



Redefining Packaging  
for a Changing World

**Group / Legal**

# **Gifts & Hospitality Policy**

**The Power of Less®**

[www.dssmith.com](http://www.dssmith.com)

Doc number	Version No	Owner	Approval Date	Page 2
	2	Iain Simm	[x] 2021	

### Gifts and Hospitality Policy Statement



This document sets out the DS Smith Group's policy and your responsibilities on the giving and receiving of Gifts and Hospitality. The Policy can be found on DS Smith Group Plexus at <http://plexus.dss.dssmithgroup.local>.

The DS Smith Group recognises that the act of giving and accepting gifts can be part of building normal business relationships. In different geographical locations this practice can vary significantly, often depending on local laws and specific customs. However, some gifts and hospitality can create

improper influence and conflicts of interests. In some instances they can be viewed as bribes that could damage the DS Smith Group's reputation or even break the law.

Employees are required to report any circumstances which are in breach of this Gifts and Hospitality Policy. In the first instance, you should report any problems or concerns to your line manager. If you are not comfortable doing this then there are four Speak Up! options available to you:

- Making a report through the "Speak Up!" Policy;
- Calling the confidential 24 hour "Speak Up!" hotline. Country specific phone numbers are included in the "Speak Up!" Policy;
- Calling or sending an email to the Group General Counsel & Company Secretary (Telephone: +44 (0)20 7756 1835 or email: [AskCoSec@dssmith.com](mailto:AskCoSec@dssmith.com)); or
- Contacting your usual contact in the Legal Team or sending an email to [Legal@dssmith.com](mailto:Legal@dssmith.com).

All reported instances of actual or suspected breaches will be promptly and thoroughly investigated.

You must comply with this Policy at all times, and without exception. Failure to do so will be treated as a disciplinary matter and may lead to dismissal.

**Miles Roberts**

**Group Chief Executive**

November 2021



## 1. Definitions

Capitalised terms in this Policy have the following meanings:

**Associated Person:** An "Associated Person" is any person closely associated to the person giving or receiving G&H, including but not limited to a spouse, partner, child, other family member or friend.

**Foreign Public Official:** "Foreign Public Officials" are officials of any government, state, municipal or local authority, department or agency; officials of any public international organisation (e.g. the United Nations); political parties and party leaders; candidates for public office; executives and employees of state-owned or state-run companies (such as a doctor in a state-controlled hospital); anyone acting on behalf of any of these officials; an individual holding a legislative, administrative or judicial position, or any Associated Person of any such individuals.

**G&H:** Gifts and/or Hospitality

**G&H Register:** Means the Gifts & Hospitality Register maintained at your site. See **Appendix 2** for a template of the register.

**Gifts:** "Gift" or "Gifts" means any tangible item(s) provided to or by a person or entity with which the DS Smith Group has a current or potential business relationship.

**Hospitality:**

- "Hospitality" means all forms of entertainment where the donor is present. It includes, but is not limited to, lunches, dinners, parties, sporting events, cultural events or seminars.
- Entertainment provided by the DS Smith Group at any DS Smith Group office is included in this definition.

## 2. Purpose

Under the *UK Bribery Act 2010*, which is applicable to all DS Smith Group companies, it is an offence to directly or indirectly give or receive G&H with the intention that the recipient would be influenced to act improperly. While giving or receiving routine and inexpensive G&H is unlikely to be problematic, lavish, expensive or extraordinary G&H on the other hand may lead to a reasonable expectation or presumption of improper conduct.

The purpose of this policy is to set out the approval and record keeping requirements for giving or receiving G&H. This policy applies across the DS Smith Group.

Please see also the Anti-Bribery and Anti-Corruption Policy for more information on DS Smith's general policy in relation to bribery and corruption.

## 3. General principles

- 3.1. Before giving or receiving G&H, depending on the value or the identity of the provider / recipient, you may be required to record the G&H in your site's G&H Register, and/or seek approval from your Line Manager and the Group General Counsel & Company Secretary. This applies even if the value of G&H is included in a relevant budget (e.g. season tickets/corporate boxes).

A summary of the approval and record keeping requirements is set out below.



<b>Is the G&amp;H to or from a Foreign Public Official?</b>	<b>Record in G&amp;H Register (Yes / No)</b>	<b>Line Manager Approval required (Yes / No)</b>	<b>General Counsel &amp; Company Secretary Approval required (Yes / No)</b>
<b>Yes</b>	<b>Yes</b>	<b>Yes</b>	<b>Yes</b>
<b>No</b>	<b>See table below</b>		

<b>Value of G&amp;H given or received</b>	<b>Is the G&amp;H to or from a Foreign Public Official?</b>	<b>Record in G&amp;H Register (Yes / No)</b>	<b>Line Manager Approval required (Yes / No)</b>	<b>General Counsel &amp; Company Secretary Approval required (Yes / No)</b>
Less than £50 / €50 / \$50 <i>per person</i>	<b>No</b>	<b>No</b>	<b>No</b>	<b>No</b>
£50 / €50 / \$50 and above, up to and including £100 / €100 / \$100 <i>per person</i>	<b>No</b>	<b>Yes</b>	<b>No</b>	<b>No</b>
Over £100 / €100 / \$100 up to and including £500 / €500 / \$500 <i>per person</i>	<b>No</b>	<b>Yes</b>	<b>Yes</b>	<b>No</b>
Over £500 / €500 / \$500 <i>per person</i>	<b>No</b>	<b>Yes</b>	<b>Yes</b>	<b>Yes</b>
Over £5,000 / €5,000 / \$5,000 <i>in total</i>	<b>No</b>	<b>Yes</b>	<b>Yes</b>	<b>Yes</b>

3.2. In addition to the requirements above, you must never offer or accept G&H which is intended to, or which could, or could appear to:

- compromise your or the recipient's business judgment;
- conflict with your or the recipient's duty to its employer, customers or clients; or
- encourage you or the recipient to act improperly,

regardless of the value of the G&H.

3.3. You must never offer or accept cash, regardless of value.



- 3.4. You must never ask for or solicit G&H.
- 3.5. Frequent or regular G&H may potentially be problematic, even if the individual instances of G&H involve relatively small amounts. If you find yourself in a position where you are frequently offering or accepting G&H from a counterparty, please consult with your Line Manager or a member of the Legal Team for guidance.
- 3.6. If you have any questions about this policy or are in any doubt as to whether any G&H that you intend to offer or accept complies with this policy, you should consult your Line Manager or a member of the Legal Team.

#### 4. Calculating the value of G&H

- 4.1. The amounts set out in section 3.1 above apply on a *per person* basis unless otherwise specified.
- 4.2. If DS Smith is providing hospitality, any DS Smith employees and Associated Persons are discounted for the purposes of calculating the value of hospitality per person.

*For example, if two DS Smith employees take a group of six customers to dinner and spend a total amount of €240:*

- *The value of the DS Smith employees' meals is €60 ( $€240/8 \times 2$ )*
- *The total value of the hospitality for the 6 customers is €180 ( $€240 - €60$ )*
- *The value of the hospitality per customer is therefore €30 ( $€180 / 6$ ) and does not need to be recorded in the G&H register or approved in advance by the DS Smith employee's Line Manager.*

- 4.3. Similarly, in calculating the value of hospitality received by DS Smith employees, the provider and their Associated Persons are discounted.

*For example, four DS Smith employees are invited to attend a concert as part of a hospitality package in a corporate box with four employees of a supplier. One of the DS Smith employees looks online and sees that the total cost of the relevant package is \$880:*

- *The value of the hospitality for the provider / supplier is \$440 ( $\$880/8 \times 4$ )*
- *The total value of the hospitality for the four DS Smith employees is €440 ( $\$880 - \$440$ )*
- *The value of the hospitality per DS Smith employee is therefore €110 ( $€440/4$ ). It therefore needs to be recorded by each of the DS Smith employees in the G&H Register and approved in advance by the DS Smith employee's Line Manager.*

- 4.4. The cost of any travel or accommodation that DS Smith or the provider pays for in connection with the G&H must be included in the value of the G&H provided or received. See also section 8 below.
- 4.5. Where an Associated Person attends or receives G&H because of your role in the DS Smith Group you must apply the requirements in this Policy as if the G&H had been given to you.
- 4.6. The value of the G&H received by your Associated Person must be added to the value received by you directly.



*For example, if you and your partner are asked to attend an event which is valued at £100 // \$100 // €100 per person, the value of the hospitality to you is considered to be £200 // \$200 // €200 and you would therefore need prior approval from your Line Manager to attend.*

4.7. If DS Smith is providing hospitality in a corporate box, the value of the hospitality is the additional cost of providing the hospitality for a specific event and not the overall annual cost of the corporate box.

*For example, DS Smith has a corporate box at a football stadium that costs €50,000 per year, the initial decision to sign up for a corporate box or to renew membership to a corporate box should be approved by the relevant employee's line manager and the Group General Counsel & Company Secretary as the value exceeds €5,000. In addition, if there is a per use / per person cost for the corporate box, that is the value that should be used for calculating whether additional approval is required under this policy. For example, if a DS Smith employee attends a football match in the corporate box with a customer, and the cost of catering in the corporate box for the event is €120 per person, the hospitality must be approved by the employee's line manager and recorded in the G&H Register.*

## 5. How to seek approval from your Line Manager and/or the General Counsel & Company Secretary

If approval is required under this Policy, you should use the "Gifts & Hospitality Approval Form" included as **Appendix 1** and send it to your Line Manager and/or the General Counsel & Company Secretary, along with evidence of the value of the proposed G&H if available.

You must not give or receive G&H unless and until the requisite approval has been obtained.

## 6. Maintaining a G&H Register

Each site must retain a G&H Register in substantially the same form as included in **Appendix 2**. The site GM has ultimate responsibility for ensuring that the G&H Register is kept up to date and accurate for their site.

G&H Registers must also be kept for head offices and specific functions that are not site specific (e.g. procurement, SMI). Please contact the legal department for further guidance on how such G&H Registers should be kept.

G&H Registers must be made available for review on request from Legal or Governance.

## 7. Additional requirements for receiving Gifts with a value of £500 / €500 / \$500 or more

7.1. If you receive a Gift with a value of £500 / €500 / \$500 or more, you must record it in the G&H Register and obtain approval from your Line Manager and the Group General Counsel & Company Secretary to keep the Gift.

7.2. If you receive approval to keep the Gift, and you decide to keep it, you will be required to donate an amount equivalent to the value of the Gift to a DS Smith Group nominated charity.

7.3. If you decide not to keep the Gift, you should promptly provide it to the Group General Counsel & Company Secretary who will arrange for it to be donated to charity or sold and the money raised to be donated to a DS Smith Group nominated charity.

- 7.4. If you decide to return the gift to the donor, you must notify your Line Manager and the Group General Counsel & Company Secretary stating who provided the gift, what the gift was, its value and why you returned it.
- 7.5. When you receive a Gift you must treat the whole Gift as having been received by you. You may not (where possible) split the Gift between others to reduce the value of the Gift (e.g. a case of wine).

#### **8. Travel connected with the giving or receiving of Hospitality**

- 8.1. The DS Smith Group will not ordinarily pay for travel away from their country of residence for customers or clients it is entertaining. Approval from the Group General Counsel & Company Secretary and Group Finance Director is required to waive this rule.
- 8.2. Where DS Smith Group employees are being entertained, the DS Smith Group (where the Hospitality has been approved) will ordinarily pay for any travel out of their country of residence. If the cost of travel is to be covered by the provider of the Hospitality, prior approval from the Group General Counsel & Company Secretary and Group Finance Director must be obtained and the cost of such travel must be included in calculating the value of the Hospitality.
- 8.3. The DS Smith Group will not pay for travel out of their country of residence of any Associated Person to attend any event whatsoever unless approved by the Group General Counsel & Company Secretary and Group Finance Director.
- 8.4. Any travel in connection with giving or receiving Hospitality must also comply with the DS Smith Group Business Travel Policy.

#### **9. Time off work connected with the giving or receiving of Hospitality**

- 9.1. Any time off work which is taken to give or receive Hospitality must be agreed with your Line Manager in advance.
- 9.2. It is the Line Manager's decision on whether to require a person to take the time off as holiday if they are receiving Hospitality which will take place during normal working hours

#### **10. Additional rules in respect of Foreign Public Officials**

- 10.1. No G&H of any kind should be offered or given to Associated Persons of any Foreign Public Official.
- 10.2. If Hospitality for a Foreign Public Official is approved, no payments should be made directly to the Foreign Public Official for costs associated with the Hospitality (e.g. travel). Instead, payment should be made directly to suppliers/providers or, if that is not possible, to the government or governmental agency with which the Foreign Public Official is associated.

### **Appendix 1**

#### **DS Smith Gifts & Hospitality Approval Form**



Name of Employee	
Title & Department	
Name and position of proposed provider / recipient of G&H	
Existing or New Customer (if applicable)	EXISTING / NEW (Delete as applicable)
Number of times Gift or Hospitality dispensed/received to/from this counterpart over past 12 months	
Is the counterpart a Foreign Public Official?	YES / NO (Delete as applicable)
Description of Gift and/or Hospitality to be dispensed/received	
Date Gift and/or Hospitality dispensed/received	
Value of Gift and/or Hospitality dispensed/received	£ // \$ // €
Reason for Gift and/or Hospitality being dispensed/received	
Evidence of value of Gift and/or Hospitality attached	Minimum requirement is email confirmation from provider if receiving G&H. If giving G&H, then a quote,



	purchase order, receipt or invoice should be provided.
If entertainment, will donor be present at entertainment?	YES / NO (Delete as applicable)
Employee signature	
Date	



**Authorisation required as follows:**

Approval from Line Manager must be obtained before:

- giving or receiving any gift over the value of £100 // \$100// €100 per person; or
- giving or receiving any hospitality over the value of £100 // \$100 // €100 per person.

Approval from Line Manager and the Group General Counsel & Company Secretary must be obtained before:

- giving or receiving any gift over the value of £500// \$500// €500 per person;
- giving or receiving any hospitality over the value of £500 // \$500 // €500 per person;
- giving or receiving any hospitality over the total value of £5000 // \$5000 // €5000; or
- giving or receiving any gift or hospitality of any value to or from a Foreign Public Official.

Approval from Line Manager, Divisional CEO and the Group General Counsel & Company Secretary must be obtained before:

- giving any gift or hospitality over the value of £500 // \$500 // €500 per customer

Authorised / Rejected by:	
Signed	Date:
Line Manager	Name:

Authorised / Rejected by:	
Signed	Date:
Group General Counsel & Company Secretary	Name:



Authorised / Rejected by:	
Signed	Date:
Divisional CEO	Name:



**Appendix 2  
Template Gifts & Hospitality Register**

<b>General</b>			
<i>Seq No</i>	<i>Date</i>	<i>Gift or Hospitality</i>	<i>Offered or received</i>
<b>Information about DS Smith Employee</b>			
<i>Name</i>		<i>Position</i>	
<b>Information about Counterpart</b>			
<i>Company giving or receiving gift and/or hospitality</i>	<i>Name of Person(s) giving or receiving a gift and/or hospitality</i>	<i>Position of person(s) giving or receiving a Gift and/or hospitality</i>	<i>Foreign Public Official?</i>
			Yes/No
<b>Description and value of Gift and/or Hospitality</b>			
<i>Description of gift and/or hospitality</i>	<i>Reason for a gift and/or hospitality</i>	<i>Original Currency</i>	<i>Value of a gift and/or hospitality in original currency</i>

<b>Obtain Line managers Pre-approval</b>		
<i>Line Manager Name</i>	<i>Position</i>	<i>Date of approval</i>
<b>Obtain Group General Counsel &amp; Group Secretary's Pre-Approval</b>		



<i>Name of Group General Counsel/ Group Secretary</i>	<i>Date of approval</i>

<b>Gifts received with a value of £/\$/€500 or more</b>		
<i>Did the DS Smith Employee decide to keep the gift?</i>	<i>If yes: Has a donation of equivalent value been made to a DS Smith nominated charity?</i>	<i>If no: Confirm if the gift was returned to donor or sent to Group General Counsel &amp; Company Secretary</i>
Yes/No	Yes/No	



## 11. Key Related Documents

Ref Number	Title
	Code of Conduct
	Anti-Bribery and Anti-Corruption Policy
	Speak up! Policy

## 12. Document Change Record

Version:	Date:	Change Description:	Author:	Approver:
V1	August 2017	First Version	Jeremy Aron	Iain Simm
V2	November 2021	Amended for consistency with other key policies and ease of understanding	Wendy Ko	Iain Simm