



SUPPLIER CODE OF CONDUCT

Rev 1.0

FSN E COMMERCE VENTURES LIMITED

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1. Introduction

FSN E-Commerce Ventures Limited, its subsidiaries and its affiliates (“Nykaa” or “We” or “Our” or “Us”) are committed to delivering high-quality products and services while upholding sustainable and ethical business practices. Our approach is grounded in integrity, social responsibility, and environmental stewardship.

This Code of Conduct for Third Party Partners (“CoC”) outlines the core ethical standards and values that Nykaa expects its Third-Party Partners to uphold in all business dealings. All Third-Party Partners engaged in providing goods or services to Nykaa are required to operate in alignment with this CoC ensuring that their internal policies, practices, and procedures reflect its principles. Furthermore, Third Party Partners must communicate and enforce the provisions of this CoC throughout their organisation and across their supply chain, including agents and sub-contractors.

Third Party Partner (or Partner) refers to any entity, firm or individual with whom Nykaa works i.e. Nykaa’s suppliers, distributors, agents, and all other third parties. This CoC is applicable to all Third-Party Partners

2. Compliance with Laws:

Third Party Partners must comply with all applicable local laws, rules, regulations and industry standards including but not limited to those related to environmental standards, consumer protection, packaging, product quality, privacy and data protection, taxation, labour and employment, and any other laws mentioned in the COC or that are otherwise applicable to the products and/or services that the Third Party Partner provides to Nykaa.

3. Human Rights and Working Environment:

3.1 Prohibition of Child Labour

Nykaa prohibits illegal child labour, human exploitation and all other forms of unacceptable treatment of workers. We expect all Third-Party Partners to uphold this standard and ensure proper documentation for all employees.

3.2 Exclusion of Human Trafficking, Forced Labour, and Compulsory Labour

Nykaa is committed to preventing human trafficking, slave, bonded, forced labour and any other form of compulsory labour. We expect all Third-Party Partners to respect the freedom of employees, provide voluntary employment contracts, and refrain from employing any form of coercion or abuse

3.3 Occupational Health and Safety

Third Party Partners must adhere to all applicable local safety regulations to maintain a healthy and safe working environment. Third Party Partners should have adequate systems in place to prevent workplace accidents and injuries and provide safety training and personal protective equipment to employees at regular frequency.

3.4 Diversity and Inclusion

Third Party Partners must promote diversity and equal opportunities for all employees. Discrimination based on gender identity, colour, sexual orientation, race, age, disability/medical condition, religion, socio-economic background, marital status, language, dialect or any other characteristic protected by law should be prohibited in all areas of employment, including hiring, wages, promotions, and training

3.5 Discrimination and Harassment

Third Party Partners must ensure that all employees are treated with dignity and respect. Any form of harsh or inhumane treatment—including sexual harassment, sexual abuse, mental or physical coercion, or verbal abuse—should be strictly prohibited. All Third-Party Partners must comply with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act), rules made thereunder and all other local laws as applicable.

3.6 Working Time

Third Party Partners must comply with all local labour laws regarding working hours, overtime, and rest periods. Employees should not work more than the prescribed working hours, and overtime must be voluntary and compensated in accordance with applicable laws.

3.7 Remuneration

Wages should not be withheld or delayed and should be fair, timely, and comply with applicable local laws and regulations

4. Environmental Protection

Nykaa is committed to minimising the environmental impact of its operations. Third Party Partners should integrate sustainability practices, focusing on reducing emissions, conserving energy and water, and minimising waste, and comply with the applicable environmental laws, rules and regulations.

4.1 Green House Gas (GHG) and Air Emissions:

Third Party Partners must monitor and minimise GHG and air emissions from their operations in compliance with applicable local environmental regulations including Air (Prevention and Control of Pollution) Act, 1981 and rules made thereunder. They are encouraged to actively measure, manage, and disclose their GHG and air emissions and implement action plans to reduce their environmental impact.

4.2 Resource Efficiency and Energy Consumption

Third Party Partners should track and reduce resource consumption, including water, raw materials, and energy. Strategies to phase out fossil fuel use and transition to renewable energy sources should be implemented.

4.3 Waste Management

Third Party Partners must implement waste reduction strategies, including recycling, reusing, and minimising waste in their operations as well as supply chain. Waste must be disposed of according to local regulatory guidelines as applicable including but not limited to Hazardous Waste Management Rules, Plastic Waste Management (Amendment) Rules, 2025.

4.4 Hazardous Substances

Third Party Partners must manage hazardous substances responsibly and ensure that proper handling, storage, and disposal practices are in place to avoid contamination and harm to people and the environment. Hazardous substances must be managed in compliance with all applicable local regulatory requirements.

4.5 Supplier Environmental Programs & Safety Management Systems

Third Party Partners are expected to align with management system standards and comply with various environmental standards such as ISO 14001:2015, ISO 45001:2018, FSC, RSPO, Rainforest Alliance, and Deforestation Certificates, as applicable. A monitoring program for environmental performance must be initiated by the suppliers at regular intervals, and reporting on environmental aspects needs to be adopted

4.6 Product Safety and Quality

Third Party Partners must ensure that all products and services meet or exceed applicable product safety and quality standards as defined by laws and relevant regulations. Third Party Partners are required to implement and maintain effective quality management systems to guarantee consistent compliance with statutory and contractual requirements, including but not limited to Drugs and Cosmetics Act and rules



made thereunder, Legal Metrology Act and rules made thereunder, Food Safety and Standards Act 2006 and rules and regulations made thereunder, and also those set by the Bureau of Indian Standards (BIS).

5. Business Integrity:

5.1 Anti-Corruption and Anti-Bribery

Nykaa is committed to maintaining a corruption-free environment. Third Party Partners must refrain from engaging in bribery, kickbacks, or other forms of corruption, both directly and indirectly. All employees and third parties acting on Nykaa's behalf are expected to uphold the highest standards of integrity and comply with applicable anti-corruption laws. Any facilitation payments, improper gifts, or attempts to gain undue business advantage will not be tolerated. We expect our Partners to conduct their business with transparency and fairness, in alignment with our Anti-Corruption and Anti-Bribery Policy which is available on our corporate website.

{<https://www.nykaa.com/policies/lp>}

5.2 Confidentiality

The Third-Party Partners shall protect trade secrets and other confidential, proprietary or sensitive information of Nykaa and may not use or disclose any such information except in accordance with their contract with Nykaa (if any) or with Nykaa's prior written consent. Third Party Partners are also prohibited from using this information for their own benefit or the benefit of any other person or entity besides Nykaa. Third Party Partners who become aware of material non-public information relating to Nykaa while working with Nykaa must not buy or sell securities of Nykaa while in possession of such material non-public information. Third Party Partners also must never pass on (or "tip") material non-public information to another person who may use that information to buy or sell Nykaa's securities.

Nothing in this section is meant to modify or negate an existing confidentiality or non-disclosure agreement between Nykaa and one of its Third Party Partners.

Nykaa will only accept confidential information from a Third Party Partner if it is absolutely necessary and only after a written agreement with the appropriate safeguards has been put in place. Our Third-Party Partners must also understand and acknowledge that Nykaa may have or may undertake other projects or programs related to the same or similar areas as those discussed with a given Third Party Partner

5.3 Data Protection

Third Party Partners shall collect, process, use, store and retain personal information obtained from Nykaa, on behalf of Nykaa, or about Nykaa employees, consumers, customers, suppliers, and other Third-Party Partners, only as necessary and in compliance with all applicable data privacy and data protection laws.

5.4 Free Competition

Third Party Partners must comply with antitrust laws and avoid anti-competitive behaviour such as price-fixing, market allocation, and other unfair trade practices.

5.5 Intellectual Property

Third Party Partners must respect Nykaa's intellectual property rights and ensure that no unauthorised use, reproduction, or distribution of proprietary information takes place.

5.6 International Trade Laws

Third Party Partners must comply with all applicable trade laws and regulations related to imports, exports, and international sanctions.

5.7 Money Laundering

Third Party Partners must ensure that they do not engage in money laundering activities and must follow legal procedures for reporting suspicious transactions

5.8 Taxes



Third Party Partners must comply with all applicable tax laws in India and refrain from participating in tax evasion schemes.

5.9 Conflict of Interest

Third Party Partners must avoid actual or perceived conflicts of interest while working with Nykaa. We expect our Third-Party Partners to disclose any conflict or potential conflict of which they are aware.

5.10 Artificial Intelligence (AI).

Nykaa expects our Third Party Partners to implement reasonable and appropriate measures to ensure that any AI systems developed or used are safe, secure, and reliable, there is transparency and accountability, and appropriate AI literacy training is provided to relevant employees. Such AI systems and their use must be aligned with our core ethical values, respect the rights of individuals, and comply with all applicable laws and regulations.

6. Management Approach

Nykaa expects its Third Party Partners to establish internal processes and systems to ensure compliance with this CoC and to conduct regular audits to identify any areas of non-compliance. Partners should take corrective actions promptly if any violations are detected.

7. Breaches of the Code of Conduct for Third Party Partners

- 7.1 Third Party Partners must take immediate corrective actions to resolve any breaches of the COC.
- 7.2 Failure to comply with this CoC may lead to the termination of the partnership, along with legal consequences, if necessary
- 7.3 Nykaa expects its Third-Party Partners to immediately notify Nykaa through nykaa@tip-offs.in on becoming aware of any potential violation of applicable laws or breach of this CoC or any other allegations of wrongdoings related to Nykaa's business.
- 7.4 Third Party Partners must also immediately notify Nykaa upon becoming aware of any negative or adverse publicity concerning their business or any product or service they provide to Nykaa, or any event or circumstance related to them or their business that could be reasonably expected to cause negative or other adverse publicity concerning Nykaa.

8. Amendments

Nykaa reserves the right to amend this CoC based on changes in laws, regulations, or company policy and upload the same on our website. Any changes will be notified to Third Party Partners, and continued business with Nykaa will imply acceptance of any such amendments.