

1 January 2017



PostNL N.V.
Board of Management

PostNL Business Principles

Author Director Audit & Security

Title PostNL Business Principles

Version 2.0





The PostNL Business Principles have been formally issued by the CFO on behalf of the PostNL Board of Management. The PostNL Business Principles is published on the PostNL website.

Title **PostNL Business Principles**





1 Introduction

We are PostNL, the essential link between senders and recipients of mail and parcels. We provide convenience, control and reliability for all customers, both online and through our physical networks. And we are always close by: our deliverers reach every recipient, whatever the weather.

We are a big company with many employees, multiple segments and an international network. Our Business Principles form the basis of our actions and guide our decisions regarding doing business with others or entering into joint ventures. We expect everyone who works with or for PostNL and our business relations to comply with our Business Principles. As the Business Principles are so important, these will always be easy to find.

The Business Principles describe what we expect of our business relations and everyone who works with or for PostNL, as well as what they can expect from us. Several codes of conduct have been formulated to explain certain situations further. These codes describe how to act in the situations concerned and who to contact in the event of any questions.

2 PostNL Business Principles

Reliable

1. We comply with relevant legislation and regulations and with the corporate policy we have formulated. We provide full, fair, accurate and timely disclosure in our reporting. We deliver our external reporting on the basis of legal requirements and internationally applicable standards. We also comply with the rules of the stock exchange on which PostNL is listed. We follow the corporate policy set by the management responsible. This policy has been approved by the Board of Management and the Supervisory Board.
2. We protect the property and information that have been entrusted to us.
Our customers can count on us to handle the mail and goods entrusted to us with care and discretion and as agreed. So it is important that we protect these matters with the greatest possible care. We must ensure that any information entrusted to us in confidence is kept as such under all circumstances and is not made public.
3. We communicate openly, honestly and transparently with everyone who works with or for PostNL, our customers, our business relations, our shareholders, governments, the press and society. However, confidential information is and remains confidential. It is expected of everyone that no confidential information is discussed in places in which third parties could be present. This applies to digital, verbal and written communications.





4. Our company safeguards privacy.

PostNL takes all necessary measures to protect and safeguard personal details. This also applies to you as individual: if you do not handle privacy with care, it can harm the company's interests. You should avoid discrediting yourself and the company.

Fair trade

5. We avoid conflicts of interest.

Our integrity and reputation depend to a large extent on how our employees behave. Therefore you must make sure that you stay away from conflicts of interest, or any suggestion of such and that you act with integrity.

6. We will not use company resources for improper personal gain.

Company resources are entrusted to you in order to carry out your work. Do not use our company resources for financial or other personal gain.

7. We will not require, pay or accept bribes or inappropriate personal gifts.

Make sure that you cannot be bribed; do not accept or pay any bribes and in this context do not accept any personal gifts.

8. We will not engage in unethical practices to gain competitive advantage.

Our customers can rest assured that we will business fairly and transparently under all circumstances. We believe in fair competition. We will not engage in any prohibited practices to gain competitive advantage. We will also not abuse the important position that we occupy in some markets.

We comply fully with the applicable anti-corruption and bribery legislation that governs PostNL. We firmly believe that that legislation is analogous to current international anti-bribery and corruption legislation including the United Kingdom's Bribery Act 2010; the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, 1997; and the Foreign Corrupt Practices Act of 1977 of the United States of America, as amended by the Foreign Corrupt Practices Act Amendments of 1988 and 1998. We require all of our sub-contractors, agents and suppliers to comply fully with all anti-bribery and corruption legislation relevant to them and to have an internal compliance programme to deter bribery and corruption that is analogous to current international anti-bribery and corruption legislation including the United Kingdom's Bribery Act 2010; the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, 1997; and the Foreign Corrupt Practices Act of 1977 of the United States of America, as amended by the Foreign Corrupt Practices Act Amendments of 1988 and 1998. Any breach of relevant anti-bribery and corruption legislation by a sub-contractor, agent or supplier will be a material breach of any relevant agreement providing PostNL with a right to terminate such agreement immediately on notice.





Respect and diversity

9. We offer equal opportunities to all of our employees.

10. We will not discriminate on age, disability, ethnicity, gender, marital status, race, religion or sexual orientation.

11. We treat everyone fairly and with respect for privacy.

We think it is important that our employees treat others fairly and with respect. We are all responsible for maintaining good working relationships and a pleasant working environment.

12. We offer all our employees safe and healthy working conditions.

We offer all our employees a safe workplace and healthy working conditions. We work hard to reduce the risk of illness and workplace accidents to a minimum. We run frequent trials to monitor safety and working conditions within the company and implement improvements wherever possible. We will do everything in our power to ensure that our employees can carry out their work in a safe way. We also do not tolerate any form of threat or violence.

Customer focus

13. We aim to provide our customers with the most reliable and efficient solutions.

Our customers can rely on us to always find the best conceivable and most reliable solutions to support their e-commerce or other business and to transport and deliver their mail and parcels.

Neutral

14. We will not involve ourselves in party politics.

We are independent and impartial. We will not involve ourselves in party politics and do not issue loans, gifts or donations to political groups. An individual or business endeavour for a political party may never be linked to the PostNL brand.

Socially responsible

15. We are committed to developing and promoting a culture in which human rights are not infringed.

We accept our responsibility. We feel free to contribute our social views on issues that can have an impact on the environment, the world, the principle of equality, our operations, our employees, our shareholders and our customers. We will do everything within our power to prevent slavery and human trafficking. We have a zero-tolerance approach to modern slavery and human trafficking and we are committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery or human trafficking is not taking place anywhere in our own business or in any of our supply chains. We expect the same high standards from all of our contractors, suppliers and other business partners, and we expect that our suppliers will hold their own suppliers to the same high standards.





16. We support and strive to implement developments in our business operations that can have a sustained, beneficial impact on the environment and society.

PostNL aims for sustainability and high quality. We promote developments that will benefit the environment and society. Society can expect us to integrate any such initiatives into our business operations whenever that is possible and opportune. We act on our corporate social responsibility and are constantly looking for ways to develop it further.

3 Application of these principles

The PostNL Business Principles apply to all PostNL group companies and PostNL employees. PostNL expects its business associates, agents and suppliers to comply with the PostNL Business Principles.

The PostNL Board of Management is responsible for adopting, communicating and enforcing the PostNL Business Principles. Our internal audit, integrity, risk management and security functions support the board in monitoring compliance.

Any change in the principles or waiver of provisions may be made only by the PostNL Board of Management with approval from the PostNL Supervisory Board. Such changes will be promptly disclosed on the website of PostNL.

We will not penalise employees for loss of business resulting from adherence to the PostNL Business Principles, for pointing out misconduct or suspected misconduct of these principles, or for taking any lawful action with regard to a misconduct or suspected misconduct.

4 Violation of these principles

Violation of the PostNL Business Principles can lead to disciplinary actions, dismissal and, where laws are broken, civil or criminal prosecution.

5 If you have questions or would like advice

All employee decisions must be made with full recognition and compliance with these PostNL Business Principles.

Whenever you have any question as to whether any conduct is permissible, you should check with your supervisor or line manager. If your concerns cannot be addressed locally or if you would like





advice on implementing or applying of the PostNL Business Principles, please contact the Audit & Security department.

Contact information:

PostNL Audit & Security

PO Box 30250

2500 GG 's Gravenhage

E-mail: integrity@postnl.com or integriteit@postnl.nl

Phone: +31 (0)88 868 6116

6

PostNL group procedure on whistleblowing

If you observe a serious situation within the company that is in conflict with the law, PostNL Business Principles or other provisions, you can report this anonymously. Reports will be investigated according to the procedure as described in the group procedure on whistleblowing. If you report misconduct in good faith, PostNL will not allow you to be penalised.

For more information please consult the PostNL group procedure on whistleblowing.

