

Key information

1. **Policy owner** – Bruno Silveira, Group Head of Compliance
2. **Policy status** – **mandatory** for all Kingfisher Colleagues.
3. **Policy adopted** – by Group Head of Compliance
4. **Policy validation** – by Group Ethics and Compliance Committee on 26 November 2021
5. **Policy questions** – Bruno Silveira / Legal & Compliance / bruno.silveira@kingfisher.com

Policy vision

At Kingfisher, we are committed to support each Colleague to ensure that we conduct business fairly, transparently and honestly.

We do not tolerate bribery. Giving and receiving Gifts and Hospitality is a risk-sensitive activity that requires careful management in order to avoid bribery risks and/or damage to Kingfisher's reputation. If applied consistently, the principles and practices in this Policy will help to protect Kingfisher and its members of staff against liability.

Kingfisher recognises that in some circumstances Gifts and Hospitality can be an acceptable part of business conduct. However, ensuring we are vigilant about what kinds of Gifts and Hospitality we give or accept is a way of ensuring we do not facilitate bribery and corruption.

Definitions of *italicised* words are set out in the Definitions section later in this Policy.

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The policy

1. It is our duty to comply with relevant laws when giving and/or receiving Gifts and Hospitality, as the acceptance or giving of Gifts and Hospitality can leave an organisation vulnerable to accusations of unfairness, partiality or deceit, or even unlawful conduct. Our policy ensures we do not breach regulations concerning bribery.
2. We recognise the importance of making sure Kingfisher Colleagues are not involved knowingly or unknowingly in bribes; this is why our policy sets clear and concise rules Colleagues should follow to avoid this happening.
3. This policy is in line with Kingfisher's ethos of "doing the right thing". We expect Colleagues at all times to refrain from involving themselves in illegal or unethical acts, knowingly or unknowingly.
4. When an organisation is found guilty of bribery, this can result in severe legal and reputational costs. In the UK, failing to prevent an employee from bribing an individual is an offence. It is vital we can show that adequate procedures were in place to prevent bribery happening. A Gifts and Hospitality register is a critical procedure to protect our organisation.
6. Kingfisher's reputation for maintaining lawful business practices is of paramount importance and this policy is designed to preserve these values. Kingfisher has a zero-tolerance policy towards bribery and corruption and is committed to acting fairly and with integrity in all of its business dealings.

The process

1. **Please consider the following to ensure the Gifts or Hospitality can be accepted:**
 - a) The giving and/or receiving of Gifts or Hospitality should not create a sense of obligation. It is imperative an individual does not feel coerced to perform an act due to the giving and/or receiving of Gifts or Hospitality.
 - b) The giving and/or receiving of Gifts or Hospitality should not influence or be perceived to influence one's business judgement. You must always consider what your intentions may

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be in giving/receiving a Gift or Hospitality. If it is possible that you are offering or receiving the Gift or Hospitality with a view to finalising or speeding up a business dealing, you must not give or receive the Gift or Hospitality.

- c) The giving and/or receiving of Gifts or Hospitality should not create or appear to create a conflict between an employee's personal interests and those of their employer or our Group as a whole. We expect all Colleagues to be open and honest when the potential for a conflict of interest arises. It is important to be transparent with your manager when you think a potential conflict of interest may arise. See our [Conflict of Interest Policy](#) for more information.

2. We have clear rules on acceptance and offering of Gifts and Hospitality:

Under any circumstances, the following rules must be complied with:

- ✓ **NO GIFTS OR HOSPITALITY CAN BE OFFERED BY KINGFISHER COLLEAGUES OR THIRD PARTIES (ON BEHALF OF KINGFISHER) TO GOVERNMENT OFFICIALS REGARDLESS OF VALUE, UNLESS APPROVED IN ADVANCE BY THE LEGAL & COMPLIANCE TEAM. Please consult the [Anti-Bribery and Corruption Policy](#) for additional information.**
- ✓ Kingfisher Colleagues are not permitted to offer, give or accept any Gift or Hospitality in breach of the law (in particular the US Foreign Corrupt Practices Act 1977, the French Loi Sapin II and the UK Bribery Act 2010), or Kingfisher's [Anti-Bribery and Corruption Policy](#). Any clarification and/or guidance should be sought with the [Group Head of Compliance](#) or [Local Compliance Officers](#).
- ✓ Gifts and Hospitality should always be legitimate, with a business purpose and given for the goal of furthering a business relationship.
- ✓ No Gift or Hospitality should be accepted from any Third Party which is participating in a tender process.
- ✓ Travel or overnight accommodation should not be offered or accepted where it is provided for entertainment purposes rather than for a business purpose.
- ✓ Regardless of the value of the Gift or Hospitality, all Kingfisher Colleagues are expected to make a judgment call to determine if the Gift or Hospitality offered, given, accepted or received is legitimate, not lavish or excessive, moral and does not create an obligation on the recipient to give something in return (*a quid pro quo*).
- ✓ Gifts and Hospitality should never be: (i) of a sexual, immoral, or illegal nature; or (ii) solicited from any Third Party.

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- ✓ If a Gift over £50 is delivered to you, you must seek approval immediately (see section 4 below). If approval is not given, you must return the Gift to its sender explaining politely why you are unable to accept it. If you are given a Gift in a face-to-face setting, and you are unable to immediately ascertain whether its value is under £50, you may seek approval for such a Gift upon your return to the office. If approval is not given, you must make immediate arrangements for its return, explaining politely why you are unable to accept it.
- ✓ Whenever a Gift or Hospitality is to be declined under this policy, the recipient should always do so politely and refer to this Gifts and Hospitality Policy as the reason for the refusal to accept the Gift.
- ✓ The offering of Gifts and Hospitality should never knowingly breach the recipient's own contractual obligations, whether under their contract of employment, anti-bribery policy or otherwise. To this end, the following must be included in any written invitation to hospitality:

"In line with our procedures, we are asking that all guests ensure they are able to accept this invitation under their own local regulations, laws or other applicable policies before accepting".

- ✓ Repeated Gifts and Hospitality from/to the same person within the same calendar year should be avoided unless there is a strong business purpose to justify it. In any event the value of all repeat items must be aggregated for the purpose of calculating the approval threshold.
- ✓ Always exercise your common sense - would this Gift or Hospitality cause Kingfisher embarrassment if it were to be reported in the press? Remember - just because a Gift or Hospitality is culturally acceptable in a particular country, this does not mean it will be deemed appropriate for Kingfisher standards.
If in doubt about whether or not to accept a Gift or Hospitality, never say yes.

4. The Gifts and Hospitality Registration and Approval Form and Register

Certain Gifts and Hospitality received or offered must be registered and/or approved according to the following table:

| Value of Gifts and Hospitality* | Rule |
|---------------------------------|--|
| Under £50 | Must be registered via Gifts and Hospitality Registration and Approval Form if accepted. |

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| Between £50 and £100 | Must be approved by Line Manager and registered via Gifts and Hospitality Registration and Approval Form even if declined. |
| Over £100 | Must be approved by Local Compliance Officer and registered via Gifts and Hospitality Registration and Approval Form even if declined. |

* When a Gift or Hospitality received or intended to be offered has no face value or the face value is in a different currency, consult your Local Compliance Officer to determine in which category above the Gift/Hospitality falls under or what conversion rate to apply.

** Hospitality thresholds are cost per head.

*** This is the cumulative, aggregated total of all items of Gifts and Hospitality, including the currently proposed item, that have passed between Kingfisher and the Third Party in the last calendar year.

Registration and Pre-Approval - Whenever a Gift or Hospitality must be approved and/or registered, the Kingfisher Colleague who has received or offered it must fill out the [Gifts and Hospitality Registration and Approval Form](#) and return this to the relevant Local Compliance Officer alongside the necessary approval . All approvals must be granted and formalised prior to the offering or acceptance of any Gift or Hospitality.

Register - The Local Compliance Officers shall maintain and retain the Gifts and Hospitality Register and Gifts and Hospitality Approval Forms for their country for six complete calendar years after the year in which the Gift or Hospitality occurred (or for any longer period that may otherwise be specified from time to time in accordance with any document retention policy).

Dispensations and exceptions - Dispensations and exceptions may be sought from:

- the General Counsel for Gift and Hospitality received/to be given by GE members
- [Kingfisher Group Head of Compliance](#) for Group Functions' Colleagues
- [Local Compliance Officers](#) for their respective Kingfisher Entity Colleagues

Gifts or Hospitality offered to family members of Kingfisher Colleagues or other non-Colleagues of Kingfisher Entities - Gifts or Hospitality offered to family members of Kingfisher Colleagues or other non-Kingfisher Colleagues can only be accepted if approved in accordance with the section Dispensations and Exceptions above.

In any case:

- (i) the relevant Kingfisher Colleague must be present at the event (in case of Hospitality).
- (ii) the Kingfisher Colleague who received the Gift or Hospitality, as well as the approver (Line Manager or Local Compliance Officer, as the case may be) should be satisfied that the Gift or Hospitality complies with this Policy, serves a business purpose and is not excessive or lavish.

5. Proven violations

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It is Kingfisher Colleagues' obligation to disclose any actual or potential violation to this Policy to their managers, who must then inform the relevant Local Compliance Officer.

Proven violations of provisions of the law, as well as Group Policies, may lead to severe disciplinary actions taken against the offending Kingfisher Colleague or Third-Party. Such action could involve:

- (a) a formal reprimand
- (b) suspension
- (c) legal proceedings; and/or
- (d) termination of employment or Third-Party contracts.

If you have any questions about your obligations under this Policy, please direct these to your Local Compliance Officer in the first instance.

Bringing our policies to life

We all have a part to play in implementing this Policy and upholding Kingfisher's commitment to conduct the Group's business in a responsible and transparent manner.

Everyone within the Kingfisher Group is required to comply with this Policy.

You should be aware that breaches of this Policy may result in an investigation that could lead to disciplinary action, up to and including dismissal. Depending on the circumstances, such breaches may also constitute a civil and/or criminal offence.

Support and questions

If you have any questions about this Policy, or if you are uncertain how to apply or follow the process you can email codeofconduct@kingfisher.com.

Definitions

For the purposes of this Policy:

Bribery is defined by international laws in many different ways. For the purposes of this Policy it means: the offering, promising, giving, accepting or soliciting of an advantage, both

directly or indirectly (e.g. through Third Parties) which:

- (a) is designed to influence a Government Official in his or her capacity as such; or
- (b) is otherwise an inducement or reward for an action or omission by any person which is illegal, unethical, a breach of trust, a breach of a duty to act impartially or a breach of a duty to act in good faith.

Gifts and Hospitality means anything of value given to or received from another person in connection with Kingfisher's business. A gift may be any item, cash or goods or any service offered to an individual or one of its close relatives at no cost to them or at a cost which is less than its commercial value, including but not limited to cash, discounted goods, marketing products, bottles of wine and spirits, vouchers, coupons, luxury items. Hospitality may be any event or entertainment offered to an individual, including but not limited to meals, drinks, tickets to sporting, cultural or social events such as theatre or shows.

Government Official means any individual regardless of rank or title who is employed or appointed by or otherwise represents a public authority (political or non-political) which is understood to be a national, state or local government office or agency, embassy, defence/military unit, state-owned enterprise, along with any governmental (e.g. EU, UN, NATO, OECD) or quasi-governmental (e.g. WTO, IMF) organisation. For the avoidance of doubt this includes anyone who holds a judicial position of any kind, members of a royal family, any elected representative of any kind, employees of local authorities and government departments, employees of companies wholly owned by or controlled by a public body or otherwise any person holding public authority or who discharges a public service mission.

"Kingfisher Colleagues" or **"Colleagues"** means all persons working for a Kingfisher Entity or on its behalf in any capacity, including employees at all levels, directors, officers, contractors, agency workers, seconded workers, volunteers, and interns.

"Kingfisher Entity" or **"Entity"** means all companies that are part of the Kingfisher Group, including Banners and Group Functions.

"Third Party" means all suppliers, vendors, service providers, intermediaries, agents, business partners, external consultants, charities, advisors or entities contracted or proposed to be contracted or engaged by Kingfisher.

Related documents

- [Code of Conduct](#)
- [Conflict of Interest Policy](#)
- [Whistleblowing Policy](#)
- [Anti-Bribery and Corruption Policy](#)

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