



PayPal Inc. Supplier Code of Business Conduct & Ethics

This Supplier Code of Business Conduct & Ethics sets out requirements and guidelines for our Suppliers, vendors and consultants (collectively referred to as “Suppliers”). The Code applies globally and to anyone who does business with any PayPal Inc. business or subsidiary (“PayPal”). We expect our Suppliers to comply with this Code. The intent of this Code is to increase ethical business practices and social and environmental awareness. We encourage our Suppliers to require their subcontractors to acknowledge and implement equivalent standards of conduct. PayPal may take measures to ensure compliance and address potential instances of non-compliance with this Code of Business Conduct & Ethics.

Exchange of Business Courtesies

Business Courtesies. Avoid giving gifts or favors that might influence, or even appear to influence, the independent judgment of PayPal employees or agents. Suppliers should never feel obligated to provide gifts or entertainment to any PayPal employee or representative or expect to receive them, even if they are of nominal value. Gifts and entertainment should not embarrass PayPal, the Supplier, or the attendees. Acceptable business courtesies typically include:

Gifts. Gifts should be infrequent and not substantial in value (less than US\$100). Permissible gifts include such things as moderately priced clothing or memorabilia bearing the logo of the business partner (shirts, hats, pens, etc.) or baskets of food. Gifts must comply with U.S. and local law. Cash or cash equivalents such as gift cards or shopping vouchers should never be given or accepted. Gifts to PayPal employees that violate our policies will be returned to the Supplier or handled in a manner that complies with our internal policies.

Entertainment and Meals. Supplier may offer reasonable business entertainment, such as attending a cultural or sporting event with a business counterpart, so long as the entertainment is reasonable and customary in scale and expense, and in furtherance of the business relationship. Travel and lodging (including the use of real estate such as vacation property and timeshares) may not be offered to or accepted by PayPal employees or representatives. Amount of meals or entertainment should not exceed US\$250 in aggregate market value.

Improper Payments and Illegal Conduct

Bribery, Kickbacks and Similar Payments. PayPal does not pay nor receive bribes, kickbacks or similar payments. We do business on the merits of our services, not based on any form of bribery or any other corrupt or unethical business practice. Suppliers shall not offer nor accept bribes to obtain an improper advantage. Suppliers are responsible for overseeing the conduct of their subcontractors and ensuring that U.S. and local laws are not violated.

Payments to Government Officials, State-owned Entities, or Candidates for Political Office. The U.S., the European Union, and many other countries have banned bribery. As a Supplier to PayPal you are prohibited from making any unlawful or improper payments, paying or receiving kickbacks, or giving gifts or anything of value to any public or government official or political candidate in order to advance your or PayPal’s business interests, nor shall the Supplier engage third-parties to facilitate bribery.

Expediting Payments. Expediting payments (also known as “facilitating” or “grease” payments) are payments made to speed up or secure the performance of a routine government action, such as visa processing or customs clearance. Many countries around the world treat these payments as illegal bribes. You will not make any expediting payments to government employees on behalf of PayPal, no matter where you are doing business. This is the standard we expect regardless of local customs in the locations where you do business.

Business Integrity. Corruption, extortion, fraud, and embezzlement, in any form, are prohibited. Suppliers must uphold fair business standards in advertising, sales, and competition.

Business Opportunities. You will not offer any goods, services, business opportunities, commissions or advantageous financial arrangements that would personally benefit a PayPal employee. Additionally, you agree to disclose conflicts of interest that may exist in your relationship to PayPal as well as any personal or familial relationships that you have with a PayPal employee. You should disclose it during our supplier registration process or subsequently, when a relationship develops, you should disclose them to askethics@paypal.com.

Books and Records Reporting Best Practices

You must ensure that your company’s accounting and financial records meet the highest standards of accuracy and completeness.

Labor and Human Rights

PayPal is an equal opportunity employer. Employment here is based solely upon ability. We don't discriminate on the basis of ethnicity, religious beliefs, national origin, ancestry, pregnancy status, gender or gender identity, age, marital status, disability, medical condition, sexual orientation, or on any other basis protected by law. We will make reasonable accommodations to meet our obligations to accommodate disabilities and religious practices. We expect our Suppliers to adopt similar policies.

Freely Chosen Employment. Forced, bonded or indentured labor or involuntary prison labor is prohibited.

Child labor. No person shall be employed younger than age 14 unless specifically permitted by laws of the country where the person is employed. Nor shall the Supplier interfere with a child’s education by employing a child in violation of a country’s compulsory education laws.

Harassment or abuse. Every employee shall be treated with respect and dignity. No employee shall be subject to any physical, sexual, psychological or verbal harassment or abuse.

Health and safety. Suppliers will provide a safe and healthy work environment to prevent accidents or injury arising out of, linked with, or occurring in the course of work or as a result of the operation of employer facilities.

Wage and benefits. Suppliers should pay applicable legal wages under humane conditions.

Women’s rights. Suppliers will ensure women workers receive equal treatment in all aspects of employment.

Work Authorization. Suppliers will not knowingly employ individuals who are not authorized to work, as determined by governing law.

Armed Conflicts. Suppliers will take reasonable steps to assure the material used in the production and services they offer PayPal do not originate from sources that directly or indirectly benefit armed groups that perpetrate human rights abuses.

Environmental Responsibility

PayPal is committed to environmental responsibility. We seek to make a positive environmental impact through our actions, and we expect our Suppliers to share these ideas and goals. We encourage our Suppliers to adopt the following strategic priorities:

Environmental Permits and Reporting. All required environmental permits (e.g. discharge monitoring), approvals and registrations are to be obtained, maintained and kept current and their operational and reporting requirements are to be followed.

Pollution Prevention and Resource Reduction. Waste of all types, including water and energy, are to be reduced or eliminated at the source or by practices such as modifying production, maintenance and facility processes, materials substitution, conservation, recycling and re-using materials.

Hazardous Substances. Chemicals and other materials posing a hazard if released to the environment are to be identified and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal.

Wastewater and Solid Waste. Wastewater and solid waste generated from operations, industrial processes and sanitation facilities are to be characterized, monitored, controlled and treated as required prior to discharge or disposal.

Air Emissions. Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterized, monitored, controlled and treated as required prior to discharge.

Reporting. We may send periodic data requests which will support our environmental reporting needs, and we ask for your cooperation in our endeavor to improve our environmental reporting and performance.

Cooperation with Regulators

Suppliers will cooperate with regulatory authorities, including but not limited to inquiries, audits, reviews or investigations related to the business the supplier is conducting with PayPal. You must inform PayPal promptly if you are contacted by a regulatory authority regarding the business you are conducting with us.

Communication

External Communication. Suppliers will not knowingly publish false or otherwise inaccurate information either via press release, product or service advertisements or any other means.

Reporting Ethics Issues or other Concerns. PayPal employee conduct is addressed by PayPal's Code of Business Conduct & Ethics, PayPal work place policies, and employment agreements. If a Supplier believes a PayPal employee's conduct or actions may be improper or unethical, the Supplier is encouraged to report the concern to our Ethics & Compliance team by emailing askethics@PayPal.com. Reports can also be made anonymously (by phone or web form) using PayPal's third-party managed Integrity Helpline at <http://paypal.ethicspoint.com>

Reporting Violations. Supplier will notify PayPal of any violations to this Code, any regulatory inquiries, audits, reviews or investigations related to the business the Supplier is conducting with PayPal. Such notice shall be provided as soon as reasonably possible upon Supplier's knowledge of such incident. Incidents should be reported to askethics@paypal.com