

Policy on Gifts and Corporate Entertainment

1. General

Business gifts and corporate entertainment can play a positive role in the strengthening of relationships between Ordina and its business partners, such as customers and suppliers¹. However, the independence and objectivity of the recipient must never be compromised. Business decisions must be based on independence and objectivity and may not be inappropriately influenced by business gifts and corporate entertainment. If this is indeed the case, it is bribery.

Ordina expects you to avoid creating any possible impression of bribery with regard to gifts or corporate entertainment.

This policy can help you to determine how to behave in situations that may arise with regard to gifts and corporate entertainment.

Always discuss with your manager in advance if you may accept a gift or invitation for corporate entertainment. If prior permission is not possible, please inform your manager as soon as possible.

2. Basic principles

Our starting point is that gifts and corporate entertainment are purely intended to strengthen the business relationship. A gift or corporate entertainment may not be intended to persuade the recipient to grant an unfair advantage, or to reward him for doing so (bribery).

Furthermore, gifts and corporate entertainment should always be modest and appropriate to the particular circumstances.

Therefore, you must stick to the following basic principles.

You are the recipient

You do not accept gifts or invitations for corporate entertainment if there is a chance that this could be seen as bribery (also see Policy on Anti-Bribery).

You do not accept gifts from external contacts in the form of money. The same applies to gift tokens or vouchers, for example, and to other items that could be considered equivalent to money.

You ensure that expenditure in relation to gifts and corporate entertainment is correctly recorded and accounted for.

You do not ask for or accept gifts or corporate entertainment in order to obtain a personal advantage.

The business contact is the recipient

You do not offer gifts or corporate entertainment if there is a chance that this could be seen as bribery (also see Policy on Anti-Bribery).

You do not offer gifts in the form of money. The same applies to gift tokens or vouchers, for example, and to other items that could be considered equivalent to money.

You do not offer gifts or corporate entertainment if these do not comply with the internal rules of the recipient (e.g. a business partner's Code of Conduct) or with the relevant laws. Verify with the recipient in case of doubt of compliancy. You may use for example below text:

We are delighted to invite you and your presence is highly appreciated. Therefore, we hope that this invite meets your internal corporate entertainment rules. To avoid any doubt or misunderstanding in this respect, we kindly ask you to accept this invite only if this meets aforementioned internal rules.

¹ (Potential) future employees are not in scope of the definition 'business partners' as stated in this Policy.

Please note: There are strict rules for civil servants; they may in principle not accept anything of value. Participation in corporate entertainment is also linked to strict rules. Always inquire after the existing rules within the relevant government departments in advance and comply with these. Also see below under 3 (Tendering processes).

Example: Following on from a network meeting in Paris, the organisation offers you a weekend break for two in a Paris hotel.

Question: What do you do?

Answer: The weekend break is a personal benefit offered to you within the framework of a business meeting. This can give the impression of improper influence. You should refuse the offer and report it to your manager for the record.

3. Gifts

A gift can consist of something tangible. It can be a small gadget or a ticket for a sporting event. But it can also be in the form of a favour: for example, your eight-year-old daughter is allowed to take part in a fashion show in Paris that is being organised by your supplier. This type of favour also has value and within this policy is therefore regarded as a gift.

Gifts with a value of up to €50

The offering and accepting of gifts up to a maximum value of €50 is in principle a matter for your own judgment, and that of your manager. If possible, give a gift with the Ordina logo on it. Nevertheless, even in the case of gifts with a value of up to €50, the following conditions apply:

- You must comply with the basic principles in Section 1.
- The frequency with which a gift is given or received must be reasonable (once a year can be reasonable, but once a month is not).
- The recipient should not be expected to offer any quid pro quo in return.
- The gift may not be given or received in secret and can be discussed openly.
- The negotiations with the relevant business contact are not in a critical phase, and for example, an imminent decision about a contract is not expected to be made.

NB: During tendering processes:

During the tendering process, never offer the contact person from the contracting authority anything of value, even if the internal rules of a public authority generally allow small gifts to be given to their civil servants. Also, if it is known that a call for tender will soon be issued for a service, you must not offer anything to people from the relevant public authority who are directly or indirectly involved in the expected call for tender.

Only when all the necessary conditions have been met may you offer or accept a gift.

Gifts with a value of over €50

Gifts with a value of over €50 may only be offered or accepted with the prior written permission of a member of the Board of Directors. The same conditions apply to these gifts as to those with a value of up to €50.

4. Corporate entertainment and hospitality

Corporate entertainment may consist of a meal out, or attending a sporting event along with the business contact. Corporate entertainment also includes: participation in work-related events, study trips, trade fairs, partner meetings, and occasions where the main intention is to share knowledge and/or to network.

NB: It is only when the person who has invited the business contact is also present at the event that it can be described as corporate entertainment.

Example: If you invite a business contact to come and watch a football match with you in Skybox at the Arena, this is an example of corporate entertainment. However, if the business contact sits in the Skybox watching the match without you or your colleagues, this cannot be described as corporate entertainment. In this case, it is a gift.

Entertainment that is too expensive or too frequent can embarrass the recipient, or convey the impression that the recipient is no longer unbiased and objective in his or her decisions. Be aware of this when issuing invitations to business contacts and accepting invitations.

When deciding whether to offer or accept corporate entertainment, the cash value is not the determining factor: a study trip costing €800 may be acceptable in certain circumstances, whilst a dinner costing €85 is sometimes going too far.

For corporate entertainment, the following conditions apply:

- You must comply with the basic principles in Section 1.
- In addition, you must comply with the conditions relating to gifts.
- The corporate entertainment should not be excessive and should be appropriate to the nature of the business contact and the recipient's function.
- When participating in corporate entertainment, travel and accommodation costs (such as an overnight stay in a hotel) must be paid for by the recipient.

Example: You take a client contact out for a meal. You do this every quarter. The bill is always around €75.

Question: Is this allowed?

Answer: You should discuss eating out with your line manager in advance. While the price of the meal does not seem excessive, the frequency of the corporate entertainment does. This fact can already lead to the impression of inappropriate influence. It is therefore not sensible to take the contact out for a meal every quarter.

If the meal only takes place once a year, you should ensure that the meal does not take place when negotiations with the client are in a critical phase – or when a call for tender is ongoing. Furthermore, no quid pro quo may be expected from the client contact in exchange for the meal. Finally, check whether the client contact's internal rules permit dining out (e.g. is the client a civil servant?)

Skybox Arena:

When inviting business contacts, always make sure that you have complied with the basic rules and conditions of this policy. In principle, the use of the Skybox at the Arena is reserved for business contacts (with or without their partners) and their contact person at Ordina. Prior written permission from a member of the Board of Directors is necessary:

- For the business contact to take along children, other family members or friends; and
- For Ordina staff to take along their own partner, children, other family members or friends.

NB: If Ordina organises an event in the Skybox at the Arena exclusively for Ordina staff (i.e. without external contacts) this policy does not apply.

Partner, children and family

Corporate entertainment must be for legitimate business purposes, namely in order to strengthen the business relationship. This means that participation in corporate entertainment by partners, children, family or friends will often be inappropriate. Although it may be usual for the partner of a business contact to be present on certain occasions, this will be the exception rather than the rule.

Always consider that the wider the circle of recipients is, the more likely it is that the gift or corporate entertainment will be excessive. If a recipient's partner, children and family members are being 'fêted', the impression can easily be created that his or her independence is being called into question.

5. Declining gifts or corporate entertainment

If you are offered a gift or corporate entertainment that is not in line with the above rules, politely decline and explain Ordina's rules on integrity.

6. Any questions or doubts?

Do you have any questions or doubts as to how to behave in a particular situation? If so, always contact your manager or the Compliance Officer.

In case of non-compliance with this policy Ordina may take disciplinary actions.

This Policy on Gifts and Corporate Entertainment has been compiled in conjunction with the:

- Policy on 'Anti-Bribery'
- Policy on the 'Prevention of Conflicts of Interest'