

# FARFETCH

## ANTI-BRIBERY AND CORRUPTION POLICY

Farfetch is a global marketplace for the luxury fashion industry, operating in multiple countries and jurisdictions. This comes with important responsibilities for us and it is critical that we follow the highest standards of business ethics, including doing business honestly and transparently, in full compliance with applicable global legislation. Accordingly, this Policy establishes mandatory standards and principles every Farfetcher must follow.

### 1. Purpose

At Farfetch, we have a zero-tolerance approach to bribery and corruption. This Anti-Bribery and Corruption Policy (“Policy”) prohibits bribery of domestic and foreign Public Officials (including government officials), as well as private sector (commercial) bribery. This means that employees and Third Parties must not either directly or indirectly, give or receive anything of value (such as bribes, kickbacks, or illegal payments) to or from anyone (including corporate entities) to influence them to obtain or retain business or to secure any other improper advantage connected with our business.

Farfetch must comply with the laws of the countries in which we do business, including the UK Bribery Act 2010 (“**UKBA**”), the US Foreign Corrupt Practices Act 1977 (“**FCPA**”) and other applicable Anti-Bribery and Corruption laws. Farfetchers should refer to Anti-Bribery and Corruption Procedures for additional requirements. If an applicable local law imposes more stringent requirements than this Policy, the local law prevails for employees and Third Parties working in that country.

### 2. Application

We expect our people and those working on our behalf to avoid engaging in any direct or indirect activity that’s corrupt, improper or unlawful. This policy applies to all Farfetchers (whether full-time or part-time and including employees at all business units), contractors, consultants, or freelancers (together, “Covered Persons” or for the purposes of this policy, “Farfetchers”). This Policy does not cover every situation, so if you are uncertain or have any questions, reach out to the Farfetch Ethics & Compliance Team ([compliance@farfetch.com](mailto:compliance@farfetch.com)) for help.

### 3. What is bribery and corruption?

**Bribery** involves the direct or indirect offer (including through a Third Party), promise, gift, request, agreement to receive, or accept anything of intangible or financial value to or from another person with the intent to induce the recipient person or entity to act, omit, or decide

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improperly in the performance of their duties and/or to secure an improper advantage to obtain or retain business.

**Intangible or financial value includes:**

- Any and all property interests, such as money, securities, real estate, goods, accommodation, tickets, memberships, admission tickets, and discount coupons;
- Entertainment (for example, food and beverages, alcoholic beverages) or convenience (for example, transportation and accommodation);
- Inside information; and,
- Other economic benefits, such as exemption from debts, provision of employment, and grant of rights and interests.

**Corruption** is any activity that involves the abuse of position or power to gain an improper personal or business advantage, whether in the public or private sector.

## 4. Policy statements

**UK Bribery Act 2010 (UKBA) and US Foreign Corrupt Practices Act (FCPA):** Both, the UKBA and FCPA prohibit bribing foreign Public Officials. The UKBA also prohibits commercial bribery which means it forbids making improper payments to private businesses and individuals. As previously noted, Farfetch prohibits bribery of domestic and foreign Public Officials (including government officials), as well as private sector (commercial) bribery.

**Improper payments:** An improper payment involves the giving or receiving of inducements or anything of value, for any reason, to:

- influence someone's judgement about Farfetch products and services or those of another company;
- gain an improper advantage when selling Farfetch goods and services, conducting business transactions, or representing Farfetch's interests; or
- influence the use of discretionary authority by any individual including a Public Official.

Farfetchers must not demand, receive, offer, promise to pay, pay, or authorise improper payments to any individual, including Public Officials, with the intent to obtain or retain business, secure an improper advantage, or influence the recipient's actions or decisions.

**Third Parties:** All Third Parties must comply with the provisions of this Policy as well as any applicable laws and regulations. Farfetch prohibits Third Parties from making or accepting improper payments on its behalf, regardless of whether Farfetch resources are used to make the payment. Farfetch requires all Third Parties who interact with Public Officials on its behalf to undergo appropriate due diligence prior to their engagement.

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**Facilitation payments:** Farfetch prohibits employees and Third Parties from making facilitation or “grease” payments to Public Officials to expedite performance of routine, non-discretionary government actions to which Farfetch is legally entitled (for example, to obtain licences, processing government documents such as visas, customs clearance, etc.). This type of payment is prohibited under the UKBA, many other laws, as well as under the Farfetch policy even if they are not necessarily criminal offences in all the countries where we operate. If someone, including a Public Official, asks you to make a facilitation payment, or if you believe or suspect that one has been, or will be, made, contact the Farfetch Ethics & Compliance Team before taking any action. However, this prohibition does not apply to lawful payments made directly to a government agency or department (and not to any individual) in the normal course of business to further a legitimate purpose (i.e., expedition payments for a licence at standard / predefined fees). Employees and Third Parties should not make a payment to a government agency if they have a reason to believe that it may be against the applicable laws; or will ultimately benefit a Public Official; or for a purpose that is otherwise prohibited by this Policy.

**Extortion payments:** We recognise that on rare occasions, making payments to ensure someone’s safety might be unavoidable. In a situation where you reasonably believe that there is an imminent threat to the health / welfare, safety or liberty of an employee, family member, or a co-worker, notify the Farfetch Ethics & Compliance Team ([compliance@farfetch.com](mailto:compliance@farfetch.com)) as soon as possible. All payments made for such purposes must be documented and accurately recorded in our books and records.

**Gifts, Entertainment, and other business courtesies:** Farfetch is committed to maintaining the highest levels of professional integrity and conduct in relation to giving or receiving Gifts, including meals and other Entertainment. Gifts and hospitality, which includes meals, drinks and travel, must never be exchanged to improperly influence, induce or reward any act or decision of the receiver.

- Farfetchers and their Family Members are generally discouraged from receiving Gifts and Entertainment from External Third Parties including Public Officials as part of their employment with Farfetch. Please refer to the Gifts & Entertainment Policy for guidance on receiving Gifts and Entertainment from Third parties. Third Parties must also refrain from providing any Gifts and Entertainment to Farfetchers.
- Farfetch prohibits employees and Third Parties from providing Gifts and Entertainment to third parties, including Public Officials, to influence them to obtain or retain business or to secure any other improper advantage for Farfetch. Please refer to the Anti-Bribery and Corruption Procedures for further details on limits, approval requirements and the reimbursement process for providing Gifts and Entertainment to Public Officials.

If you are unsure, always check with the Farfetch Ethics & Compliance Team ([compliance@farfetch.com](mailto:compliance@farfetch.com)). Please also refer to the Gifts & Entertainment Policy for

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guidance and specific limits and approval requirements for the giving or receiving of Gifts and Entertainment to / from non-Public Officials and Third Parties.

**Political Contributions and activities:** Political Contributions or activities may pose corruption risk and invite the perception that Farfetch is attempting to improperly influence Public Officials. For this reason, Farfetchers must not contribute Farfetch funds, time, or assets (including use of Farfetch premises or equipment) to political parties or candidates for political office and engage in political activities that may create a conflict of interest (or appearance of a conflict) for Farfetch. Farfetchers may make personal political donations using their own resources, but such contributions must not be linked to Farfetch's business or potential business or be made with a view to secure any influence for Farfetch's benefit.

**Sponsorships and charitable donations:** Farfetch is committed to responsibly supporting and improving the communities and environments in which we work. Farfetch prohibits the use of charitable donations and sponsorships to obtain or retain business or to secure any other improper advantage.

- All sponsorships and corporate charitable donations must be approved by the Farfetch Ethics & Compliance Team, as well as comply with applicable laws. In certain circumstances, we might award sponsorships or make charitable donations. Farfetchers must obtain approval in accordance with Anti-Bribery and Corruption Procedures prior to awarding sponsorships or making donations involving Farfetch.
- Personal charitable donations made by Farfetchers as private citizens, outside of their role at Farfetch and from personal resources, don't need to be reviewed or approved in the same way. Please note that they should not be made using the Farfetch name, letterhead, stationery or funds, and should also never be made in return for favourable treatment for Farfetch.

**Ex-Gratia payments:** Voluntary payments may be made to a customer or a Third Party where Farfetch does not have an obligation to make the payment but continues to do so out of compassion in extreme circumstances or to further good corporate citizenship. These only include payments where Farfetch's obligation is not in dispute and there is no liability to pay, and such payments are not made to obtain any improper advantage connected with our business.

**Hiring and employment:** Employment opportunities are considered valuable, and Farfetch must not make any hiring or employment offers under circumstances that could give rise to the appearance of a conflict or impropriety. Farfetch must never offer employment opportunities to Public Officials, their immediate Family Members, or any other Third Parties to obtain or retain business or to secure any other improper advantage.

**Solicitation of bribe:** Employees and Third Parties must promptly report any solicitation, request or instructions by any Public Official or government entity for a bribe or any improper payment in connection with our business to the Farfetch Ethics & Compliance Team through the Speak Up email channel ([speakup@farfetch.com](mailto:speakup@farfetch.com)).

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**Books and records:** Farfetch makes and keeps books, records and accounts that accurately reflect our transactions and assets. We also maintain internal accounting controls that assure management's control, authority, and responsibility over our assets. In the interests of transparency, Farfetchers must comply with our accounting policies and procedures, ensuring that they accurately document any payments to the benefit of any person. We don't allow any deliberate mischaracterisation or omissions of transactions. Farfetch prohibits any payments, directly or indirectly, to undisclosed or unknown recipients.

## 5. Reporting concerns and incidents

**Reporting and investigation for employees:** Farfetchers who observe incidents of actual or suspected bribery or corruption must promptly report such information to their managers, The Farfetch Ethics & Compliance Team ([compliance@farfetch.com](mailto:compliance@farfetch.com)) or through the Speak Up email channel ([speakup@farfetch.com](mailto:speakup@farfetch.com)) for investigation. Managers who receive reports must promptly notify the Farfetch Ethics & Compliance Team. Reports will be treated as confidential to the extent practicable and permitted by law. Farfetchers who report actual or suspected violations of this Policy or related Procedures based on reasonable belief and without malicious intent will be protected from retaliation regardless of whether their suspicions prove to be valid. Failure to report any incident of actual or suspected violations of this Policy or related Procedures with malicious intent is an independent violation of this Policy that may lead to disciplinary proceedings up to and including termination of employment.

**Reporting and investigation for Third Parties:** Third Parties or other persons who become aware of or suspect any violation of this Policy should report their concerns through the Speak Up email channel ([speakup@farfetch.com](mailto:speakup@farfetch.com)).

**Disciplinary measures and civil and criminal penalties:** Any employee determined to have violated this Policy may face disciplinary measures up to and including termination of employment. Any Third Parties determined to have violated this Policy will face measures up to and including termination of their relationship with Farfetch.

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## 6. Roles and responsibilities

| Role                                | Key responsibilities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|-------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Ethics &amp; Compliance Team</b> | Establishing and maintaining this Policy and related procedures in compliance with all applicable Anti-Bribery and Corruption laws and regulations.                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Farfetchers</b>                  | <p>Complying with this Policy, related procedures, and all applicable Anti-Bribery and Corruption laws and regulations.</p> <p>Ensuring that Third Parties with whom they interact understand and comply with the requirements of this Policy, related procedures and all applicable Anti-Bribery and Corruption laws and regulations.</p> <p>Promptly disclosing any incidents of actual or suspected bribery or corruption to the Farfetch Ethics &amp; Compliance Team or through the Speak Up channels for investigation.</p> |
| <b>Third Parties</b>                | <p>Complying with this Policy as well as any applicable laws and regulations while performing work for Farfetch.</p> <p>Promptly disclosing any incidents of actual or suspected bribery or corruption through the Speak Up email channel (<a href="mailto:speakup@farfetch.com">speakup@farfetch.com</a>).</p>                                                                                                                                                                                                                   |

## 7. Queries

See our Frequently Asked Questions (“FAQs”) at the end of the Anti-Bribery & Corruption Procedures for more information. If you are in any doubt that you may be, or might become, caught up in or exposed to any corrupt activity, or in all situations where there is a question, ambiguity, or uncertainty, Farfetchers should consult the Farfetch Ethics & Compliance Team ([compliance@farfetch.com](mailto:compliance@farfetch.com)) prior to taking any action.

## 8. Exemptions

Exemptions from the requirements to comply with this Policy may be granted in exceptional circumstances and must not undermine Farfetch’s zero tolerance approach to bribery and corruption. Requests for exemptions must be addressed to the Farfetch Ethics &

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Compliance Team ([compliance@farfetch.com](mailto:compliance@farfetch.com)). The request must state the specific requirement for which the exemption is requested and the reason for the request.

## 9. Definitions

If an applicable local law imposes more stringent requirements than the definitions provided in this Policy, the local law prevails for employees and Third Parties working in that country.

| Term                 | Meaning                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|----------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Bribe</b>         | <p>The direct or indirect (including through a Third Party) offer or receipt of anything of value, tangible or intangible, with the intent to obtain or retain an improper business advantage or favourable treatment for Farfetch.</p> <p><i>Under Portuguese Law (DL109-E / 2021) bribery also includes unlawfully receiving an advantage, passive corruption and active corruption.</i></p>                                                                                                                                                                                      |
| <b>Corruption</b>    | <p>Any activity that involves the abuse of position or power for an improper personal or business advantage, whether in the public or private sector.</p> <p><i>Under Portuguese Law (DL109-E / 2021) corruption also includes undue receipt (or offer) of an advantage, influence peddling, money laundering and fraud in obtaining or diverting a subsidy, grant or credit.</i></p>                                                                                                                                                                                               |
| <b>Entertainment</b> | <p>Any Gift, occasion, or service where the individual or entity providing the benefit is present and participates. Illustrative examples of Entertainment include:</p> <ul style="list-style-type: none"><li>• Tickets to sports, music, or cultural events when the external party providing such tickets also attends the event;</li><li>• Travel or lodging, regardless of whether it is associated with a business conference, meeting or event; and</li><li>• Meals / drinks (except courtesy refreshments / meals / drinks provided as part of business meetings).</li></ul> |

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| Term                 | Meaning                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|----------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Family Member</b> | Includes (but is not limited to): an employee's spouse, partner, parents, children, siblings (or their spouses or partners), relatives living in the same household as the employee, or persons with whom the employee otherwise has a close personal relationship (includes romantic partners but excludes friends).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Gift</b>          | <p>Any object or benefit for which the recipient does not pay fair value and the individual or entity providing the benefit is not present and does not participate (for example, tickets to a sporting event where the individual providing the tickets does not attend). "Gift" shall include anything of value and would encompass any gratuitous monetary or non-monetary benefit. Illustrative examples of Gifts include:</p> <ul style="list-style-type: none"> <li>• Merchandise (e.g. gift bags, clothing, mugs, pens, collectibles, etc.);</li> <li>• Cash, Cash equivalents (e.g., gift cards, vouchers, discount coupons, precious metals, stones, jewellery, art etc. and any of their equivalents);</li> <li>• Gift or sale of stock or other investment opportunities in other than an arm's length transaction for demonstrated fair market value (e.g. selling to an official at deflated prices or buying from an official at inflated prices);</li> <li>• Tickets to sports, music, or cultural events when the external party providing such tickets does not attend the event;</li> <li>• Services or other non-cash benefits (e.g. favourable terms or discounts on a product or service for the employee's benefit that are not otherwise available to all Farfetchers or others, exemption from collection of debt / loans / interest, granting benefits, rights or interests, services, loans, favours, special privileges including no or reduced interest on debt / loans, advantages, not available to the general public etc.);</li> <li>• Medical, educational, or living expenses; and</li> <li>• Travel, meals, accommodation, shopping or entertainment expenses.</li> </ul> |

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| Term                                   | Meaning                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Political Contribution</b>          | Any financial contribution or the provision of goods, commodities, Company property, or services to a politician, political campaign, political party, or political cause.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Public Official/ Public Servant</b> | <p>Includes the following individuals and their Immediate Family Members:</p> <ul style="list-style-type: none"> <li>• Civil servants, officers, employees, or representatives, at any level of seniority, of any government entity, department, agency, or authority (national, state, or local government). Examples include regulators, legislators, customs officials, and ministers;</li> <li>• Civil servants, officers, employees, or representatives, at any level of seniority, of any state or government-owned or state or government-controlled entity or public service-related organisation. Examples include state-controlled utilities and services;</li> <li>• Officers, employees, or representatives of a public international organisation. Examples include the UN or World Bank;</li> <li>• Individuals exercising a legislative, administrative, regulatory, judicial, or other public or official function, whether appointed or elected. Includes Judges and any liquidator, receiver, commissioner, arbitrator or any other person appointed by a court or by a competent public authority to perform a public duty or adjudicatory functions;</li> <li>• Political Parties, representatives of political parties and political candidates;</li> <li>• Members of a royal or ruling family;</li> <li>• Individuals or entities acting in an official capacity on behalf of any state or government-owned or state or government - controlled entity. Examples include committee members of councils or commissions, and any person with delegated authority from a public institution, such as professionals working for public health agencies;</li> </ul> |

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| Term                                  | Meaning                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|---------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                       | <ul style="list-style-type: none"> <li>Any other person acting in an official capacity for or on behalf of a government or government entity or who otherwise exercises any public function;</li> <li>Representatives, executive officers, and employees of press organisations unless local law does not consider them Public Officials;</li> <li>Any person who holds an office by virtue of which he or she is empowered to prepare, publish, maintain or revise an electoral roll or to conduct an election or part of an election; and</li> <li>Any person who holds an office by virtue of which he or she is authorised or required to perform any public duty.</li> </ul> |
| <b>Third Party</b>                    | Any entity or individual with which Farfetch conducts business that is not classified as an employee or retail customer, including, but not limited to, suppliers, sellers, vendors, contractors, agents, consultants, lessors, or lessees, and other third parties supporting Farfetch's business and operations.                                                                                                                                                                                                                                                                                                                                                                |
| <b>Third Party Intermediary (TPI)</b> | Any supplier, seller, vendor, contractor, agent, consultant, lessor or lessee, or any other service provider, whether an individual or entity, engaged or retained to assist the Company in any function or business that requires or involves interaction with any government entity or Public Officials, directly or indirectly, on behalf of any Farfetch Group company.                                                                                                                                                                                                                                                                                                       |