



Redbubble Group – Code of Conduct

May 2016

1. Application of this Code

This Code applies to all Redbubble's directors, officers, employees and contractors.

2. Redbubble's values and commitments

Redbubble champions honesty and integrity in all its dealings - including with its employees, contractors, shareholders, creatives, consumers and the broader community. Your principal obligations under this Code are to:

- act in Redbubble's best interests;
- conduct yourselves in all your Redbubble dealings with the highest ethical and moral standards; and
- abide by all laws and Redbubble policies applicable to your role.

Redbubble has adopted five core values that it expects employees and contractors to embody:

Creativity, Courage, Commitment, Accountability and Compassion

Redbubble has adopted the following mission statement to describe its values, mission and purpose:

“Redbubble is creating the world's largest marketplace for independent artists, bringing more creativity into the world.”

3. Purpose of this Code

This Code sets out the framework for how Redbubble will operate its business in an ethical manner that will protect its stakeholders.

The objectives of this Code are to:

- provide a benchmark for professional and ethical behaviour throughout Redbubble;
- support Redbubble's business reputation and corporate image within the community; and
- make directors and employees aware of the consequences if they breach Redbubble policy.

Redbubble's Board and Senior Leadership Team believe that adherence to this Code delivers on its commitment to corporate responsibility and ethical business practices.



4. Code of Conduct rules

4.1 Conflicts of interest

A conflict of interest may arise where you have a personal or commercial interest that may influence, or appear to influence, the performance of your responsibilities and duties to Redbubble.

Conflicts of interest should be avoided and if they occur, should be disclosed. Where there is doubt whether a conflict of interest exists, disclosure of the subject matter and specific details relating to the potential or actual conflict of interest should be made to the CEO, General Counsel or Company Secretary as soon as possible.

4.2 Corporate opportunities and other benefits

You have an obligation not to use Redbubble's property, information or your position to improperly gain benefit for yourself or another party.

You also have an obligation to avoid all financial, business and other relationships which may be opposed to the interests of Redbubble, or which may place them in a competitive position with Redbubble.

Redbubble has a strict policy not to offer secret commissions or bribes to further its business interests. It follows that the receipt of any benefit (money or otherwise) which could be interpreted as an inducement is not to be accepted. Care must be exercised in accepting hospitality, entertainment or gifts over and above that required for the normal conduct of business or which may compromise your impartiality.

You have an obligation not to be engaged in any capacity whether paid or unpaid (director, agent, employee, consultant etc) which may, or may be seen to, adversely affect the performance of your duties to Redbubble.

4.3 Dealings with politicians and government officials

All dealings with politicians and government officials which relate to Redbubble and its business activities must be conducted at arm's length and with the utmost professionalism, to avoid any perception of attempts to gain advantage or to improperly influence the outcome of an official decision.

4.4 Confidentiality

Confidential information is non-public information relating to Redbubble's business affairs, including business strategies, marketing and sales plans, competitive analysis, financial plans and forecasts, customer or employee information, and supplier information and pricing.

You must take great care to ensure the integrity and security of all of Redbubble's confidential information:

- You must not make improper use of confidential information i.e. other than in the best interests of Redbubble.
- You must keep confidential information acquired during your employment confidential, even after your employment with Redbubble ceases. This means you must not disclose confidential information to third parties other than as authorised by the CEO, General Counsel or Company Secretary. If you are required by any regulatory body to provide information, answer charges or face proceedings in relation to any matter arising from your employment or engagement with Redbubble, you are required to notify the General Counsel or Company Secretary.



4.5 Privacy

You must respect and maintain the privacy of personal information held or entrusted to Redbubble by its clients, customers, suppliers, employees and others and comply with applicable privacy/data protection regulations (including the *Privacy Act 1988* in Australia).

Personal information is information or an opinion, whether true or not, about an individual whose identity is apparent, or can reasonably be ascertained, from that information or opinion.

All personal information of Redbubble's suppliers, customers, and employees is to be treated as confidential.

4.6 Ethical and respectful conduct

You must treat each other ethically and with respect and likewise in all dealings with Redbubble's creatives, consumers, and suppliers.

4.7 Health and safety

Redbubble is committed to providing a safe work environment for the health, safety and welfare of employees, contractors, visitors and members of the public who may be affected by our work. Redbubble ensures this by:

- developing and maintaining safe systems of work, and a safe working environment; and
- consulting with employees on safety and provide information and training for employees.

Ultimately, everyone at the workplace is responsible for ensuring health and safety. If you know of or suspect any unsafe situations or conditions, please alert your manager immediately.

Redbubble will not tolerate the use of illegal drugs, improper use of alcohol or prescription medicine on Redbubble's premises or when performing work for Redbubble, travelling on Redbubble business or attending work/client functions.

Employees who work from home are encouraged to check that their home environment is safe and free from any potential health and safety issues.

You should contact a member of the People & Culture team for further details of Redbubble's health and safety policies and processes .

4.8 Community

Redbubble is a responsible corporate citizen and actively supports its community of creatives and other communities in which we live and work. Redbubble supports and encourages you to actively contribute to the needs of the community.

4.9 Diversity

Redbubble is committed to ensuring a diverse work environment in which everyone is treated fairly and with respect and where everyone feels responsible for the reputation and performance of Redbubble.

4.10 Equal Opportunity and Anti-Bullying

Redbubble is committed to providing a workplace free from discrimination, sexual harassment and bullying. Applicants for employment are treated and evaluated in accordance with their job-related skills, qualifications and abilities.



Discrimination on the basis of gender, race, religion, cultural background, colour, marital status, sexual orientation, gender identity, age, disability, personal associations, political beliefs, family responsibilities, pregnancy, membership or non membership of a trade union is not tolerated by Redbubble.

Any kind of bullying, harassment or vilification in the workplace will likewise not be tolerated by Redbubble.

Redbubble's equal opportunity and anti-bullying policies have the objectives of:

- attracting and retaining the best possible employees;
- providing a safe, respectful and flexible work environment; and
- delivering services in a safe, respectful and reasonably flexible way.

If you believe you are being, or have been, discriminated against, sexually harassed or bullied, please contact a member of the People & Culture team. Any complaint made will be treated as confidential.

4.11 Protection of and use of Redbubble's assets and property

You have an obligation to ensure the protection and proper use of Redbubble's assets and must take prudent steps to ensure the security and appropriate use of Redbubble's assets.

You have an obligation to report any instances of suspected or actual theft or improper use of Redbubble property to the CEO, CFO, General Counsel or Company Secretary. Limited use of Redbubble property (such as computers and telephones) is permitted for private and non-income producing purposes, providing it is used in an efficient and prudent manner.

All expenses must be documented and reported in a timely manner.

4.12 Compliance with laws and regulations

You must comply with all laws and regulations relating to Redbubble. All actual or potential breaches must be immediately reported to the CEO, CFO, General Counsel, Company Secretary or Chair of the Audit & Risk Committee.

Mere lawfulness may not always be sufficient assessment to meet Redbubble's commitment to integrity. You must comply with the technical and ethical requirements of relevant regulatory or professional bodies.

Ignorance of a particular law does not excuse your obligation to comply. If you are uncertain about the interpretation of any applicable law or regulation you should seek guidance from the General Counsel or Company Secretary.

4.13 Approach to disclosure and financial reporting

Redbubble is committed to open and transparent communication with its shareholders and stakeholders. This includes providing timely, balanced and readily available material information to Redbubble's shareholders, relevant regulators and other key stakeholders. Please refer to Redbubble's [Continuous Disclosure & Communications Policy](#) for further details.

Redbubble will review and monitor the controls and procedures for preparation of its accounting records and financial statements with guidance from its auditors. Redbubble will ensure that the accounts and financial information that it provides represents a true and fair view of the financial performance and position of Redbubble.



If you have contact with Redbubble's auditors you must fully cooperate with them and not make any false or misleading statement to, or conceal any relevant information from them.

4.14 Insider trading

Insider trading is a serious offence under the Corporations Act. Insider trading laws prohibit a person in possession of material non-public information relating to a company from dealing in any way in that company's securities. Please refer to Redbubble's [Share Trading Policy](#) for guidelines to assist you ensure that you do not deliberately or inadvertently breach the insider trading laws.

4.15 Whistleblower protection

Redbubble is committed to ensuring that you can raise concerns regarding unlawful, unethical or otherwise unacceptable conduct without fear of victimisation, harassment or discriminatory treatment.

You are encouraged to report instances of actual or suspected fraudulent or unethical behaviour including any breach of Redbubble's codes and policies to the General Counsel or Company Secretary . Redbubble will take all reasonable steps to ensure that anyone who comes forward to report such behaviour is protected.

5. **Administration**

5.1 Compliance

Redbubble will have two dedicated employees responsible for the administration of this Code. As at the date of adoption of this Code, this will be the General Counsel and Company Secretary. You are encouraged to report any suspected breach of this Code to the General Counsel or Company Secretary.

All suspected breaches of this Code will be thoroughly investigated. If a breach is found to have occurred, disciplinary action and potentially dismissal will result. If the breach is also a criminal matter, the police or appropriate authorities will be notified.

5.2 Review and publication of this policy

This Board adopted this Code on 24 February 2016.

This Code is available at shareholders.redbubble.com and the key features are published in the Redbubble Annual Report.

This Code may be amended by resolution of the Board. The Audit and Risk Committee will review this Code at least annually and, if considered appropriate, will make recommendations to the Board in relation to amendments.