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## **BAMBURI CEMENT PLC**

### **GIFT, HOSPITALITY, ENTERTAINMENT AND TRAVEL (GHET) POLICY**

#### **1. Introduction**

- 1.1. This Policy must be read together with the Holcim Code of Business Conduct and the Anti-Bribery & Corruption Policies.
- 1.2. This Gifts, Hospitality, Entertainment and Travel Policy (the “Policy”) concerns Bamburi Cement PLC and its subsidiaries excluding Hima Cement Ltd (collectively, referred to as “Bamburi”) and applies to all employees, directors and agents of Bamburi, without exception.
- 1.3. Bamburi recognizes that offering and accepting appropriate gifts is an appropriate business practice while hospitality can play a positive role in building business relationships.
- 1.4. However, improper or excessive gifts and hospitality can be a form of bribery or corruption which is prohibited under Bamburi policies and the law (Bribery Act 2016 and non-local).

#### **2. Purpose & Scope**

- 2.1. This policy sets out the Bamburi approach to gifts, hospitality, entertainment and travel while setting out the minimum acceptable levels of giving or receiving gifts, hospitality or other courtesies.
- 2.2. Compliance with this policy is mandatory; it applies to all employees and all persons acting on behalf of, or performing services for Bamburi.
- 2.3. There are specific groups with additional responsibility as set out in this policy.
- 2.4. Breaches of the Code of Business Conduct Policies, including this policy, are not acceptable and may result in disciplinary action up to and including dismissal.

#### **3. Key Principles**

- 3.1. Gifts of cash (or cash equivalents such as vouchers, gift cards, credit cards or credit notes), gifts in the form of per diem or daily payments or offensive/inappropriate gifts shall not be offered or accepted under any circumstances.
- 3.2. Gifts and hospitality may be given or accepted from current customers and suppliers if:
  - 3.2.1. such giving or receiving meets the key principles set out below;
  - 3.2.2. declarations are made to the Controller (for sites) or Legal & Compliance office as soon as practicable; and



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- 3.2.3. appropriate action is taken as set out below depending on the value of the item.
- 3.3. When offering or receiving a gift or hospitality, the applicable key principles are:
- 3.3.1. there is no intention, real or perceived, to influence a business decision or to secure an improper advantage;
  - 3.3.2. it is ordinary, reasonable, appropriate and proportionate to the Employee's role;
  - 3.3.3. it is in connection with the explanation, demonstration or promotion of Bamburi products and services;
  - 3.3.4. it does not create a conflict of interest;
  - 3.3.5. it must not deliberately structure an arrangement specifically in order to avoid approval and reporting requirements in this Policy; and
  - 3.3.6. if it involves any public or government official, specific prior approval has been obtained in accordance with this Policy.
- 3.4. Gifts and hospitality must not:
- 3.4.1. be offered or accepted where it might be linked or appear to be linked to a competitive procurement or bidding process; or
  - 3.4.2. be offered or accepted in exchange for something else at that time or in the future.
- 4. Gifts**
- 4.1. Under this Policy, a gift is defined as anything of value whether tangible or intangible given without the expectation of receiving anything in return.
- 4.2. All gifts must be declared to the site Controllers or the Legal & Compliance Department.
- 4.3. Any gifts considered trivial should be declared to the site Controllers or Legal & Compliance Department. A gift would be considered trivial if, by virtue of its nature or branding, it has no material commercial value i.e. no unrelated third party would reasonably be expected to purchase the item for a sum in excess of US\$ 50. Upon determination of the triviality, the item may be returned to the Employee or submitted to the raffle.
- 4.4. Any gifts not considered trivial but not in excess of US\$ 50 as well as gifts whose value is above that and up to US\$ 99 may be accepted but must be surrendered to the site Controller or the Legal & Compliance Department after which they can be raffled/awarded at Company events.



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- 4.5. Any gifts falling in excess of US\$ 100 should not be accepted by an individual except in circumstances where refusing the gift may cause offence. In this case or where the gift cannot be returned or received, the gift shall be surrendered to the site Controller or the Legal & Compliance Department after which it can be raffled/awarded at company events.
- 4.6. No gifts in excess of US\$ 200 will be accepted or given.
- 4.7. Gifts in cash/cash equivalents should not be accepted under any circumstances. The Employee to whom such gift is offered should immediately notify the Legal & Compliance Department which will return the gift to the donor with a letter explaining the Bamburi policy and Bamburi expectations from the donor.
- 4.8. Any Employee who has received two gifts from any external organization within a single financial year should not accept any further gifts during that financial year from the same organization irrespective of value.

### **5. Hospitality**

- 5.1. Invitations to meals from an external organization should only be accepted where the primary reason for accepting an invitation is to discuss business matters either with representatives of the hosting organization, and where the venue and hospitality are not in themselves an inducement to accept the invitation or the purpose of the invitation.
- 5.2. Subject to 5.1 above, it is recognized that participation in certain events such as supplier or industry conferences, workshops, seminars and trade shows can be of particular value where they support development of relationships or enhance knowledge/understanding in a particular area. For such events, the hospitality element should be incidental to the event and relevant business information is expected to be gained through attendance. The Employee whose attendance would be most beneficial to the Company e.g. the user or specific department etc. should attend and not Employees from Procurement. Prior written authorization from the specific Executive Committee ('ExCo') member should be obtained before invitations are accepted.
- 5.3. Invitations to social events should be declined except where the interests of the Company can be clearly demonstrated in advance and the business justification is both compelling and exceptional. Prior written authorization from the specific ExCo member should be obtained before invitations are accepted and there should be no repeat invitations within a period of twelve (12) months.



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- 5.4. Hospitality that includes travel or overnight accommodation is not acceptable except where an Employee is speaking at a conference for which travel and accommodation is provided by the organizers and the prior written approval of the specific ExCo member should be obtained before invitations are accepted.
- 5.5. Where an invitation has been received for multiple or group attendance, prior written consent must be sought from the Country CEO.

### **6. Entertainment**

Entertainment includes attendance at social, cultural or sporting events and is subject to the same requirements as other gifts and hospitality.

### **7. Travel**

- 7.1. Bamburi prohibits directors and employees from giving or receiving travel (plane tickets, sea/road/rail travel, transportation, accommodation and incidental expenses) to or from any third parties or public officials, unless otherwise specified or instructed by Bamburi. Any exception to the general rule above requires prior approval by the Country CEO.
- 7.2. Exception to travel expenses: The incurring and charging of travel expenses for business purposes or as provided under contracts for services (e.g. consultants/advisers providing services and charging the Company for travel expenses incurred) is exempted from the above rule.

### **8. Rules for Specific Groups/Persons**

- 8.1. Employees working within Procurement should not accept gifts or hospitality of any kind. Where invitations are to attend supplier or industry conferences, workshops, seminars or trade show, and should only accept the hospitality if incidental to the event and where relevant business information is expected to be gained through the attendance.
- 8.2. Employees having significant advisory input into procurement decisions where they have provided or are likely to provide advice should not accept hospitality from prospective suppliers.

### **9. Public Officials**

- 9.1. As a general rule, gifts and hospitality should not be offered or received from public officials. A public official must be treated as such even when acting as a private person.



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- 9.2. However, in some cases it may be customary or lawful to offer or receive gifts and hospitality to public officials and in these circumstances, any such gift or hospitality must be legal, appropriate and reasonable provided always that all such gifts or hospitality are documented (in the gift register) or has been approved in advance where received by the Employee. Exceptions to this rule may be granted upon prior written approval from the Head of Legal & Compliance or Regional Compliance Officer.
- 9.3. No gift or hospitality involving family members of public officials is acceptable.
- 9.4. Basic refreshments at Company premises offered as a courtesy to all guests do not require pre-approval.

### **10. Gifts & Hospitality Register**

- 10.1. For traceability and accountability, Bamburi will maintain a register(s) of declared gifts and hospitality offered or received, whether accepted or declined.
- 10.2. All sites will have a register maintained by the Site Controller who will notify the Legal & Compliance Department of all items registered so that the main register, which is maintained by Legal, will have similar entries.

### **11. Reporting of Violations**

- 11.1. Each employee has a responsibility to report any actual or potential violation of this policy.
- 11.2. Reports may be made to the Supervisor or Head of Legal & Compliance or through the Integrity Line, details below, which can be done anonymously:
- Toll-free number: 0800 733255 - Global Identifier Code: 77084
- Online platform <https://integrity.holcim.com/>
- 11.3. Bamburi and Holcim have zero tolerance to any form of retaliation for bona fide reporting of issues or violations.

### **12. Sanctions Compliance**

Gifts given or received must comply with the Holcim Directive on Sanctions and Export Controls. Recipients/givers of Gifts, Hospitality, Entertainment and Travel (GHET) from Pillar 2 or 3 countries must be appropriately screened and where necessary relevant approvals sought from the Country CEO and Regional General Counsel.



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**SUMMARY OF RULES**

	<b>Value limit single occurrence</b>	<b>Notify for Register</b>	<b>Rules</b>	<b>Approver</b>
<b>Cash and/or cash equivalents</b>	Not acceptable under any circumstances			
<b>Gift</b>	Below US\$50	√	Acceptable if occasional	Site Controller/ Line Manager
	Above US\$ 50	√	Acceptable subject to approval	ExCo Member and Head of Legal & Compliance <i>May require Regional General Counsel (RGC) approval</i>
	Above US\$ 200	Not acceptable		
<b>Hospitality</b>	Below US\$50	√	Acceptable if occasional	Site Controller/ Line Manager
	Above US\$ 50	√	Acceptable subject to approval	ExCo Member and Head of Legal & Compliance <i>May require RGC approval</i>
	Above US\$ 200	Not acceptable		
<b>Gifted travel</b>	Whatever amount	Must be approved by the Country CEO		

*Notes:*

- *The recipient/proposer should complete the applicable gift/hospitality approval form and have the gift recorded in the Gifts Register*
- *All perishable items will be returned to the Employee after being entered into the register. It is encouraged that the same should be shared with other employees.*
- *No gifts or hospitality should be accepted or offered during a tender/bid process under any circumstances.*
- *In the event that a gift or hospitality is to be offered or received (above the value of US\$ 200 or CHF 70 whichever is lower for gifts and CHF 150 per night for hospitality (including meals)) due to extenuating circumstances, before the gift or hospitality is offered or received, written prior approval must be obtained from the Country CEO and Regional General Counsel.*



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**Review Information:**

<b>Related Policy:</b>	Holcim Code of Business Conduct
<b>Sponsor/Owner:</b>	Head of Legal & Compliance
<b>Review date:</b>	20 June 2022, effective immediately.
<b>Next review date:</b>	March 2024