SEAFRIGO

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GIFTS & INVITATION POLICY AT SEAFRIGO GROUP

SEPTEMBER 2025

INTRODUCTION

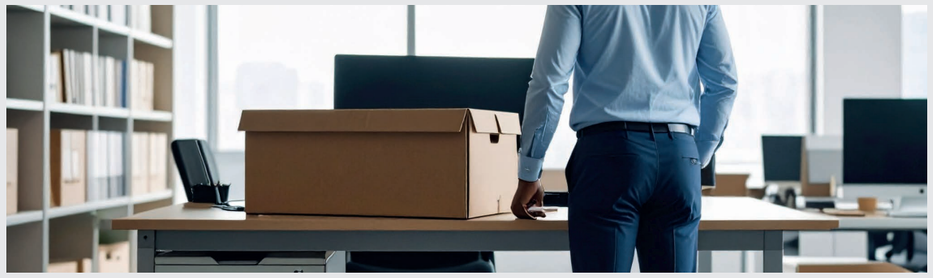
Seafrigo Group is committed to upholding the highest standards of integrity and transparency in all its business relationships.

This policy sets out the rules governing the offering and acceptance of gifts and invitations, in accordance with the recommendations of the French Anti-Corruption Agency (AFA) and best compliance practices, as stipulated in Seafrigo Group's Code of Conduct and aligned with its core values: **INTEGRITY, DIVERSITY & INCLUSION, ENTREPRENEURSHIP, ADAPTABILITY, and SYNERGY.**









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1 Legal Context

Seafrigo Group is committed to respecting all applicable laws and regulations in the field of Ethics and Compliance, and in this regard seeks to reinforce its identity as a trusted third party.

Seafrigo Group has therefore decided to strengthen its 'Gifts & Invitations' policy in accordance with the requirements of the Sapin II Law of 9 December 2016, to which it is subject.

This policy sets out the rules applicable to both received and offered gifts & invitations.

2 Definitions

Gifts: A material advantage given or received by an employee. This may include consumables, invitations (such as to restaurants, trade shows, sporting or cultural events), or promotional items of varying value.

Benefits: This generally refers to advantages or promises of advantages received by an employee that may initiate preferential treatment, employment, or services.

Hospitality: This includes meals, drinks, travel and accommodation expenses offered or received by the Group itself or by one of its employees, not falling within the framework set by the Group.

3 Scope of Application

The principles and rules regarding gifts & invitations within Seafrigo Group apply across all its entities:

- Executive officers;
- Employees;
- Occasional collaborators (temporary workers, apprentices, interns, volunteers, etc.);
- Third parties (service providers, suppliers, clients, auditors, statutory auditors, etc.).



4 Fundamental Principles & Applicable Rules

Offering or accepting a gift or invitation may be legitimate if it remains within a professional context and involves a reasonable amount. However, it may be considered an act of corruption if its purpose is to influence the performance or non-performance of an act by an employee.

Passive corruption: characterized by the act of directly or indirectly receiving gifts or benefits of any kind to perform, delay, or omit an act related to one's function.

Active corruption: occurs when an individual or legal entity offers, promises, or gives directly or indirectly any advantage to a person with the aim of influencing their action or decision.

What is acceptable:

What is generally considered 'acceptable' in business relationships includes:

- An occasional meal of reasonable cost, in compliance with the relevant internal procedures.
- Seasonal gifts of modest value (e.g., chocolates during the Christmas period). Whenever possible, these gifts should be shared within a department.
  The applicable threshold for recurring gifts from the same third party is set at two gifts, totaling up to €150 per year (2 × €75).
- Small promotional items (e.g., branded merchandise).

This requires vigilance:

- Gifts and invitations to sporting or cultural events that take place during or outside of working hours and whose value appears to exceed the authorized €75 threshold.
- Invitations to trade fairs or professional seminars.

Note: Employees require prior authorization from General Management for such gifts and invitations.

BEWARE of closely spaced frequencies (multiple gifts/invitations received over a 12-month period)

What is forbidden:

The following are considered unacceptable and prohibited:

- Any gift or invitation that is illegal under applicable laws and regulations,
- Gifts or invitations directed to a public official or authority, or that violate the rules to which they are subject,
- Gifts or invitations received or offered during sensitive periods, such as contract negotiations or tender processes (e.g., a supplier participating in a tender offers you an invitation to an event or proposes to perform work at your home for free, expecting in return that you award them the contract),
- Invitations to sporting or cultural events, or professional events, whose value appears excessive,
- Gifts or invitations sent to an employee's home,
- Gifts or invitations where the donor requests confidentiality,
- Gifts or invitations that could tarnish the public image of the Group,
- Gifts or invitations in exchange for favors that are outrageous or contrary to human dignity (e.g., sexual favors, etc.).

Cash or cash equivalents (checks, gift vouchers, etc.) are strictly prohibited.

The General Management and direct hierarchy must be informed of any proposed gifts or invitations that are considered prohibited.

CAUTION:
One should be equally vigilant regarding a single high-value gift and multiple lower-value gifts from the same person or company within a specified period.

Questions to ask when receiving or offering a gift or invitation:

- Is it legal?
- Does this comply with the Group's policy on gifts and invitation?
- What is the value of the gift or invitation?
- Have I been offered other gifts or invitations by the same person or organization in recent months?
- Do I feel that the gift or invitation is being offered as a courtesy or for commercial purposes, or with a view to obtaining something in return?
- Do I have permission to accept or offer this gift/service?
- Will this act be recorded in Safe Workplace?

5 Declaration and Approval Procedure

Any gift must be declared and approved in advance by management and/or the ethics committee.

Reports must be recorded in the Safe Workplace alert tool, accessible via the following link: https://seafrigo.safework.place/login , and must include, among other things, the following information:

- Beneficiary's identity,
- Identity of the natural/legal person offering,
- Nature and value of the gift/invitation.

If in doubt, it is recommended to consult with management and/or the ethics committee before accepting or offering a gift or invitation.

If the received gift cannot be accepted, it must be returned to the sender.

Gift value (GV)	Action(s)		
	Register with the Safe Workplace alert tool	Information or approval by the immediate superior	Validation by the Ethics Committee
Goodies	NO	Informations	NO
GV less than or equal to €75	YES	Validation	NO
VC between €75 and €150	YES	Validation	YES

Value of business meal given or received per guest (VBM)	Action(s)		
	Register with the Safe Workplace alert tool	Prior approval by line manager	Validation by the Ethics Committee
VBM less than or equal to €75	YES	NO	NO
VBM between €75 and 150€	YES	YES	NO
VBM over €150	YES	YES	YES

6 Sanctions for non-compliance

Failure to comply with this policy may result in disciplinary actions, in accordance with the company's internal regulations.

In the event of a serious violation, legal measures may be taken, including legal proceedings.

Under **national law**, in the private sector, both for acts of passive and active corruption, the penalty for an individual is 5 years of imprisonment and a minimum fine of €500,000 *(Article 445-1 of the Penal Code)*.

For legal entities, the fine is five times that applicable to individuals *(Articles 131-38 and 445-4 of the Penal Code)*.

Sanctions are doubled in cases of corruption within the **international framework**.

7 Policy Review and Update

This policy must be reviewed annually to ensure its relevance and compliance with legislative and regulatory developments.

For more information
Contact us at compliance@seafrigo.com for any further information.

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