



SYENSQO

Approved by ExCom on
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SYENSQO POLICY ON GIFTS, ENTERTAINMENT, CHARITABLE DONATIONS, AND SPONSORSHIP



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01 Introduction

While we encourage our employees to build business relationships with our business partners, we must not influence or appear to influence independent judgment or create situations that allow corruption or bribery to transpire.

As a general principle, Gifts and Entertainment should only be exchanged to further commercial relationships in alignment with Syensqo's business strategy. Gifts and Entertainment should receive manager's prior approval where

practicable. The exchange of business Gifts and Entertainment, whether to business partners or Government Officials, must always comply with this Policy, as well as with the [Anti-Bribery and Anti-Corruption Policy](#), the Travel and Expense Policy, and with applicable local laws.

Disguising Gifts or Entertainment as Charitable Donations is a violation of the Code of Business Integrity and this Policy and is not allowed.

02 Purpose

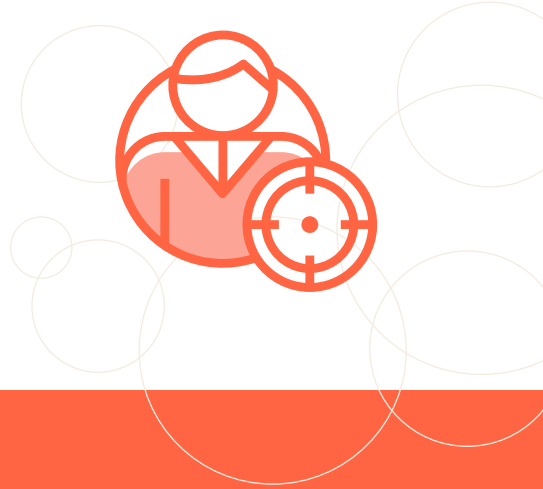
The purpose of the Policy on Gifts, Entertainment, Charitable Donations, and Sponsorship is to provide a framework of rules and procedures that must be followed when exchanging Gifts and Entertainment; making Charitable

Donations; and Sponsoring Events. The Policy supports Syensqo's commitment to conducting business honestly and ethically in accordance with the Syensqo Code of Business Integrity and the Syensqo Anti-Bribery and Anti-Corruption Policy.

Protect Syensqo and protect yourself!

03 Scope

This Policy applies to Syensqo and its Affiliates, including their employees, officers, and directors.



04 Principles



Syensqo employees cannot solicit business partners for business Gifts and Entertainment, and business partners should never feel obligated to give Gifts or Entertainment to any Syensqo employee.



Cash and cash equivalents, such as shopping vouchers and gift cards, can never be given or accepted.



Where business Gifts and Entertainment exceed the acceptable reasonable value limits set forth in this Policy, prior approval must be obtained from your manager through our Gifts and Entertainment Tracking System ("GETS").

Solicitations should be refused politely but clearly. We should be mindful not to give a response that creates the impression of agreement.

Remind the requester that Syensqo has strict policies that prohibit such transactions. (**Standard Refusal Letter - Annex 1**).

All people subject to this Policy need to be vigilant.

05 Gifts or entertainment to private parties

Syensqo employees may accept or give a Gift or Entertainment to or from a private party without authorization through GETS under the following conditions only

*all topics below have to be verified before each exchange

1. it does not exceed the acceptable reasonable value set forth in **Annex 2**;
2. it is not cash or its equivalent (vouchers, gift cards...);
3. it is not offered during negotiations;
4. it is not offered to obtain or retain business or to influence the business decision;
5. it is not offered to obtain a personal advantage;
6. it does not violate the rules or standards of the recipient's organization;
7. it is compatible with Syensqo's values, is not socially offensive or inappropriate, and does not adversely affect Syensqo's reputation;
8. it is not part of a series of Gifts or Entertainment to or from a single source whereby the total amount of the combined Gifts or the combined Entertainment in a calendar year exceeds the acceptable reasonable value set forth in Annex 2; and
9. it is duly recorded in the books.

Point of Clarification

In terms of limit value, under this Policy each employee has a maximum limit (see Annex 2) for giving or receiving to or from a third party per calendar year:



SINGLE
gift/entertainment



To or from
a single person



Annex 2 value
USD/EUR per year



MULTIPLE
gifts/entertainment



To or from
a single person



Annex 2 value
USD/EUR per year

06 Gifts or entertainment to government officials or politically exposed person

When dealing with Government Officials, Syensqo employees must be very cautious about giving or receiving Gifts and Entertainment, as even an appearance of impropriety could constitute bribery and cause significant damage to Syensqo's reputation. Accordingly, exchanges of Gifts and Entertainment with Government Officials, Politically Exposed Persons, or their immediate family members are prohibited except under the following limited circumstances:

1. Promotional Gifts of nominal value bearing Syensqo's logo, but, only after prior approval through GETS;
2. modest refreshments of nominal value at Syensqo sites, on an occasional basis and in connection with legitimate business purposes;
3. meals of nominal value on an occasional basis and in connection with legitimate business purposes, but, only after prior approval of Ethics & Compliance through GETS and if, to the extent practicable, the Syensqo employee inviting the Governmental Official is accompanied by at least one other Syensqo employee;

People subjected to this Policy must always check if the Gift or Entertainment represents a violation to the applicable laws and regulations and if it is compliant with the recipient's Policies.



07 Charitable donations and events sponsorship

Disguising Gifts or Entertainment as Charitable Donations is a violation of the Code of Business Integrity and this Policy and is not allowed.

Syensqo strives to make positive contributions to the communities in which it operates and encourages its employees to do the same. Syensqo's Corporate Citizenship is principally directed at educational, scientific, and sustainability endeavors across the globe.

Charitable Donations must never be made to influence or attempt to influence decisions of Government Officials or Non-

Government Officials and must be made to recognized charitable organizations and for legitimate charitable purposes. We have to ensure that funds are used for the purpose intended.

Sponsoring Events with a social and/or legitimate business purpose, including those involving private parties or public parties, are not prohibited by anti-corruption laws.

Be alerted to signs that may indicate improper efforts, such as:

- ! The event organizer is not transparent regarding its usage of funds.
- ! The entity requesting the funds is not an established and/or known organization.
- ! The charitable organization or event organizer requests that the contribution be made in cash.



All Charitable Donations in the name of Syensqo and all events sponsored by Syensqo benefiting public or private parties with a charitable goal only must be preceded by:

1. a pre-approval obtained from the appropriate manager, and, if applicable from Corporate Citizenship and Ethics & Compliance department according to the Procedure on Charitable Donations through the GETS tool;
2. an appropriate agreement prepared by the competent legal advisor;
3. the notification of the Accounting department of all details involving the Charitable Donations and Sponsorship for correct financial registration.

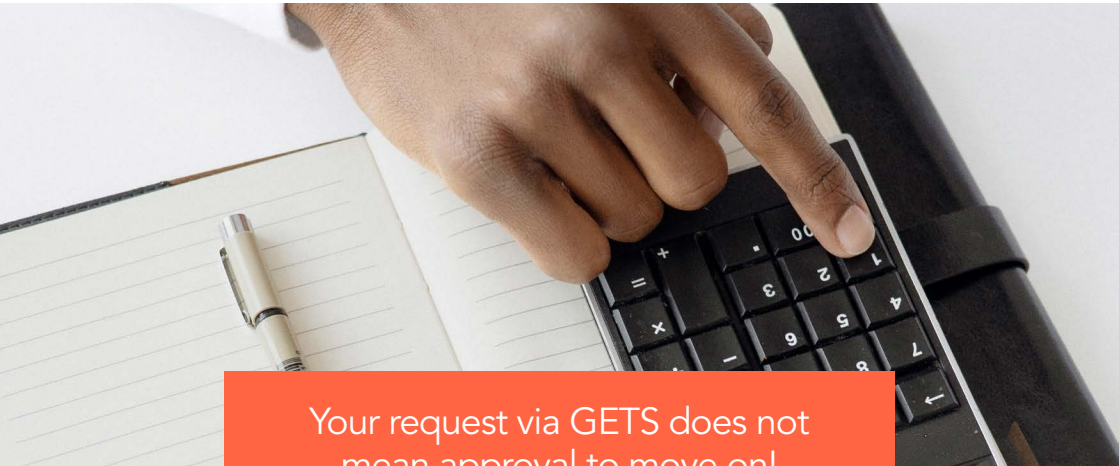
Special attention is required to Charitable Donations and Event Sponsorships linked to a Government Official or a close family member or business associate of a Government Official.

08 Gifts and entertainment tracking system

The Gifts and Entertainment Tracking System ("GETS") is an easy-to-use, computer-based tool that provides protection against bribery-related liabilities.

The use of this tool aims at obtaining prior managerial authorization (which is mandatory) in the following situations:

1. exchanges of Gifts or Entertainment (above the values as defined in the Annex 2);
2. all Charitable Donations on behalf of Syensqo to public and/or private parties;
3. Sponsoring Events benefiting public or private parties with a charitable goal only.



Your request via GETS does not mean approval to move on!
Pay attention to the additional rules!

After registering an approval request through GETS, Syensqo employees are not yet authorized to move forward.

Before exchanging any Gifts or Entertainment (outside the standards in which the exchange is permitted without authorization), making Charitable Donations, and sponsoring any events benefiting public or private parties with a charitable goal only, the following steps must be verified:

1. obtain managerial approval, and if needed, approval from Ethics & Compliance and from Corporate Citizenship, through GETS;
2. make sure all financial information reflects actual transactions and is accurately recorded;
3. request the Legal department to research and approve the Charitable Donation or Sponsorship Agreement, including, at a minimum, the identity of the recipient, the intention of the Charitable Donation, its reason, and purpose.

To access the tool, you need to access the following link on [Syensqo One page \(GETS\)](#).

09 Political contributions

Syensqo does not take part in party political activities nor does it make political contributions to political parties or candidates. However, the Group will engage in a constructive debate with public authorities on subjects of legitimate interest to Syensqo. Only those employees specifically authorized to do so will carry out these activities. In this respect, the Group may support non-governmental organizations. Syensqo respects the freedom of its employees to make their own political decisions. Any personal

participation or involvement by an employee in the political process must be on an individual basis, in the employee's own time, and at the employee's personal expense.



10 Conflict of interest

All persons subject to this Policy must act in order to prevent and to remedy situations that may cause or give the appearance of a conflict of interest between employees, suppliers, competitors, and public officials, which, if not disclosed, can undermine confidence and credibility.

Thus, employees may not use their position in the company to gain opportunities, favors, or advantages for their own benefit, including Gifts

and Entertainment; and must avoid any situation of actual or potential conflict of interest that could in any way compromise independence or impartiality.

Therefore, any possible conflict of interest situation must be avoided and disclosed, at a minimum, to the appropriate manager, so that it can be dealt with appropriately and be further addressed, if needed, by the Ethics & Compliance department according to the rules set forth in the Conflict of Interest Policy.

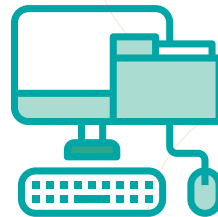
11 Books and records

All people subject to this Policy must ensure that the Gifts and Entertainment, Charitable Donations, and Sponsorships records are accurate and properly retained in accordance with applicable laws and regulations.

We must never create any record that is false or misleading, nor accept from any vendor or other third party a record that does not meet our requirements.

All business information including business and financial transactions must be reported in a timely and accurate manner. Financial information must reflect actual transactions and conform to generally accepted accounting principles. It is not permitted for anyone to establish undisclosed or unrecorded funds or assets.

The Finance department is responsible for, and will take care of the administration of, Syensqo's books and records and accounting requirements.



Keep all relevant records relating to exchanged Gifts and Entertainment, Charitable Donations, and Sponsorships, such as the name of the recipient, the value, the object, and the commercial purpose involved.

Additional consideration about meals

Meals are considered Entertainment for the purpose of this Policy and must be of reasonable value, compatible with the number of people involved and/or the context.

Additional consideration about travel

Travel can be considered Entertainment for the purpose of this Policy and can be provided to third parties with the intention of developing business and services, never with the exclusive intention to provide leisure. Regardless of the value involved, all travels, unless governed by an existing purchase or supply agreement, must be previously approved through the GETS tool.

Per the Travel and Expense Policy, all expenses involved (transportation, accommodation, and food) have to be reasonable and have to be paid directly to the travel services provider.

Receiver's relatives and friends can never be included on the invitation.

12 Training and certification

The Syensqo Ethics & Compliance department defines the frequency of the mandatory training on Gifts and Entertainment and the target population.

The target population is asked to indicate that they have read and understand the

content of the Policy, that they agree to comply with all terms, and that they are not aware of any violations of this Policy (or they can report a violation at that time should they have knowledge of any violations).

13 Reporting and non-retaliation

If you have any question regarding this Policy, you should speak to the Ethics & Compliance department.

If you witness a breach of this Policy, you should use the Syensqo Speak Up process as defined in the Code of Business Integrity.

Syensqo encourages every employee to speak up for what is right when something

is wrong. In no event shall an employee who makes a report be subject to retaliation. No action will be taken against an employee who expresses a concern that is found to be inaccurate if the concern is expressed in good faith. On the other hand, false or abusive accusations will not be tolerated and may result in disciplinary action.

14 Disciplinary action

Anyone who violates this Policy is subject to appropriate disciplinary action, up to and including dismissal, and may also be subject to individual criminal and/or civil prosecution in relevant jurisdictions.

Third parties working with Syensqo who violate this Policy are subject to termination of all commercial relationships with Syensqo in addition to potential criminal and/or civil prosecution.

REMEMBER TO...

- read the Policy
- attend the training sessions when invited
- get prior approval through GETS
- seek advice from Ethics & Compliance when in doubt
- report any violation or potential violation immediately to Syensqo internal channels

15 Responsibilities

The **Ethics & Compliance** department is responsible for:

- i. defining,
- ii. reviewing,
- iii. updating,
- iv. deploying the effective and timely communication and
- v. ensuring the effective deployment of this Policy, as well as for
- vi. organizing all training related to the contents of the Policy.

It is also responsible for investigating, either alone or with the assistance of other departments, all reports that have been brought to its attention.

Management is responsible for the enforcement of this Policy within his/her relevant domain and for being a role model.

All employees are responsible for

- i. reading and complying with the Policy and supporting internal requirements;
- ii. completing all assigned training in support of this Policy;
- iii. obtaining guidance from Ethics & Compliance department in case of any questions about the Policy; and
- iv. reporting any observed or suspected violations of the Policy to any of the resources listed in Syensqo's Code of Business Integrity or the Syensqo Ethics Helpline.

Nothing in this Policy prevents Syensqo from also reporting observed or suspected violations to an appropriate Government Entity.

16 Definitions

The following definitions used in this Policy shall have the following meaning:

“Charitable Donation” is a contribution made to a recipient that may take the form of goods, services, financial contributions, training or voluntary activities.

“Entertainment” means expenses related to business, such as meals, trips, events, workshops and other types of entertainment. Entertainment implies the mandatory presence of a Syensqo representative and a representative of the other party, otherwise, it will be understood as a gift, and therefore subject to the rules regarding Gifts (including with regard to value).

“Gift” is everything of value that is offered, promised, authorized or given to someone, including business partners, current or potential.

“Gifts and Entertainment Tracking System” - (GETS) is a Syensqo tool that is developed to mitigate risks related to bribery and corruption and has to be used by Syensqo employees to request managerial approval for the exchange of Gifts, Entertainment (in specific circumstances), Charitable Donations and Sponsorships. This tool has also the function of keeping all the relevant information of the aforementioned events stored in case of any need for verification.

“Government Officials” are those who exercise a public function, temporarily or permanent, with or without remuneration, by election, appointment, designation, hiring or any form of investiture or bond, mandate, position, job or civil service. It is equivalent to a public agent who works for a contractor or contracted service provider to perform a typical Public Administration activity.

“Political Contributions” means expenditures, cash or in kind, made directly or indirectly to a political party or its local branches, elected officials or political candidates. Expenditures can be for general party support or for political campaigning.

“Politically Exposed Persons” are all persons who hold or have held some relevant position, job or public function or who have family members, representatives or even people of their close relationship under these conditions. A Politically Exposed Person needs to disclose to the Ethics & Compliance department its condition as PEP.

“Promotional Gift” is a Gift of nominal value bearing Syensqo's logo and endorsed by Syensqo.

“Sponsorship” means costs and/or expenses a company incur to promote or market an event or venue.

Annex 1

Letter of Refusal of Gifts and Entertainment

To: [COMPANY NAME]

Address:

C/O: [NAME OF CONTACT PERSON]

Re.: Letter of Refusal of Gifts and Entertainment

Dear [Name of the Sender],

It is with great appreciation that I, [Name of the Employee who received the gift/entertainment], as [position] of the Syensqo Group, thank you for sending the gift/entertainment [description of the item] received on MM/DD/YYYY.

However, I have to inform you that, because it is not in accordance with the internal rules and Policies of the Syensqo Group, I am not authorized to accept it (Policy attached).

Therefore, in compliance with the internal rules and Policies of Syensqo and aiming to maintain our good business relationship, I would like to return the gift specified above to you.

Thank you for understanding.

Yours faithfully,

[Full name and Syensqo Employee signature]

[Recipient]

Annex 2

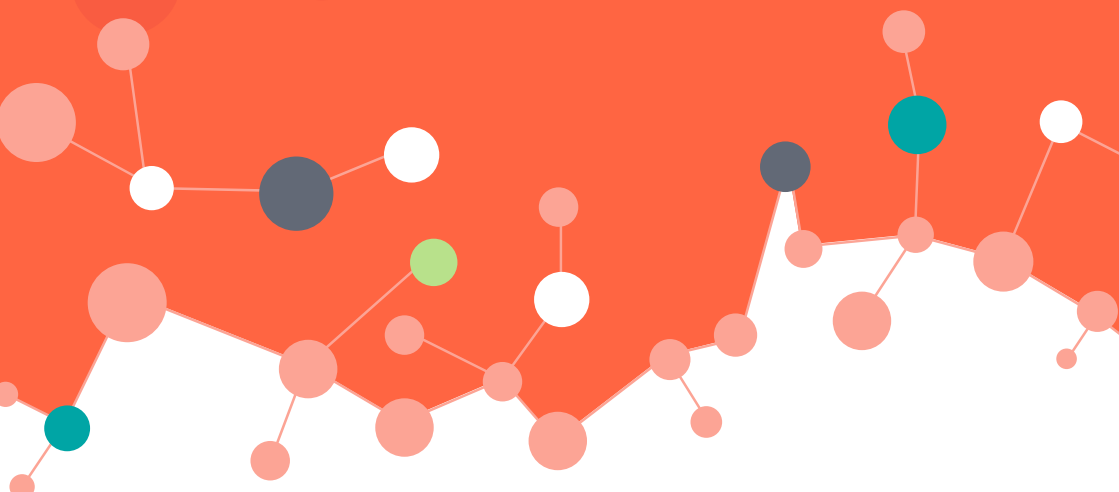
Gifts

Global Acceptable Value: 100
(hundred) **Currency:** U.S. dollars/EUR

Entertainment

Global Acceptable Value: 100
(hundred) **Currency:** U.S. dollars/EUR





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