



 **Strukton**  
**All Right**  
Gifts and Invitations Policy

# Table of contents

<b>1</b>	Policy statement	3
<b>2</b>	Purpose, scope, and responsibilities	5
<b>3</b>	Prohibitions and restrictions	6
<b>4</b>	Rules on gifts and invitations	8
<b>5</b>	Approval and documentation requirements	10
<b>6</b>	Miscellaneous	13
<b>7</b>	Definitions	14
	<b>Appendices</b>	16
	Practical Guidelines for Assessing Gifts and Invitations	17

# 1 Policy statement



Giving and accepting gifts and invitations is commonly used to reinforce business relationships. It is permitted, provided that the restrictions in this policy are observed. At the same time, it's important that all Strukton employees act in a professional and independent manner in all their contacts with Strukton's business partners and government officials. Employees must avoid situations that could give the impression that inappropriate influence is being exercised over them, or that they intend to influence a third party with a gift or invitation, or in any other way abuse their position at Strukton to obtain a personal or commercial advantage. They must ensure that no conflict of interest

or even appearance of conflict of interest arises from accepting or offering a gift or invitation, and that there is no risk of a negative impact on Strukton's interests or reputation.

The customs surrounding giving and accepting business gifts vary according to the country and region. What is normal and acceptable in one region may not be so elsewhere. The aim of this policy is to make sure gifts and invitations are appropriate, proportionate, and transparent in all situations.

## Conditions

Gifts and invitations, whether given or accepted by a Strukton employee, must always meet the following seven conditions:

### > Offered and accepted with the right intention

Solely to generate goodwill and show gratitude, unsolicited, and not intended to persuade or influence the recipient to make a favourable decision.

### > Modest

Not of such a luxurious nature or value that it could put undue pressure on the recipient.

## Infrequent

> A recurring pattern of gifts or invitations is almost never appropriate, and is a sign of exerting inappropriate influence.

### > At the right moment

If negotiations are being held or about to be held on commercial matters, or decisions are being made about them, giving or accepting gifts and invitations at that moment is inappropriate.

### > Transparent

It must be possible to publicly disclose the gift or invitation without hesitation.

### > Appropriate

The gift or invitation must be in accordance with the policies of the giver and recipient, respect anti-bribery laws, be appropriate in the circumstances, and proportionate to the people involved.

There may not be any potential to damage Strukton's reputation.

### > Never in the form of cash or cash equivalents

Or shares, personal discounts, etc.

## ② Purpose, scope, and responsibilities

This policy is part of Strukton's Code of Conduct, and specifies the minimum standards and mandatory requirements for gifts and invitations. The policy applies to employees in all Strukton's divisions, operating entities, subsidiaries, branches, and departments. Each employee is responsible for complying with the rules in this policy.

In locations or divisions where other requirements that are more stringent than those of this policy apply, the other requirements prevail.

Any action that significantly deviates from this policy must be approved in advance by the appropriate compliance officer.



# ③ Prohibitions and restrictions



## 3.1 Prohibited

Employees are prohibited from doing the following:

- Offering or accepting bribes. In other words, accepting, requesting, paying, offering, or promising money or valuables directly or indirectly in the name of Strukton, with the aim of obtaining an inappropriate personal or commercial advantage, or rewarding an advantage that has already been obtained. By inappropriate, we also mean illegal or undesirable situations in which the recipient damages their position of trust. For example, a civil servant must serve the public interest and a purchasing manager must serve the employer and not their own financial situation.
- Requesting or offering gifts or invitations for personal gain in exchange

for assignments, services, confidential information, or other benefits.

- Offering or accepting certain favours, including 'adult entertainment', that could offend business partners on moral, religious, or ethical grounds, or that otherwise violate Strukton's rules regarding corporate social responsibility or go beyond what is considered socially acceptable.

## 3.2 Restrictions on travel and accommodation expenses

As a rule, travel and accommodation expenses may not be paid by the party that issued the invitation. In special cases, prior approval must be granted in accordance with Chapter 5.2.

### **3.3 Restrictions concerning union representatives**

Although trade union representatives and members of the Works Council are not considered government officials, giving gifts and invitations to these individuals must be approved in advance by the appropriate director in consultation with the compliance officer in accordance with Chapter 5.2.

### **3.4 Restrictions concerning government officials and journalists**

The laws and regulations on giving gifts and invitations to government officials may be stricter. In some jurisdictions, it's completely prohibited. Strukton always adheres to any stricter additional restrictions that might exist (see Chapter 5.2). In respect of gifts and invitations,

media representatives and journalists should be treated in the same way as government officials.

# ④ Rules on gifts and invitations

## 4.1 Accepting gifts and invitations

Subject to the documentation requirements in Chapter 5, the following rules apply:

- Gifts worth €50 or less (or the equivalent in local currency) may only be accepted if the seven conditions in Chapter 1 are met. Gifts worth more than €50 (or the equivalent in local currency) must be transferred to Strukton via the compliance officer, unless the immediate manager has given permission to keep the gift. In such cases, it must be stated as such in the Gift Register.
- If a gift has to be accepted to avoid offending the giver or endangering the business relationship, this must be reported to the immediate manager of the employee in question. The

immediate manager will transfer the gift to the relevant compliance officer, unless the immediate manager has given permission to keep the gift.

- If the same third party repeatedly gives small gifts worth less than €50 but the cumulative value exceeds €50, or if a gift is given more than 3 times within a 12-month period, it's considered an attempt to create an obligation for the recipient employee. The gift must therefore be rejected.
- If an employee wishes to accept an invitation, they must refer to the approval and documentation requirements in Chapter 5.
- If an employee wins a prize at a corporate event organized by a business partner, the prize is considered a gift.

If the total value of the prize exceeds €50, it must be declared and handed over to the immediate manager (unless the immediate manager has given permission for the gift to be kept; in which cases it must be recorded as such in the Gift Register).

## 4.2 Offering gifts and invitations

No permission is required to offer gifts or invitations worth up to €50 (or the equivalent in local currency) to business partners. The seven conditions from Chapter 1 remain applicable. Your immediate manager must give permission before you may offer gifts or invitations worth more than €50.



### 4.3 Valuation of gifts and invitations

The following rules apply to calculating the value of a gift or invitation:

- Employees must make reasonable efforts to determine the value.
- The valuation must be the cost or market value, whichever is the higher, excluding any applicable taxes and shipping.
- Tickets are valued at either cost or market value, whichever is the higher. It can be difficult to determine the value of a gift or invitation at the time it is offered. If you cannot immediately determine the value on the basis of these guidelines, accept the gift or invitation as a courtesy then notify your immediate manager as soon as possible. If possible, give the gift

to your manager for safekeeping until its value has been determined.

### 4.4 Presence of company representatives

An invitation to an event is only considered an invitation if the representative of the party that gave out the invite (e.g. Strukton staff) is also present. If there is no representative at the event, the invitation will be considered a gift with all applicable restrictions. Gifts accepted from and given to business partners at an event or place of invitation are still considered gifts and subject to the applicable restrictions. If in doubt: consult your manager.

# 5 Approval and documentation requirements < CONTENTS | 10

## 5.1 General guidelines

If an employee wants to give or accept a gift or invitation, their immediate manager must usually give approval in advance (see Chapter 5.2). In situations where this is not feasible, the circumstances must be recorded in writing. Further guidance on factors that may be taken into account when determining if a gift or invitation is appropriate can be found in Appendix 1 of this policy; Strukton's Practical Guidelines for Assessing Gifts and Invitations.

Every employee is jointly responsible for ensuring that the giving and accepting of gifts and invitations is transparent, and that everything is properly documented in the Gift Register. When requested, employees must provide written evidence that they have complied with this policy.

## 5.2 Procedure in the event of deviations

The seven conditions outlined in Chapter 1 are applicable at all times, and may only be deviated from if authorization is

granted by both a group director and the compliance officer. Other deviations from this policy must be approved in advance in accordance with the table below:

What	Who is authorized to grant approval
A gift or invitation worth up to €50 (except to a government official, trade union official, member of the Works Council or relevant person)	You personally, based on the 7 conditions

What	Who is authorized to grant approval
A business meal	You personally, based on the 7 conditions
A gift or invitation worth more than €50 (except to a government official)	Own manager
A gift or invitation intended for a union manager or member of the Works Council or relevant person	Own manager
A gift or invitation from an external supplier who does business or aims to do business with Strukton (with the exception of promotional items and business lunches or dinners)	Own manager
Travel and accommodation expenses of business partners and their guests, government officials or relevant persons	Company director following consultation compliance officer
A gift or invitation to a government official	Company director following consultation compliance officer
Business dinner/lunch with a government official	Company director following consultation compliance officer
Other deviations	Company director following consultation compliance officer

### **Ask yourself**

If questions or concerns arise about the appropriateness of a gift or invitation, the employee's immediate manager should be contacted as quickly as possible. If in doubt, managers should consult with the appropriate compliance officer about the appropriateness of a gift or invitation for which an employee requests approval.

Employees may well find themselves in one of the situations described in Appendix 1, 'Practical Guidelines for Assessing Gifts and Invitations'. If anything seems amiss (red flags), this must be reported immediately to the relevant compliance officer. There may be other situations in addition to those listed in Appendix I.

### **Reporting requirement**

If a suspicion arises that a third party is offering or accepting bribes, the employee must immediately report this to the appropriate compliance officer. You can submit an anonymous report via **StruktonAllRight@strukton.com** or the reporting procedure.

### **5.3 Registration of gifts and invitations**

In the case of repeated invitations that can be considered standard market practice and not of an excessively luxurious nature, the employee's immediate manager only has to enter this invitation in the Gift Register once. It is essential that the employee is completely transparent about the invitation, and does not act secretly or appear to be hiding anything. We keep track of all gifts and invitations in the Gift

Register, so that we can monitor trends in value, timing, and frequency.

### **Expense claims**

Expense claims regarding gifts and invitations must be submitted in accordance with the applicable procedures described in Strukton's general and project-specific approval policy. The expense claims must state the reasons for the expenditure.

# 6 Miscellaneous

## 6.1 Promotional items

Promotional items of modest value (under €50) can be accepted and offered, subject to the restrictions in Chapter 4.1.

## 6.2 Gifts and invitations of a purely personal nature

Gifts and invitations of a purely personal nature, including wedding gifts and maternity gifts, are not covered by this policy. An employee can ask themselves the following questions to determine if a gift or invitation is of a purely personal nature:

- Is Strukton paying for the gift or invitation, or does the employee want to ask for compensation? If Strukton covers the costs for the gift or invitation, or if the employee is reimbursed for the associated costs, it is assumed that the

gift or invitation is business-related and not purely personal.

- Is there a personal connection between the employee and the giver/recipient? If not, the gift or invitation must be considered business-related and not purely personal.
- Does the value of the gift or invitation far exceed what is normal for such an occasion? If so, the gift or invitation is probably not considered purely personal.

## 6.3 Business meals

Business meals (dinners, lunch, breakfast, coffee, drinks, etc. with a business purpose) do not fall under the financial limits described in this policy, provided they comply with the general principles of Strukton's Code of Conduct. That means they must not raise questions

about their appropriateness due to their excessive lavishness, cost, frequency, or absence of commercial purpose. The timing must also be assessed and the seven conditions from Chapter 1 remain applicable.

## 6.4 Local festive traditions

Gifts and invitations relating to local festive traditions must comply with the general principles of Strukton's Code of Conduct and the conditions in Chapter 1. If in doubt, the appropriate compliance officer must be consulted.

# 7 Definitions

## > **Compliance Officer**

An employee of the Strukton Compliance organization as described in Strukton's Code of Conduct.

## > **Code of conduct**

The Code of Conduct on Doing Business with Integrity drawn up by Strukton, laying down Strukton's general policy regarding ethical business conduct, including the policy documents and other documents referred to in the Code of Conduct.

## > **Cash equivalents**

All means of payment and equivalents such as cheques, gift vouchers, gold coins, stamps, etc.

## > **Gift**

A physical item offered without payment by or to a person or entity with whom Strukton has an existing or potential business relationship. To be clear: a ticket to an event at which the giver is not present is considered a gift. Non-physical benefits for which no payment is made are also considered gifts (such as an internship at the request of someone else).

## > **Gift Register**

A register that records the gifts we accept from or give to business contacts, the outings we organize for customers, and/or the outings we participate in. This concerns items with a value of more than €50. The register can have any desired and practical form (such as Excel), There is more than one across the Strukton group. To safeguard your personal credibility and transparency in the organization, it's very important that any type of giving or accepting gifts is recorded in situations outlined in the Code of Conduct. The Code of Conduct refers to the Gift Register in a general way, without specifying the operating company or portfolio company, in the knowledge that in practice there are multiple registers.

## > **Employee**

Strukton staff, directors and officers at all levels, as well as all seconded staff, temporary workers, volunteers, trainees, and contractors.

## > **Government official**

Someone who works in an official capacity for or on behalf of a government entity, government agency, international

government organization with government members, or a political party, or a party member or political election candidate. This category also includes consultants temporarily hired by a government body, employees of public companies, members of the governing bodies of political parties, general members and their employees, as well as their first-degree relatives (parents, spouses, children, in-laws, brothers and sisters) and other individuals to whom the government official provides material support.

**> Promotional item**

An item of modest value (such as a company pen) with the logo of Strukton or another company.

**> Relevant person**

A person who is closely associated with a Strukton employee, including parents, spouses, children, in-laws, brothers and sisters, and other persons to whom the employee provides material support.

**> Bribes**

A form of corruption in which direct or indirect payments

in the form of money or valuables are offered by or on behalf of Strukton in the form of commitments, promises or authorizations, with the aim of obtaining an inappropriate personal or commercial advantage. Remember: There is no minimum or lower limit for bribes, and what the payment is called is irrelevant.

**> Invitations**

All forms of entertainment or hospitality, offered by or on behalf of Strukton or accepted by an employee of Strukton, to or from an individual or entity with whom Strukton has an existing or future business relationship. Invitations concern activities such as drinks, parties, meals, cultural events, charity events, concerts, leisure activities, conferences, seminars, marketing events, and sporting events.

**> Business partners**

Intermediaries, representatives, consultants, suppliers, subcontractors, advisors, joint venture partners, outsourcing partners, clients, and other business third parties with whom Strukton does business or intends to do business in the future (excluding government officials).

# Appendix 1



# Practical guidelines for assessing gifts and invitations

Gifts and invitations must reflect customary practice in business relationships, with the intention of enhancing the company's image, drawing attention to our achievements and competencies, celebrating successes, or to cement or maintain cordial relations with an external party. The guidelines below help us assess whether a gift or invitation is appropriate, proportionate, and transparent. However, this list is not intended to cover every situation. All

relevant circumstances must be taken into account. If any doubt persists, the appropriate compliance officer should be contacted.



Criteria	
<b>Purpose &amp; circumstances</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• What is the actual or possible purpose of the gift or invitation? Does it attempt to influence the recipient in an inappropriate manner?</li><li>• Could a conflict of interest arise if the recipient accepts the gift or invitation?</li></ul> <p><b>Red flags</b></p> <p>The benefit obtained is linked to a business decision. For example:</p> <ul style="list-style-type: none"><li>• An employee enters into a contract with a supplier and at the same time asks the supplier to provide services on a private basis, which would give the employee certain benefits</li><li>• In expectation of a contract, a potential supplier offers a benefit to a Strukton employee</li><li>• While waiting for an offer from a supplier, a Strukton employee offers the supplier a benefit</li> <li>• During the tendering phase or while a potential customer decides whether to enter into a contract with Strukton, a Strukton employee offers the potential customer a benefit</li><li>• A current or potential business partner asks for a personal benefit before or during negotiations</li></ul>

Criteria	
<b>Status of the recipient</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• Is the recipient a government official? (They are rarely allowed to accept anything due to local laws.)</li><li>• Note: Gifts and invitations from or for government officials must be approved in advance by the company director in consultation with the appropriate compliance officer.</li><li>• What is the position or management level of the recipient?</li></ul> <p><b>Red flags</b></p> <p>Gifts or invitations are offered by or to an individual. The business purpose of the gift or invitation is unclear.</p>
<b>Relationships between the parties involved</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• What is the nature of the business relationship between the parties involved?</li></ul> <p><b>Red flags</b></p> <ul style="list-style-type: none"><li>• There are real indications that the recipient's judgment could be inappropriately influenced by the gift or invitation.</li></ul>

Criteria	
<b>Attendance of the party that gave out the invite</b>	<b>Ask yourself</b> <ul style="list-style-type: none"><li>• Is the party that gave out the invite or a representative present during an event?</li></ul> <b>Red flags</b> <ul style="list-style-type: none"><li>• The party that gave out the invite is not present. Invitations between business partners are intended to establish or maintain business relationships. This goal is not achieved if the party that gave out the invite or a representative is not present. In such cases, it's advisable to decline the invitation. Such invitations are considered gifts, and subject to the rules on gifts described in this policy and Strukton's Code of Conduct.</li></ul>

Criteria	
<b>Transparency</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• Do the circumstances surrounding the gift or invitation cause doubts to arise about sufficient transparency?</li><li>• Is the documentation surrounding the gift or invitation in order? Note: Invitations to events attended by both parties as representatives of their respective companies, for example to promote business development, are generally acceptable.</li></ul> <p><b>Red flags</b></p> <ul style="list-style-type: none"><li>• The gift or invitation is not announced, or even deliberately kept secret inside or outside the company.</li></ul>

Criteria	
<b>Nature of the gift/invitation</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• To what extent does the gift or invitation reflect the company or its products, but is kept secret?</li><li>• Note: Advertising items and invitations to business dinners are generally acceptable. In principle, this also applies to invitations for business trips such as training courses and conferences, provided that the programme is predominantly work-related and the event is not excessively lavish.</li></ul> <p><b>Red flags</b></p> <ul style="list-style-type: none"><li>• Gifts of cash or cash equivalent are strictly prohibited.</li><li>• As a rule, gifts and invitations without a direct link to the company or products fall are considered non-work-related. This applies, for example, to invitations to foreign or regularly repeated sporting events, and multi-day trips to luxurious areas. The intention behind invitations and gifts must be to improve the company's image or to cement cordial relationships. In addition, the rules in this policy and Strukton's Code of Conduct must be followed.</li></ul>

Criteria	
<b>Value of gift/invitation</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• What is the cost or value of the gift or invitation?</li><li>• To what extent is this in line with the status of the recipient and local customs?</li></ul> <p><b>Red flags</b></p> <ul style="list-style-type: none"><li>• The higher the value of the gift or invitation, the more probable that the purpose is to inappropriately influence the recipient.</li></ul>
<b>Frequency of gifts/invitations</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• How often has such a gift or invitation been offered in the past 12 months?</li><li>• Has the business partner received gifts or invitations from Strukton in the past 12 months?</li></ul> <p><b>Red flags</b></p> <ul style="list-style-type: none"><li>• Repeated gifts or invitations give the impression that the giver wants to oblige the recipient, either morally or in some other way, to provide a business advantage, or influence the recipient's independence. For this reason, repeated gifts and invitations are generally inappropriate.</li></ul>

Criteria	
<b>Timing of gift/invitation</b>	<p><b>Ask yourself</b></p> <ul style="list-style-type: none"><li>• When is the gift or invitation offered or accepted?</li></ul> <p>Are commercial negotiations currently underway with the business partner in question? Is there a new proposal or contract in the pipeline?</p> <p><b>Red flags</b></p> <ul style="list-style-type: none"><li>• Offering gifts or invitations during the tendering phase or around the award of a contract or commercial decisions (e.g. on invoices or discounts) is very risky and must be avoided.</li></ul>
<b>Other factors that may have an impact</b>	<ul style="list-style-type: none"><li>• Local laws and regulations</li><li>• The storage and approval processes surrounding documents</li><li>• Local approval processes for project-specific and other expenditure</li></ul>