

**AT&T****Foreign Corrupt Practices Act (FCPA)
and Anti-Bribery Compliance Policy**

Corporate Policy

Application	This Policy applies to all AT&T employees, AT&T affiliates, and suppliers who act on AT&T's behalf with non-U.S. government officials.
Purpose	To provide standards for compliance with the U.S. Foreign Corrupt Practices Act (FCPA) and other anti-bribery laws, regulations and international conventions in countries where AT&T engages in business transactions.
Policy	<p>As set forth in our Code of Business Conduct, AT&T adheres to the highest standards of business ethics, including support of global anti-bribery initiatives. Accordingly, all employees and suppliers acting on AT&T's behalf with government officials must follow the anti-bribery laws, regulations and international conventions in effect in the countries in which AT&T operates or engages in business transactions.</p> <p><u>Section 1: Prohibitions</u></p> <p>An AT&T employee or supplier acting on AT&T's behalf may not, with respect to a non-U.S. government official:</p> <ul style="list-style-type: none"> • Give, promise, offer, or authorize the payment, directly or indirectly, anything of value to <i>improperly</i> obtain or keep business or to secure some other <i>improper</i> advantage. Anything of value includes cash, gifts and other forms of hospitality (e.g., meals, entertainment, expenses, etc). • Engage in an <i>improper</i> transaction to influence the performance of official duties. • Make a facilitating payment (i.e., a "grease" payment made to expedite a routine government action that the official is already obligated to perform.) • Make unlawful political contributions. • Make charitable contributions with the intent to <i>improperly</i> influence any act or decision. • Accept <i>improper</i> solicitation demands. • Accept requests for false invoices or for payment of expenses that are unusual, excessive, inadequately described, or otherwise raise ethical questions. <p>An AT&T employee, or supplier acting on AT&T's behalf, may not engage in any form of bribery, including commercial bribery.</p> <p><u>Section 2: Programs and Authorizations</u></p> <p>Gifts & Hospitality:</p> <p>AT&T employees, or those acting on behalf of AT&T such as suppliers, may not provide gifts, hospitality or anything of value to a customer, vendor or other non-AT&T person, that is categorized as a non-U.S. government official, including:</p> <ul style="list-style-type: none"> • Full-time, part-time or unpaid employees or representatives of a non-U.S. government department or agency, whether in the executive, legislative or judicial branch and whether at the federal (national), state (province) or local level. • Employees, officials or candidates of a non-U.S. political party. • Officials of a public international organization, such as the United Nations. • Officers and employees of a business or enterprise (including a commercial enterprise) that are significantly owned or controlled by a non-U.S. government.



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	<p>AT&T employees must follow the procedures outlined in the “FCPA and Anti-Bribery Compliance Guidelines” that address reasonable and bona fide expenses involving non-U.S. government officials related to:</p> <ul style="list-style-type: none">• the demonstration, explanation, marketing or promotion of AT&T products and services• contract performance• small, low-value, modest gifts or tokens given openly and transparently to reflect esteem and gratitude <p>Doing Business with Suppliers:</p> <p>Each supplier that acts on AT&T’s behalf with a non-U.S. government official must:</p> <ul style="list-style-type: none">• be vetted through an FCPA due diligence process• certify that it complies with the FCPA, other relevant anti-bribery laws, and this policy• include an FCPA compliance (aka, Ethical Business Practices) clause in their contract• not allow work to be subcontracted to another party without AT&T’s written approval• be monitored by AT&T for FCPA and anti-bribery compliance <p>Doing Business with Governments:</p> <p>Bona fide payments to a government entity, such as payments to the host country’s federal treasury, are permissible unless AT&T knows that the payments will actually end up in the hands of an individual government official.</p> <p>Mergers & Acquisitions:</p> <p>Prospective merger or acquisition targets must be reviewed by AT&T for a history of FCPA and anti-bribery compliance.</p> <p>Post-acquisition integration activities will include FCPA compliance going forward.</p> <p>Books and Records:</p> <p>To comply with the books and records provision, AT&T will:</p> <ul style="list-style-type: none">• Keep books and records that, in reasonable detail, accurately reflect the transactions and asset dispositions of the business entity.• Maintain a system of internal accounting controls, including periodic audits. <p>Minority-Owned Affiliates:</p> <p>AT&T will make a documented, good-faith effort to encourage its minority-owned affiliates to comply with the FCPA.</p>
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	<p>Training, Audits and Risk Assessments:</p> <p>Criteria will be established to conduct appropriate training, audits and risk assessments of AT&T's FCPA and Anti-Bribery Compliance program.</p> <p><u>Section 3: Additional Policies and Standards</u></p> <p>This policy supports other AT&T policies and statements, including, but not limited to:</p> <p>AT&T's Code of Ethics</p> <p>AT&T's Code of Business Conduct</p> <p>AT&T Principles of Conduct for Suppliers</p> <p>Violations</p> <p>Violations of this Policy may result in disciplinary action up to and including termination of employment or contract.</p>
Contacts	<p>Refer questions to AT&T's Global Trade Organization (GTO). Inquiries can be sent to the GTO mailbox: g01271@att.com. Please include FCPA or anti-bribery in the subject line.</p>