

Payments and practices requiring specific attention

— GIFTS AND INVITATIONS

To offer or accept gifts or invitations that might influence or be perceived as influencing a commercial relationship is prohibited.

It is further prohibited to offer or accept gifts or invitations during periods of contract negotiation, tariff discussions or bid tenders.

Generally, gifts, invitations and other advantages are deemed acceptable if they are of low value, appropriate according to the situation and offered in good faith (without undue compensation).

In all cases you should:

Keep a written and accurate record of the gift, invitation or other advantage and its justification,

Ensure that it cannot be considered that these advantages have been offered for influencing a decision,

Inform their Manager,

Always consider the clients' and suppliers' rules applicable to gifts, meals and entertainment.

In accordance with the applicable expense policy, Rexel will reimburse professionally justified meals, invitations, travel and accommodation.

HOW SHOULD I REACT?

If you are offered a gift, a meal or are invited under conditions that might influence your judgement or **that may be perceived as likely to influence your judgement you must politely refuse** and explain the Rexel rules in this regard. If returning a gift or rejecting an

invitation may offend the client, supplier or intermediary concerned, inform your Manager or Ethics Correspondent who will help you find a solution. In the case of a gift, for example, it may be possible to donate it to a charity, to share it with many employees or to reallocate it as part of a lottery.

IN A NUTSHELL — GIFTS

Yes

Favour giving and receiving gifts of symbolic value, such as a pen, t-shirt or other promotional item with a logo, or trophies and statues bearing an inscription in recognition of a business relationship.

Apply the 'Gifts and entertainment' procedure applicable locally.

Inform your Manager of gifts received and given.

No

Do not accept a gift from a public official and do not give one without the prior approval of your Manager.

Do not accept gifts in exchange for which you must do, or promise to do, something for a client, supplier or service provider.

Do not solicit gifts from a client, supplier or service provider.

Do not accept or offer cash or the equivalent, such as a gift voucher.

IN A NUTSHELL — MEALS AND ENTERTAINMENT

Yes

You can accept occasional meals and entertainment from a client or supplier, if they also attend the event and the cost is reasonable. Offer or accept meal invitations that are justified by the schedules and duration of business meetings or events.

Apply the "Gifts and entertainment" procedure applicable locally.

No

Do not accept a meal or a gift from a public official and do not give one without the prior approval from your Manager.

Do not accept meals or gifts in exchange for which you must do, or promise to do, something for a client, supplier or service provider.

Do not solicit meals or entertainment from a client, supplier or service provider.

IN A NUTSHELL — TRAVEL AND EVENTS

Yes

You can attend exclusively professional events after obtaining authorisation from your Manager.

If you are invited by a client or supplier to an event requiring travel or accommodation, ask your Manager for permission to decide if your presence is professionally justified.

Apply the 'Gifts and entertainment' procedure applicable locally.

No

Do not accept or offer invitations to events that are not strictly professional.

Do not accept or offer an invitation extended to the spouse, the children and more generally, close friends or family members.

Do not solicit invitations to events or travel from a client or supplier.

— FACILITATION PAYMENTS

'Facilitation payments' are payments, often lesser amounts, paid to civil servants for the purpose of facilitating or accelerating common administrative actions or services such as certain administrative formalities, applications for permits, installation of power lines, customs clearance, award of contracts, etc.

'Facilitation payments' are prohibited.

— CHARITIES, PATRONAGE, SPONSORSHIP AND POLITICAL FINANCING

You should make sure that charitable contributions, patronage and sponsorship are not corrupt payments in 'disguise'.

To offer, promise or give money or anything else of value (gifts, invitations, etc.) to charitable or similar organisations, to any patronage company or organisation or to a sponsored activity to obtain any advantage for Rexel is prohibited.

Patronage is financial, or material support provided by a company or private individual to an action or activity of general interest (culture, research, humanitarian, etc.).

Sponsorship refers to financial or material support provided to an event or individual by an advertising partner in exchange for various forms of visibility. Regarding contributions that are more specific to political parties, Rexel wishes to maintain a position of neutrality in relation to political parties or political personalities, so it is prohibited to donate any money or to give any advantage to a political party or a political personality.

In the context of their private life, each employee can of course participate in political activities, if it is perfectly clear to them and to all their interlocutors that they do not do so on behalf of Rexel or within the framework of their professional activity.

Yes

Always obtain the prior approval of your Manager.

Check the actual existence and reputation of the charity, company or association that is beneficiary of the patronage or sponsoring.

Make sure that an agreement is duly formalised.

No

Charity, patronage or sponsorship shall not be or **be considered** as an attempt to obtain an undue advantage.

Never donate to an actual person.

Never make a donation in cash.

— RELATIONSHIP WITH CLIENTS, SUPPLIERS, SERVICE PROVIDERS, INTERMEDIARIES AND PARTNERS

Rexel wishes to foster business relationships with clients, suppliers, service providers, intermediaries and partners who share Rexel's ethical and compliance commitments, notably regarding the prevention of corruption.

Rexel Employees are required to communicate Rexel's commitment to preventing corruption and its standards to Rexel's clients, suppliers, service providers, intermediaries and partners.

Rexel Employees are obliged to limit the use of intermediaries as far as possible. An intermediary is a professional whose role is either to assist us or to represent us in the framework of our relations with our commercial partners (clients, suppliers) or with the public authorities.

Specific measures must be applied when selecting and working with intermediaries.

Special attention should be paid to any element or situation that may cast doubt on the integrity of the intermediary: these are alerts or 'Red Flags'.

These alerts, the identification of which must lead to an in-depth analysis of the intermediary, can be:

A poor reputation in the local business environment,
A lack of clarity in business relationships,
The real or apparent existence of conflicts of interest,
The existence of targeted and insistent recommendations made by a third party, etc.

Finally, and whatever the circumstances, payments to intermediaries must be made only:

If they are lawful,
If they comply with a contract, and
If they are made against delivery of a legal invoice.

— LOBBYING

By lobbying, Rexel means an activity of establishing and fostering a dialogue with regulatory authorities that might affect Rexel's business to explain and assert its position.

Normally, Rexel cannot employ a person occupying administrative or governmental functions to defend its interests.

Any recourse to lobbyists (and more generally any influential assignment entrusted to a third party) in the interest of Rexel shall require prior authorisation from the Compliance Officer.

Any lobbying activity on behalf of Rexel must comply with the following conditions:

Comply with national and international laws and regulations as well as regulations specific to the institutions targeted by the lobbying activities;

Be achieved in all transparency;

Be reasonable and proportional;

Not offer or give the public persons contacted presents, gifts or advantages of any kind;

Not generate conflicts of interest;

Be duly documented and the documentation to be kept in a satisfactory and lasting manner.

It is imperative that an Employee ask their Manager for permission to enter into discussions with representatives of public authorities, policy-makers, professional associations or any other public decision maker.

Furthermore, in the more specific context of the organisation of events, Rexel cannot invite public servants holding a position in a public or governmental institution to express themselves in return for remuneration.