

## NISSAN GLOBAL ANTI-BRIBERY POLICY

### OVERVIEW:

The Global Code of Conduct requires the Nissan Group (as defined below) to comply with the laws and Local Guidelines (as defined below) applicable to our business activities. Nissan Group prides itself on acting fairly and ethically wherever it does business. Nissan Group's reputation is built on its values as an organization and the values of its employees. Nissan Group consistently treats customers, employees, suppliers, and communities with honesty, integrity, fairness, and trust.

This Global Anti-Bribery Policy ("Policy") sets out how you should behave and what you should do if you are confronted with corruption, the responsibilities of the Nissan Group and its Employees, and establishes the global framework for this Policy.

### 1 SCOPE:

This Policy applies to Nissan Motor Co., Ltd., its subsidiaries and affiliates ("Nissan Group") and their respective officers, directors, employees, contract employees, and other individuals employed by Nissan Group ("Employees"). Each Employee must comply with this policy.

### 2 ANTI-BRIBERY LAWS AND HOW THEY APPLY TO YOU:

The laws of Japan and of many other countries where Nissan Group does business specifically prohibit or otherwise regulate certain activities such as authorizing, paying, promising or offering to give anything of value to "government officials"<sup>1</sup> or private individuals in order to influence those individuals to act favorably towards Nissan Group. In some countries, these acts are criminal acts of bribery<sup>2</sup> and globally, are in all cases subject to prohibitions and regulations under the Global Code of Conduct and applicable Local Guidelines.

Since the laws and Local Guidelines applicable to companies and Employees of Nissan Group may vary from country to country, each Employee of Nissan Group must familiarize himself or herself with the laws and Local Guidelines applicable to his or her activities world-wide and, in all cases of doubt

regarding the appropriateness of conduct, consult with his or her manager, Legal Department, or Compliance Committee in order to ensure that they conduct business in compliance with applicable anti-bribery laws. These laws include, but are not limited to, the Japan Unfair Competition Prevention Act, U.K. Bribery Act 2010, US Foreign Corrupt Practices Act. Violations of these laws and other similar laws, in many cases, are punishable by imprisonment and fines for the individuals involved, regardless of nationality. For Nissan Group, a violation may result in substantial fines and restrictions, greatly impacting the Nissan brand, reputation and financial position.

In addition to applicable laws, you also should consult relevant portions of Nissan corporate policies relating to Code of Conduct, and Code of Ethics, Gift Policy, and Conflict of Interest, where applicable.

<sup>1</sup> Individuals that act in a public capacity and including government employees, employees of government controlled or owned entities, elected or appointed officials (including candidates), any official or agent of a public international organization, and members of a royal family in some countries, are treated as "government officials" under the anti-bribery laws of some countries.

<sup>2</sup> While the laws of each country may vary, prohibited acts of "bribery" are generally recognized as including acts such as offering, giving, accepting, receiving, or soliciting something of value to or from a "government official" or private individual where the intent is to improperly obtain or retain business or gain an advantage. It may also include any promise, representation or conduct without actually carrying through the bribe, if that promise, representation or conduct influences a person to act improperly.

### **3 GOVERNING PRINCIPLES OF THE POLICY:**

- 3.1. Nissan Group will only conduct business in compliance with the laws. Nissan will institute zero tolerance for acts constituting bribery which violate this Policy.
- 3.2. Nissan Group shall comply with the following principles:
  - 3.2.1. Keep and maintain impartial and fair relationships with all third parties with whom Nissan Group conducts business.
  - 3.2.2. Do not give, or promise, offer to give anything of value (money, gifts, entertainment, travel, preferential treatment, etc.) in violation of applicable anti-bribery laws and/or the Nissan Group Code of Conduct, Ethics, and Gift Policies to obtain a business advantage or to obtain or retain business for the benefit of Nissan Group. Do not receive, or offer to receive anything of value (money, gifts, entertainment, travel, preferential treatment, etc.) from another person or entity seeking to do business with Nissan Group resulting in such violation. With respect to certain limited circumstances (e.g., bona fide marketing activities to promote Nissan products) special and/or local exceptions to the foregoing may be provided under the Local Guidelines to the extent permitted by applicable laws.
  - 3.2.3. "Facilitation or Grease payments" are small financial payments to low-level government officials that have non-discretionary power for the purpose of expediting a routine government action. Facilitation or grease payments are also prohibited except to the extent clearly approved under Local Guidelines and are subject to the required approval being obtained in advance as set forth in any such Local Guidelines.
- 3.2.4. Take affirmative steps to prevent third parties acting for or on behalf of Nissan Group from engaging in Bribery. Nissan Group expects its suppliers, contractors, vendors, distributors, third party agents, consultants, or individuals acting for or on behalf of Nissan Group to also comply with all applicable laws and company policies regarding anti-bribery.
- 3.2.5. Report violations of this Policy, Local Guidelines, or any other related policies. Refer to Local Guidelines for specific reporting requirements, processes, and local contacts.
- 3.2.6. Keep accurate records such as invoices, receipts, payments made, and purpose of such receipts/payments in accordance with the Nissan Group record retention policies. Full and accurate records demonstrate complete transparency.
- 3.2.7. Do not retaliate for reported violations. Retaliation against anyone who reports a potential violation in good faith or who participates in an investigation is strictly prohibited.

### 3.3 Examples of Prohibited and Permitted Activities:

#### 3.3.1. Examples of bribery:

- ▶ Cash, gifts, travel, and entertainment, except those allowed under 3.3.2 below, in exchange for awarding or retaining Nissan business.
- ▶ Gifts or favors (such as offer of employment, loaning a vehicle) to a family member of a government official.
- ▶ Cash or gift made by a third party agent or sales company on behalf of Nissan to government official or private individual to secure vehicle sales.
- ▶ Cash payment in exchange for reduction of custom duties or favorable tax treatment.
- ▶ Supplier offers gift to Nissan employee to influence placement on Nissan supplier panel or sourcing decision.
- ▶ Expensive gifts, dinners, entertainment, and travel made to government official or employee of a government owned company resulting in the recipient taking actions in favor of Nissan.
- ▶ Foreign service assignee makes a small payment or gift to government official or government owned company for purpose of securing or retaining Nissan business.

#### 3.3.2. Examples of acceptable entertainment and hospitality gifts:

- ▶ In certain limited circumstances, reasonable (moderately priced) entertainment and small gifts may be acceptable so long as it is allowed under applicable laws.
- ▶ Entertainment or gift value must be a small amount measured against (a) prevailing market rates for similar expenses, (b) Nissan business expense guidelines and corporate policies, and (c) custom, locally and within the industry. Lavish or expensive entertainment or gifts are not permitted and considered to be unreasonable.
- ▶ Small gifts (giving and receiving) for purposes of marketing activities such as promoting one's product or services so long as it does not violate Nissan's corporate policies on gift giving, conflict of interest, or code of conduct and is not made on a frequent basis in same calendar year.

In each instance, you must refer to Local Guidelines, applicable anti-bribery laws, and any other relevant corporate policies to confirm such entertainment or gift is allowed. When in doubt, consult your manager, HR representative, Legal Department, or Compliance Committee. Where required under Local Guidelines or Nissan corporate policies, seek necessary approvals in advance.

#### **4 OTHER RESPONSIBILITIES:**

##### **4.1. Global Policy**

NML Legal is responsible for updating this Global Policy. Legal advice regarding the subject matter of this policy should be obtained from the legal departments of the applicable MC Region.

##### **4.2. Local Guidelines**

A regional compliance committee shall establish Local Guidelines to augment this Policy. "Local Guidelines" are regional or local Nissan policies, procedures, handbooks or other resources to augment this Policy, including but not limited to how and where to report violations, accurate record keeping, responsible department or individuals for anti-bribery policies, and internal controls to ensure compliance by Employees and the Nissan Group. Local Guidelines shall not contradict or supersede this Global Policy and shall be limited for the purpose of explaining this policy, conforming to local laws and regulations, or setting out local processes, procedures, and controls.

Each MC Chairman and/or head of global function will ensure that their respective region and/or function comply with this Global Policy and Local Guidelines.

The regional compliance committee will:

- (a) develop, implement, and administer Local Guidelines, monitor compliance, and appoint local representatives where necessary to assist in developing and administering such Local Guidelines, and
- (b) ensure that each Nissan Group in the region has implemented Local Guidelines to ensure compliance with local laws and this Global Policy.

##### **4.3. Training:**

Nissan Group shall conduct awareness training of this Policy and applicable Local Guidelines. Nissan Global HR is responsible for the implementation and monitoring of such training of Employees.