

# Gifts and Entertainment Policy

## Purpose

The purpose of this policy is to provide guidance to all team members of Oshkosh Corporation and each of its subsidiaries (collectively referred to herein as the “Company”) regarding giving and receiving gifts and entertainment.

## Scope

This policy applies to all team members, officers, and directors of the Company.

Departmental and regional policies may be more restrictive in which case team members are required to follow the most restrictive policy.

It is important to note that this Policy provides general guidelines around gifts and entertainment. Team members are encouraged to contact the Global Ethics and Compliance team with questions regarding receiving or giving gifts and entertainment.

This Policy does not provide guidance related to political contributions in the U.S. Guidance on political contributions can be found in the policy on Lobbying Activities, GBL-POL-LGL007.

## Definitions

*Cash/Cash Equivalent* – Includes physical currency, checks/cheques, prepaid cards, gift cards/certificates. This does not include in-store credits for Company merchandise that comply with other gift guidelines and are not convertible to cash.

*Business Entertainment* – Meals, tickets to events (such as the theatre or sporting events) or outings (such as golfing or hunting) where the business partner and team members are **both** in attendance to build goodwill and enhance business relationships.

*Business Partners* – Customers, prospective customers, suppliers, prospective suppliers, dealers, distributors, sales agents, consultants, and any person with whom the Company does or may do business.

*Fair Market Value* – The retail cost you would have to pay to purchase the item. If the fair market value is not known, then its value may be estimated based on the retail cost of similar items of like quality. The fair market value of a ticket, fee, or invitation to any event, recreational activity, or other entertainment is the face value of the ticket. Note that the dollar value of any amenities offered (like parking or additional buffet, etc.) must be added to the face value to capture the total fair market value. Fair market value may not be the ticket price for special events (like the Olympics, World Cup or Super Bowl, etc.), but rather, is the value the general public would pay to attend the event.

*Gifts* – Anything of tangible or intangible value. Meals, tickets, events, and other forms of entertainment where the business partner is not present is a gift rather than business entertainment since no business activity is taking place. Gifts do not include charitable donations (given to non profit or not for profit entities). Gifts do include items given to non-charitable entities (for profit or commercial entities).

*Monetary Thresholds* – Monetary thresholds are set for both accepting and giving gifts and entertainment. A gift must not exceed a fair market value of \$100. Business entertainment must not exceed a fair market value of \$250. Guidance for situations above these thresholds can be found in the applicable policy sections below.

*Non-U.S. Government Officials* – The definition of non-U.S. government officials as used in this policy is meant to be very broad. It includes any officer or employee of any non-U.S. government or government-controlled entity (including any department, division or agency of government), or any state-owned or state-controlled entity, from the local to the national level. Non-U.S. Government Officials may include, for example:

- Officers and employees of public institutions, such as notary publics, lawyers, teachers and doctors
- Companies under government ownership or control, even if the companies are operated like privately owned corporations (e.g., government-controlled joint ventures)
- Members of royal families
- An officer or employee of a national or international public organization
- Part-time workers, unpaid workers, and any person acting in an official capacity (e.g., a celebrity ambassador for UNICEF) on behalf of a government or public international organization (e.g., the United Nations or World Bank)
- An employee of any business that is owned or controlled by the state or government in any way (e.g., state-owned entities, state universities, public schools and hospitals, or state-controlled media)
- Any political party, official or candidate of a political party, or employee of a political party

*Sponsorship-Non-Charitable* – A sponsorship is the act of supporting an event or activity and can be charitable (given to a charity, non-commercial, not for profit or non-profit organization) or non-charitable (given to a for profit or commercial entity). Providing items for give aways or raffles/lucky draws at holiday parties or other special events to for-profit entities such as our customers is considered to be a gift and must follow the guidelines of this policy.

## Policy

The exchange of gifts and entertainment may be an appropriate business courtesy under limited circumstances. However, it can also create divided loyalties, inappropriate influences (actual or perceived), violations of our business partner's company policies, and violations of laws and/or regulations.

- Our Company competes fairly and ethically on the merits of our products and services. Likewise, our business decisions should always be made in the best interests of the Company.
- Our Company prohibits offering, giving, or receiving gifts and entertainment that are intended to gain a competitive advantage or to influence business decisions.
- Offering, receiving or providing gifts or entertainment that are excessive, frequent or inappropriate can be damaging to our Company, harm our Company's reputation and create actual or perceived conflicts of interest.
- Gifts and entertainment shall only be given if permitted under local laws and by the recipient's employer/government entity.
- It is never appropriate for a team member to solicit gifts, entertainment, or anything of value for themselves or anyone else.
- Where the policy requires pre-approval but circumstances do not provide time to obtain the prior approval, then a request for approval must be obtained as soon as practical after the gift or event.

### **ACCEPTING AND GIVING GIFTS BETWEEN TEAM MEMBERS**

Team members may provide and receive unsolicited gifts (including cash and cash equivalents such as gift cards and gift certificates) between fellow team members (including from leaders to team members) as long as the gifts are in good taste, reasonable and appropriate, paid for by the team member and not expensed to the Company. Under certain circumstances, it may be appropriate to provide a gift and expense it to the Company. In these circumstances, refer to JNT-POL-FIN012, Taxation of Employee Gifts, Prizes, and Awards for guidance, as well as GBL-POL-TV001 – Business Travel & Expense Policy and business unit specific policies/procedures, as applicable.

### **ACCEPTING GIFTS FROM BUSINESS PARTNERS**

While it is customary for some business partners to occasionally give small gifts to those with whom they do business, it is important that these gifts do not affect a team member's business judgment, or give the appearance that judgment may be affected. Accordingly, it is important for team members to be careful when accepting gifts. It must be clear that the person providing the gift or entertainment is not trying to influence or offer an inappropriate token of gratitude for a business decision or transaction.

Acceptance of gifts must be in accordance with this policy and with applicable regional or departmental policies or local laws that may be more restrictive.

Gifts include:

- Tickets to sports, music, or cultural events where Company team members and representatives of the business partner providing the tickets do not attend the event together
- Merchandise such as gift baskets, wine, clothing, mugs, pens, and other collectibles
- Travel or lodging not associated with a business conference, meeting or event
- Favorable terms or discounts on a product or service or free goods or services for the team member's benefit that are not otherwise available to all Company team members

- Any item of value including, but not limited to, any expense paid on your behalf (e.g., personal travel, child's tuition, mortgage payment) or use of equipment, vacation home, etc.

Team members may accept gifts from business partners outside of the Company provided the gift meets all the following criteria:

- Is of nominal value (**total fair market value cannot exceed \$100**). Gifts exceeding this amount should be returned with an explanation of Company policy, if practical. Should circumstances arise where gifts are received and cannot be returned or returning gifts would cause offense within the context of local custom, contact Global Ethics and Compliance for disposition
- Is not given to influence judgment or create the appearance that the gift giver is entitled to preferential treatment, an award of business, better prices, or improved business terms
- Would not embarrass the Company or the gift giver if disclosed publicly
- Is unsolicited and infrequent in nature
- Complies with any specific limits established by local law, local management, or departmental policy
- Is not cash or cash equivalent, and
- Would not prevent the recipient from awarding business to one of the gift giver's competitors.

If a gift is received that complies with the policy guidelines, but the receiving team member is not able to use the gift, the team member should return the gift, if practical, or contact Global Ethics & Compliance for proper disposition. It is not appropriate or permissible for team members to sell gifts received for their personal financial benefit.

### **ACCEPTING ENTERTAINMENT FROM BUSINESS PARTNERS**

Business entertainment is any event where the business partner is accompanied by the team member. This includes, but is not limited to:

- Meals
- Sporting, music, or cultural events where Company team members and representatives of the business partner attend the event together (if the business partner is unable to attend, refer to guidelines above for receiving gifts)

Team members may accept business entertainment offered for legitimate business purposes, such as building goodwill and enhancing relationships with business partners. Team members are encouraged to use good judgment regarding consumption of alcohol as part of entertaining.

Acceptable business entertainment must meet all the following criteria:

- Is unsolicited and infrequent in nature
- Is reasonably related to a legitimate business purpose (e.g., accompanying a business partner to a theater/sporting event or attending a business meal)

- Is not given with the intent to influence business or to secure an improper advantage (e.g., bribe, payoff, or kickback)
- Does not create the appearance (or implied obligation) that the giver is entitled to preferential treatment, an award of business, better prices, or improved business terms
- Is in good taste and occurs at a business appropriate venue
- Is reasonable (fair market value less than \$250) and appropriate in the context of the business occasion (business entertainment that is greater than \$250 must be approved in advance in writing by your team leader/supervisor and Segment General Counsel)
- Is not during or near negotiations with the business partner
- Would not influence, or appear to influence, our team member's ability to act in the best interest of the Company; and
- Complies with any specific limits established by local law, local management, or departmental policy.

**ACCEPTING BENEFITS RELATED TO BUSINESS EVENTS (CONFERENCES, ADVISORY BOARD/COMMITTEE MEETINGS, BUSINESS PARTNER VISITS)**

You may accept an invitation for free or reduced cost admittance to a business-related conference, briefing, seminar, or training session; Company authorized advisory board or committee meeting; or other business event hosted by a business partner or industry group provided fair market value is less than \$250 (greater than \$250 requires approval in advance and in writing by your leader/supervisor and Segment General Counsel) and meets all the following criteria:

- Is offered to other participants or businesses on the same basis
- Is unsolicited and infrequent in nature
- Is related to a legitimate business purpose (e.g., not solely a meal and/or refreshment with networking) and
- Is neither a real nor perceived conflict of interest arising from acceptance of the offer.

You may accept local transportation from a business partner when it is connected to your official Company duties and the expenses are reasonable under the circumstances. For example, local ride sharing for business purposes is permissible. You may not accept costs for a hotel that is within reasonable commuting distance of your business location that are paid by the business partner. Accepting expense-paid travel (transportation and lodging) for travel to/from out-of-town events is not allowed without prior written approval of your leader/supervisor and Segment General Counsel.

If you are asked to be a speaker or presenter at an event, you may accept free or reduced cost admittance as long as your leader/supervisor approves in advance. You may accept lodging, subsistence meals and transportation associated with the activity with prior approval by your leader/supervisor and provided that:

- The offer is made to other participants and/or businesses on the same basis

- The activity has a legitimate business purpose
- There is no real nor perceived conflict of interest arising from acceptance of the offer; and
- The offer is not excessive or unreasonable for the totality of the circumstances.

You may not accept honoraria or other cash compensation.

### **GIVING GIFTS TO COMMERCIAL BUSINESS PARTNERS (NON-GOVERNMENT OFFICIALS)**

Occasionally, offering gifts to business partners may be appropriate to strengthen relationships or comply with local customs. Company team members may offer gifts to business partners outside of the Company for legitimate business purposes, such as building goodwill and strengthening working relationships (e.g., holiday or ceremonial presentations, service anniversaries, retirements, etc.), provided the gift meets all the following criteria:

- Has fair market value under \$100 (preference should be given to promotional items with the Company logo)
- If valued \$100 or above, is pre-approved by the gift giver's leader/supervisor and Segment General Counsel. Die-cast models of Company products and Company logoed merchandise exceeding \$100 do not require pre-approval due to the promotional nature and limited market resale value.
- Is unsolicited and infrequent in nature
- Does not violate the policies of the recipient's organization
- Does not create the appearance of impropriety
- Is not given as a bribe, payoff, or kickback
- Is in good taste and would not embarrass the Company or the recipient if disclosed publicly
- Complies with any specific limits established by local laws, local management, or department policy

### **GIVING GIFTS TO U.S. GOVERNMENT OFFICIALS**

FAR Part 3 and U.S. Anti-kickback Act prohibit the offering, giving, soliciting or accepting of "any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind" for the purpose of improperly obtaining or rewarding favorable treatment in connection with a prime contract, or in connection with a subcontract relating to a prime contract."

Federal, state, and local government departments and agencies are governed by laws and regulations concerning acceptance by their employees of gifts, gratuities, or entertainment with whom those departments and agencies do business or over whom they have regulatory authority. Team members are expected to comply with the laws and regulations governing the departments and agencies with whom they work.

Company policy generally prohibits giving or offering to give any of these items to any actual or potential government customer or representative. Certain narrow exceptions may exist, including the provision of promotional materials, modest refreshments, or items of little intrinsic value. If you feel

these narrow exceptions apply, please seek guidance from Segment General Counsel or Global Ethics and Compliance before offering. Additional guidance is included in GBL-POL-LGL007 – Lobbying Activities.

### **GIVING GIFTS TO NON-U.S. GOVERNMENT (FOREIGN) OFFICIALS**

Please refer to the global procedure for Hosting Non-U.S. Government Officials (GBL-PROC-LGL004) and Lobbying Activities (GBL-POL-LGL007).

### **PROVIDING ENTERTAINMENT TO COMMERCIAL BUSINESS PARTNERS (NON-GOVERNMENT OFFICIALS)**

Business entertainment can play an important role in strengthening working relationships among business associates. The Company permits business entertainment when done for legitimate business purposes such as building goodwill and enhancing relationships with business partners, provided that it complies with these guidelines. Team members are expected to use good judgment regarding consumption of alcohol.

Entertaining business partners outside the Company is permitted only if such entertainment meets all the following criteria:

- Has fair market value under \$250 per attendee per event (greater than \$250 requires approval in advance and in writing by your leader/supervisor and Segment General Counsel). The cost per attendee would not include costs associated with renting a traditional business meeting venue.
- Is not provided with the intent to influence business improperly or secure an improper advantage (i.e., is not a bribe, payoff, or kickback)
- Does not create the appearance that the Company is entitled to preferential treatment
- Is in good taste and occurs at a business appropriate venue
- Is reasonable and appropriate in the context of the business occasion and would not be viewed as excessive by an objective third party
- Is unsolicited and infrequent in nature
- Is allowable by the recipient's employer
- Complies with any specific limits established by local law, local management, or departmental policies.

### **PROVIDING ENTERTAINMENT TO U.S. GOVERNMENT OFFICIALS**

Federal, state, and local government departments and agencies are governed by laws and regulations concerning acceptance by their employees of gifts, gratuities, or entertainment with whom those departments and agencies do business or over whom they have regulatory authority. Team members are expected to comply with the laws and regulations governing the departments and agencies with whom they work.

Company policy generally prohibits giving or offering to give any of these items to any actual or potential government customer or representative. Certain narrow exceptions may exist, including the provision of promotional materials, modest refreshments, or items of little intrinsic value. If you feel

these narrow exceptions apply, please seek guidance from Segment General Counsel or Global Ethics and Compliance before offering.

### **PROVIDING ENTERTAINMENT TO NON-U.S. GOVERNMENT (FOREIGN) OFFICIALS**

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### **DOCUMENTING APPROVED EXPENDITURES AND REPORTING IMPROPER OFFERS**

All expenditures for gifts and entertainment must be in accordance with Company policies and procedures, accurately recorded in the Company's books and records and supported by appropriate documentation. Appropriate documentation includes detailed receipts and documentation of whom the gift or entertainment was given to and the purpose/reason. Pre-approval as noted within the policy should be obtained using the Gifts and Entertainment Pre-Approval Form for your Segment. Email approval will be accepted in lieu of the Pre-Approval Form so long as it includes all approvers and details required in the Pre-Approval form.

Team members should report to Global Ethics and Compliance any instance in which they are offered money, gifts, or anything else of value, by a business partner with the intent to receive preferential treatment or are solicited for a bribe by a business partner.