

BRIBERY, GIFTS AND HOSPITALITY POLICY

Published version: 1.1
Last updated: November 2012
Policy owner: Rawdon James (Randstad CPE Limited)

Purpose and scope

This policy applies to all employees working for Randstad CPE Limited and to all agents, intermediaries, representatives, consultants, joint venture partners and any other person acting on behalf of Randstad CPE Limited.

The aim of this policy is to avert unethical conduct and more specifically to prevent any contraventions of the Bribery Act 2010.

The policy covers the giving and receipt of gifts and hospitality to and from clients and suppliers. It sets out the approval thresholds and requirements for recording of any such gifts and hospitality.

This policy should be read in conjunction with the following **Randstad Group Policies** (together "Corporate Policies") on:

- Bribery, Gifts and Hospitality
- Business Principles; and
- Misconduct Reporting

all of which can be found on Randstad@Work.

As noted above, this policy is consistent with and supportive of **Randstad's Business Principles**, especially principles 1, 5, 6 and 7:

1. We know and comply with the laws that govern our business, international human rights principles and Randstad's internal policies and procedures.
5. We conduct business in a fair and ethical manner and avoid any situation that could create a conflict of interest, or the appearance of conflict, between the interests of Randstad and our private interests.
6. We do not offer, pay or accept bribes or offer or give gifts or hospitality that could create undue influence or the appearance of undue influence.
7. We decline gifts and hospitality that could create undue influence or the appearance of undue influence.

1. General Principles:

As a general principle, employees must use their good judgment and act in accordance with the Business Principles when offering or accepting gifts and/or hospitality.

Gifts and hospitality offered by suppliers should be treated with extra caution. If your position within Randstad makes you responsible for choosing between suppliers, such gifts and hospitality should be declined unless permitted under the thresholds set out below.

You must not offer gifts (other than nominal items) and/or hospitality to a client when you are negotiating a contract or during a tender process.

Any gift and/or hospitality offered or accepted by an employee must be:

- **reasonable** in cost, quantity and frequency;
- **appropriate** for the seniority of the recipient (for example, what is appropriate for a senior manager may not be acceptable for a trainee consultant);

Any gift and/or hospitality offered or accepted by an employee must not:

- **be prohibited by local law or by the recipient's known business practices**
In other words, if you are aware that the customer you would like to invite to a certain event has a 'zero-tolerance' gifts and/or hospitality policy, you must not invite him/her
- **create the appearance of undue influence**
Even if there is no actual undue influence, certain situations might appear to do create this, especially during a contract negotiation or tender process.

2. Gifts Register:

A Gifts and Hospitality Register sits with Marketing and any gifts and hospitality requiring approval must be registered. Where employees are giving gifts or hosting clients or suppliers, expenditure must be entered on the relevant expenses form in the Gifts and Hospitality Section so that it is easily identifiable for audit and tracking purposes.

3. Receipt of Gifts:

Employees may use their own judgement, to be exercised in line with Corporate Policies, as to whether to accept gifts of a maximum value of **£50**. If in doubt, employees should discuss this with Legal or HR.

Employees must have the prior approval of a member of the Senior Management Team if they wish to accept any gift in excess of **£50**. Any gifts accepted in excess of £50 must be recorded on the Gifts and Hospitality Register.

Any gifts in excess of **£200** must be approved by the Managing Director or Finance Director in advance of their acceptance, following escalation and approval at Group level. Any gifts accepted in excess of **£200** must be recorded on the Gifts and Hospitality Register.

Employees are reminded that they are not permitted to accept gifts, commission payments or other financial inducements from umbrella and contracting (payroll) companies. Acceptance of such a gift, payment or inducement is a disciplinary offence and may lead to the company taking action against the employee under the Company's Disciplinary Policy.

4. Giving Gifts:

Employees may use their own judgement, to be exercised in line with Corporate Policies, as to whether to offer gifts of a maximum value of **£50**. If in doubt, employees should discuss this with their line manager or Legal or HR.

Employees must have the prior approval of a member of the Senior Management Team if they wish to offer any gift in excess of **£50**. Any gifts offered in excess of **£50** must be recorded on the Gifts and Hospitality Register.

Any gifts in excess of **£200** must be approved by the Managing Director or Finance Director in advance of their being offered, following escalation and approval at Group level. Any gifts offered in excess of **£200** must be recorded on the Gifts and Hospitality Register.

5. Hospitality as Host:

Employees may use their own judgement, to be exercised in line with Corporate Policies, as to whether they can entertain a client or supplier to a maximum value of **£100** per head.

Employees must have the prior approval of a member of the Senior Management Team if they wish to entertain any client or supplier to a value in excess of **£100** per head. Any hospitality in excess of **£100** must be recorded on the Gifts and Hospitality Register.

Employees must have the prior approval of the Managing Director or Finance Director if they wish to entertain any client or supplier to a value in excess of **£250** per head. Any hospitality in excess of **£250** per head must be recorded on the Gifts and Hospitality Register.

Any hospitality in excess of **£900** per head must be approved in advance by the Managing Director or Finance Director following escalation and approval at Group level. Any hospitality in excess of **£900** per head must be recorded on the Gifts and Hospitality register.

6. Hospitality as Guest:

Employees may use their own judgement, to be exercised in line with Corporate Policies, as to whether they can be entertained by a client or supplier to a maximum value of **£100** per head.

Employees must have the prior approval of a member of the Senior Management Team if they wish to attend any event hosted by a client or supplier to a value in excess of **£100** per head. Any hospitality in excess of **£100** must be recorded on the Gifts and Hospitality Register.

Employees must have the prior approval of the Managing Director or Finance Director if they wish to attend any event hosted by a client or supplier to a value in excess of **£250** per head. Any hospitality in excess of **£250** per head must be recorded on the Gifts and Hospitality Register.

Any hospitality in excess of **£900** per head must be approved in advance by the Managing Director or Finance Director following escalation and approval at Group level. Any hospitality in excess of **£900** per head must be recorded on the Gifts and Hospitality register.

Employees are reminded that they may not attend any event hosted or paid for by an umbrella or contracting (payroll) company without the prior written approval of either the Managing Director, Finance Director or Company Secretary

7. International Travel / Events:

Should an employee wish to host or attend an international event they will require prior approval by the Managing Director or Finance Director following escalation and approval at Group level. Travel and accommodation expenses should be paid for by the employee themselves.

All international events attended or hosted by employees must be logged on the Gifts and Hospitality Register.

Where international travel and accommodation is given by Randstad operating companies in exceptional circumstances (such as to the Olympic Games, Formula 1 races or events on the Clipper,

where Randstad is a sponsoring entity), appropriate procedures will be implemented separately to ensure that legal requirements are met.

If international travel and accommodation is given to public officials and government employees this will only be with the prior approval of the Managing Director following escalation and approval at Group level.

8. Public Officials and Government Employees:

The giving of gifts or hospitality to public officials or government employees is often highly regulated by complex local laws which are aggressively enforced by enforcement authorities. Extra care therefore needs to be taken in this area.

Employees may not make, offer, promise or authorize a gift or payment of money or anything of value, directly or indirectly, to or for the benefit of a public official or government employee for any unlawful purpose.

Employees may not give, offer, promise or authorise gifts or hospitality to public officials or government employees without the prior approval of the Managing Director or Finance Director following escalation and approval at Group level.

The travel expenses of any public officials or government employees are not to be paid or reimbursed by Randstad, regardless of whether such individuals are acting in an official capacity. Individual exceptions may be made in writing in advance by the Managing Director or Finance Director following escalation and approval at Group level. These will be subject to strict limitations. All travel reimbursements for public officials and government employees must be fairly and accurately recorded.

If you have any questions or queries regarding this policy, please speak to Legal or a member of the Human Resources department.