Employee Code of Conduct
The Boarding Pass

EXPEDIA GROUP

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Team EG,

As Expedia Group’s new CEO, I am honored to be by your side as we navigate through these difficult times. The Covid-19 pandemic is changing our world, and while we cannot change the course of the virus, we can make real impact on our business, the experiences our customers and partners have, and the future of the travel industry. In the past several months we have demonstrated extraordinary resilience, dedication and a willingness to work together to solve problems. Expedia will be better and stronger as a result, and we will continue to build on our learnings to simplify and improve our business.

Today I am asking you to channel that same dedication and tenacity toward making ourselves and our culture stronger. A major component of our future success depends on having a great culture. Each of us plays an important role in creating an environment of integrity and respect. Acting with integrity is not about following rules and avoiding legal liability – it’s about making ethical decisions, being honest, and treating others fairly. These behaviors create a culture of trust -- with our colleagues, partners and customers. Having a great culture also means that we must treat one another with respect and empathy, so that each of us feels supported and inspired to do our best work.

Our employee code of conduct – the Boarding Pass, will help to guide you in making ethical decisions grounded in integrity, honesty and in complying with local workplace laws. The document explains in simple terms our values and policies. It does not, however, have all the answers. If you ever encounter situations in which you are unsure about what to do, I urge you to seek guidance from your manager, Human Resources or the appropriate resources described in the Boarding Pass.

Thank you for your continued commitment to making Expedia Group a great place to work.

Peter Kern
Vice Chairman and CEO
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Integrity
Travels Well, at Home and Abroad
Acting with integrity, in its simplest terms, means doing what is right. By acting with integrity in the everyday decisions we make, we are modeling ethical and lawful conduct. Unethical or illegal business conduct exposes Expedia Group and its subsidiaries (the Company, Expedia, “we” or “us”) to potential financial losses and lawsuits, and damages the reputation we have worked very hard to build.

The Employee Code of Conduct, also known as the Boarding Pass, establishes a framework of the Company’s cultural norms and Guiding Principles to help guide business decision-making and conduct with respect to employees, customers, suppliers and other partners. The Boarding Pass applies to all employees of the Company and all employees must sign an electronic acknowledgment that they received this document, reviewed it and consent to its terms. By electronically signing the acknowledgment, employees agree that the Boarding Pass forms part of any agreement between the employee and the Company to the extent that such agreement may be interpreted to limit or prohibit the employees' ability to participate in a Protected Activity (as defined on page 19). All references to “employees” in this document include employees and executive officers of the Company.

For each key policy or legal requirement outlined in this document, the Boarding Pass has three elements:

- **Principle:** A short statement about the policy or law.
- **Checkpoint:** Key points in the form of action items, expected and prohibited conduct, or things to watch out for.
- **Q&A Section:** A separate document which provides examples and answers offering guidance.
What is Expected of Managers

As a manager you should promote a culture of professionalism and ethical behavior by:

- Modeling kindness, compassion, respect, and judgment-free treatment of others.
- Ensuring the people you supervise understand their responsibilities laid out in the Boarding Pass and other Company policies.
- Creating an environment where employees can raise concerns without fear of retaliation.
- Never encouraging or directing employees to achieve business results through unethical or illegal means.
- Always stopping or reporting violations of Company policies or the law by those you supervise.
- Not being a bystander and reporting violations of Company policies or the law when you observe it.

What is Expected of Employees

As an employee you are expected to use good judgment and behave professionally by:

- Understanding and complying with the Boarding Pass and the law wherever you are.
- Avoiding improper behavior and the appearance of it.
- Raising concerns about violations of Company policies or the law to your manager, or Human Resources, or by using any of the methods referred to in the Seeking Guidance or Making a Report section in this document.
- Not being a bystander and reporting violations of Company policies or the law when you observe it.

Violations of the Boarding Pass may be subject to disciplinary action up to and including termination of employment, in accordance to local law.
Seeking Guidance or Making a Report

The Boarding Pass does not address every possible situation or concern that may arise during your time with the Company. You may ask questions or report concerns using any of the following methods:

- Speak directly with your manager, your Human Resources Business Partner, or any other appropriate member of management or Human Resources professional.
- Report directly to the Vice President of Corporate Audit Services or the General Counsel.
- Make a toll-free call to the Integrity Helpline to report a concern confidentially and anonymously (depending on your jurisdiction) or to ask a question. Within the United States or Canada, call 1-888-571-6827. International numbers available for other countries at www.expedia.ethicspoint.com
- Online at www.expedia.ethicspoint.com
- By mail, addressed to Expedia Group, 1111 Expedia Group Way W, Seattle, WA, 98119 United States, Attn: Chief Legal Officer or Vice-President, Corporate Audit Services.
- Contact the appropriate government agency.

Addressing Concerns

Transparency is integral to everything we do as a company. We are committed to upholding open and honest communication at all levels, upwards, sideways and downward. Each of us has a personal responsibility to ask questions, raise concerns and should report suspected misconduct or violations. All reports and concerns made to the Company are treated promptly, fairly and diligently with the highest possible degree of confidentiality. The Company follows up on all reports and concerns with corrective action, as appropriate. Reports of suspected misconduct or violations always must be made in good faith. Honest reporting does not require that your suspicions are correct, but rather that the information you are providing is accurate. It is, nevertheless, a violation of the Boarding Pass to make a false or misleading report knowingly, or to obstruct any investigation.
Zero Tolerance for Retaliation

The Company does not tolerate retaliation, direct or indirect, against any employee who makes a good-faith report or cooperates with investigations concerning misconduct, ethics-related issues or illegal practice. Retaliatory action may include reassignment, blocking advancement, exclusion, or outright hostility. Any employee who engages in retaliation may be subject to disciplinary action up to and including termination of employment, in accordance with local laws.

The Boarding Pass and the Law

By virtue of our ever-expanding global presence, our operations and employees are subject to the laws of many jurisdictions. Your employment is based on the laws where you work; therefore, your local office should be the first place you go if you have questions about your responsibilities or obligations. Familiarize yourself with the terms of your employment offer and seek guidance from your manager, Human Resources or the Legal Department if you have questions about the terms of your employment, the Boarding Pass, or the law. If a provision of the Boarding Pass conflicts with any applicable law, the local law prevails.
Integrity in Dealings with One Another

Treating Each Other with Respect

Our strength in bringing the world within reach depends on our ability to attract and retain exceptional people who share our passion for tech and travel. Creating a culture where employees feel inspired to do their best work requires an environment of mutual trust and respect. As part of our desire to create this environment, we are committed to promoting a respectful work environment free from all forms of offensive behavior so we can focus on our jobs. We do not tolerate insulting, intimidating, violent, abusive, demeaning, harassing, or bullying conduct toward others.

Admittedly, many of these actions are heinous; that's precisely why we feel the need to address them in the Boarding Pass. Perhaps the most egregious of the bunch: Bullying. Workplace bullying is defined as repeated and unreasonable behavior directed toward a person or group of people. Although an isolated incident of unreasonable behavior (unless it is especially egregious or severe) is not considered to be workplace bullying, it may have the potential to escalate and therefore should not be ignored.
Examples of bullying include, but are not limited to:

- Persistent name-calling that is insulting or humiliating; using a person as the butt of jokes.
- Socially or physically excluding or disregarding a person in work-related activities.
- Shouting or raising one’s voice at an individual in public or in a 1:1 meeting.
- Nonverbal threatening gestures, such as slamming doors or invading the space of the other person as an act of aggression.
- Constant criticism on matters unrelated or minimally related to the person’s job performance; excessive monitoring/micro-managing.
- Manipulating the ability of someone to do their work (e.g., overloading, under-loading, withholding information, assigning meaningless tasks, setting deadlines that cannot be met).
- Sabotage or undermining of a person’s work performance.
- Persistent ignoring or interrupting an individual at meetings.
- Spreading rumors and gossip regarding an individual.
- Taking credit for another person’s ideas or work.

The line between harassment and bullying often is blurred. Both behaviors are similar in that they hurt another person through intimidating, offensive, and insulting conduct. But harassment differs from bullying in that it is a form of discrimination and may be unlawful, depending on your jurisdiction. In case you need a primer, discrimination is treating someone unfairly based upon their personal characteristics or beliefs.

Examples of harassment include, but are not limited to:

- Unwelcome flirtation, persistent attention or social invitations, or unwanted sexual advances.
- Sexually suggestive or racially offensive jokes, gestures, or sounds.
- Making or threatening to make submission to sexual advances or requests for sexual favors as a requirement for a job opportunity or benefit.
- Degrading or disparaging comments about a person for any of that individual’s personal characteristics or beliefs.
- Displaying or sending pornographic, obscene, or sexually suggestive pictures or materials.

Conduct not described above may still be considered inappropriate. The Boarding Pass cannot address every potential situation that would be considered bullying or harassment. You are expected to use common sense and exercise professional judgment in the workplace and in any situation where professional relationships are concerned.
CHECKPOINT

- Treat colleagues (as well as customers, business partners, and others) professionally and with respect.
- Be interested in enabling, not hindering, the success of your colleagues.
- Acknowledge the ideas and contributions of others.
- Provide feedback honestly and openly, without personalizing issues.
- Seek and receive feedback from others without defensiveness.
Commitment to Diversity and Inclusion

Our ability to be locally relevant on a global basis is dependent upon a diverse and inclusive workplace. As a global company, we recognize each employee’s unique contribution through their experiences, perspectives and skills. Our diversity inspires creativity and innovation and ensures our continued success. To this end, we strive to promote an open, inclusive, and productive work environment where each employee can fully engage and do their best work.

Every employee or job candidate of the Company will receive fair treatment and equal access to opportunities. This applies to all aspects of employment, including recruitment, hiring, training, compensation, promotion, discipline, and termination. What’s more, we will not tolerate discrimination of any kind.

CHECKPOINT

- Be sensitive to and aware of verbal and non-verbal behaviors that may confer preferences on or biases against particular individuals, consciously or unconsciously.
- Ensure that you conduct all aspects of the employment relationship without discrimination or the appearance of it.
- Demonstrate and model tolerance and respect for all age groups, cultures, ethnicities, religious faiths, and people whose sexual orientation and/or gender identity may be different from yours.
- Any incidents of discrimination should be reported immediately to the Human Resources department or any other methods identified in the Seeking Guidance or Making a Report section of the Boarding Pass (subject to local law).

For clarification about this section click on the Q&A icon.
Safety and Health

We are committed to creating a safe and healthy work environment. This protects our people and contributes to a productive workplace.

No employee may be impaired by drugs or alcohol while acting for the Company. Medically prescribed drugs are permitted to the extent they do not impair your ability to perform your job responsibilities. ‘Impaired’ means your judgment is compromised and your physical ability to perform your work or function in a professional environment is diminished. The Company prohibits the possession and/or use of illegal drugs during company-sponsored or partner-sponsored business and events.

Weapons or explosives may not be carried onto the Company premises, or while traveling or engaged in business for the Company.

CHECKPOINT

• Comply with all health and safety rules and procedures at your work location.
• Report any accident, injury, illness, and unsafe condition(s) at your work location.
• Avoid impaired judgment or injury through alcohol or drugs.
• Address questions and concerns relating to health, safety and security issues with your manager. If there is an actual, or likelihood of imminent danger, call the emergency service number at your location (e.g., 911 in US and Canada).

For clarification about this section click on the Q&A icon.

If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.
Integrity
in Dealings with Company Information
and Technology

Business and Financial Records

Maintaining accurate business records is everyone’s responsibility—not just for accounting and finance personnel, but also because accurate record-keeping and reporting reflects on the Company’s reputation and credibility. We are committed to transparency and truthfulness in financial reporting to provide our shareholders, the financial marketplace, and regulators with an accurate representation of our performance and financial position.

We must report this data in very particular forms and formats. Our financial information must reflect business performance and be in compliance with all laws in the applicable jurisdiction. Employees must make a good-faith effort to be accurate when preparing any information for the Company, including but not limited to customer service data, performance reports, income statements, balance sheets, statements of cash flow, and expense reports. Never distort the nature of any transaction. Payments to government officials and non-government parties must be recorded accurately.
We manage and retain all Company records according to our Company’s Record Retention Policy. It is particularly important to ensure retention of all documents that relate to any imminent or ongoing investigation, lawsuit, or audit involving the Company. You should never conceal, alter, or destroy any documents or records related to such inquiries (even if we are past the retention time). Engaging in such conduct may expose you and/or the Company to criminal liability.

If you become aware that an internal control or procedure has been circumvented improperly or overridden, you should report the incident immediately to your manager or the Vice-President of Corporate Audit Services. If you are uncomfortable speaking to either person you may always use any of the methods referred to in the Seeking Guidance or Making a Report section of the Boarding Pass.

**CHECKPOINT**

- Always record and classify transactions in the correct accounting period and in the proper account and department.
- Do not distort the true nature of any transaction.
- Do not make a payment or transfer of Company funds that is not authorized, properly recorded, and accounted for in our books and records.
- Never falsify a document.
- Make any expense reimbursement claims in an honest, accurate, and timely way.
- Ensure that all reports to regulatory authorities are complete and accurate.

**For clarification about this section click on the Q&A icon.**

**Record Retention Policy**

**If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.**
Trading Shares and Insider Information

In the course of your job responsibilities, you may come into possession of material non-public information about the Company or other companies with which we do business. You are prohibited from trading in the Company’s shares or the shares of the companies with which we do business while in possession of this information. This prohibition on trading also applies to your immediate family members.

Information is non-public if it has not been disclosed to the general public previously through a press release or securities filing (e.g., the Company's periodic reports filed with the U.S. Securities and Exchange Commission) and is otherwise not available to the general public. Information is material if there is a substantial likelihood a reasonable investor would consider it important in making a decision to trade (buy, sell, or hold) company stock or it would affect the market price of the stock of the Company. Examples of material information include:

- Company and business-unit performance or other unpublished financial information.
- Projections of future earnings or losses.
- Changes in dividend payments, stock splits, and stock repurchase programs.
- Proposed major spending programs.
- An acquisition, strategic partnership, or sale of a business unit.
- Major change in management or strategy.
- Public or private offerings of stock or other financings.
- Major changes in accounting methods.

If you make investment recommendations or express opinions on the basis of material non-public information or otherwise reveal this information to anyone (including immediate family members), and that person buys or sells shares based on the information you provided, you could be liable for tipping. This will be the case even if you do not personally trade shares based on the information.

Due to the complexity of the analysis and severe penalties that can result from insider trading and “tipping,” contact the Legal Department before you buy or sell shares in cases where you may be in possession of material non-public information. Insiders are only permitted to trade the Company stock within a specific window (“trading window”) following each quarterly earnings announcement. Insiders are individuals who have regular access to material non-public information about the Company and its brands and businesses. The trading restriction also applies to the family members who live in the same household as Insiders.
CHECKPOINT

• Do not trade the Company’s stock when you are in possession of material non-public information.

• Do not share material non-public information or “tips” about the Company or other companies with which the Company does business.

• Do not trade the stock of or provide tips to others about another company (including trivago) while in possession of material non-public information obtained in connection with your employment at the Company (e.g., a pending acquisition).

• If you are unsure of your insider status, you can send an email to tradealert@expedia.com to check your status.

• If you are identified by the Company as a “Designated Insider,” you must obtain pre-clearance in writing from the Legal Department via the tradealert@expedia.com email alias prior to buying or selling the Company’s stock, even during open trading windows.

For clarification about this section click on the Q&A icon.

If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.
Confidential and Proprietary Information

The Company’s proprietary information, especially our intellectual property—innovations, tools and trade secrets, etc.—enable us to develop new products and services and maintain a competitive advantage. Our trade secrets and much of our business information is confidential and, if disclosed, could be valuable to competitors and even be harmful to the Company and our customers. We all have the responsibility for safeguarding our Company’s proprietary information.

Although this is not an exhaustive list, examples of confidential information include:

- Non-public financial information.
- Personal Data of customers, employees, and other third parties (e.g., customer profiles, passport information and credit card data, and dates of birth).
- Information about proposed transactions.
- Supplier or business partner information (e.g., pricing, banking information, contract terms).
- Proprietary processes.
- Certain intellectual property, (e.g., coding, computer programs, models, Company-developed software and related documentation).
- Trade secrets.
- Corporate strategy, including new product or service plans.
- Certain operating procedures.
- Material non-public information about the Company or other companies with which we do business.
CHECKPOINT

• Do not share our confidential information with friends, family members, former employees; really, don’t share it with anyone except your current colleagues.

• Access confidential information only when there is a business need and you have proper authorization.

• Always securely dispose of copies of confidential information if there is no business need for the copies.

• Ensure agreements are in place to protect the confidential information before sharing it with third parties or sharing other parties’ confidential information.

• Do not discuss confidential information in public places where third parties may overhear.

• Do not work with documents containing confidential information (either in hard copy or electronically) in public places if third parties can see them.

• Always restrict access to confidential information posted on the Intranet and SharePoint sites.

• Do not email confidential information to your personal email account or save it on an unencrypted, personally owned storage device.

• Remember that the obligation to protect our confidential information continues after you leave the Company. You cannot use this information in any future employment or for any other purpose.

Employees should note that nothing in this Boarding Pass (or any other Company policy or employment-related agreement) limits or prohibits employees from engaging for a lawful purpose any “Protected Activity.” “Protected Activity” means filing a charge or complaint, or otherwise communicating, cooperating, or participating with, any state, federal, or other governmental agency, including the Securities Exchange Commission, the Equal Employment Opportunity Commission, and the National Labor Relations Board. Notwithstanding any other policies in this Boarding Pass (or elsewhere), employees are not required to obtain authorization from the Company prior to disclosing information to, or communicating with, such agencies, nor are employees obligated to advise the Company as to any communications. Employees must take all reasonable precautions to prevent any unauthorized use or disclosure of any information that may constitute Company confidential information to any parties other than the relevant government agencies. “Protected Activity” does not include the disclosure of any Company attorney-client privileged communications; any such disclosure, without the Company’s written consent, violates Company policy. Employees may keep a copy of this Boarding Pass after termination of employment.
Personal Data Privacy and Security

The Company respects the privacy of our customers, employees and other third parties, and strives to keep Personal Data secure. “Personal Data” means any information relating to an identified or identifiable person. This includes information that can be used to identify someone directly or indirectly, in particular by reference to an identifier such as a name, mailing address, e-mail address, phone number, credit card number, social security number, driver’s license number, or other government-issued identification number, online identifiers or location data.

Any information revealing racial or ethnic origin, political opinions, religious or philosophical beliefs, and the processing of data concerning health or a person’s sexual orientation is considered Sensitive Personal Data and must be treated with extra care.

Sometimes information that is not Personal Data on its own can become Personal Data when combined with other information. Access to Personal Data must be limited to the Company personnel who must access the information as part of their jobs. Keeping Personal Data confidential and secure is fundamental to earning the trust of our customers and employees. Not only is this a moral obligation, it also is mandated by privacy laws.

CHECKPOINT

- Treat Personal Data with care and confidentiality, in compliance with the law and our Information Classification and Handling Standard.
- Provided there is a legitimate business need and you have authorization, access Personal Data through a secure site and lock away any printed copies.
- If Personal Data may have been disclosed inappropriately, you should immediately notify the Enterprise Risk and Security department by filling out the Security Event Report Form. You also may report concerns to the Global Service Desk.
- Never leave copies of Personal Data on or around a printer, your work station, in a conference room, or other non-secure places.
- Never provide Personal Data to anyone outside of the Company without a legitimate business need, proper authorization, and appropriate confidentiality agreements in place.

For clarification about this section click on the Q&A icon.

If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.

Information Classification and Handling Standard

Expedia Group Security Policy
Using Information and Communications Technology

Our information and communications systems and the electronic data they store, process, or transmit are vital business assets. Maintaining the security and integrity of the Company’s information and communication systems helps ensure the efficiency and effectiveness of our operations while avoiding legal liability, financial loss, and reputational damage. Our Acceptable Use of Company Technology policy applies to all computer equipment, electronic devices, network hardware, software, network access, and wireless/wired connection, as well as all devices owned by employees accessing the Company’s network or data.

During the normal course of business, you may be provided access to confidential information. It is important to follow information security measures that prevent unauthorized access to this information. All Company-issued assets must be returned at the termination of employment to ensure proper handling of Company data.

Reasonable personal use of the Company’s information technology and communication systems is acceptable. Personal use of the Company assets and systems is not reasonable if it:

- Interferes with your job responsibilities or productivity.
- Incurs significant costs to the Company.
- Significantly reduces the value of the Company assets.
- Places the Company at a risk of liability.
- Is used to view or store pornography.
- Violates any applicable policy or procedure.
- Is used to commit a crime (including, but not limited to hacking, solicitation of prostitution, child pornography, gambling, procuring/selling illicit drugs, violence, support of terrorist activities).

Moreover, all non-business communications are not private and may be monitored to the extent allowed by local law. Employees should, therefore, not use the Company’s electronic resources to access communications that are intended to be private (e.g., communications with a physician or personal attorney). In this regard, a copy of any email accessed from or transmitted through a personal email account using the Company’s information and communications systems may be subject to review. In countries where employee consent is required and where an employee does not consent to the monitoring of personal use of technology assets, the Company does not permit personal use of technology assets, regardless of where such electronic resources are used.

In cases where an employee has used the Company’s assets and/or communications network to commit a crime or aid and abet in the commission of a crime, the Company will fully cooperate with law enforcement to locate and make available all relevant evidence.
You may not use the Company’s information technology or communication systems to:

• Share your password or other security codes with others, including fellow employees.

• Access files, data, or systems for which you have not obtained express authorization from the owner.

• Modify any of the Company’s equipment as it was configured, unless permitted to do so under the Acceptable Use of Company Technology Policy or authorized by the Enterprise Risk and Security department.

• Send copyrighted documents not authorized for reproduction.

• Attempt to circumvent system or network security measures.

• Send or facilitate the distribution of unsolicited and unnecessary “junk mail.”

• Access the Internet for inappropriate use, such as pornography or commercial sex.

• Send harassing, threatening, or obscene messages.

• Engage in any commercial venture that is not related to the Company.

• Commit a crime.

For clarification about this section click on the Q&A icon.

If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.

Acceptable Use of Company Technology Policy
We all must act in the best interests of the Company and exercise judgment unclouded by personal interests or divided loyalties. A conflict of interest may exist if your personal and professional activities or relationships interfere or appear to interfere with your ability to act in the best interests of the Company.
Relatives and Friends

Employees may have close personal relationships with others who work at the Company or for suppliers or competitors. Such “Personal Relationships” include familial relationships, romantic or sexual relationships, and close personal friendships. Under certain circumstances, Personal Relationships create an actual or apparent conflict of interest, as they can interfere with an employee’s exercise of independent judgment and otherwise disrupt the professional work environment. Examples of circumstances where a Personal Relationship may constitute a prohibited conflict of interest include:

• An employee with whom you have a Personal Relationship is under either your direct supervision, your management hierarchy, or your sphere of influence regarding selection or performance evaluation input.

• Someone with whom you have a Personal Relationship works for a competitor Company.

• Doing business with a supplier or partner who employs someone with whom you have a Personal Relationship.

• Doing business with a supplier or partner in which you, or someone with whom you have a Personal Relationship, has a financial interest.

Should a Personal Relationship arise during your employment that may create an actual or apparent conflict of interest, you must immediately disclose the relationship to your manager or other resource identified in the Boarding Pass so that appropriate arrangements can be made to avoid a violation of Company policy. If this provision of the Boarding Pass conflicts with any applicable law, the local law shall prevail.

CHECKPOINT

You should not:

• Supervise anyone (directly or indirectly) with whom you have or had a Personal Relationship.

• Participate in selecting or providing performance feedback regarding an employee or candidate with whom you have or had a Personal Relationship.

• Participate in selecting, supporting or evaluating a business partner if the company employs someone with whom you have or had a Personal Relationship.

For clarification about this section click on the Q&A icon. If you still have a question or would like to declare a potential conflict of interest, fill out the Conflict of Interest Form.
Outside Employment and Investments

Having your own business, investments in other companies, a second job or certain other outside activities such as speaking engagements, community service or directorships may be acceptable so long as these activities do not:

- Interfere with your ability to perform your job and duties.
- Conflict with the interests of or compete against the Company.
- Affect your ability to act in the best interests of the Company.
- Risk damaging the Company’s business or reputation.

If you are either aware of or unsure about a situation which may give rise to an actual or the appearance of a conflict of interest, you must disclose it to your manager or other resource identified in the Boarding Pass.

**CHECKPOINT**

You should not:

- Use the Company’s resources (which may include getting other employees to participate) for the benefit of your own business or business in which you have a significant financial interest.
- Hold significant financial interests in competitors of the Company, its suppliers, or partners.
- Participate in the selection of a business partner if you hold a significant financial interest in that company (for example, you hold equity in the business partner company).
- Pursue an outside activity or own a business that would significantly interfere with your ability to perform your job responsibilities.

**CAN I DO THIS?**

A research firm recently offered to compensate me to answer some questions about my previous work at a FinTech startup company. I would not be discussing anything relating to my work at Expedia Group with them. Can I work with the consulting company?

Research firms or “expert networks” that provide industry information as a service to potential investors may contact you for informational interviews. These groups may be looking to solicit confidential, competitively sensitive or material non-public information. If you are approached by an expert network or similar group, you should politely decline their request or fill out the Conflict of Interest Form before discussing anything with the group. Our EG Helpline team will work with the Legal Department to answer your question(s).

**For clarification about this section click on the Q&A icon.**

If you still have a question or would like to declare a potential conflict of interest, fill out the Conflict of Interest Form.
Gifts and Entertainment

In many of the countries where we operate, gifts and entertainment are an integral part of doing business. Fellow business people leverage these items to generate goodwill and promote business relationships. When offering or accepting gifts or entertainment, employees must at all times, maintain the highest ethical and business standards and avoid conflicts of interest or the appearance of one. Any such activities must also comply with applicable anti-corruption regulations discussed in the Boarding Pass, as well as with the following core principles:

**CHECKPOINT**

- You should only offer or accept gifts or entertainment of reasonable value in light of the business context consistent with standard industry practice for the particular business and geography.

- You should never offer or accept gifts or entertainment:
  - In exchange for doing, or promising to do, anything for any person or business, or
  - That would create the appearance of a conflict of interest or improper influence, or be an embarrassment either to you, to the Company, or to the recipient, if the public became aware of it.

- You should never offer or accept gifts of cash or cash equivalents.

For the purposes of this policy, a “gift” includes anything of value, such as hotel rooms, airline tickets, car rentals, or vouchers, discounts, and upgrades for such gifts and “entertainment” and includes meals, theatre, and sporting events, or other similar items. Each business unit may determine the value of gifts given to external parties on behalf of the Company, provided the gift is of reasonable value and in accordance with standard industry practice to that business.

We also recognize that it may at times be difficult to apply the Guiding Principles to a particular situation. When in doubt you should ask for clarification by using the Gifts & Entertainment Form and a member of the Legal Department will promptly address your concern.

For clarification about this section click on the Q&A icon.

If you have a question about a gift or entertainment, fill out the Gifts and Entertainment Form.
Integrity in Relations with Others

Relations with Public Authorities
Bribes, Kickbacks, and other Corrupt Practices

Many nations around the world (including the United States) have very specific laws governing activities that could be considered corrupt business practices. We are committed to complying with these laws. No business opportunity that requires inappropriate, illegal, or otherwise corrupt conduct by our employees is worth the legal and financial liability or risk to our reputation—no matter how important or potentially profitable the opportunity may seem or be. Under no circumstances may an employee offer, give, seek, or receive a bribe, kickback, anything of value, or any form of illegal payment, whether in dealings with public officials or private individuals to secure an improper advantage for the Company.

“ Anything of value” refers to anything that may be of value to a person, including but not limited to cash, gifts, entertainment, personal favors, and offers of employment or business opportunities. Even a charitable or political contribution could be considered a bribe if offered to influence a decision. There is no monetary threshold; any amount that is intended to improperly influence a person could be construed as a bribe.

Moreover, facilitation payments may be considered illegal. Facilitation payments are payments made to foreign public officials to speed up the performance of a routine governmental procedure. If, in the course of doing business for the Company, a public official request a facilitation payment from you, contact the Legal Department for guidance.
Understand and comply with the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act and the anti-bribery laws (where applicable) where you do business on behalf of the Company.

- Conduct proper due diligence when evaluating a prospective third party and ensure all agents and consultants agree to comply with anti-corruption laws.

- Never provide payments that you have a good reason to believe may be passed to government employees or agents or other business partners in order to improperly influence decision making to favor the Company.

- Never use an agent or other third party to make any payment that the Company cannot make.

- Do not request or accept a bribe from anyone, regardless of whether they are a government official or are a private person.

- Do not offer to pay or pay a bribe to anyone, regardless of whether they are a government official or are a private person.

- All payments must be recorded accurately in the Company’s books and records.

- Charitable donations may not personally benefit officials.

- Gifts and hospitality for officials or individuals in the private sector should not be excessive or unreasonable.

- Hiring decisions may not be made if they are intended to benefit government officials.
Money Laundering

Money laundering is the concealment of the proceeds of crime, typically by means of transfers involving foreign banks or legitimate businesses. We must exercise care and good judgment when handling payments, whether in connection with a customer transaction or vendor, to prevent use of Company resources to launder money. It is important that we are aware of risk factors and comply with laws aimed at preventing money laundering. This starts with ensuring that we make payments for goods and services through approved and documented payment procedures. We only conduct business with customers that provide proper information so that we can determine whether the payments are appropriate.

Expedia Group, along with other parties with whom we interact, have certain tax responsibilities. We take these responsibilities seriously and expect the same from our suppliers and any third parties that act on our behalf. You are reminded that as an employee you are expected to not take any action that would undermine an obligation to pay taxes by our companies, and not to assist any third party with whom you interact with as part of your work to evade taxes.

CHECKPOINT

Unless expressly permitted by the Legal Department, you should:

- Never accept payments in cash.
- Never make or accept a payment to/from an entity that is not a party to the transaction (e.g., third party).
- Never enable either the Company or other business to evade corporate taxes.
- Make payments only through accepted payment methods to legitimate businesses and only for proper business purposes.

This is not an exhaustive list. Use the hyperlinked form to contact the Legal Department if you have questions about certain transactions.
Cooperation with Government Investigations

If you are asked to provide information in connection with a government or regulatory agency investigation, any information you provide must be truthful and accurate. To ensure that you respond appropriately, you must seek advice from the Legal Department before responding. The Company has zero tolerance for retaliation. If you experience retaliatory actions for cooperating with a government investigation you may report it using any of the methods described in the Seeking Guidance or Making a Report section of this document (subject to local laws).

CHECKPOINT

Seek advice from the Legal Department before responding to non-routine requests for information from a government agency. For the avoidance of doubt, you do not need to seek advice from the Company’s Legal Department before engaging in any Protected Activity (as defined on pg.19).

For clarification about this section click on the Q&A icon.

If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.
Relations with Customers

We put ourselves in the shoes of our customers and put them at the center of our product and service innovation and decision making. We do this by delivering differentiated products, services and experiences based on what our target customer segments value the most. To this end, we consistently solicit customer feedback on our product and services and serve our customers with honesty, professionalism and respect.

The fact that most of our customers deal with us via the Internet and through automated transactions means that we must make our best impressions whenever we are presented with the opportunity to interact with these customers directly. Meeting with, speaking to, or corresponding with a customer is a valuable opportunity to reinforce our reputation for reliability and trustworthiness.

CHECKPOINT

• Conduct yourself as an ambassador for the Company even if your role is not customer-facing.

• Listen actively to what our customers are saying.

• If your job is customer facing, resolve any issues a customer may raise fairly and effectively.

• If your role is not customer-facing, but you are engaged by a customer, gather as much information as possible, document that information, and forward the request to the Customer Escalations Team. This team will further assist the customer.
Relations with Suppliers & Partners

Our suppliers and business partners are important stakeholders. We build strong relationships with suppliers and partners through fair dealing, transparency and professionalism. This means we must never take unfair advantage of anyone through changing existing price and/or contract terms without their agreement, misrepresentation of facts, abuse of confidential information, or any other unethical business practices.

- Select suppliers and partners based on quality, service, price, terms and other relevant factors.
- Never misrepresent information which could affect price and/or contract terms from a supplier or partner.
- Protect our confidential information, proprietary information and trade secrets, including with a non-disclosure agreement (where appropriate). Also, protect any confidential information or personal data that a supplier and/or partner provides to Expedia Group.
- When staying at a partner property, never attempt to use your position as an Expedia Group employee, directly or by implication, to seek or obtain preferential treatment, to avoid any financial responsibility for unpaid bills or liability for any damage caused by you or any member of your party during your stay.

CAN I DO THIS?

I am a market manager and there is a flash sale this weekend for 20% off. Can I upload the promotion for my hotel and tell them later?

Never upload a promotion without informing the hotel partner and obtaining consent. If you obtain consent over the phone or at an in-person meeting, you should document this in Salesforce to ensure there is a record in the event of a dispute.
Contracting with Third Parties

As a publicly traded company, we have certain obligations we must meet whenever we enter into contracts. Meeting those obligations enables the Company to appropriately and effectively manage financial, legal and commercial risk; and moreover, just makes good business sense. The key obligations are laid out in the **Contract Authorization and Transaction Spending Authority Policy** ("CATSAP"), and anyone who is involved in the contracting process should ensure they are familiar with the policy.

The policy sets out important contracting definitions, key review, approval and authorization steps, approval and spending limits, and signing authority. Supplementary, practical guidance on how to get a contract in place is contained in the **Contracting Policy**.

If you have a Contract that you believe is not adequately addressed in these policies, please request more information from your regular Legal Department contact.

**CHECKPOINT**

- Ensure contracts are reviewed and approved by the appropriate people within the Legal Department, Finance, Procurement, and the relevant business unit.

- Document approvals via the **Contract Approval Routing Form** ("CARF").

- Work with your Legal Department contact to make sure the proper contracting entity enters into the contract.

- Ensure contracts are signed by authorized signatories for the relevant contracting entity. Note that the person who signs the CARF may not necessarily have authority to sign the contract.

- Never sign any Contract on behalf of an Expedia entity unless you have confirmed you have the authority to do so.

- Send all completed contracts to **exconadm@expedia.com** for loading into our contracts database.

- Report any suspected or known policy violations to your leadership or via the Legal Department **Ask Legal Form**.
Relations with Competitors
Antitrust/Competition Laws

We obtain competitive advantages through strong performance and never through unethical or illegal business practices. Antitrust laws govern the way companies may compete and are intended to protect consumers from unfair business arrangements and practices that unreasonably inhibit competition. These laws are complex and vary from country to country in terms of their scope and geographic reach. Penalties can be severe, including prison terms and substantial monetary fines.

It is important to always keep in mind: (1) How we interact with our competitors; and (2) How our actions could improperly influence the competitive nature of the markets where we do business.

CHECKPOINT

You must never:

- Communicate or agree with a competitor(s) about prices, setting prices, or standardizing terms and conditions of sale for products or services.
- Communicate with a competitor about prices we or they charge for products or services.
- Agree with a competitor about the volume or type of services we will offer.
- Agree with a competitor to divide markets.
- Agree not to deal with a particular customer/supplier.
- Agree with a competitor to set the terms or fix the outcome of a bidding process, nor should you discuss bids with competitors.

For clarification about this section click on the Q&A icon.

If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.

Antitrust and Competition Policy
Gathering Information about Competitors

Monitoring competitors’ activities in the marketplace is legitimate and necessary to better understand our competitive opportunities and challenges. Still, there are limitations on how we can obtain and use information about our competitors. Most importantly, we must never attempt to acquire information about our competitors illegally or unethically.

CHECKPOINT

You must never:

• Ask a current or former employee of one of our competitors to violate their confidentiality obligations.
• Hire someone from a competitor to obtain trade secrets or confidential information.
• Misrepresent yourself or motives when gathering competitive information (e.g., pretend to be someone you are not in order to get another party to release information to you).

For clarification about this section click on the Q&A icon.

Antitrust and Competition Policy
Blogging, Social Networking Media, and Personal Wireless Devices

We recognize that social media plays an integral role in exchanging ideas and building relationships. We must, however, protect confidential information and exercise good judgment when participating in social media. Never on social media disclose the Company’s confidential information or that of the companies with which we do business. This means that you cannot disclose financial information, sales trends, strategies, forecasts or legal issues, or give out personal information about customers, or employees. We also ask that you do not hold yourself out as an employee of the Company and make comments that are vulgar, obscene, discriminatory, harassing, advocating violence, or otherwise in violation of the Company’s policies.

We do ask that you make clear your affiliation to the Company when making any positive statements about the Company on social media. You are responsible for content you post on social media and may be subject to legal liability or disciplinary action if that content is unlawful or violates the Company’s policies.

CHECKPOINT

You should:

- Use good judgment and common sense at all times (whether at work or outside work) when posting content on social networking sites.
- Do not identify yourself as an employee of the Company and make comments that are offensive.
- Not imply that views expressed in your personal blogging or social media posts are on behalf of or endorsed by the Company.
- Not disclose the Company’s proprietary information or confidential information about business partners, customers, or vendors.
- Not do or say anything that could harm the Company’s reputation.

For clarification about this section click on the Q&A icon.

If you still have questions you can send them to the Legal Department by filling out the Ask Legal Form.
Expedia Cares – Think global. Act local.

By virtue of our business, we operate in spaces that transcend borders. We appreciate our exciting role in the international community and we are committed to being good citizens in all the places we work and live.

Our commitment to giving back is a direct reflection of the priorities and interests of our employees. Each office is encouraged to support local organizations through volunteering; often this includes mentoring, community clean-up efforts, and fundraising, as well as charitable giving to support both local and international organizations.

We offer gift matching, through which we match employees’ charitable donations up to US$ 10,000 (or the local currency equivalent) per employee per year. This enables employees to double the impact of their donations to qualified charitable organizations of their choice. We also donate US$ 15 (or the local currency equivalent) per hour for each hour an employee volunteers with a qualified charity, up to USD $1,000 (or the local currency equivalent) of the annual US$ 10,000 (or the local currency equivalent) matching gifts benefit. To learn more about the program or to submit a Matching Gift of Volunteer Hours match request visit the Expedia Gives page on Basecamp.
Commitment to Human Rights

Ensuring people are treated with dignity and respect is fundamental to our continued success and the sustainability of the communities where we do business. To that end, we practice and seek to work only with business partners who respect human rights.

Specifically, we are aware of the pervasive link between human trafficking and the hospitality industry and are committed to identifying, preventing, and mitigating human rights violations in the course of our business activities before they occur. We plan to accomplish this through due diligence and mitigation processes. As set out in our Acceptable Use Policy (page 22), we also do not tolerate the use of Company assets to view child pornography, solicit prostitution, or otherwise commit a human rights violation anywhere in the world. In the event any violations occur, we will fully cooperate with law enforcement to locate and recover relevant evidence to aid in the prosecution of any person engaging in such behavior.

We have partnered with Businesses Ending Slavery & Trafficking (BEST) to help raise awareness about and to prevent human trafficking and forced labor. Every employee may view a 30-minute training on human trafficking. Click here to take the BEST training (Voucher code: ExpediaGroup).

In addition, we have joined over100 companies worldwide to support the UN Standards of Conduct for Business on Tackling Discrimination against Lesbian, Gay, Bisexual, Transgender, Queer, Intersex and Asexual (LGBTQIA) people. Supporting these standards promotes a culture of respect and equality in the workplace and beyond.

In furtherance of our commitment to promoting human rights, we partner with international organizations and civil society organizations. We have focused our efforts on 8 of the United Nations’ 17 Sustainable Development Goals (SDGs) aimed at ending poverty, promoting prosperity and well-being for all, and protecting the planet. Since their introduction in 2015, the SDGs have been adopted by countries, leaders, and companies around the world. In the Asia Pacific region, we are working to ensure clean water, sanitation and the empowerment of women and girls. In Europe, the Middle East and Africa, we are focusing on refugee assistance and human trafficking.
Our efforts in North America and Latin America will target education and environment, and the empowerment of women and girls, respectively. Employees are encouraged to give their time and money to organizations that focus on these specific areas through special 2:1 matching incentives and volunteer opportunities.

Sustaining Our Environment

Our success relies on people connecting through travel and it goes without saying that air travel is fundamental to establishing those connections as well as discovering new cultures and countries. At the same time, we are aware of the inherent link between air travel and carbon dioxide emissions, the biggest contributor of climate change. We offset the environmental impact of our corporate footprint, which includes corporate air travel, building energy use, water, waste and sewage and employee commuting. To this end, we have partnered with 3 Degrees to purchase Green-e® Climate certified carbon offsets that focus on methane capture, which is 21x more potent than CO2 in terms of its global warming potential.