

Gifts and hospitality policy

Summary

This procedure applies to all UPP employees:

- Any gift, entertainment or hospitality which is offered by or received by UPP, irrespective of whether it is accepted or not, must be entered in the Gift and Entertainment register
- A copy of the Gift and Entertainment form can be found on the intranet. This form should be completed and emailed back to **compliance@upp-ltd.com**

As well as reading the information below, our Gifts, Entertainment and Hospitality Decision chart will help guide you.

Section A: Gifts

a) *Accepting and receiving gifts*

Gifts, which do not exceed a value of more than £25, may be regarded as 'trifling' in nature and therefore may be accepted by employees, on approval of their line manager.

Gifts, which have an apparent value of more than £25, can only be accepted if donated to a charity of the Company's choice.

Multiple gifts from the same supply chain partner/university partner over a 12 month period should be avoided.

If the value of the gifts from the same supply chain partner/university partner over the course of a year:

- **does not exceed £25**, they may be accepted by employees on approval of their Line Manager
- **exceeds £25**, they must be donated to a charity of the Company's choice

The following gifts must not be accepted in any circumstances:

- Cash
- Gift vouchers
- Personal loans
- Airline tickets
- Use of holiday property
- Offers of heavily discounted services or works for personal benefit of an individual

b) *Offering and giving gifts*

Gifts, which do not exceed a value of more than £25, may be offered by employees on approval of their Line Manager.

Gifts, which have an apparent value of more than £25, can only be offered on approval of the Group CEO. Multiple gifts to the same supplier chain partner/university partner over a 12 month period should be avoided. If the value of the gifts to the same university partner/supply chain partner over the course of a year:

- **does not exceed £25** they may be offered by employees, on approval of their Line Manager
- **exceeds £25** they must be approved by the Group CEO

The following gifts must not be offered in any circumstances:

- Cash
- Gift vouchers
- Personal loans
- Airline tickets
- Use of holiday property
- Offer of heavily discounted services or works for personal benefit of an individual

Section B: Entertainment and hospitality

Entertainment typically involves drinks, lunches, dinners or invitation to events where the third party is present. Such routine entertainment is appropriate and should be encouraged if it is clearly in the proper interest of the Company, i.e. when a bona fide business relationship is being established or where an on-going business relationship is being maintained.

Employees are expected to exercise care in deciding what is routine and must take into account the apparent value of entertainment and how it would be perceived.

a) Accepting entertainment

Where the value of entertainment or hospitality is expected:

- **not to exceed £150 per person** it must be cleared with their Line Manager. It is acknowledged that participation in such lunches and dinners is a routine part of maintaining and building important business relationships for UPP; employees are required to consider whether such lunches or dinners have a legitimate business purpose and appropriate to the relevant circumstances
- **to exceed £150 per person**, prior approval must be obtained from the Group Director, Compliance

In the case of Directors:

- where it is apparent that business drinks, lunches or dinners are expected not to exceed £250 per person, directors are required to consider whether such lunches or dinners have a legitimate business purpose and appropriate to the relevant circumstances. Prior clearance should be obtained from the Managing Director or Group CEO
- where the value of entertainment or hospitality is expected to exceed £250 per person, prior approval is required from Group Director, Compliance, who reserves the right to refer to the relevant Group Board or Chair of the Audit Committee

b) Giving entertainment

The giving of entertainment is controlled by the pre-existing expenses and purchase ordering policy. Please be reminded that all expense claims and purchase orders processed on eBIS must include full disclosure of:

- a description of the gift or entertainment being provided
- the purpose of the offer
- details of the person(s) and company(ies) to whom the offer is being made
- relationship (or future relationship with the person(s) and company(ies) to whom the offer is being made
- explanation of why prior approval was not sought (if applicable)

It is the responsibility of the claimant and the subsequent approvers to ensure that the information to be provided is complete and failure to comply may result in disciplinary action.

c) General

Multiple entertainments of employees by the same third party, supplier or vendor over a short period of time should be avoided. The above limits apply to individual occurrences as well as the cumulative value over a 12 month period.

Any non-local entertainment or hospitality, i.e. where travelling is required overseas, pre-approval must be obtained from the Managing Director, CEO or Group Director, Compliance. The travel and/or hotel portion for any such event must be paid for by UPP unless otherwise approved.

Unless exceptional circumstances apply, the gift of any hospitality by a university partner or supply chain partner, vendor, or other appropriate third party to a UPP employee and/or their family will not be acceptable unless a representative of such third party is also present, i.e. it will not be acceptable to accept a free ticket to an event or provision of hospitality for the sole benefit of the employee or their family or friends. The same principles will apply to the provision of any hospitality by UPP to a third party, i.e. UPP will not provide tickets for such events to a third party unless a representative of UPP will also be attending and hosting such hospitality. Any exception will require clearance of the Group Director, Compliance or where relevant the Group Board Director.

Section C: Compliance

This policy applies to all UPP employees.

Section D: Further information and queries

Please contact the Compliance Department if you require any further information.

Information	
Revision	April 2016
Purpose of revision to	Format update
Written & proposed by	Group Director, Compliance
Revision date	April 2017

Section E: Further information and links

Document title	Purpose of appendix/link
Anti-bribery	Explains UPP's policy bribery and corruption
Conflicts of interests policy	Details how to disclose, determine actual or perceived conflicts of interest and how to manage such conflicts when they arise.
Disciplinary policy	Details the procedure followed for allegations of misconduct