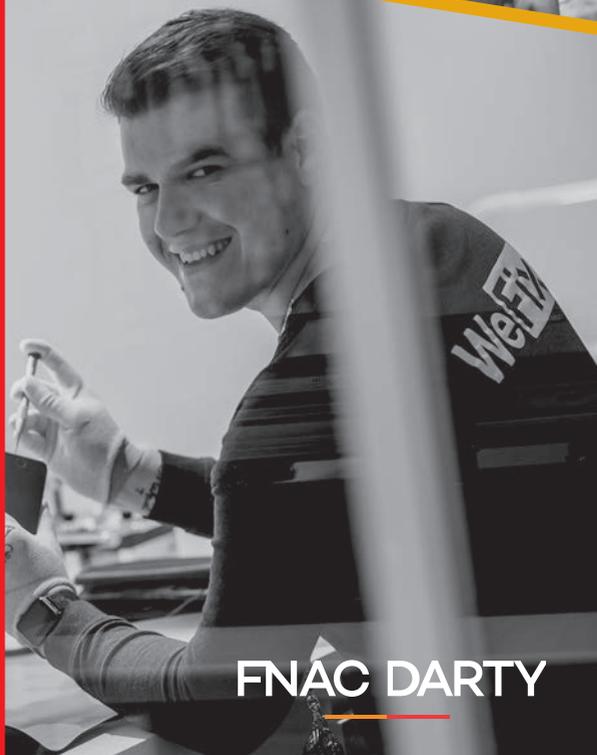


CHARTER



**GIFTS &
BENEFITS**



FNAC DARTY



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Preface

The guidelines on gifts and other solicitations from suppliers, third parties and partners supplement the Group's Code of Business Conduct, which sets out our ethical principles as well as our main rules of conduct and behaviour.

It is common to be solicited by suppliers or third parties in various forms: gifts, invitations to sporting or cultural events, leisure or semi-professional trips, etc.

In some professions, these solicitations are common practice to such an extent that they could be considered part of the normal life of the company. However, they are by no means innocent. They can, insidiously and sometimes even unconsciously, serve to undermine the independence of the company and, depending on the circumstances, may be similar to an act of corruption. Therefore, any solicitation, if it is accepted as reasonable, must be undertaken in full transparency with the hierarchy.

The integrity of all Fnac Darty Group employees and their independence from our suppliers, third parties and partners are key to the identity of our two brands.

We must therefore not compromise on these basic principles. The following rules must be complied with by each and every one of us. Any breach may be subject to disciplinary action.

Enrique Martinez
Managing Director Fnac Darty



01.

BENEFITS GRANTED BY SUPPLIERS, PARTNERS OR THIRD PARTIES

The acceptance, by a staff member of the Fnac Darty Group, of benefits for any purpose or in any form (cash, cheques, various advantages, etc.) is strictly prohibited, especially actions set up by suppliers to promote the sale of an article or a product range.

What should be done if the situation arises?

- The benefit offered must be brought to the attention of the employee's line management.
- A standard letter of negative response, drafted according to the model in **Annex 1** should be addressed to the company that proposed it.





GIFTS 02.

■ LOW-VALUE "ADVERTISING" GIFTS:

Advertising objects (calendars, diaries, gadgets) of low value that bear the company name or logo of the supplier or partner in a very visible way may be kept by the employee.

■ GIFT WORTH LESS THAN €100 AND NOT RECURRING*:

The gift may be accepted by the employee. However, they must inform their line manager.

■ GIFT WORTH LESS THAN €100 AND RECURRING*:

The employee must decline the gift.

An email or letter of refusal, drawn up according to the model presented in **Annex 1**, must be sent to the supplier.

■ GIFT WORTH MORE THAN €100 AND RECURRING* OR ONE-OFF:

The employee must decline the gift.

An email or letter of refusal, drawn up according to the model presented in **Annex 1**, must be sent to the supplier.

** A recurring gift is a gift received more than once from the same third party, by the same individual, over a period of 12 months.*

If you are in doubt about the value of the product offered and whether or not you should keep the gift, speak to your line manager.

Annex 2 gives examples of the types of gifts that should not be accepted, regardless of their value or frequency.

03.

BUSINESS MEALS

Meals that form part of the usual work meetings, and that are not of an ambiguous nature due to their presumed cost or frequency, are authorised subject to prior notification of the employee's line manager.

It is up to the hierarchy to avoid abuses in this area.

If you have any doubts, refer to the decision tree in Annex 4.





TRAVEL, SEMINARS **04.**

Travel that is not primarily devoted to business or technical meetings or visits is not permitted. The same applies to events that do not have a clear and concrete link with the Group's activity.

A standard letter with a negative response drafted according to the template in **Annex 1** must be sent to the company.

All trips and/or seminars must be authorised by the employee's superior.

EXAMPLE:

A supplier or potential supplier invites me to spend three days at a trade show. All expenses are covered (travel, entrance to the trade show, accommodation, meals as well as participation in a cultural event).

What should I do?

With the agreement of your hierarchy, you can agree to go to the trade show and, in the context of good relations, allow yourself to be invited to a meal or a cultural event on this occasion, provided that this remains a very occasional occurrence with the supplier concerned and that it takes place outside the critical phase (negotiations in progress, for example).

However, transport costs and accommodation must be paid for by the Fnac Darty Group.

If you have any doubts, refer to the decision tree in Annex 4.

05.

CULTURAL OR SPORTING EVENTS

Provided they are part of the employee's core business, acceptance of these invitations is authorised on condition:

- that they are within reasonable limits, particularly in terms of frequency.
- that they comply with the rules set out in point 4 concerning travel.
- that the employee notifies their line management and obtains their authorisation before accepting the invitation.

It is strictly forbidden to resell any invitation received to anyone.

EXAMPLE:

As an employee of the Fnac Darty Group ticketing department, I regularly receive invitations to cultural events.

What should I do?

With the agreement of your hierarchy, you can agree to go to this cultural event, alone or accompanied by a person from the same department, because in the context of your function it is essential to attend, as this will allow you to make recommendations in the shop or on the sites of the entertainment division.

However, transport costs and accommodation must be paid for by the Fnac Darty Group.

If you have any doubts, refer to the decision tree in Annex 4.





DIRECT PURCHASES FROM SUPPLIERS **06.**

Direct purchase from a supplier is prohibited.

PRESS SERVICES FOR EDITORIAL PRODUCTS **07.**

Press services that are useful for informing sales staff are not considered as gifts but must be sent to the shop for the attention of the department manager concerned. The same procedure as the one currently in place for loans, specifying whether or not they are to be returned, will enable the employee to take the product out of the shop.

08.

ANNEXES

ANNEX 1: REJECTION LETTER

"Dear Sir/Madam, I have received your gift, invitation (benefit offered to be specified) and I would like to thank you very much. Although I am very appreciative of this gesture, it is unfortunately not possible for me to accept this invitation, which is contrary to the **Gifts & Benefits Charter** in force within the Fnac Darty Group. I am sure you will understand, and I would like to thank you for your understanding."

ANNEX 2: NON-EXHAUSTIVE LIST OF PROHIBITED GIFTS REGARDLESS OF THE VALUE OR THE FREQUENCY

- Gifts governed by conditions or solicitations
- Offensive or inappropriate gifts
- Gifts in the form of services (*promise of employment, etc.*)
- Services provided by a third party free of charge or below market prices
- Excessive or luxurious gifts (*electronic equipment, jewellery, etc.*)
- Frequent gifts despite their low values
- Gifts for which the value could not be revealed without embarrassing the person



ANNEX 3: SUMMARY OF THE GROUP'S GIFTS AND BENEFITS POLICY

The acceptance of benefits, whatever their purpose or form (cash, cheques, various benefits, etc.) is strictly prohibited, save in exceptional cases (see below).

WHAT SHOULD I DO IF I RECEIVE A BENEFIT THAT DOES NOT COMPLY WITH THE POLICY OF THE GROUP?

- My line management must be informed
- A refusal letter must be sent to the supplier (**Annex 1**)

THE EXCEPTIONS

GIFTS

Gifts with a value of less than €100, which are not recurring and are not included in the list of prohibited gifts (**Annex 2**) may be accepted by an employee, but the employee must inform their line manager;

Gifts with a value of less than €100, whether recurring or not, included in the list of prohibited gifts (**Annex 2**) as well as all gifts with a value of more than €100 must be declined.

→ Letter of refusal (**Annex 1**) to be sent to the supplier.

CULTURAL OR SPORTING EVENTS

Some invitations are allowed if:

- The event is part of the employee's core business;
- The employee has referred to the decision tree (**Annex 4**) before acceptance;
- The employee informs their line manager before acceptance.

Furthermore, it is strictly forbidden to resell any invitation received to anyone.

BUSINESS MEALS

The meal is permitted if:

- It takes place in the context of normal work meetings;
- It is not ambiguous because of the presumed cost or frequency;
- The employee has referred to the decision tree (**Annex 4**) before acceptance;
- The employee informs their line manager before acceptance.

TRAVEL AND SEMINARS

Travel and events are permitted if:

- They are essentially devoted to meetings or visits of a business or technical nature;
- They are clearly and concretely related to the Group's activity;
- The employee has referred to the decision tree (**Annex 4**) before acceptance;
- The employee informs their line manager before acceptance.

ANNEX 4:
**DECISION TREE FOR GIFTS, BUSINESS MEALS, TRAVEL
 AND SEMINARS AS WELL AS CULTURAL OR SPORTING EVENTS**

I EVALUATE

I DECIDE

TAKE THE TEST I EVALUATE

CONTEXT

Yes? No?

Is the benefit being offered to me before a contract is renewed or before a decision is made on a commitment?

Is the benefit offered to me commercially or in return for a consideration?

IMPACT AND BUSINESS ETHICS

Does the benefit influence my decision?

VALUE OF THE BENEFIT

Does the benefit being offered to me not appear unreasonable?

If it is a gift, does it seem to have a value of more than €100?

FREQUENCY

Have I received a benefit from this supplier several times?

Trips and seminars / cultural or sports events

UNAMBIGUOUS NATURE OF THE BENEFIT

The benefit offered is not essentially devoted to meetings or visits of a business or technical nature and has no clear and concrete link with the activity of the Group?

1

DID YOU ANSWER YES?

If you have answered **YES** to any of the questions, the Group's Gifts and Business Policy is probably not being followed.

Management must be kept informed. A letter of refusal must be sent to the supplier (**Annex 1**).

2

DID YOU ANSWER NO?

If you answered **NO** to all the questions, the Group's Gifts and Business Policy is probably being followed. Management must be kept informed.

Once my management has been informed, I can accept the benefit.

CONTACT

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FIND OUT MORE

[Ethics and compliance alert line](#)

[Conflict of interest prevention charter](#)

[Business Code of Conduct](#)

FNAC DARTY