

# Gift Guideline

Owner: Director, Enterprise Assurance, Compliance & Internal Audit

Effective date: January 13, 2010

Last updated: June 18, 2018

Last reviewed: June 18, 2018

*This document was formerly known as the Acceptance of Gifts Guideline.*

## Purpose

This Gift Guideline ("Guideline"):

- Reinforces our commitment to adhering to the highest ethical standards of conduct in all of our business activities as set forth in the Code of Business Conduct & Ethics.
- Provides clarity on when it is acceptable to offer to, or receive gifts from, vendors, service providers, contractors, associates, industry colleagues, public officials and other non-Cenovus personnel (including any member of their families) as a result of employment with or service to Cenovus.

## Scope

This Guideline applies to all Cenovus employees, officers and directors and contractors.

Service providers working for Cenovus must have in place guidelines that achieve at least the same standards as this Guideline.

## Roles and Responsibilities

### Staff

Read and understand this Guideline and seek guidance from your supervisor when contemplating giving or accepting gifts. When giving a gift, retain receipts, properly record the expenditure and obtain appropriate approval.

### Supervisors

Supervisors are responsible for monitoring compliance with this Guideline and for approving the giving and receipt of gifts.

### Government Affairs

Provide authorization for any gift to a public official or public office holder.

### Enterprise Compliance

Enterprise Compliance is responsible for developing, communicating and supporting this Guideline and associated training and awareness.

## Guideline Statements

### Acceptable Gifts

Offering gifts, including promotional items provided at Cenovus sponsored business-related meetings, are acceptable if done so in compliance with the Meetings and Events Practice.

Acceptable gifts offered or received in relation to Cenovus's business, not governed by the Meetings and Events Practice, must meet the following criteria:

- North America
  - Are nominal in value (a maximum of \$250 Canadian or United States currency)
  - Occur infrequently (should not exceed four occurrences in a 12-month period from or to the same source)
- Outside of North America
  - Any gifts associated with Cenovus business activities outside North America must:
    - comply with a maximum value and frequency criteria determined on a location by location basis
    - Comply with applicable law
    - have Legal approval

## Unacceptable Gifts

Gifts and entertainment should never be offered or accepted with the intention to influence, or appear to influence, business decisions, public policy or relationships in any way.

Gifts and entertainment, offered or received, are not acceptable where:

- It might create a conflict between personal interests and professional duties or create the appearance of such a conflict
- A sense of obligation is created (e.g. causing the staff member to influence the selection of vendors)
- The gift provided is to a staff member's spouse, family member, friend or associate inconsistent with the Conflict of Interest Practice
- The gift is not permitted under the rules of the third party's organization
- The gift involves or is otherwise associated with a public official and it has not been administered pursuant to the Trade Compliance & Integrity Standard or approved by Government Affairs
- In the case of public office holders, the gift is given at a price that is less than its commercial value, where there is no obligation of reimbursement

## Political Contributions and Wrongful Payments

Political contributions may be construed as a gift. Cenovus does not make political contributions. As an example, if you are attending an event where any portion of the ticket cost is considered a political donation, Cenovus cannot reimburse the cost of this event.

Gifts provided to (and in certain cases received from) public office holders for lobbying may not be permitted under the law, can attract civil and criminal sanctions or may be subject to certain specified limits and restrictions. Government Affairs should be contacted in accordance with internal guidance.

If you are a registered lobbyist, political volunteer work may also be construed as a prohibited gift, in some jurisdictions. Government Affairs can provide further guidance if you believe this may apply to you.

Gifts provided to (and in certain cases received from) public officials in order to obtain or retain business or gain an improper or unfair advantage (like bribes and kickbacks) are not permitted under the law and can attract civil and criminal sanctions. The provision of gifts to public officials must therefore be managed carefully to avoid such risks and the perception of impropriety. Enterprise Compliance should be contacted in accordance with the Trade Compliance & Integrity Standard so that gifts associated with public officials are reviewed for appropriateness and legality. Enterprise Compliance will consult with Government Affairs and Legal.

# Compliance and Enforcement

## Monitoring

Audit programs are in place that track both the contracts issued to external parties and the expenses those parties incur in providing gifts.

Enterprise Compliance, Government Affairs and supervisors will monitor compliance with this Guideline.

## Exemptions and Waivers

Any gifts valued individually or cumulatively beyond nominal value require consent from your supervisor or Cenovus representative (for example, tickets to a sporting event may exceed the nominal value and the staff member's supervisor would have discretion to either approve or disapprove the gift).

## Consequences of Non-compliance

Any violations of this Guideline may lead to disciplinary action, up to and including termination of employment or services.

## Support

If a staff member is unsure about the appropriateness of a gift because of its value, frequency or intent, the gift should not be given or received, and the supervisor or Cenovus representative should contact Enterprise Compliance or Government Affairs, as applicable, for clarity on appropriateness of any gift in such circumstances.

Any person with knowledge or suspicion of non-compliance related to gifts received or given are to be reported to your Supervisor, Human Resources Business Partner, the Integrity Helpline or the Investigations Committee.

## Glossary

**Gift** includes anything of value including, but not limited to, cash and cash equivalents, tangible products, merchandise, services, meals, drinks, refreshments and tickets to sporting, cultural, music or social events.

**Public official** includes, without limitation, any minister, civil servant, director, officer, employee, official or other person acting for or on behalf of any:

- government, state, province or municipality
- political party or candidate for public office
- regulator, government department, agency or body
- government-owned or controlled company (e.g. hospitals, utility companies, energy companies, universities, financial services companies)
- public international organization; or
- Aboriginal band, Metis local or society (or entities owned by such a band or local or society), and any other organization which purports to exercise public rights for and on behalf of one or more aboriginal or indigenous groups