

## GROUP POLICY GIFTS AND INVITATIONS <sup>1</sup>

According to the value **Respect for the law** of the **Code of Conduct** of Verallia:

« Group companies apply the laws and regulations in force in the countries where they operate and refrain from deliberately taking advantage of local shortcomings or inadequacies to deviate from Verallia's values. »



**All forms of corruption are rejected. Group companies refuse to participate in any form of financing of political parties or organizations.**

\* \* \*

The purpose of this policy is to determine specific rules regarding gifts and invitations (given and received) to be applied by all Group companies.

Each General Manager is allowed to adopt specific principles or rules to be applied to the Group company for which he or she is responsible, provided that these principles or rules are more restrictive than those set forth in this policy.

### **Who is concerned?**

This note applies to all Business *Gifts* offered and/or received in the course of the Group's activities. It therefore concerns *Gifts* given to **external third-party** (e.g. customers, suppliers or other service providers), as well as those received by **employees** or **corporate officers** of Group companies.

### **Definition of a Gift and its purpose**

A **Gift** is an object offered for no payment, an offer of accommodation or a meal invitation, an invitation, or any other Benefit<sup>2</sup> that the recipient enjoys free of charge and that has a value (in cash or in kind). Giving a Gift must be a gesture of **pure courtesy** as part of normal **business relations** in accordance with the customs of the country where the Gift is made.



**Warning:** under penalty of being qualified as an act of corruption, the offer of a gift or an invitation cannot be made with a view to determining the performance or nonperformance of an act that is part of the function of the person receiving it. The solicitation or acceptance of such a gift by that person should not be considered as consideration for his or her action or inaction.

Within the Group, *gifts* may only be accepted if their **value** is **symbolic** and **their frequency limited**. They must be in a **purely professional context, which excludes any family member or close relative of the beneficiary**.

<sup>1</sup> Updated October 2018 GIFTS & INVITATIONS Policy.

<sup>2</sup> In addition to a gift, "benefit" may include any benefit, payment, service, loan, offer, hospitality, contribution, donation, grant or sponsorship, and more generally anything that is of interest to the recipient (in cash or in kind). For sponsorship, please refer to the specific procedure "Donations and sponsorship" available in Teams Verallia Compliance.

### VERALLIA PACKAGING

## What are the declaration and authorization thresholds? (see Appendix)

### Principle of transparency:

With the exception of group invitations (e.g. a cocktail party or general product presentation), any individual gift or invitation, **given or received**, exceeding **100 EUR in Europe and in the United States of America "USA"** (or equivalent) or **50 EUR in Russia/Ukraine** or **50 USD in Latin America and in India** (or equivalent), **must be declared** in the **dedicated software**.

### The maximum allowable

This maximum allowable threshold indicates a **ceiling, per person and per year**, for gifts or invitations **given to or received** from the **same third party** (natural or legal person).

Above this limit, authorization from the **Division's General Manager and/or the Division's General Counsel** is required **except for Verallia USA and Accuramech** whose declarations in the software will **directly** be subject to the prior approval of the **Group's General Counsel**.

From **500 EUR in Europe, 250 EUR in Russia/Ukraine and 250 USD in Latin America** (or equivalent), the express prior authorization of the **Group CEO and/or the Group General Counsel** is required.

In the case of a **public official**, from **EUR 1**, any gift or invitation given requires the prior authorization of the **Division's CEO and/or the Division's General Counsel**.

## What kind of risks are we trying to prevent?

It deals with :

- create **conflicts of interest** when, for example, the value (monetary or non-monetary) of the *gift* could cause the recipient to no longer act in the exclusive interest of his or her employer
- put the **recipient "under influence"**,
- damage the image of the company and/or the Group,

and, more generally, the aim is to prevent any risk of **corruption** and **influence peddling**.

For example, gifts or invitations offered to someone close to the person with whom a business relationship is contemplated or established, as well as those offered prior to a decision on the award or renewal of a contract, particularly in the context of a call for tenders, represent situations with a **high corruption risk**.



### Good reflex = ask yourself the following points:

- What is the approximate value of the property? Is it reasonable? Would I be embarrassed if my professional entourage learned that I had received it? Have other gifts or invitations been offered by the same person or organization in recent months? Is the gift or invitation, by its value or recurrence, likely to affect the performance of my duties or damage the reputation of the organization?
- What is the purpose of the gift or invitation: pure courtesy or commercial gesture, or with a view to obtaining a consideration? At what times / in what context are they offered?
- Would I make the same decision if I refused the gift or invitation?

**If in doubt, discuss it with your company's or division's Compliance Officer.**

April 2021

Issued by General Counsel Wendy Kool Foulon \_\_\_\_\_

Approved par le Président Michel Giannuzzi \_\_\_\_\_

\* \* \*

*M. Giannuzzi*

M. Giannuzzi (Sep 29, 2021 15:41 GMT+2)

**APPENDIX 1: Table of thresholds for reporting and approval of gifts and invitations \***

<b>Gift thresholds and frequency (required authorizations)</b>			
	<b>Europe (Including Poland) + USA (*)</b>	<b>Russia/Ukraine</b>	<b>Argentina, Brazil and Chile + India (*)</b>
<b>Authorization from the Division's General Manager and/or the Division's General Counsel</b>	<b>&gt;100 EUR</b> per person/year given to or received from the same third party (natural or legal entity)	<b>&gt;50 EUR</b> per person/year given to or received from the same third party (natural or legal entity)	<b>&gt;50 USD</b> per person/year given to or received from the same third party (natural or legal entity)
<b>Authorization of the Group CEO and/or the Group General Counsel</b>	<b>&gt;500 EUR</b> per person/year given to or received from the same third party	<b>&gt;250 EUR</b> per person/year given to or received from the same third party	<b>&gt;250 USD</b> per person/year given to or received from the same third party
<b>Gifts and invitations given to Group corporate officers</b>			
<b>Authorization</b>	Gifts given to corporate officers are validated by the Group's General Counsel.		
<b>Threshold</b>	<b>&gt;150 EUR</b>		
<b>Gifts and/or invitations given to a public official</b>			
<b>Authorization</b>	Prior approval of the Division's General Manager and/or the Division's General Counsel.		
<b>Threshold</b>	<b>1 EUR</b>		

\* Group invitations are not subject to declaration (e.g. cocktail parties, product presentations).

(\*) Clarification regarding USA and India: any declaration in the software above 100 EUR (or equivalent) from Verallia USA and above 50 USD (or equivalent) from Accuramech will **directly** be subject to the prior approval of the **Group's General Counsel**.

## **APPENDIX 2: Details and examples**

### **Gifts given to a third party**

For example, it can be:

**1 a gift** given on the occasion of a particular event such as:

- a traditional celebration, etc,
- a professional success,
- the conclusion of a long negotiation concerning the collaboration between the Group company and its partner, or objects of an advertising nature.

In any case,

- the **value** of these *Gifts* must be **low**;
- the **purchase** of the *Gifts* may not be made through expense accounts; they must be purchased in accordance with the **applicable purchasing procedures**
- the distribution of these *Gifts* must meet **objective criteria**;
- the distribution of *Gifts* must only be to persons directly involved in the business relationship with the company.

Any Gift that does not meet the above criteria must be approved in advance (see authorization thresholds in Appendix 1). If in doubt, discuss the matter with your company's Compliance Officer or, if not, your Division's Compliance Officer.

**2 invitations** to events such as:

- . business meals
- . site visits
- . sports or cultural events
- . professional events (fairs, exhibitions, training sessions, etc. ....).

In all cases:

- these invitations shall be justified in all circumstances by a **professional purpose** and be part of **normal business relations**;
- the payment of accommodation or travel expenses for third parties (clients or others) can only be accepted if it is for a clearly identified operation, such as a visit to a site, training, etc., and if it is limited to the duration of this operation;
- the amounts involved must remain within **reasonable limits** given their purely professional nature;
- they must not have the purpose or effect of obliging the beneficiary or placing him or her "under influence".

These rules do not apply to **invitations** made within the framework of communication operations organized **collectively for all clients** on the occasion of specific events (launch of a new product, inauguration of a plant, etc.) and which fall under the **Communication/Marketing budget**. These invitations are **addressed to the general management of the client company or supplier**, who will decide which employees may participate.

Similarly, **collective operations** organized by a supplier, such as the organization of a cocktail party open to all its customers (including Verallia), are excluded. **No declaration nor prior approval** is required.

\* \* \*

#### **Remittances are prohibited.**

Any request for gifts made to a Group employee by a person with whom he or she has a business relationship must be immediately reported to the Chief Executive Officer of the company and to the Group's Legal Department in writing.

\* \* \*

#### **Gifts received from a third party**

- **Gifts** are acceptable only if they are of **low value** and received at **the business address**;
- No **gifts** from suppliers or potential suppliers/agents are acceptable in a consultation or negotiation phase;
- **Gifts received** are, if possible, **pooled and shared** among members of the management or department concerned or donated to charity;
- The acceptance of invitations to sporting, cultural or other events is only permitted if it is justified by a particular interest for the company and if it is previously authorized according to the rules in force (see Appendix 1).

It is formally forbidden for any Group employee to solicit in any way whatsoever a **gift** or other advantage or favor from a business partner, whoever that may be.

# Gifts Invitation EN finale 28-09-21

Final Audit Report

2021-09-29

Created:	2021-09-28
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