Jio Platforms Limited

Code of Conduct

Dear Colleague,

Welcome to Jio Platforms Limited's ("**Company**" or "**JPL**") Code of Conduct. This is our guide to doing the right thing in business. It is a must-read and a must-follow for all of us.

Nothing is more important to JPL than making sure we do what is right – and nothing puts us at risk more than failure to do it.

In 'Code of Conduct' we are focused on the most important principles and expectations rather than specifying detailed rules. It does not specifically address every potential form of unacceptable conduct, but I believe that we are fully capable of making the right decisions when faced with difficult choices and that we will be guided by our good judgment. In case of any doubt, as to the course of action to be taken, the following test may be applied:

- Is it legal?
- Is it ethical?
- Could it cause a negative perception of the Company?

But we should never feel that we must "do it alone" when we are unsure of what is the right thing to do. One of the responsibilities we share is to seek guidance from our managers or other internal sources when we need it.

Please have the courage to speak up if you see anything that appears to breach this Code of Conduct. Your concerns will be considered seriously - and JPL will not tolerate retaliation against anyone.

Our values and behaviors are the foundation for our Code of Conduct. They define how each of us must act to ensure that JPL and its subsidiaries sustain their reputation and continue to earn the trust that allows us to prosper. As you read this Code of Conduct, be guided by its expectations and continue to live out our values in your work every day.

Akash M. Ambani
Managing Director

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1. Introduction

1.1 This "**Code of Conduct**" adopted by Jio Platforms Limited ("**JPL**" or "**Company**") reflects the company's dedication to integrity and maintaining the highest ethical standards. It outlines the expected standards of conduct for all employees to ensure that they make the right decisions while performing their roles and responsibilities across different functions within the organization.

1.2 This Code of Conduct is a public statement that JPL is committed to doing the right thing. It serves as a valuable resource to help employees and others make informed, ethical decisions based on guiding principles.

1.3 This Code of Conduct lays down responsibility and expectation required to follow principles and objectives set by "Our Guiding Principle".

1.4 Because no code of conduct can cover every possible situation, JPL relies on you to use good judgment and to speak up when you have questions or concerns.

1.5 This Code of Conduct is applicable to all employees, subsidiaries and directors on the Board.

2. Our Guiding Principle

2.1 Operating safely, responsibly and reliably:

We are committed to safety, protecting the environment and respecting the communities in which we operate. Our health, safety, security and environment (HSSE) goals are: no accidents, no harm to people and no damage to the environment.

2.2 Our People:

Our people are key to our success. When we respect and value one another we succeed individually and as a company. We all have a role in maintaining a corporate culture based on respect and fairness.

2.3 Our Business Partners:

We work with our business partners in an honest, respectful and responsible way. We are a company on which others can rely. JPL gains its competitive advantages through strong performance rather than through unethical or illegal business practices.

2.4 The governments and communities we work with:

We work together with governments and communities to contribute to sustainable growth, create jobs and invest in people.

2.5 Our assets and financial integrity:

We have a responsibility to protect shareholder value, take care of our assets and resources and to be honest and transparent about our operations and performance.

3. Our Responsibility

3.1. Employee responsibilities

a. Read and be familiar with the information in Our Code and this Code of Conduct.
b. Affirm annually that you have acted in accordance with this Code of Conduct.
c. Act in a manner that is safe, ethical and consistent with applicable laws and regulations and this Code of Conduct.
d. Raise questions and concerns if you become aware of possible violations of this Code of Conduct.
e. Cooperate fully when responding to an investigation or audit.
f. Compliance with JPL's Anti-Bribery and Anti-Corruption Policy.

3.2. Additional responsibilities of managers

Be a positive role model and support your team members by:

a. Creating an environment that is respectful and inclusive.
b. Encouraging employees to speak up.
c. Listening and responding to concerns when they are raised.
d. Doing your part to make sure that no one experiences retaliation for speaking up or cooperating in an investigation.
e. Helping your team members understand the requirements of this Code of Conduct and applicable laws.
f. Being consistent when enforcing our requirements and holding people accountable for their behavior at work.

3.3. Additional responsibilities of Directors

Directors shall also be responsible to perform the duties specified as per the Companies Act, 2013 and other relevant laws. Duties of Independent directors are specified in Clause 10 of this document.

3.4. Zero tolerance on retaliation

JPL does not tolerate retaliation. We consider acts of retaliation to be misconduct. Retaliation can take many forms, for example: threats, intimidation, exclusion, humiliation and raising issues maliciously or in bad faith.

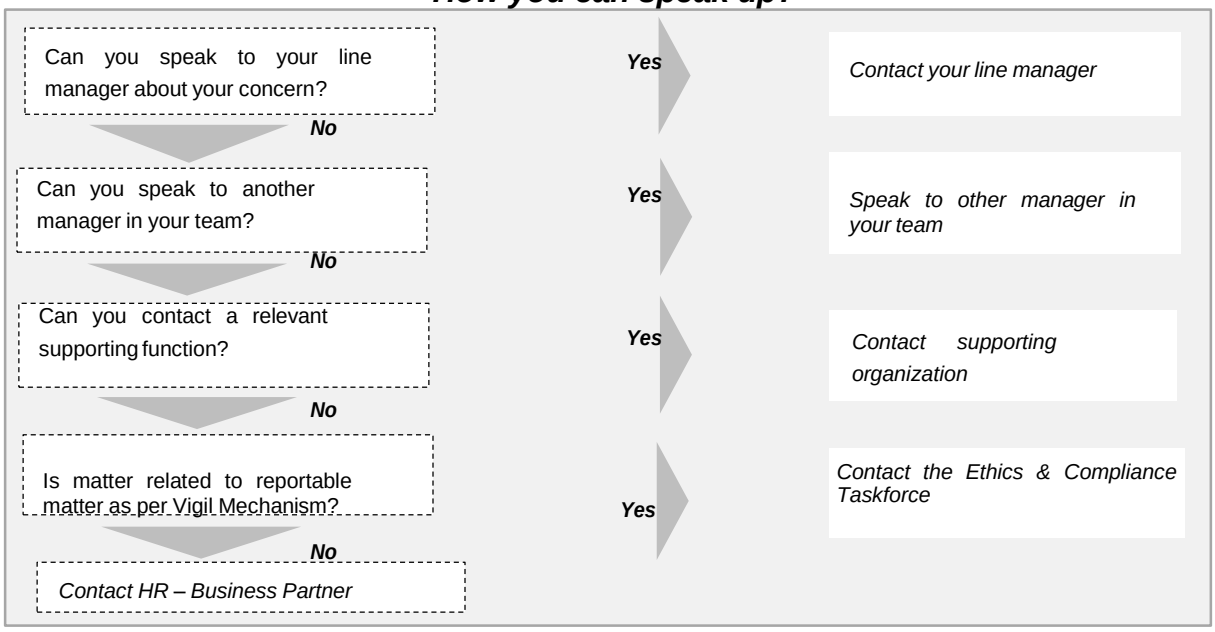
If you think that you or someone you know has experienced retaliation, contact any of the resources mentioned in the below overview of “How you can speak up?”.

3.5. Speak up

Each of us has a responsibility to speak up if we see something unsafe, unethical or potentially harmful. If you have a question, need help or want to raise a concern you have several options. Please also refer to our Anti-Bribery and Anti-Corruption Policy in relation to the reporting mechanism for any suspected violation of such policy or of Anti-Corruption Laws (as defined therein).

Please refer to the ‘How you can speak up?’ decision tree below for these options

How you can speak up?



'Ethics & Compliance Task Force' (ECTF) means the committee designated by the Audit Committee to handle complaints and the resolution process of Protected Disclosures.

4. Operating safely, responsibly and reliably

Our Expectations

4.1. Always operate safely and securely

We must be vigilant, disciplined and always looking out for one another. Each of us is a role model for safety.

a. Do not undertake work that you are not qualified to perform.
b. Stop your own work or that of others, if you consider it unsafe.
c. Play your part in protecting the environment – make it a personal priority.
d. Be sure that your performance is not impaired, for example by a lack of sleep, alcohol, or any other drugs.
e. Expect and encourage contractors and others with whom we work to comply with applicable health, safety, security and environment requirements.
f. Report any accident, injury, illness, or unsafe condition immediately. Never assume that someone else has reported or will report a risk or concern.
g. Know the emergency procedures that apply where you work.

5. Our People

Our Expectations

5.1. Equal opportunity is a matter of fairness, respect and dignity

We value the unique contribution that each person brings to JPL.

a. Treat everyone with respect.
b. Be respectful of cultural differences. Base your work-related decisions on merit and do not discriminate against anyone based on race, color, national origin, religion, gender, age, sexual orientation, gender identity, marital status, disability, or any other personal characteristic.
c. Offensive messages, derogatory remarks and inappropriate jokes are never acceptable.

5.2. Provide a workplace that is free from harassment and intimidation

We do not tolerate any form of abuse or harassment.

a. Help create a work environment free of all forms of harassment.
b. Inappropriate comments of a sexual nature or any other sexually offensive behavior will not be tolerated.

5.3. Personal relationships in the workplace

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

a. Employees may not have an intimate relationship with another employee if they have any influence over the other employee's salary or career path.

b. If such a relationship exists, it must be reported to management.

5.4. Protecting personal information

We respect your privacy and will only take an interest in what you do outside of work if it affects JPL's reputation or legitimate business interests.

a. Label and treat personal information as 'Confidential.'
b. If in doubt consult your HR Business Partner.

6. Our Business Partners

Our Expectations

6.1. Build and maintain relationships with suppliers and business partners

We seek to work with others who share our commitments to safety and ethics and compliance.

a. Communicate clearly our relevant expectations to our suppliers and business partners, agreeing to appropriate contractual obligations where applicable.
b. Take the appropriate measures if they do not meet those expectations or obligations.
c. The policies and procedures laid down in our Anti-Bribery and Anti-Corruption Policy shall apply in case of any use or hiring of any person or entity whose responsibilities may include interacting with a third party and/or a Government Official/Government Authority (as defined therein).

6.2. Appropriately exchange gifts and hospitality

We do not accept or provide gifts or hospitality in return for any business, services, or confidential information, or if the intent is to bias a decision. Please refer to JPL's Anti-Bribery and Anti-Corruption Policy for further details on our stance towards gifts and hospitality.

6.3. Be proactive and manage conflicts of interest

A conflict of interest may occur when your personal interests or activities affect your ability to make objective decisions for JPL. Disclose such situations to the ECTF. For example:

a. Outside jobs and affiliations with competitors, customers or suppliers must be disclosed to the ECTF.
b. You are advised to avoid conducting the Company's business with your relative, or with a business with which a relative is associated in any significant role.
c. Investments, including those of close relatives, which might influence or appear to influence your judgment must be disclosed to the ECTF.
d. Employees are required to obtain approval from the ECTF before accepting any directorship / assignment in any company other than JPL or its affiliates.

6.4. Avoid Anti-competitive Conduct

Competition and Anti-trust laws are complex and often fact specific. For this reason, if you have any questions consult our Legal team. Do not engage in

any form of agreement or understanding with competitors to fix prices, rig bids, allocate customers and/or restrict supply.

6.5. Preventing money laundering

Money laundering is the process of hiding illegal funds or making them look as though they are legitimate. It also covers the use of legitimate funds to support crime or terrorism.

a. Never become involved in money laundering or activities that may facilitate money laundering by others.
b. Know who you are doing business with by following our counterparty due diligence procedures.
c. Be attentive when reviewing invoices and escalate any suspicious transactions or payment arrangements to the ECTF.

7. The governments and communities we work with

Our Expectations

7.1. Engage with communities and respect their rights and dignity

We want to be a trusted neighbor in the communities where we operate. We encourage participation in the local community.

a. Be aware of the potential for the appearance of conflicts of interest and discuss any concerns with your line manager
b. Notify your line manager or Corporate Communications team in advance of speaking with representatives of community organizations or non-governmental organizations (NGO)

7.2. Commitment to human rights

We seek to conduct our business in a manner that respects the human rights and dignity of people. We do not permit the use of child labor, human trafficking, or forced labor.

7.3. Public communications and protecting JPL's reputation

It is essential that our public communications are clear, accurate, and consistent.

a. Remember that your social media posts and comments are not anonymous and can negatively impact JPL's reputation.
b. Only authorized persons can talk to the media or members of the investment community; contact the Corporate Communication team or Investor Relations for advice. Public communication on behalf of the company should not be done without express consent of Corporate Communication Team or Investor Relations.
c. External presentations can be an excellent way to share our expertise with others, but make sure you have obtained the required approvals before accepting any invitation and obtain the necessary approvals on content. Alternatively, make appropriate caveats before delivering any presentation.

7.4. Our stance on political activity

As an individual, you have the right to personally participate in the political process. However, you must make it clear that your personal views and actions are not those of JPL.

a. Do not use company funds or resources to support any political candidate or party. Please also refer to our Anti-Bribery and Anti-Corruption Policy in relation to policies and procedures for making political contributions.
b. Holding or contesting an election for any political post by any employee is discouraged as it could interfere with the performance and discharge of responsibilities towards the Company.

8. Our assets and financial integrity

Our Expectations

8.1. Maintain accurate and complete information and records

Our stakeholders rely on our accurate and complete disclosures and business records. Such information is also essential within JPL so that we can make good decisions.

a. Ensure all transactions are properly authorized, recorded and reported, as required under this Code of Conduct and JPL's Anti-Bribery and Anti-Corruption Policy.
b. Follow applicable laws and JPL's requirements when creating, maintaining, retaining or destroying documents including those in electronic formats.

8.2. Protect JPL's assets

Company assets include facilities, property and equipment, computers and IT systems, information, corporate opportunities and funds.

a. Make sure our assets are not applied for personal benefit and/or the benefit of your related parties.
b. Make sure your user IDs and passwords are secure.
c. Limited personal use of computer equipment, phones, email and internet access will usually be acceptable.
d. Do not share JPL information in public forums or on social media.

8.3. Do not engage in corporate opportunities

You should not engage in any corporate opportunities except as may be approved by the board of directors of JPL as per delegation of authority.

8.4. Data Privacy

a. Follow all the privacy laws, rules and regulations in the jurisdictions in which we operate.
b. Respect privacy of our business partners, associates, employees, customers and other individuals.
c. Ensure appropriate record retention and other measures to safeguard personal information.
d. Collect and use data in a lawful, fair, legitimate and ethical way.

8.5. Do not engage in insider dealing

a. Trading in JPL's securities when you have inside information, or sharing it with others is illegal and can result in severe penalties. Never indulge in forward dealings in securities of the Company. Both these are prohibited activities under this Code of Conduct.
b. Never buy or sell securities of JPL or affiliates if you have inside information.
c. Never spread false information to manipulate the price of listed securities.
d. Trading indirectly when in possession of inside information, for example through family members or others, or providing 'tips' is also prohibited.
e. Follow the same principles in relation to inside information in respect of other listed companies.
f. Remember these rules continue to apply even when you are no longer a JPL employee.
g. If in doubt, check with Company Secretary's office.

9. Vigil Mechanism

We have established the ECTF to process and investigate Protected Disclosures. "**Protected Disclosure**" is a disclosure of a Reportable Matter.

9.1. 'Reportable Matter' means a genuine concern concerning actual or suspected:

a. Fraudulent practices, such as improperly tampering with JPL's books and records, or theft of company property;
b. Corruption, including bribery and money laundering and any other conduct that would violate JPL's Anti-Bribery and Anti-Corruption Policy; or
c. Breaches of this Code of Conduct.

This definition shall exclude complaints concerning personal grievances, such as professional development issues or compensation of employees, officers or directors of JPL.

9.2. Contact Details:

Protected Disclosures are to be made to the ECTF as follows:

a. by email to jpl.vigil@jio.com;
by telephone to the Whistle-blower Hotline -(022-79640999); or
b. by letter addressed to the Ethics & Compliance Taskforce, marked "Private and Confidential", and delivered to the Chairman of the Ethics & Compliance Taskforce, Jio Platforms Limited, TC-22, 5th Floor, A Wing, Reliance Corporate Park, Thane Belapur Road, Ghansoli, Navi Mumbai – 400 701.

Moreover, in exceptional cases (i.e., those involving allegations of serious violations or irregularities), employees have a right to make Protected Disclosures directly to the Chairman of the Audit Committee as follows:

a. by email to jpl.auditcommittee@jio.com; or
b. by letter addressed to the Audit Committee, marked "Private and Confidential", and delivered to the Chairman of the Audit Committee, Jio Platforms Limited, TC-22, 5th Floor, A Wing, Reliance Corporate Park, Thane Belapur Road, Ghansoli, Navi Mumbai – 400 701.

We will maintain the confidentiality of the identity of the whistleblower and the fact that a Protected Disclosure has been made. For further details, refer to the Vigil Mechanism and Whistle-blower Policy.

10. Duties of Independent Directors

Independent Directors, in addition to above duties, shall also perform the below mentioned duties:

a. undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company;
b. seek appropriate clarifications or amplification of information and, where necessary, take and follow appropriate professional advice and opinion of outside experts at the expense of the Company;
c. strive to attend all the meetings of the Board of Directors and of Board committees of which they are members;
d. participate constructively and actively in the committees of Board in which they are chairpersons or members;
e. strive to attend the general meetings of the Company;
f. where they have concerns about the running of the Company or a proposed action, ensure that these are addressed by the Board and, to the extent that they are not resolved, insist that their concerns are recorded in the minutes of the Board meetings;
g. keep themselves well informed about the company and the external environment in which it operates;
h. not to unfairly obstruct the functioning of an otherwise proper Board or the Committee of the Board;
i. pay sufficient attention and ensure that adequate deliberations are held before approving related party transactions and assure themselves that the same are in the interest of the Company;
j. ascertain and ensure that the Company has an adequate and functional Vigil Mechanism and to ensure that the interests of a person who uses such mechanism are not prejudicially affected on account of such use;
k. report concerns about unethical behavior, actual or suspected fraud, or violations of this Code of Conduct or other JPL policies;
l. acting within his authority, assist in protecting the legitimate interests of the company, shareholders and its employees; and
m. not disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.