you were treated unfairly, you should report your concern with substantiations or supporting information.

Q. During a team outbound program, some senior team members got drunk and made lewd gestures. Much to the embarrassment of all, some junior women colleagues were coerced to drink and dance on stage. The next morning, the group was informally told to ignore the entire incident since it was minor, and no one was hurt.



A. Drunken and unruly behavior during outbound programs and compelling junior lady colleagues to participate is a breach of the code. It cannot be dismissed as a minor incident and such incidents in a public place have an adverse impact on the reputation of the Company. It needs to be reported to your HRBP and/or your Skip Level Manager immediately.

Q. Over a year ago, I accepted my boss's request to be a friend on Facebook since many of my office colleagues are in the same group and I did not wish to offend him. Of late, some of the messages from my boss on Facebook chats and WhatsApp have been very personal and intimate using explicit language and continue despite my polite requests to stop. When I shared this with some of my colleagues, they laughed and asked me not be a prude. Am I overreacting?

A. No, you are not. If your manager's gestures and messages are unwelcome or making you uncomfortable, you have every right to ask him to stop immediately. You can also keep your skip manager and HR in loop. In case you are not comfortable sharing this directly with your manager, reach out to the HRBP or your Skip Level Manager.

Q. My colleague does not speak Hindi well and this is his first work stint in North India. His manager ridicules his accent, language, dress and makes fun of his home town and mannerisms. At times, other team members also join in the bullying though there are a few who either keep quiet or protest mildly. These incidents are not reported to anyone but discussed in the office grape vine and the news has spread to other groups and teams. Is this harmless fun and is there anything that can be done about it?

A. This is clearly discriminatory behavior and a Code violation. Your colleague needs all your help and support to handle this situation. You may want to talk to your Skip Level Manager in confidence about this issue. If you feel so, you can reach out to the HRBP.

Q. A woman candidate has been shortlisted for a role; she has the requisite experience and qualifications and is the best candidate for the position. She has a six month old baby and before offering the job to her, I am concerned as to how she will manage the extensive travel that is required for the position. Should I ask her how she plans to manage her family with such frequent travel so as to assess her level of preparedness or should I not consider her for the position at all? I can also discourage her from accepting by pointing out the occupational hazards of such position.

A. Your concern is legitimate. You may discuss the travel requirements of the profile with the candidate and if she expresses her willingness to take up the assignment, avoid any further discussion on how she will manage it. Any attempt to focus on the candidate's personal issues as possible impediment in performance is not permitted.

Q. Due to a last-minute business requirement, I am required to travel to Delhi and the travel desk gives me a flight that is scheduled to reach Chennai at 12 midnight. Being a lady employee, I am uncomfortable and seek earlier flight options but am told by that the high cost of tickets for the earlier flights is an issue. What do I do?

A. While optimizing travel costs is important, employee safety is a priority too. The Code and Lenskart's policies are committed to providing each person a safe and secure work environment, and it is the responsibility of each manager to ensure this, particularly for lady employees. Please raise this concern with your manager to resolve this matter.



Q. I have seen activities at Lenskart that may compromise the environment or create an environmental hazard. What should I do?

A. Report it to your Reporting Manager immediately. If you are aware of any potential violation of law or Company policies or procedures or this Code, it is your responsibility to report it. The incident or condition will be investigated and, if necessary, corrected.

Q. A colleague comes to work at times under the influence of alcohol. He has shared with me in confidence about his personal issues and is quite stressed. He is a good friend and I know that he needs his job and is the sole earner in his family. I have tried to counsel and help him but it does not help. What should I do?

A. Being under the influence of alcohol or drugs in workplace poses a safety hazard and besides lowering the dignity of the office also causes low productivity. Your colleague may make mistakes at work that can prove costly for the Company since his thought process becomes somewhat impaired if he is inebriated. You should discuss the same with your manager and/or your HRBP to take this forward.

Q. A consultant was engaged to conduct a training program for the employees of our Business Associates in a venue outside the office. A woman associate who stayed in the same guest house as the trainer has complained that the trainer misbehaved with her late in the night at the guest house though there was no witness present. Since both the concerned persons are not Company employees and the alleged incident took place outside the office, is there any need for the Company to take up the complaint and conduct an investigation?

A. The definition of the “workplace” in the new law on prevention of sexual harassment is wide and includes a guest house where any person engaged by the Company stays during official visits. Further, the trainer and the complainant were engaged by the Company and the alleged offence was committed in the guest house where they stayed during the work assignment. The Company is responsible for investigating and taking appropriate actions as per the defined processes.

Q. I have heard through the office grapevine about a woman employee’s alleged romantic relationships with some senior colleagues including her reporting manager in office. There is a lot of resentment in people about the unprofessional conduct of the woman employee. Can I take disciplinary action against the woman in my role as head of the function?

A. As the function Head, please refrain from taking any hasty action decision based on unsubstantiated gossip. A romantic relationship between direct/indirect reports is not permitted as per the Lenskart policy. Certain relationships are permitted but have to be disclosed while others are not encouraged, and some are prohibited. Please consult the HRBP to investigate the allegation and if established, action must be taken against the reporting manager for violating the Code and Company policy.

Q. Our team has a new intern and I have just learnt that she is the daughter of a senior director. She was referred by the CFO, and hence her relationship was neither disclosed nor known. My



skip manager discreetly informed me about it and told me that the trainee will be reporting to me. Is there a problem in this reference placement?

A. The training is not prohibited but the senior leader ought to have disclosed his relationship to the trainee's team, and not used the indirect reference of CFO for getting her placed. Secondly, the trainee cannot be placed under in the same department as her father since this would constitute a conflict of interest.

Q. I am actively supporting a political party, and now want to formally become a member of the same. Is it allowed as per our COC?

A. You may become a passive member of the political party and volunteer for the same in your spare time and need not disclose your political or religious affiliations to the Company. But you should not accept any party post/public office nor can you canvass for your party during office hours nor seek donations for the party from your office colleagues. It is also important to check whether the party is a legitimate one since volunteering or becoming a member of a banned or extremist outfit is strictly prohibited and may result in termination of your service from the Company.

Q. There is an urgent printing job that needs to be delivered within very stiff timelines. Not having enough time to scout around for a good vendor or take any comparative quotes, I award the assignment to my sister-in-law who owns a printing agency. Is this an issue?

A. You have given the assignment to your relative without disclosing the relationship, further you have not followed the process for awarding such a contract. It is a breach of the Code and your urgency for bypassing the process is not an excuse.

Q. Though I have been in a relationship with one of my team members for 6 months now, we have managed to keep the relationship quiet and not let it affect our work at any time, though she reports to my direct report. Is there a problem with this relationship?

A. Yes, such a relationship is in breach of the Code on relationships at the workplace since there is a possibility of conflict of interest, given the reporting relationship. Either or both of you may have to look for a new assignment within the Company or outside. You should discuss this with your HRBP and decide the next course of action.

Q. My friend works for a business daily, and has been checking with me about the Company's reaction to certain newly introduced government policies. Can I comment?

A. Only the Company spokesperson and authorised members are allowed to interact with the media. You should clarify that you are not the authorized spokesperson of the organization to comment on such matters in the public domain. You can however offer to introduce your friend to the Corporate Communications team for appropriate inputs.

Q. I have been invited to participate as an expert on a well-known TV program. Can I accept the same and participate in the panel discussion?

A. Since you have been invited as an expert, you may participate but after informing the corporate communications team and your direct manager. During the program, take care to state the disclaimer that the views are personal and make no comments or views about the Company or provide any confidential information about the Company.



Q. I have a personal blog where I share my thoughts and feelings with my friends. What should I consider before including any work-related information?

A. Be careful. Media tools such as blogs, wikis, and networking sites are subject to the same rules as any other communications. Do not disclose any confidential business information. For example, do not write about acquisitions, product recalls, organizational changes, relationships with customers or vendors, financial information, personal information about colleagues (address, phone numbers, employee identification numbers), or any other sensitive or confidential information.

Q. I have recently made a presentation to senior management about the potential acquisition of a company. The project team has requested that I place this presentation on a common shared drive site. Is this okay?

A. Be careful. Before placing confidential information on a common shared drive site, it is your responsibility to make sure that access is restricted so that it can only be viewed by the project team and other authorized personnel. If you are ever able to access information on a common shared drive site that you believe should be restricted, you should immediately notify the Legal Department.

Q. I offer a vendor an expensive ticket to the T20 series at Lenskart's cost and I later accept from the same vendor an even more expensive ticket to the Filmfare awards. Isn't that okay?

A. No. Both are wrong. You should not be offering expensive gifts to vendors and just because you have given an expensive gift does not mean you can then accept a more expensive gift in return.

Q. A vendor who would like Lenskart's business takes me to lunch at least twice a month. Is that okay?

A. It depends. Accepting lunch invitations is okay if you are meeting for a business purpose, but frequent or extravagant meals can appear to create a conflict of interest. Consult your reporting manager if a vendor constantly invites you to lunch. Tell the vendor about the Code and only have occasional lunch meetings with vendors.

Q. A vendor offered to deliver scrap materials from a project he completed to my house. The project is finished and Lenskart would just throw away the scrap materials anyway. Is this okay?

A. No. Never accept items from Lenskart vendors for personal use.

Q. A vendor offered two passes for a highly acclaimed concert since he was unable to attend. The passes cost INR 7000/- each and I am very interested in music and would love to attend the concert though I would not have paid such sums to buy tickets. Should I accept the offer since the tickets would go waste if I did not accept?

A. There could be many such similar sounding offers that may come your way in work life. The key point is that these passes are a gift/favour. It would be appropriate to decline the offer, more so since you have stated that you would not have paid to buy the highly priced tickets.



Q. Its Diwali and one of my suppliers have sent me a small gift box. Unsuspecting, I unwrap the gift to find an expensive silver article. I realize that this supplier is bidding for a new tender that I am looking after. What do I do?

A. Since, it is likely that the gift is being given to influence your business decision, the gift should be returned to the supplier.

Q. Being in a business development role, I meet a lot of industry professionals and government officials. At times I carry token gifts / mementos for them. Is this wrong?

A. Offering gifts is a sensitive matter. It is important to be compliant with our Company policy as well as run a check on the recipient organization's business guidelines to prevent any concerns about improper gifts / undue influence.

Q. Who is a government official?

A. A government official is anyone employed by any government or government-controlled enterprise or parliamentary body or public sector enterprise or a recognised political party, such as officers, environment and health inspectors, customs officers, postal workers, members of a legislative body, and employees of government-owned hospitals.

Q. The only way I can obtain a visa in time to make a business trip in another country is if I make an extra payment to an official at that country's embassy. Can I do that?

A. No. Laws of most countries prohibit making payments of this nature and the Company forbids making these payments in any country.

Q. The minister of our city is coming to visit the warehouse for a groundbreaking ceremony for our new building. May I provide him with a gift bag full of product samples?

A. It depends. Many local officials are prohibited by local law and their own ethics' policies and codes from accepting any gifts, however small. Since this is a complicated area and penalties can be severe, you should avoid it and if at all necessary, discuss it with the Legal Department before offering any gifts to a government official.

Q. I was told I have to pay extra to a customs official to clear our products through customs. Can I do that?

A. No. Laws of most countries prohibit such payments under any circumstance, and the Company forbids making such payments in any country.

Q. A customer has asked me to record sales this month for deliveries we'll make next month. What should I do?

A. Don't do it. This can impact our financial results and is considered fraud. Discuss it with your reporting manager so they know the difficulties you are facing with this customer.

Q. Over the weekend, I accidentally used my corporate credit card to put petrol in my personal vehicle. Am I going to get into trouble?



A. No. We all make mistakes. Just make sure you indicate this in your next expense report and provide payment to cover the charges. However, if this is a habitual problem, there may be disciplinary actions.

Q. My team leader said that we are in a rush to make our orders in time and that I should not be concerned about the quality and just focus on quantity. What should I do?

A. Stop and report it. Never do anything that you believe could compromise the quality or safety of our products. No production goal or time saving measure is worth compromising the trust our customers place in us. Stop what you are doing and contact your facility quality leader.