



*ANNEX TO THE ANTI-BRIBERY CODE OF CONDUCT*

**GIFTS AND HOSPITALITY POLICY  
HIGHCO GROUP**

***Applicable from 1 December 2019***



## INTRODUCTION

This Gifts and Hospitality Policy, which has been drawn up taking into account the Group's bribery risk map, complements the Group's Anti-Bribery Code of Conduct, which is available on the website <https://www.highco.com/fr/finance/anticorruption>.

It may be revised.

It applies to all employees of the HighCo Group (including its subsidiaries located outside France) and aims to prevent any inappropriate behaviour in order to protect the Group's reputation and prevent employees from being exposed to the risk of bribery concerning another organisation or one of its employees.

In addition to the risk of criminal sanctions for active or passive bribery and influence peddling<sup>1</sup>, any action taken in violation of the Anti-Bribery Code of Conduct and this policy may result in disciplinary sanctions as mentioned in the Group's internal regulations.

## DEFINITIONS

**"Gifts"**: gifts are benefits of any kind, in cash or in kind, in the form of products and/or services provided free of charge or at a price below market value; these benefits also include the provision of confidential information.

**"Hospitality"**: invitations to meals, accommodation and entertainment (shows, concerts and sporting events), but also seminars, trips and/or any other form of hospitality for which the beneficiary does not pay the usual market value are considered hospitality.

## PRINCIPLES

Gifts and Hospitality may in some cases amount to or be perceived as active or passive bribery.

Therefore, it is advisable to tread carefully when it comes to any and all private or public partners and their employees with whom the Group has dealings, because these Gifts and Hospitality, whether received or given, which help to establish good relations, may be considered a means of influencing a decision or of favouring a company or person. They can distort the behaviour of employees, customers, suppliers or other partners by making them accountable to the donor and impairing their independence of judgement. This cannot be tolerated.

Gifts or Hospitality may be granted or accepted if they meet the following cumulative conditions:

- ✓ they are work-related
- ✓ they comply with local law and regulations
- ✓ they are reasonable

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<sup>1</sup> French law criminalises active bribery (the briber) and passive bribery (the bribe-taker) in the same way. For an individual, the maximum penalty is 5 years' imprisonment and a fine of €500,000 (which may be increased to twice the amount of the proceeds of the offence).

- ✓ they are not given or received by the same people repeatedly
- ✓ they are appropriate to the context and circumstances at the time
- ✓ they are not of such a nature as to compromise the independence of judgement of the person receiving them
- ✓ they serve a legitimate purpose related to the company's activity
- ✓ they do not generate a conflict of interest
- ✓ they are done in full transparency
- ✓ they are not of such a nature as to create the appearance of improper influence or undue advantage
- ✓ they must not be subject to any consideration in return

If an employee is given a Gift or receives an invitation to Hospitality that does not meet these conditions, he or she should politely decline it and explain the rules that apply within our Group.

In exceptional situations where this Gift must be accepted, or where circumstances prevent it from being returned, the employee should consult with their manager and make appropriate arrangements for the Gift to be shared in the workplace or, if appropriate, donated to charity.

## ASSESSING ACCEPTABILITY

To determine what is acceptable and what is not, here are the rules that every employee must follow:



The following are always unacceptable:

- anything illegal
- anything given to or received from a person involved in a business decision, for example the award of a contract or the benefit from a call for tenders
- anything that would embarrass the Company if publicly mentioned
- any Gift or Hospitality for government officials or public servants
- any Gift or Hospitality that is to be kept secret and is not declared to colleagues, an immediate superior or any other relevant party
- cash (money) or cash equivalents (e.g. gift cards or gift vouchers), regardless of the amount involved
- sexual favours



The following cases may be acceptable, but require special consideration under the principles outlined above:

- **invitations to cultural or sporting events**
- **gifts given or received for special occasions** e.g. births or weddings
- covering the costs of **third party travel expenses** including air tickets and accommodation

It may be necessary, in certain circumstances, to cover the travel and accommodation costs of some of the company's partners, suppliers or customers, provided that this complies with all the principles set out above and obeys the following rules:

- Travel and accommodation cannot cover ancillary travel (tourism).
- The length of stay must be reasonable and justified in terms of legitimate needs.
- The amounts disbursed must correspond to the company's customary practices.
- Costs can only be covered for the professional contact and not for their family members and other relatives.
- If travel and accommodation costs are covered for public officials, the conditions of their invitation must be expressly authorised and verified in advance to ensure that there is no direct link to the signing of a contract or a call for tenders, or that if there is one, it cannot be equated with an act of bribery.

In any event, if the Gift, Hospitality or favour imposes an obligation on either party, or if the exchange is (or appears to be) an attempt to influence a commercial decision, it must not be given or accepted.



The following are usually acceptable, subject to compliance with the above principles:

- ✓ Hospitality and symbolic seasonal Gifts, where these are a cultural practice and the gift is of low value

*Gifts with a **value, set by the Group, of €70 or more** may only be accepted by an employee or given by an employee to a third party with the express prior authorisation of the employee's management, which may decide to set a different amount.*

- ✓ ordinary and occasional meals with a business partner of a reasonable amount
- ✓ The aim of these is to allow participants to discuss professional matters, as relatives are not invited.
- ✓ gifts in the form of small promotional items, e.g. pens, USB sticks, bags with the Company's logo, or other such items
- ✓ invitations to cultural, sporting or social events authorised by the Company, e.g. plays or concerts as part of a public relations and marketing exercise, where the invited partner must be accompanied by at least one employee with whom they have a business relationship

*Any request for or offer of a bribe or illicit payment and, more generally, any unacceptable Gift or invitation to Hospitality, must be expressly rejected and immediately reported to the Group Ethics Committee at the following address:*

[comite-ethique@notification-highco.com](mailto:comite-ethique@notification-highco.com)

## QUESTIONS TO ASK YOURSELF

Every employee needs to be able to determine that what may be considered “reasonable” in one context may be considered “disproportionate” in another.

Here are some good questions to ask yourself when it comes to Gifts or Hospitality:

- **Is it legal?**  
=> Refer to local legislation, tax rules or certain authorities which may give information on what is acceptable or even what amounts are acceptable.
- **Are you sure it is only for the person with whom you have a professional relationship, and not for those in their personal circle, including their family?**  
=> Failing that, refrain.
- **Is the value reasonable and proportionate?**  
=> Take into account the context in which the Gift or Hospitality is given or received. This includes referring to the local standard of living, the customs and culture of the country, or the particular industry.
- **Can the Gift or Hospitality be reciprocated?**  
=> You need to be able to receive or return the same level of Hospitality or Gift.
- **Does the fact that I accept or offer a Gift or Hospitality create an obligation for me or the third party, or make me liable for anything?**  
=> Refrain if the answer is yes.
- **Is the context appropriate?**  
Take into account the context in which the Gift or Hospitality is given or received.  
=> Refrain in risky situations, such as calls for tenders or (re)negotiating a contract, entering a market, or applying for an administrative permit.
- **Are we dealing with an authority or a public official?**  
=> It is imperative to refrain from any Gift or Hospitality involving an authority or a public official.
- **Is it professional?**  
=> Check whether the Gift or Hospitality is part of the business activity, whether it is related to the product or service, whether it includes working time or involves the employees concerned.
- **Is it transparent? Would I be embarrassed if the Gift or Hospitality became public knowledge?**  
=> Check that the Gift or Hospitality can be known without raising any particular questions or problems and that the amount can be checked and justified without difficulty.



- **Are Gifts and/or Hospitality often given or solicited by the same person?**  
If yes, refuse them and report it to your management or the ethics committee.
- **Has it been authorised by the line manager?**  
=> Ensure that the Gift or Hospitality amount does not require specific authorisation.

*If you have any doubts or require further information, please seek the advice of your line manager and/or the Group Ethics Committee at the following address:*

[comite-ethique@notification-highco.com](mailto:comite-ethique@notification-highco.com)

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