



## Gift and Entertainment Policy - North America

<b>Effective Date:</b>	May 4, 2015
<b>Last Revised:</b>	March 23, 2015
<b>Policy Owner – Name/Title:</b>	Mosaic Law Department
<b>Review Due Date:</b>	April 1, 2016

### 1. Purpose/Objective

Extending gifts or entertainment to Mosaic's customers, or having them offered to us by vendors, is often customary and reasonable in today's business environment, and can help build goodwill in business relationships. But when handled inappropriately, such business courtesies can have consequences that may be embarrassing, damaging or even illegal. The purpose of this Gift and Entertainment Policy is to prescribe and communicate Mosaic's rules and expectations in this area.

### 2. Policy Scope

This policy applies to all Mosaic employees in North America. In the context of customers or vendors who may be considered government officials, employees must also consult Mosaic's Worldwide Anti-corruption Policy which, in general, prohibits offering or providing anything of value to such persons.

### 3. Administration

In offering or providing gifts or entertainment to customers, we must insure that the gift or entertainment has a legitimate business purpose, and would not appear to influence or seek favor from the customer, reflect unfavorably on Mosaic or the customer or place them in an uncomfortable or compromising position. Any gifts offered or provided must be of nominal value, may never be of cash or cash equivalents (such as gift cards) and where feasible be of logoed items that promote Mosaic's brand. Any form of entertainment that we may offer or provide must be consistent with the norms of courteous, respectful and professional business relationships.

With respect to gifts or entertainment which may be offered or provided to Mosaic's employees or their family members by a vendor, Mosaic employees must (i) never seek or solicit them, (ii) not accept them if their value could cause, or give the appearance of causing, the vendor to expect or Mosaic to provide any favor as a result, and (iii) not abuse normal business courtesies by engaging in any repeated practice or pattern of accepting them. In addition, Mosaic employees may not accept from a vendor gifts of cash (or cash equivalents such as gift cards) or loans of any amount.

Before accepting any gift of over \$50 in value, or any vendor outing of over \$100 in value, Mosaic employees must complete the Gift and Entertainment Approval Form which upon completion will be automatically routed to the appropriate business unit or function designee for review and approval as warranted. Mosaic's business units and functions may require approval for gifts less than \$50 in value and vendor outings less than \$100 in value by communicating such requirement to affected



employees.

All vendor outings requiring an overnight stay, regardless of their value, are subject to approval via the Gift and Entertainment Approval Form. Once approved, employees are personally responsible to pay for all travel costs and any expenses not covered by the amount approved.

Those administering this policy may ask vendors to provide to Mosaic a listing of all Mosaic employees to whom gifts or entertainment have been provided.

Violation of this policy, including failure to accurately complete and submit a Gift and Entertainment Approval Form as required by this policy may result in disciplinary action, up to and including termination of employment.

#### **4. Related Policies / References**

Mosaic Code of Business Conduct and Ethics  
Mosaic Worldwide Anti-Corruption Policy

#### **5. Definitions**

As used in this Policy, the following terms have the means set forth below:

“Customer” means a person, firm or company to whom Mosaic sells or seeks to sell products or services or to whom we offer or provide gifts or entertainment. In the case of customers who may be government officials, Mosaic’s Worldwide Anti-corruption Policy must also be consulted.

“Gift” means any business gratuity or item of any value offered by a vendor or provided to a customer, but excludes logoed items of nominal value such as pens, hats, shirts, mugs, etc.

“Entertainment” includes, without limitation, items such as meals, drinks, entry to or attendance at recreational, sporting, cultural, or social events when accompanied by the providing vendor or when accompanying the customer. If any such items are provided without the presence of the respective vendor or customer, they are not considered entertainment, but rather gifts.

“Vendor” means a person, firm or company which provides or seeks to provide any goods or services to Mosaic or from whom gifts or entertainment are offered or provided.

“Vendor Outing” mean any form of entertainment provided by a vendor but excluding those consisting solely of meals.