

# PostNL Group Policy

## on Gifts & Entertainment

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PostNL Policy  
on Gifts & Entertainment

Date  
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Telephone number  
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## Document history

### 1. Approvals

Approved by	Date of approval	Version
The Board of Management and Executive Committee	20-05-2011	1.0

### 2. Revisions

Name and title	Date of revision	Summary of changes
Shirley Felix (Risk Management Specialist)	30-03-2011	Adoption of the TNT Group Policy on Gifts & Entertainment, 25 June 2007, adjusted for use by PostNL
Ab Verkaik	03-05-2011	Review and update

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## **1 Objective of this policy**

There may be differences of perception of how and why gifts and entertainment are given and received. What some see as a gift others may see as a potential bribe; furthermore, gifts and entertainment could raise concern for potential conflicts of interest between an employee and the company.

The aim of this group policy is to prevent situations occurring where an employee's professional judgment and the interests of the company, could be affected as a result of gifts or entertainment offered or received.

The PostNL Business Principles provide that our employees must avoid improper personal benefits for themselves or family members that result from their association with PostNL. Employees may not accept gifts or entertainment that might appear to place them under obligation.

## 2 Scope

This Group Policy applies to all **PostNL Group Companies**. **PostNL Group Companies** include any subsidiary, associate or joint venture in which **PostNL Group**, directly or indirectly, has a controlling interest and/or control.

### 3 Definitions

Terms defined in this group policy are presented in **bold** type.

**PostNL Group Companies** is defined as:

Any subsidiary, associate or joint venture in which PostNL N.V., directly or indirectly, has a controlling interest and/or control.

A **subsidiary** is an entity controlled, directly or indirectly, by PostNL N.V. Control is regarded as the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities. A **joint venture** is a contractual arrangement whereby PostNL N.V. (in)directly and one or more parties undertake an economic activity that is subject to joint control. An **associate** is an entity that is neither a subsidiary nor an interest in a joint venture and over whose commercial and financial policy decisions PostNL N.V. (in)directly has the power to exert significant influence.

## 4 Policy provisions and responsibilities

### 4.1 General

- Post NL encourages the use of good judgment, discretion, and moderation when giving or accepting gifts or entertainment in business settings. Gift giving and entertainment practices may vary in different cultures; however, any gifts and entertainment given or received must be in compliance with law, must not violate the giver's and/or receiver's policies on the matter, and be consistent with local custom and practice.
- Any gift or entertainment given or received must be reasonable in cost, quantity and frequency.
- It is forbidden to offer, provide any gifts or entertainment to any government employee or official unless it is permissible under the applicable laws and regulations.
- All expenditures for gifts and entertainment provided by PostNL employees or agents must be fairly and accurately recorded and accounted for.
- Offering or receiving any gift, gratuity or entertainment that might be perceived to influence the employee's good business judgment or that might place the employee under obligation, is forbidden.
- For the purposes of this Policy it makes no difference if gifts or entertainment are offered, received or given directly or indirectly via an intermediate person or entity.

### 4.2 Gifts

For each Business Unit, the Managing Director will annually determine the maximum value acceptable for gifts ("BU Value") which is appropriate and in line with normal traditional customs and business relationships within the individual country.

- Gifts exceeding the BU Value must be approved, in writing, by the next higher management level. This provision applies equally to Head Office.
- It is responsibility of each Managing Director that the lists of the BU Values are annually sent to the Audit & Security Department, where they will be kept and recorded.
- Gifts of nominal value can be both offered and received in reasonable quantities. Examples of this kind of gifts are pens, t-shirts, mugs, calendars, etc. containing the logo of the company.
- It is not allowed to offer, provide or accept money or money equivalents.
- Gifts that are repetitive (no matter how small) may be perceived to be an attempt to create an obligation to the giver and therefore should be avoided.

- Employees should always inform their managers when giving or receiving gifts if it may lead other people to perceive the existence of a conflict of interest.

### 4.3 Entertainment

For each Business Unit, the Managing Director will annually determine the maximum value acceptable for entertainment (“**BU Value**”) which is appropriate and in line with normal traditional customs and business relationships within the individual country.

- Entertainment exceeding the BU Value must be approved, in writing, by the next higher management level. This provision applies equally to Head Office.
- It is the responsibility of each Managing Director that the lists of the **BU Values** are annually sent to the Audit & Security Department, where they will be kept and recorded.
- All international travel in the context of international sport and entertainment events must be, as a rule, approved by a member of the Board of Management, unless the approvals has been delegated and the expense is being reported transparently.
- Entertainment offered by any PostNL employee must include the presence of such employee or any other PostNL representative.
- Entertainment received by any PostNL employee should be reasonable in the context of the business. For example, accompanying a business associate to a cultural or sporting event or to a business meal would be acceptable in most cases. Incidental costs will be borne by PostNL unless it involves any substantial incidental costs that are typically of a personal private nature, which must be borne privately by the employee.
- Employees should always inform their managers when giving or receiving entertainment if it may lead other people to perceive the existence of a conflict of interest.

### 4.4 Policy owner

The policy owner is the Director Audit & Security. The policy owner is responsible for reviewing this policy on an annual basis to assess whether revisions are necessary. The policy owner is also responsible for monitoring compliance with this policy.

### 4.5 Related policies and procedures

- PostNL Business Principles
- PostNL Group Policy on Conflicts of Interest

- PostNL Group Procedure on Whistleblowing

## 5 Relationship between a group policy and a local policy

All **PostNL Companies** must adopt and implement this group policy. Any related divisional or local policy must not contradict this group policy.

Local procedures may be developed to support the implementation of this group policy. A divisional or local procedure may widen the coverage of this Group Policy but it must not limit or redefine the requirements of this group policy.

The Managing Directors of a **PostNL Company** are responsible for ensuring translations of this Group Policy are an accurate and fair translation in all aspects.

## **6 Communication**

This group policy has been formally issued by the CFO on behalf of the PostNL Board of Management. This group policy is published on the ConnectPostNL website.

## **7 Implementation**

It is the responsibility of all PostNL Group Company's Managing Directors, Head Office Directors and Statutory Directors to implement fully the requirements of this group policy. The policy owner is responsible for providing all additional communications and/or training/guidance as required to assist with the implementation process.

The policy owner has delegated the responsibility of monitoring compliance of this group policy to the CFO, whereby the compliance with the document retention and document destruction sections are also delegated to the CFO.

This policy has been implemented with effect from 31 May 2011.