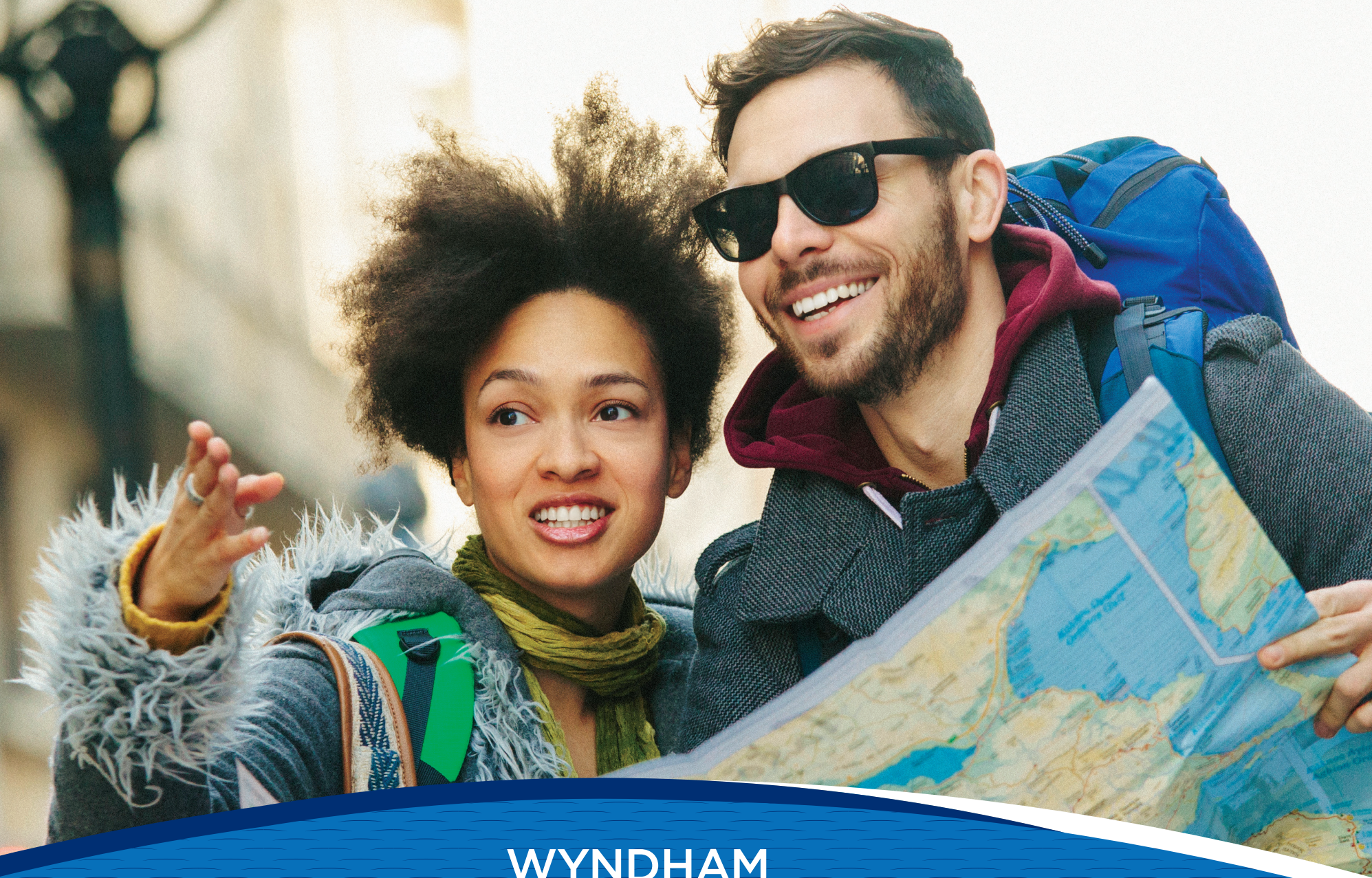


Business Principles



WYNDHAM

HOTELS & RESORTS

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Wyndham Hotels & Resorts Business Principles Certification/Acknowledgment

This is to acknowledge that I have received, read and understand the Wyndham Hotels & Resorts Business Principles which apply to Wyndham Hotels & Resorts, Inc. and all of its subsidiaries and affiliates and each of their successors and assigns (collectively, the "Company"). I further agree to adhere to the Business Principles along with all Company policies, standards, and/or notices. This includes but is not limited to those policies, standards and/or notices that are incorporated by reference in the Business Principles, posted on the Policy Center on the Wyndham Intranet site (located at: <http://www.nation.wyndhamhotels.com/PolicyCenter.aspx>), made available to me by my local Human Resources representative or otherwise made available to me by the Company.

I further acknowledge that I have understood that the Business Principles, policies, standards and/or notices may be modified from time-to-time and it is my obligation to ensure that I remain familiar with these documents and review them for any changes.

I understand that this document and the Business Principles, policies, standards and/or notices supersede any and all previous versions of those same documents.

I further understand that if at any time I need a copy of the relevant policies, standards and/or notices, I can either visit the Policy Center on the Nation Intranet site or any other intranet portal made available to me by the Company for purposes of accessing such documents or contact my local Human Resources representative.

FOR U.S. EMPLOYEES ONLY: THE BUSINESS PRINCIPLES IS NOT A CONTRACT OF EMPLOYMENT, EXPRESS OR IMPLIED, AND DOES NOT CONFER ANY CONTRACTUAL RIGHTS. I acknowledge that my employment is at will, which means; either the Company or I can terminate employment at any time with or without cause, reason or advance notice. I also acknowledge that neither this document, the Business Principles, nor any other Company policies, standards, notices, employee handbooks, manuals, principles nor practices create an employment contract. The Company has the right, with or without notice, in an individual case or generally, to change the Business Principles and any of its policies, standards, notices, principles, practices, working conditions or benefits at any time.

Employee Name (Print): _____

Employee Signature: _____

Employee WWID: _____ Date _____

Please sign, date and return to your Human Resources Representative or site administrator.



A Message from Geoff Ballotti



Dear Team Member,

Our mission is simple: we make hotel travel possible for all. Wherever people go, Wyndham will be there to welcome them. It's simple, yet incredibly powerful. Every day, we all work to make hotel travel possible for all people. With 20 brands, 16,000 team members and nearly 9,000 hotels in 80 countries, no one welcomes the world like we do.

Together, we create great experiences for our traveling customers while supporting each other and driving value for our shareholders, business partners and those around us. In short, we do business in a way that we can be proud of. Our values are the lens through which we make our decisions, anchor our commitment to each other and serve our customers and communities.

Ethical leadership starts with our Board of Directors, and is shared by managers, supervisors and team members across every brand and business at Wyndham Hotels & Resorts. Our Business Principles guide our interactions and set the standard for how every one of us should approach our work in service to our mission.

All team members are expected to embrace our shared values and principles, and do their part in maintaining the highest ethical standards and behavior as we continue to grow in communities around the world.

Thank you for all you do to keep Wyndham Hotels & Resorts a trusted hospitality provider, a responsible corporate citizen and an overall great place to work.

Geoff Ballotti,
President and CEO
Wyndham Hotels & Resorts

“

From the very beginning, we've stayed true to the belief that we can do what's right for our business, by doing what's right for our people, community, and the world around us.”

”

– Stephen P. Holmes, Chairman of the Board

Our Core Values

The Wyndham values guide our behaviors in support of the company mission and the key to our success is living our core values every day. They represent those deeply held principles that we believe to be right and true and serve as the foundation of our company culture.

- **Integrity** We hold ourselves to the highest standards. We're responsible, truthful and transparent. We do the right thing.
- **Accountability** We honor our commitments and deliver results. Under any circumstances, we stand up and say: "Count on me."
- **Inclusive** We respect differences in people, cultures, ideas and experiences. We foster partnership. We welcome all.
- **Caring** We never underestimate the power of compassion. We generously give our time, attention and action.
- **Fun** Fun is an energizing force. When we have fun doing what we love, our guests love their experiences with us.



Section 1:

Introduction to our Business Principles

The Wyndham Hotels & Resorts Business Principles reinforce the commitment to our core values, culture, Count On Me service, and serve as a guide for ethical decision making that is consistent with laws and regulations that apply to the Company.

The Business Principles apply to employees of Wyndham Hotels & Resorts, Inc. and its direct and indirect subsidiaries (referred to as the “Company” or “Wyndham Hotels & Resorts”). In general, vendors, suppliers, consultants, agents, law firms, public relations firms and contract or temporary workers are expected to comply with the spirit of the Business Principles.

Throughout the Business Principles, you will find information, guidance, definitions of key terms and links to related policies, standards and/or notices. It is important to remember that our Business Principles cannot possibly cover every situation that you may encounter, so please refer to our policies, standards and/or notices for additional information. They can be found on the **Policy Center on Wyndham Nation** and are available through your local Human Resources representative. Regions may have additional standards that may be stricter than the Business Principles or Corporate-wide policies or standards but they shall not be more lenient. It is important to

note that the Business Principles may not reference every policy, standard and/or notice available on the Policy Center on Wyndham Nation. It is your obligation to ensure that you remain familiar with the current version of these documents and any other policy, standard and/or notice made available to you by the Company.

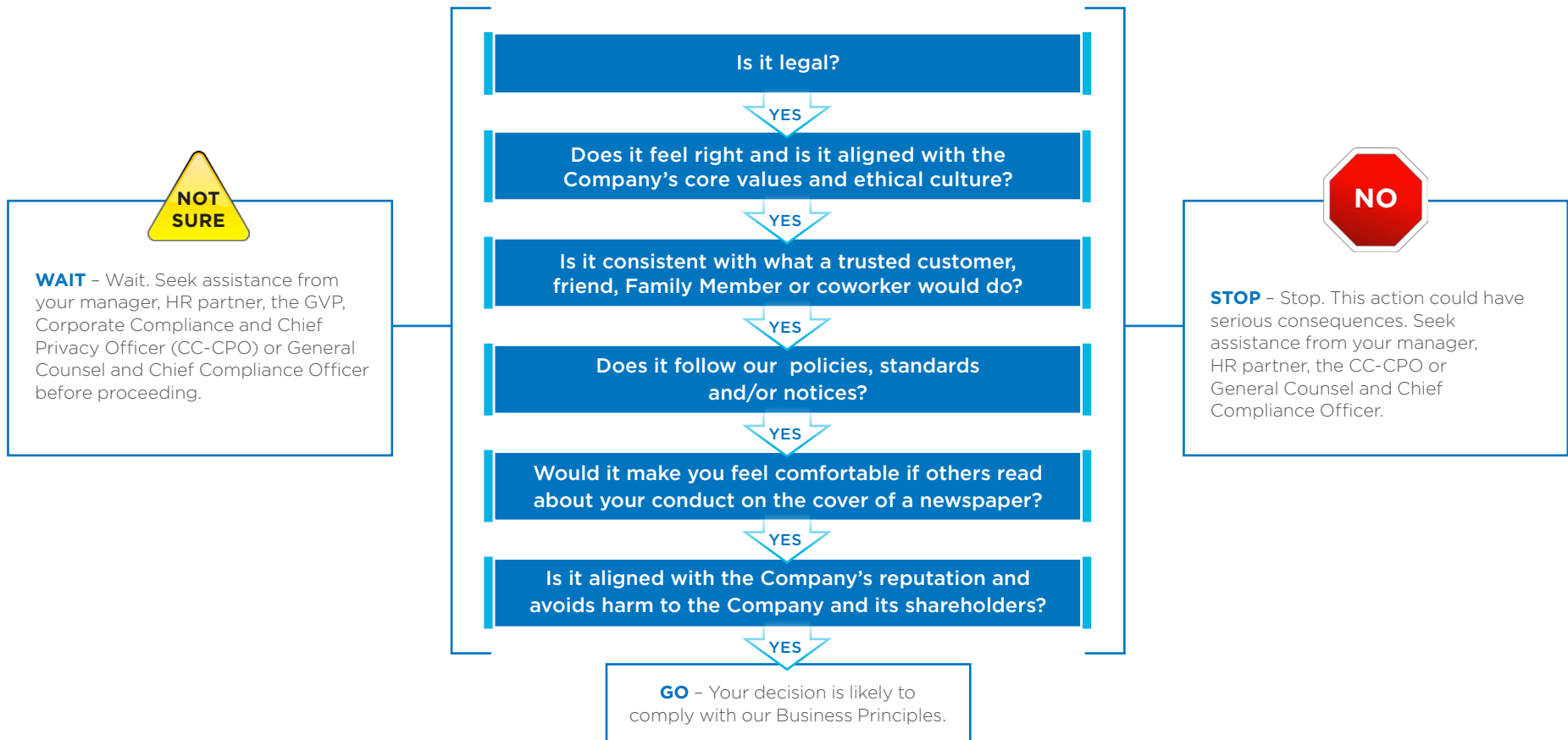
If any policy, standard and/or notice conflicts with these Business Principles, these Business Principles shall govern. Nothing in the Business Principles should be interpreted to prevent employees from engaging in activities that are protected under local laws and if local law conflicts with the Business Principles or any policy or standard, local law governs.

In the absence of a specific policy, standard and/or notice on a given subject, to extent permitted under local employment laws, you have a responsibility to use good judgment, comply with our core values, the Business Principles, ethical culture and speak up immediately, to the extent permitted under local employment law, if you have any questions or concerns. Failure to comply with the Business Principles may be grounds for disciplinary action, up to and including termination of employment. Individuals also may be subject to legal prosecution resulting in fines, imprisonment or both.

Keys to Ethical Decision Making

Every day you are required to make ethical decisions. Good decisions are ethical and effective, and achieve intended and desirable results. While the right decision is clear in many situations, there may be times when it is unclear.

To arrive at an ethical decision, ask yourself:



If any of the above questions are inconsistent with your decision, you have an obligation to ask for help and speak up immediately.

Speak Up

You have an obligation and a right to speak up immediately when you have questions, seek guidance and raise or report concerns through any of the **reporting channels**.

Speak Up and Notify your Manager or Supervisor

Reaching out to your manager or supervisor is often the best place to start with asking questions, seeking guidance and raising or reporting concerns because you are likely to feel more comfortable with him or her. However, if for any reason you prefer to address your concerns with someone else, you can contact:

- Any member of management;
- A Human Resources representative;
- The GVP, Corporate Compliance and Chief Privacy Officer (CC-CPO); and/or the General Counsel and Chief Compliance Officer.

If you are a manager or supervisor, you have an even greater level of responsibility to lead with integrity. If an ethical issue or suspected violation is brought to your attention, speak up immediately and do not investigate it yourself.

Speak Up and Call the Integrity Line

The Integrity Line is an additional resource where you can speak up. You can report concerns 24 hours a day, seven days a week. Due to restrictions based upon local law, if you are located within the European Economic Area, you may only use the Integrity Line to confidentially report concerns regarding Financial Misconduct. Anywhere else in the world, you may use the Integrity Line to report any type of ethical concern anonymously or confidentially.

You can contact the Integrity Line, which is operated globally by an independent third party in multiple languages, by using one of the toll free numbers below:

- In the U.S., Canada or the U.S. Virgin Islands: call the Integrity Line at (844) 330-0231.
- For all other countries: call the designated country access code, which can be found in the **reporting channels** and on locally displayed Integrity posters.



“ You have an obligation and a right to speak up... ”

Don't Fear Retaliation

We take your concerns seriously. When you speak up, you should feel comfortable and not fear retaliation. We will treat your concern as confidential, to the extent reasonable in accordance with the **Employee Privacy Notice**. Further, we will not tolerate retaliation against anyone for making a report in Good Faith or for participating in an investigation. If you feel that you are being retaliated against, you should speak up and report your concerns through any of the **reporting channels**. If we discover any wrongdoing, we will take the appropriate disciplinary action up to and including termination of employment of the responsible team member(s).



COUNT ON ME TO ACT ETHICALLY BY...

- Speaking up immediately when I need to ask questions, seek guidance and raise or report a concern;
- Being accountable for my choices, actions and conduct;
- Immediately raising concerns in Good Faith, cooperating with investigations and not retaliating against anyone who speaks up or participates in an investigation; and
- Following our Business Principles, policies, standards and/or notices.

KEY TERMS

What does **Financial Misconduct** mean?

Any allegation involving accounting/audit irregularities, fraud, falsification of Company records, insider trading, bribery, kickbacks, improper loans to executives and/or money laundering.

What does **Retaliation** mean?

Any adverse action taken against you because you reported an actual or perceived violation of the law, Business Principles, policy, standard and/or notice or you participated in the reporting or investigation process.

What is making a **Good Faith** report?

Raising a concern that you believe to be true or about which you are uncertain but are concerned, and reporting the relevant information with no malicious intent.



Section 2:

Count On Me to Act Ethically in the Workplace

Treating Others with Dignity and Respect

We value teamwork and strive to attract, develop and retain employees as diverse as the people and communities we serve. By embracing diversity, we create an inclusive team of people who are committed to working together and always treating others with dignity and respect. This includes respecting others regardless of individual characteristics (such as age, race, religion, religious observance, color, sex, sexual orientation, gender, gender identity, gender expression, genetic information (including but not limited to family medical history), national origin, citizenship, ancestry, marital status, medical condition (as defined by applicable law), physical or mental disability, military service, military and veteran status, pregnancy, childbirth and related medical conditions, or any other protected classification under applicable law, background or position within the Company).

You are expected to promote a culture and environment of inclusion and avoid behavior that could make others feel degraded, intimidated, or interfere with their ability to successfully do their job. You should avoid behaviors that

could be viewed as forms of harassment and/or discrimination, including sexual harassment. Harassment, however, does not have to be sexual in nature but can also relate to the individual characteristics as described above. Harassment can be verbal (including slurs, jokes, insults, epithets, innuendos or teasing), graphic (including derogatory or offensive posters, symbols, cartoons, drawings, computer displays, or e-mails) or physical conduct (including physically threatening another, impeding or blocking movement, gestures, etc.) that denigrates or shows hostility or aversion towards an individual because of the individual characteristics described above.

You have an obligation to follow our **Human Resources Policy**, Discrimination, **Harassment, Bullying and Retaliation Standard (Non-U.S.)**, and **Harassment, Discrimination and Retaliation Standard (U.S.)**, and all other Company policies, standards and/or notices.

Promoting a Safe and Healthy Workplace

We are dedicated to providing employees with a healthy and safe workplace in compliance with applicable law. This includes offering reasonable work hours for employees and maintaining a zero tolerance for workplace violence including threatening behavior, fighting or other acts of violence or similar conduct (verbal or physical), committed by/or directed to employees and/or the visiting public. Our **Workplace Violence Standard** prohibits any conduct that is violent or threatening of any kind which may affect an individual's safety or perception of safety while in the workplace.

You have an obligation and a right to speak up immediately when you need to ask questions, seek guidance or raise or report concerns through any of the **reporting channels**. If you feel there is an imminent threat to your safety or to the safety of others in the workplace, you should immediately contact local law enforcement, police or emergency services.

The **Substance Abuse Standard** details our prohibitions on alcohol, drugs or other substances which may impair your ability to perform properly and could have adverse effects on the safety, efficiency and productivity of other employees and the Company as a whole. This includes buying, using, selling, possessing, distributing or transferring drugs or alcohol, or possessing illegal

drug paraphernalia while on duty or on Company property. We understand that individuals under a doctor's care may be required to use prescription medication, as prescribed. Abuse of prescribed medication will be dealt with in the same manner as the abuse of alcohol, drugs or use of illegal drug paraphernalia.

You must immediately report and speak up if there are any health and safety issues that affect your job including any circumstance presenting a dangerous situation so that corrective action may be taken. You have an obligation to follow our **Human Resources Policy** and supporting standards, and any other Company policies, standards and/or notices.



“Immediately report and speak up if there are any safety issues that affect your job...”

Managing Information Responsibly

It is important that you manage Information, which may include Personal Information, in an organized and effective manner to properly record and track our business transactions, protect the reputation of our Company and meet our legal, tax and regulatory requirements.

You must manage and classify all Information, as well as appropriately preserve the confidentiality

of information in accordance with the Company's Information Management Policy, Information Classification and Handling Standard, and Information Identification and Record Retention Standard. The classification of records will guide the period of time for which you must maintain Information, how it must be transmitted or stored and how you must dispose of it.

“ It is important that you manage information in an organized and effective manner... ”

COUNT ON ME TO ACT ETHICALLY IN THE WORKPLACE BY...

- Managing and classifying Information appropriately;
- Abiding by preservation and hold instructions received from the Legal Department;
- Preventing the destruction of Information if I am aware of any anticipated or actual litigation, regulatory matter or investigation;
- Understanding that all Information is the property of Wyndham Hotels & Resorts; and
- Taking care when creating, collecting, processing, storing, transferring, using, disclosing or disposing of Hotels & Resorts Information.

KEY TERMS

What is **Information**?

Any representation of data stored, used, or transmitted in any format, including documents, files and communications whether electronic, analog, hard-copy or oral transmissions. Information includes all paper records, electronically stored information and electronic

communications (e.g., email or social media posts), created, developed, or maintained for, by, or on behalf of the Company in connection with its operations in any part of the world whether such information is located on Company property, in Business Systems or elsewhere.

What is **Personal information**?

Any Information that, either by itself or in combination with other pieces of information, identifies (directly or indirectly) or can be used to identify an individual or relates to identifiable information. Personal Information is confidential and should be treated with care.

Respecting Privacy and Preserving Confidentiality

You have access to Information in connection with your job. The Company understands the importance of safeguarding Confidential Information which may include Personal Information.

You must not disclose Confidential Information, including Personal Information, to anyone, except when disclosure is required by applicable law or for relevant and legitimate business purposes, in which case you must take the appropriate steps to safeguard all Confidential Information, by requiring the receiving party to adhere to the Company's written privacy and data security requirements. You must protect Confidential Information of our employees, partners, shareholders, customers, vendors, suppliers and other third parties at all times, including during and after working hours, outside of the workplace, by, among other things, maintaining the appropriate physical and technical controls over this Confidential Information. This obligation continues even after your employment ends.

You have an obligation to follow our [Privacy Policy](#), [Information Security Policy](#), [Information Management Policy](#) and supporting standards, and any other Company policies, standards, and/or notices surrounding creating, collecting, processing, storing, transferring, using, disclosing and/or disposing of Information.



What is Confidential information?

Information the Company chooses to treat as confidential or proprietary or chooses not to share or release for circulation beyond certain authorized individuals (e.g., new products or service plans, sales plans, pricing plans and cost structures, Personal Information, marketing plans, legal communications, property developments, service

marks and brands, financial information and client lists).

COUNT ON ME TO ACT ETHICALLY IN THE WORKPLACE BY...

- Using Information for only the purpose for which it was collected;
- Clearly marking Confidential Information and Restricted Confidential Information, taking into account that Information may still be Confidential and Restricted Confidential without the marking;
- Understanding the different types of Information and taking measures to protect it from unauthorized disclosure;
- Protecting all Information, in particular Personal Information and Confidential Information, by keeping it in a safe place and taking care to not lose or misplace it; and
- Not sharing and/or discussing Information with others who do not need to know it.

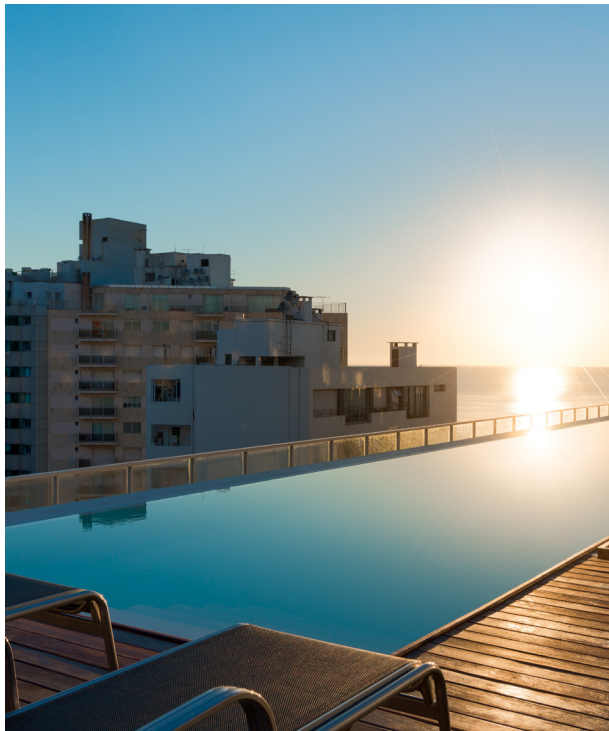
What is Restricted Confidential Information?

Information that is sensitive and subject to legal restriction that prohibits or strictly limits the circulation and/or disclosure to anyone other than the owner of the content of the relevant Information.

Responsibly Protecting Information in Our Care

We are responsible for protecting the security of Information of our employees, partners, customers and shareholders. If there is no legitimate business reason to access this Information, you should not attempt to do so. When you have a legitimate business reason to access this Information, take steps to protect this Information against its unauthorized release or use. You must also require any third parties who have access to such Information, to protect that Information and comply with the **Information Security Policy**, **Information Security Standards** and other applicable contractual provisions.

You have an obligation and a right to speak up immediately when you need to ask questions, seek guidance and raise or report an Information Security Incident through any of the **reporting channels**.



COUNT ON ME TO ACT ETHICALLY IN THE WORKPLACE BY...

- Using extreme caution in opening email attachments from unknown or suspicious sources and reporting any suspicious emails immediately;
- Maintaining complex passwords, storing those passwords in a secure place and never sharing them; and
- Speaking up immediately if I see or hear of Information that may have been improperly handled, including Information that is lost, misplaced or stolen.

“ We are responsible for protecting the security of information of our employees, partners, customers, and shareholders. ”

KEY TERMS

What is an **Information Security Incident**?

Any situation in which the security, confidentiality, availability or integrity of Information maintained by the Company or an affiliate or service provider, was or has been compromised.

Acting Responsibly with Company Assets and Business Systems

We provide you with or allow you access to our assets and Business Systems to do your job. You must use common sense when using these assets and Business Systems by appropriately protecting and using them in a manner that avoids loss, damage, theft, or unauthorized or improper use. While there may be times when it is appropriate to use certain Business Systems for incidental personal use (e.g., Company email), you must remember to be sensible and keep such use to a minimum.

You are responsible for understanding the appropriate, secure and legally permissible ways to use our Business Systems. We may, in accordance with the [Acceptable Use Policy](#), [Mobile Device Standard](#) and [Employee Privacy Notice](#), monitor these Business Systems and may review Information that is created, sent or stored, to the extent permitted under applicable law.



COUNT ON ME TO ACT ETHICALLY IN THE WORKPLACE BY...

- Exercising good judgment when using our Business Systems keeping in mind that my actions may reflect on the Company's reputation;
- Using Business Systems only for incidental personal use in a reasonable manner;
- Appropriately protecting the Information and hardware assigned to me; and
- Respecting the integrity of our Business Systems by never installing unauthorized software, applications and hardware or storage devices on them.

What are Business Systems?

Computing devices, computer and information technology hardware, software, data, access and other resources that create, transfer or manipulate digital Information that are issued, managed (e.g., a personally-owned device that is authorized for business use and is equipped with a Company

provided security and device management tool) or owned by the Company (e.g., telephones, desktop and laptop computers, handheld devices) that allow or are capable of storing and transmitting Information (e.g., mobile phones or tablets, mainframes, minicomputers, servers, network

facilities, databases, memory, memory sticks and associated peripherals and software, and the applications they support, such as email, cloud computing applications and access to the internet).

Understanding Intellectual Property

Our intellectual property is another important asset. Intellectual property consists of legally protected products of human intelligence and creation, protected by copyrights, patents, trademarks and service marks, and includes trade secrets, and related assets, including domain names. Using our intellectual property responsibly helps preserve and enhance our brands, reputation and the competitiveness of our Company. You must also take care to respect the intellectual property of others.

You have an obligation to follow our **Intellectual Property and Proprietary Information Policy** and any other Company guidelines and processes.



Understanding Securities Trading

While working at the Company, you may learn about, or have access to, Confidential Information about our Company or other companies that could affect Wyndham Hotels & Resorts or another company's stock price. This type of information, which may be positive or negative, is considered insider information or material non-public information. If you have knowledge of such insider information or material non-public information, you cannot buy or sell the stock of Wyndham Hotels & Resorts or other companies based on this information. Buying or selling stock while you have this information before it is available to the public is illegal. Certain Wyndham Hotels & Resorts employees, officers, directors and their Family

Members are required to obtain pre-clearance before purchasing or selling Wyndham Hotels & Resorts stock.

You also have to be careful to never provide a "tip" (directly or indirectly) to another person who may buy or sell stock based on insider information or material non-public information. In addition, insider information or material non-public information may only be disclosed to the public by authorized Company spokespersons and in accordance with our **Regulation FD Standard**. You have an obligation to follow the **Securities Compliance Policy, Insider Trading Standard, Communications Policy** and supporting standards, and any other Company policies, standards, and/or notices.

“ Using our intellectual property responsibly helps preserve and enhance our brands. ”



Generating Accurate and Transparent Financial Statements

Regardless of your position at the Company, you have an obligation to ensure our financial statements and records are accurate. Some examples of financial records may include Information in payroll documents, timecards, travel and entertainment expense reports, or any other Wyndham Hotels & Resorts financial transaction.

The Company has guidelines, processes and/or controls in place that are specifically designed to adhere to generally accepted accounting principles, reflect relevant laws and regulations of those countries in which we do business, and to ensure accurate financial reporting. The Information contained in our books and

records, financial or otherwise, must honestly and accurately reflect the Company's business transactions. If you are aware of or suspect any Financial Misconduct, you should immediately report your concern and speak up. This includes reporting any known or suspected Fraud, any situations that you believe may provide for an opportunity for Fraud, and any misrepresentation of a business transaction.

You have a responsibility to follow the Treasury Policy, Finance Policy, Travel and Entertainment Standard, Disbursement Standard and any other Company policies, standards, and/or notices.

COUNT ON ME TO ACT ETHICALLY IN THE WORKPLACE BY...

- Accurately, properly and in a timely manner describing and recording all transactions in our books and records;
- Generating only accurate and honest financial records;
- Using Company issued payment cards only as authorized by Company policies or supporting standards;
- Following the appropriate review and approval guidelines and processes; and
- Watching for signs of Financial Misconduct and immediately reporting any concerns and speaking up.

KEY TERMS

What does **Fraud** mean?

A false representation of a material fact, whether by words or by conduct, by false or misleading allegations, or by concealment of what should have been disclosed that deceives and is intended to deceive another individual or the Company so that the individual or the Company will suffer loss.



Section 3:

Count On Me to Act Ethically with our Customers, in our Business Relationships and within the Global Community

Placing our Customers First

We have a broad range of customers which includes guests, owners, developers, partners, franchisees, members and others. We market our products and services in a fair, truthful and ethical manner. We strive to deliver exceptional service to our customers, provide memorable experiences, and go above and beyond to be respectful and responsive to their needs. We treat customers fairly and make honest representations free from manipulation, concealment, misrepresentation of material facts or any other unfair dealings or practices.



Prohibiting Corruption and Fraud

We are committed to conducting our business fairly and ethically and in compliance with laws that prohibit Corruption or Fraud. You must avoid behavior that is or could give the appearance of, any form of Corruption or Fraud, including Bribery, money laundering, terrorist financing or identity theft. We support all applicable anti-corruption legislation, including the US Foreign Corrupt Practices Act and the UK Bribery Act.

Our commitment to ethical business practices is reflected in our Anti-Corruption and Anti-Fraud Policy, Gifts, Travel and Entertainment and Contribution Standard, Conflict of Interest Standard and Political Activity Standard. Anti-corruption and anti-fraud laws are complex, and the consequences for violating these laws are severe. If you are aware of any violation or possible violation, you should immediately report your concern and speak up.



COUNT ON ME TO ACT ETHICALLY WITH OUR CUSTOMERS, IN OUR BUSINESS RELATIONSHIPS AND WITHIN THE GLOBAL COMMUNITY BY...

- Being alert to any possible Corruption or Fraud and asking questions if a situation is unclear;
- Reporting to the Integrity Line any potentially corrupt or fraudulent behavior and anyone who mischaracterizes transactions in the Company's books and records, or offers or takes a Bribe, kickback or any other prohibited payment or gift;
- Recording and describing all transactions in our books and records in reasonable detail, honestly, accurately and properly; and
- Not providing any Facilitation or Grease Payments.

KEY TERMS

What is **Corruption**?

The abuse of entrusted power for personal gain. This includes improper and usually unlawful conduct intended to secure a benefit for oneself or another. Forms of Corruption may include Bribery, Fraud, extortion and the misuse of insider information.

What is a **Bribe**?

Giving, receiving or promising someone Anything of Value in order to influence the judgment or conduct of a person in a position of trust, or performance of a function that is expected to be achieved impartially and in Good Faith.

What are **Facilitation** or **Grease Payments**?

Unofficial payments made to a Public or Government Official (or other person) in order to secure or expedite the performance of a routine or necessary administrative action to which a person is otherwise entitled.

Exchanging Gifts and Entertainment

Giving or receiving Anything of Value can create goodwill in business relationships and can be a nice gesture of thanks or a way to get to know someone. Sometimes though, giving or receiving Anything of Value could be perceived as a Bribe or an attempt to get something unfairly. Business decisions should not be influenced by the giving or receiving of Anything of Value. Although the exchanging of Anything of Value can be a part of regular business interactions, using good judgment in this area is extremely important.

It is important that you receive prior written approval from the CC-CPO or the General Counsel and Chief Compliance Officer before you give or accept Anything of Value to or from a public or government official, charity, political party, state owned entity or state controlled entity or employee

of such. You must seek the same approval prior to giving or accepting, to or from others, Anything of Value that is greater than Nominal Value.

Gifts and entertainment that are tangible and of Nominal Value, to others, typically do not require prior written approval. Items that are usually considered of Nominal Value and usually

acceptable include logo items, pens, caps, calendars, shirts, food and mugs. Reach out to the CC-CPO or General Counsel with any questions. You have a responsibility to follow the **Gifts, Travel & Entertainment and Contributions Standard** and all other Company guidelines and processes.

“Business decisions should not be influenced by the giving or receiving of Anything of Value.”



KEY TERMS

What is **Anything of Value**?

Any sort of benefit, whether financial or otherwise (e.g., cash, gift cards, vouchers, coupons, entertainment or travel, gifts, educational opportunities, job offers, charitable or political contributions, loans and vacations).

What is **Nominal Value**?

Anything under U.S.D. \$150 or its equivalent in any currency, or what is appropriate to the receiving individual's position, circumstances or occasion – whichever is less.

What is a **Public** or **Government Official**?

Government employees (including national and local governments and government agencies); employees of public international organizations such as the World Bank; political officials and members of their staff; candidates for public office; persons acting in an official capacity for a government, government agency or international financial organization (e.g., certain consultants – even if they are not strictly speaking government employees); charitable organizations and employees of government or state owned or controlled companies.

You have an obligation and a right to speak up immediately when you need to ask questions, seek guidance and raise or report concerns through any of the **reporting channels**.

COUNT ON ME TO ACT ETHICALLY WITH OUR CUSTOMERS, IN OUR BUSINESS RELATIONSHIPS AND WITHIN THE GLOBAL COMMUNITY BY...

- Avoiding any situation where giving or receiving Anything of Value is, or could be seen as, a way to improperly secure or influence a business decision;
- Never giving or accepting, to or from others, cash, or cash equivalents (e.g., gift cards);
- Not using personal funds, subordinates or third-parties to provide gifts or entertainment to try to sidestep Company policies or supporting standards;
- Obtaining prior written approval from the CC-CPO or the General Counsel and Chief Compliance Officer before giving or accepting, to or from others, Anything of Value that is greater than Nominal Value; and
- Seeking prior written approval from the CC-CPO or the General Counsel and Chief Compliance Officer before providing Anything of Value to a Public or Government Official.



Complying with Global Trade Regulations

As an international company, we may at times be involved in moving products, Information and technology, people and services across national borders. As a result, our activities are governed by international trade laws, including those that prohibit certain business activities with and within certain countries or with particular persons or entities that are deemed a threat to security, human dignity and Human Rights. We are committed to following applicable international trade laws, including import and export controls regulations, and compliance with sanctions and anti-boycott laws. Export controls are regulations

put in place by various governments to regulate the transfer of certain goods, services, software and technology from one country to the next. You have a responsibility to follow the **International Trade Controls Policy** and any other Company guidelines and processes.

You have an obligation and a right to speak up immediately when you need to ask questions, seek guidance and raise or report concerns through any of the **reporting channels**.

Identifying, Considering and Evaluating Conflict of Interest

You are responsible for avoiding activities or relationships that might affect your objectivity in making the best decisions for Wyndham Hotels & Resorts and its stakeholders. You have a responsibility to act in the legitimate business interest of the Company and not take unfair advantage of the Company for your own personal gain or for the gain of someone else.

A Conflict of Interest might feel innocent since it often occurs when someone is trying to help someone, or do something that would be okay under other circumstances. However, to protect the Company and promote transparency, you must always avoid a Conflict of Interest, or even the appearance of a conflict.

A potential or actual Conflict of Interest might arise if you have a second job that interferes with your duties at Wyndham Hotels & Resorts, having ownership or a material financial interest in a competitor, vendor or customer of the Company, working with or managing a Family Member,

or serving as a director, officer, employee or consultant to an outside business, including a non-profit. You have a responsibility to follow the **Conflict of Interest Standard** and any other Company policies, standards and/or notices.

You have an obligation and a right to speak up immediately when you need to ask questions, seek guidance and raise or report concerns through any of the **reporting channels**.



KEY TERMS

What is a **Conflict of Interest**?

This occurs when your personal, financial, or family interests or relationships interfere, or appear to interfere, with the ability to be objective and act in the legitimate interest of the Company.

Who is a **Family Member**?

Children, a spouse or partner, grandparents, parents, siblings, nieces, nephews, aunts, uncles, first cousins and the spouse of any of these individuals as well as anyone who resides in your household or the households of these people.

COUNT ON ME TO ACT ETHICALLY WITH OUR CUSTOMERS, IN OUR BUSINESS RELATIONSHIPS AND WITHIN THE GLOBAL COMMUNITY BY...

- Making all business decisions objectively and not for the benefit of myself, my Family Members or friends;
- Removing myself from any employment decision including hiring, termination, re-assignment, or supervising of Family Members or friends;
- Understanding the issues and limitations with employment with a customer, competitor or supplier that does business with the Company;
- Refraining from pursuing corporate opportunities for personal advantage; and
- Promptly disclosing to your manager any potential Conflict of Interest and seeking approval from the CC-CPO or General Counsel and Chief Compliance Officer before entering into conflict of such relationship or activity.

Preventing Money Laundering and Terrorist Financing

Money laundering is the process of taking funds obtained through illegal activities and making those funds appear to have been legally obtained. Money laundering can be used by terrorist organizations, tax evaders, drug smugglers, by those engaged in Bribery, or anyone who receives money through illegal activities. Terrorism financing is a financial crime that uses funds, obtained legally or illegally, to support a terrorist organization.

Our **Anti-Corruption and Anti-Fraud Policy** prohibits money laundering and terrorist financing. Remain vigilant and if you suspect any activity or conduct that is or is suspected to involve money from criminal activity, serves no business purpose or uses false Information or identification, uses large amounts of cash or multiple payment methods or otherwise appears suspicious, you should immediately report your concern and speak up.

Competing Fairly

We are committed to competing honestly and fairly and supports and complies with all competition laws — sometimes called antitrust laws. In compliance with our **Fair Competition Policy**, you must never agree with any competitor to raise, fix or otherwise maintain prices at which goods or services are sold. You must never agree with any competitor to undermine a bidding process or engage in any activity that compromises or impairs fair competition.

Our relationships with our customers and other third parties play a critical role in our success. When entering into a business relationship with a third party, it should be done in a manner that protects the Company's legitimate business interests and maintains fair competition.



“ The Company is committed to competing honestly and fairly. ”

Establishing Business Relationships

All contracts made on the Company's behalf must follow the **Contract Administration Policy**, which establishes appropriate levels of review and approval for contracts entered into by or on behalf of Wyndham Hotels & Resorts. Prior to commencing business relationships, a formal contract is required unless it falls under an exception detailed in the **Contract Administration Policy** or standard issued thereunder. A contract may only be signed after all internally required financial, legal, accounting, functional and any other approvals have been obtained.

You must be cautious to avoid creating any contract through an informal email exchange, the execution of a "side letter," or a "hand shake deal" with customers, vendors, suppliers or other third parties. Such unapproved exchanges could result in the creation of a binding agreement, obligating Wyndham Hotels & Resorts to do something inappropriate, prohibited, undoable and/or exposes the Company to unwanted liability. Please consult with the Legal Department to obtain information about how to properly submit a contract for legal review or for any other information about the contract review process.

Communicating with the Public

We are committed to accuracy and honesty in our communications with partners, customers, shareholders, each other, the media and the public. To maintain our positive reputation and to ensure our communications are always clear and consistent, the Company communicates with the public only through the use of authorized Company spokespersons in accordance with our **Communications Policy** and any other policy, standard and/or notice.



Social Media

Social media is an effective communication tool and provides a wide-range of opportunities for sharing and communicating ideas and information. Generally speaking, there are three types of social media usage as a Company team member: external professional communication (part of your job responsibilities), internal professional communication (collaboration with other employees) and your personal communication (primarily not related to the Company). Each usage has different responsibilities, practices and expectations, and associates are encouraged to be familiar with the Company's **Communications Policy** when communicating through social media.

When using social media in any way when relating to the Company, its products or services (excluding activity relating to terms and conditions of employment), you should act professionally and responsibly and comply with the Company's **Communications Policy** which includes **Social Media Frequently Asked Questions**.

Keep in mind that all personal social media activity carried out using Company provided equipment, systems, networks, assets, or facilities or that makes reference to the Company's products and services must also comply with the **Acceptable Use Policy** as well as the **Human Resources Policy**.

Participating Fairly and Lawfully in the Political Process

Public policy issues have the potential to impact the Company's business, employees and the communities in which we operate. Therefore, the Company believes that in certain cases it may be appropriate and in the Company's best interest to participate in the political process.

Wyndham Hotels & Resorts respects your right to participate in the political process. When you do so as an individual, you must represent your own personal views and actions as your own, and avoid any appearance of representing the Company's views. If you are seeking to make a political contribution on behalf of the Company, you must first obtain all required approvals and review the available [reporting channels](#).

Remember that Company funds, resources and time (including use of Company facilities and/or Business Systems and equipment) may not be used for personal political purposes. For information about how the Wyndham Hotels & Resorts Political Action Committee makes contributions and expenditures, please review the [Political Activity Standard](#).

Corporate Social Responsibility

We operate in a way that cares for people, strives to preserve our planet and provides places to stay that are socially, environmentally and economically responsible. This is the foundation of Social Responsibility (SR) at Wyndham Hotels & Resorts. SR includes areas of focus that include: sustainability, diversity and inclusion, philanthropy, and combatting human trafficking. Our efforts help us to improve the world around us by leveraging our hospitality scale and mobilizing our people as positive agents of change. It also enables us to comply with SR-related regulations and respond to investor, customer and shareholder requests.



“

Wyndham Hotels & Resorts respects your right to participate in the political process.

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Protecting the Environment

We understand that our business activities impact the earth, our resources and people's lives. We take steps every day to minimize the impact our businesses can have on the world around us. We are committed to reducing our environmental footprint, preserving our natural resources and developing innovative solutions to manage our impact on climate change. The Company tracks and measures its sustainability performance and reports its results, manages risks and delivers triple bottom line benefits by focusing on people, planet and profits. You should take reasonable and

appropriate steps to minimize our environmental footprint, including efficiently using products and services, and properly implementing waste management programs in our facilities.

You have a responsibility to comply with the **Sustainability Policy** and take steps to conduct business in an environmentally-responsible way. You should always look for ways to help reduce energy, lower water consumption and promote recycling.



Respecting the Communities Where We Live and Work

Our philanthropy captures the passion and commitment of our partners, customers, shareholders and each other to make lasting, meaningful contributions in the communities where we operate, and brings to life our service culture around the world. You are encouraged to support your community through voluntary charitable giving, volunteerism and raising awareness of causes supported by the Company. Pressuring another employee to express a view or to contribute to or support any cause that is, or may be, contrary to his or her personal belief is not permitted.

“

Our values-driven culture guides our actions.

”



Protecting Human Rights

Wyndham Hotels & Resorts does not tolerate or permit modern slavery, human trafficking, the use of child, forced, indentured, or involuntary labor or any violation of Human Rights in any of our operations or at any of our properties. The Company also operates its business in a manner consistent with the principles contained in the United Nations Universal Declaration of Human Rights and Global Compact and has published the **Company's Human Rights Policy Statement**. The Company is committed to protecting Human

Rights and expects all employees to treat people with respect and dignity, encourage diversity and diverse opinions, promote equal opportunity for all, and help create an inclusive and ethical culture. If you ever suspect that our properties, suppliers, operations, or any part of our business or our supply chain is being used for illegal purposes or in a way that does not respect Human Rights, you should immediately report your concern and speak up.

COUNT ON ME TO ACT ETHICALLY WITH OUR CUSTOMERS, IN OUR BUSINESS RELATIONSHIPS AND WITHIN THE GLOBAL COMMUNITY BY...

- Treating others with dignity and respect and upholding Human Rights in all of our operations and facilities;
- Watching for indicators of exploitation of individuals, physical punishment or abuse, or involuntary servitude; and
- Expecting our third parties, including suppliers and franchisees, to protect Human Rights.

KEY TERMS

What are signs of a violation of **Human Rights**?

Signs include, for instance, if an individual is not free to leave or come and go as they wish, works without pay or for pay below the minimum wage in the region where the individual works for the type of job being performed, is working at an age below what is permitted in the region where the individual is located, works excessively long and/or unusual hours, appears malnourished or shows signs of abuse, and is not allowed or able to speak for themselves.



Section 4:

Conclusion

Each day, thousands of employees around the world make decisions that impact Wyndham Hotels & Resorts' reputation, the quality of our products and our continued ability to be successful in our mission. As a steward of our Company, you have a direct impact on the perception that others, including partners, customers, shareholders, and each other, confer on it. It is important to maintain your personal integrity, act ethically and behave consistently with our core values and Count On Me service culture.

Help is always available if you have questions about the Business Principles or any other Company policy, standard and/or notice, an ethical dilemma, or if you just need guidance on a particular situation. Most importantly, it is your responsibility to speak up immediately when you see or hear

something that is not, or may not be, aligned with our core values, Count On Me service culture, Business Principles, Company policies, standards, and/or notices. By doing so, you can help protect the Company's reputation.

If you see, hear or suspect Financial Misconduct or a violation of our Business Principles or any other Company policy, standard and/or notice, you must immediately report your concern and speak up. There are many avenues to report your concern, such as using the Integrity Line (anonymously and confidentially) listed below or one of the following **reporting channels**.

Reporting Channels

COMPLIANCE

Speak to the GVP Corporate Compliance and Chief Privacy Officer (CC-CPO), or the General Counsel if you have questions or concerns about:

- Ethical behavior (e.g., suspected violation of law, policy or standard);
- Gifts and entertainment (e.g., gifts/entertaining to public officials in any amount or others over the Nominal Value);
- Conflicts of Interest;
- International trade (e.g., dealings with individuals or countries on embargo or sanctioned lists); and
- Political contributions on behalf of the Company.

CC-CPO: Samantha Vaughan

General Counsel and Chief Compliance Officer: Paul Cash

IntegrityLINE

Report workplace issues that negatively impact your job or work environment confidentially or anonymously 24 hours a day, seven days a week and 365 weeks a year, including matters regarding:

- Financial Misconduct*;
- Business Ethics;
- Employee Relations;
- Environment, Health & Safety; and
- Misuse or Misappropriation of Corporate Assets or Information.

*these matters may be reported confidentially in the European Economic Area via the Integrity Line

U.S./Canada Call: (844) 330-0231

All Other Countries Call: the designated country access code, which can be found on the [Policy Center on Wyndham Nation](#)

YOUR LEADERSHIP

Speak with your leadership about:

- Job Training;
- Job Responsibilities;
- Career Pathing;
- Workplace or Coworker Concerns;
- Kronos, Commissions and Employee Referrals;
- Process Improvements and Suggestions; and
- Company Policies, Standards and/or Notices.

HUMAN RESOURCES (HR)

Speak with your HR representative regarding:

- Career Development;
- Tuition Reimbursement;
- Be Well Initiatives;
- Career Tools;
- Workplace, Coworker or Management Concerns; and
- Company Policies, Standards or Notices.

SERVICE DESK

Speak with the Service Desk about:

- Reporting an Information Security Incident

U.S. and Canada: For urgent requests, dial (877) 357-7700; International Users, dial 1 (506) 631-2180; non-urgent request, email servicedesk@wyndham.com.

Employment Statement

The Wyndham Hotels & Resorts Business Principles do not represent an employment contract and cannot change any individual's employment status.

Waivers

In certain, very limited cases, there may be a good reason to waive some part of our Business Principles due to special circumstances. All waivers for employees must be approved in advance by the General Counsel and Chief Compliance Officer. For the Company's senior executive officers who are subject to the rules and requirements related to section 16 of the Securities Exchange Act of 1934, waivers may only be granted by the Audit Committee or the full Board of Directors and are subject to applicable laws and regulations.



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The logo for Wyndham Hotels & Resorts is centered at the bottom of the image. It features the word "WYNDHAM" in a large, white, sans-serif font. Below it, the words "HOTELS & RESORTS" are written in a smaller, white, sans-serif font. A thin white horizontal line is positioned between the two lines of text. The entire logo is set against a dark blue background that has a wavy, textured appearance, resembling water. This dark blue area is separated from the rest of the image by a white curved line that arches over the logo.

WYNDHAM
HOTELS & RESORTS