



Global Policy on Doing Business with the Government



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I Overview

Linde businesses engage in business relationships with many national governments and their subdivisions such as states, provinces and municipalities, and with companies owned or controlled by governments (collectively "Government"). It is an essential element of Linde's *Code of Business Integrity* that full compliance with Government contracting requirements be maintained wherever Linde does such business.

This *Global Policy on Doing Business with the Government* ("Policy") is intended to provide Linde Employees, which includes employees, directors and officers, with an understanding of compliance with Government bidding and contracting. It also outlines a procedure for dealing with Government contracts. However, if you have any concern about whether any conduct complies with Linde's standards, you should promptly discuss these questions with your manager, your assigned legal counsel or your compliance officer.

Penalties for non-compliance with government contracting requirements can include criminal and civil penalties for employees and Linde.

Non-compliance can also result in Linde being prohibited from doing future business with the Government and harm to Linde's reputation with its customers, shareholders and the public at large. The consequences for a Linde Employee who fails to comply with Government contracting compliance may include disciplinary action up to and including termination of employment.

When working on Government transactions, it is very important to stay vigilant in avoiding not only actual violations of laws, regulations or Linde policies, but also any appearance of impropriety.

II Standards of Conduct in Government Transactions

Linde Employees and others who are working on behalf of Linde businesses must adhere to the following standards of conduct with respect to all transactions with any Government.

Be truthful and accurate in all communications and other dealings with the Government:

- A false statement to the Government can lead to criminal penalties and cause damage to Linde's reputation.
- Violation of Government requirements can lead to disqualification from participation in future Government contracts as well as civil and criminal penalties. Linde Employees can be held personally liable.
- Treat every Government contact as sensitive. Notify your assigned legal counsel immediately if you are notified by the Government of a possible lapse in the performance of the respective contract.
- Government contracts typically have strict accounting standards. Make sure that the proper Linde financial resources are used to confirm that all representations are accurate, and standards are being met.



Be sure to follow proper procedure for the review of all Government bids, purchase orders and contracts, including a legal review:

- Consult the person appointed by the business management to manage contracts with the Government (the "Government Contracts Contact") and your assigned legal counsel if you have any questions or concerns about proper documents or procedures for participating in bids or transactions with the Government.
- Ensure you have all the properly signed documents before you start delivering any service or product.
- If you have any questions about how you should interpret a Government contract's terms and conditions, you should consult your assigned legal counsel.
- Coordinate all Government contract changes and price changes in advance with the designated Government Contracts Contact for your business or your assigned legal counsel.

Be very attentive to what you are certifying when you sign a Government contract – whether in hardcopy or online:

- If you intend to sign the contract yourself, you should first confirm that you have the authority to do so.
- An online certification can bind Linde as effectively as a hardcopy certification.

Do not unduly influence Government employees:

- Never discuss employment opportunities at Linde with Government employees, as it might be interpreted as an attempt to confer a benefit to the Government employee.
- Providing any gifts or entertainment to or, for the benefit of, any Government employee is only possible in exceptional circumstances. As we do not seek to improperly influence a Government employee to obtain or retain business or an advantage in business, we do not offer any gifts or entertainment when negotiating a contract or participating in a Government bid process (refer to the *Global Gifts & Entertainment Policy* and *Global Healthcare Compliance Guide*).
- Never make any improper payments. An improper payment is any offer or promise to give anything of value to any Government employee with the intent to influence administrative action or to otherwise obtain an improper advantage. An improper payment is improper, whether offered by a Linde employee or by a third party acting on behalf of Linde. Refer to the *Global Anti-Bribery & Anti-Corruption Compliance Policy* and the *Global Policy for the Engagement of Service Providers*.

III Centralized Government Bid Review Process

In order to maximize compliance in transactions with the Government, each business unit and/or area doing business with the Government shall establish a centralized Government bid review process, as follows:

- All phases of any Government bid submitted by any business unit and/or area must be coordinated with the Linde employees who have been designated as the Government Contracts Contact for the business unit and/or area.



- Each business unit and/or area shall ensure that it has proper financial and accounting resources with the skill sets necessary to comply with applicable Government accounting standards.
- Each business unit and/or area may designate a limited number of business personnel who can authorize and submit bids for Government contracts.
- Each business unit and/or area must maintain a list of individuals who are approved for executing Government contracts and this list must be approved by the business unit's business leader.
- Before submitting any Government bid, each business unit and/or area must obtain prior legal review, consistent with any procedures established by the Global Law Department.
- All elements of the process of preparing and submitting each bid must be documented.
- All contract changes – modifications, scope changes, amendments, delays and contract extensions – are exceptional and subject to local laws. You must obtain properly authorized written consent from the appropriate Government representatives before such changes are made or implemented.

Government contracting requires heightened awareness and strict compliance is required:

- Non-fulfillment may be the basis for breach of contract, contract penalties, and/or exclusion to participate in Government bids.
- Failure to comply with the strict terms of the signed contract (including unauthorized implementation of price increases, surcharges, and others) may be the basis for breach of contract claims, contract penalties and/or exclusion to participate in Government bids.
- Improper billing may also be the basis for fraud claims.

IV Effective Date

This Policy is in effect as of April 2021.

V Questions or Additional Information

Should you have questions regarding this Policy, direct inquiries to your Government Contracts Contact, legal counsel or compliance officer.



Appendix

10 Takeaways for Doing Business with the Government

1. Strict compliance with the Government bidding and contracting process is a must.
2. Compliance requirements apply at all Government levels, including government-owned and state-owned enterprises.
3. Improper payments are prohibited.
4. Coordinate all Government bids with the designated Government Contracts Contact for your business or area.
5. Each business unit and/or area shall designate a limited number of business personnel who can authorize and submit bids for Government contracts.
6. Government contract terms must be strictly followed.
7. Coordinate any contract changes in advance with the designated Linde Government Contracts Contact for your business or area and or assigned legal counsel.
8. Penalties for non-compliance with Government contracting requirements can include criminal and civil penalties for employees and Linde.
9. Improper billing may also be the basis for fraud claims.
10. When in doubt about any Government transaction, always consult your compliance officer or assigned legal counsel.