



Code of Conduct

Why have a code of conduct?

It is good practice to set out the ethical and behavioural standards expected of the staff and directors of Trade Me Group Ltd (“Trade Me”). The Code of Conduct does not provide a comprehensive list of what is (and is not) acceptable ethical behaviour, but rather provides general guidance on how we do business and make decisions at Trade Me.

The Trade Me values

The Trade Me values are an overarching guide and an integral part of the Code of Conduct. They sum up what is important to us, and what we aim to be. They are:

1. *Customer aroha*

Our customers are at the heart of what we do. They’re part of our community and we aim to be part of theirs. We seek to understand how they tick. We deliver them things that are valuable, empowering and easy to use.

2. *Hunger like Ed Hillary*

Like Sir Ed, we’re ambitious but humble. We deliver. We relish taking on challenges and we’re prepared to take on a risk, and to fail, on the way to achieving our goals.

3. *There’s no ‘I’ in Trade Me*

There is a collective strength in the many strands of what we do, and we get a kick out of achieving things together. We’re united, but not afraid to challenge. We love hiring and developing people to make them great.

4. *Don’t be a dick*

We keep things real. We’re straight up, transparent and responsible. We know our success relies on the trust of others. We cherish individuality and treat people with respect. And we maintain a healthy sense of humour.

As well as being guided by the Trade Me values, we should follow some simple in-principle requirements:

Be professional

When representing Trade Me we will act professionally and do all that we can to enhance Trade Me's reputation. In our personal activities we will ensure we do not cause damage to Trade Me.

Conflicts of interest

We will ensure our individual interests do not interfere (or appear to interfere) with Trade Me's interests. We will not have undisclosed business or personal relationships or accept gifts that could taint the independence of decisions we make on behalf of Trade Me. We will not accept bribes or other inducements.

Fair dealing

We will deal honestly and fairly with Trade Me members, shareholders, competitors, and all other stakeholders.

Use of assets and property

We will protect Trade Me's assets and property from loss, damage, and theft. We will not misuse them, including for personal gain.

Use of company information

We will only use information gained during our relationship with Trade Me in the best interests of the company. We will not misuse it, including for personal gain. We will protect confidential information entrusted to us.

Compliance with the law

We will act honestly and in good faith, and comply with all applicable laws.

Market disclosure

As a listed company on the NZX and the ASX, we understand our responsibilities to the financial community around continuous disclosure. We have Market Disclosure and Securities Trading policies in place.

Reporting a breach / Whistle blowing

We all play a part in ensuring the Code of Conduct is followed and that we have a safe and happy work environment. We will call out behaviour which is in breach of the Code or which may harm others - whether that's behaviour by our people or by our clients or customers.

We will report those things to a manager or a member of the Executive Team, or email conduct@trademe.co.nz. Emails sent to this address will only be opened by the CEO and Head of Human Resources. Alternatively, a person can report the suspected breach to the Chair of the Audit and Risk Management Committee, by emailing ARCchair@trademe.co.nz. Emails sent to this address will only be opened by this person.

No action will be taken against a person reporting a breach in good faith, and their name will remain confidential.

Accountability

A failure to meet the standards set out in this Code of Conduct may result in disciplinary procedures, and could lead to suspension or dismissal.

More information

If you have any questions or require further information, please email conduct@trademe.co.nz

This code of conduct will be reviewed two-yearly by the Board. Latest update: 13 December 2018