



<b>Policy Name: International Anti-Corruption Policy</b>	<b>Policy Owner: General Counsel</b>
<b>Type of Policy: Legal</b>	<b>Presented to: President &amp; CEO</b>
<b>Effective Date: September 22, 2017</b>	

## **International Anti-Corruption Policy**

### **1. Overview**

The Henry M. Jackson Foundation for the Advancement of Military Medicine, Inc. ("HJF") and its subsidiaries (referred to collectively for purposes of this Policy as the "Company") conduct business internationally. The Company is committed to integrity and transparency in its operations world-wide including, specifically, compliance with applicable international anti-corruption laws and regulations.

### **2. Scope**

This International Anti-Corruption Policy (the "Policy") applies to the Company and its employees worldwide. This Policy supplements HJF's Code of Ethics provisions on the conduct of international business.

### **3. Objectives**

The purpose of this Policy is to provide guidance regarding international anti-corruption requirements and the risks associated with violation of such requirements, and to provide resources for any related compliance questions or concerns.

### **4. Responsibilities**

**4.1** Company executives, managers and supervisors are responsible for ensuring this Policy is communicated to, and understood by, their staff members.

**4.2** All Company employees are responsible for complying with this Policy including, but not limited to, promptly taking all assigned training relating to this Policy.

### **5. Requirements**

**5.1 Compliance with Law and Regulation.** When conducting International Business (as defined below), the Company will comply with all applicable U.S. and international anti-corruption laws. Such laws include the U.S. Foreign Corrupt Practices Act (the "FCPA") and the U.K. Bribery Act, as well as relevant local anti-corruption laws and regulations. "International Business" includes, but is not limited to, entering into any agreement (e.g., contracts, subcontracts, purchase orders, consulting or other agreements) with any third party (e.g., individuals, companies, government agencies, and unincorporated entities) to assist the Company in supporting work or projects, obtaining personnel visas or import licenses, establishing facilities, or any other matter relating to the Company's business operations within a foreign country or region.

**Even if a payment or other benefit is considered customary in certain locations or cultures, the Company must not make any payment or provide any other benefit that is inconsistent with applicable law or regulation.**

**5.2 Prohibitions.** The FCPA prohibits a company from corruptly offering or giving anything of value to a "foreign official," including any officer or employee of a foreign government or any department, agency, instrumentality thereof, or any person acting in such an official capacity; a foreign political party; candidate for political office; or public international organization, for the purpose of influencing any act or decision of these officials in order to help a company obtain or retain business or otherwise secure an improper advantage. The FCPA also prohibits the corrupt offering or payment of anything of value to any person, including third parties or intermediaries, while knowing that all or a portion of such money or item of value will be offered, given, or promised, directly or indirectly, to a foreign official. The U.K. Bribery Act broadly prohibits any bribery (that is, not limited to bribery of foreign officials) by a company's employees, agents, subsidiaries and other associated persons, which may also include the company's contractors and other suppliers of services.

**5.3 Due Diligence.** In carrying out this Policy, before entering into any International Business relationship, the Company will take reasonable steps to confirm that the potential International Business partner is qualified to perform the services and/or provide the materials required at a fair and reasonable price and that the potential International Business partner complies with the Company's standards and expectations with respect to ethical conduct.

**5.3.1 Red Flags.** Company employees should be attentive to any of the following "red flags," which may be indicators of corrupt business practices.

- A poor reputation for integrity.
- Lack of technical and/or professional qualifications for the proposed work.
- Family, social, or other connections to local government officials.
- The potential business partner was specifically recommended by a foreign official.
- The proposed fees or other compensation are unusually or inexplicably high.
- The country or region in which fees or other compensation is to be paid is known to have a reputation for corruption and bribery (see 5.3.2 below).
- Assertions that requested fees or benefits are consistent with local custom.
- Refusal to provide contractual assurances regarding compliance with applicable anti-corruptions laws.
- Requests for payment to be made in a third country, to a third party, or in cash.

**5.3.2. Due Diligence Resources.** Basic information regarding a country's reputation for corruption and bribery is publicly available through Transparency International's Corruption Perceptions Index (the "CPI"). The CPI is an industry-standard resource on this topic, and is available at [www.transparency.org](http://www.transparency.org). Additionally, the Company is a member of TRACE International, a globally recognized anti-bribery business organization that offers a variety of anti-corruption and risk management tools and country-specific information. Among other services, TRACE offers third-party due diligence services, which may be requested through the HJF Legal Department.

**5.4 No Facilitating Payments.** Facilitating payments (sometimes also referred to as "grease payments") are payments made to a foreign official in order to expedite or secure the performance of a routine governmental action (e.g., issuance of a permit, establishing electrical service, obtaining a local license, etc.). Facilitating payments are illegal under the UK Bribery Act and many international local laws and regulations. Accordingly, it is Company policy that

facilitating payments are prohibited unless approved in advance by the HJF Legal Department or unless required to avoid imminent threat of physical harm. Note that expedited service fees listed on a publicly available price list are not considered facilitating payments and, therefore, are acceptable. Questions about whether or not a payment or fee may constitute an improper facilitating payment should be directed to the HJF Legal Department.

**5.5 Reporting.** Concealing a violation of this Policy is, itself, a violation of this Policy. Employees are encouraged to report any suspected violation of this Policy to their manager or to any of the resources set forth in 5.6 below. The Company prohibits retaliation or reprisal of any kind against any employee who makes such a report in good faith.

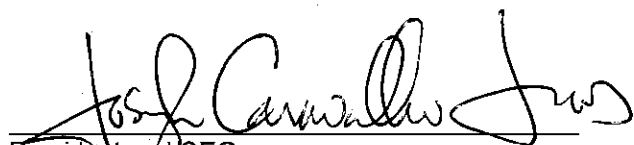
**5.6 Internal Resources.** Any questions relating to this Policy or concerning whether an activity has or may violate applicable law or regulation may be directed to the HJF Legal Department, at 240-694-2063 or [legal@hjf.org](mailto:legal@hjf.org), or to the Ethics and Business Conduct Office at 240-694-4004 or [ethics@hjf.org](mailto:ethics@hjf.org). Concerns may also be reported anonymously using the Company's ethics hotline at 866-687-2321 or <https://hjf.alertline.com>.

## 6. Enforcement

Failure by Company employees to comply with this Policy may result in disciplinary action up to and including termination of employment, and may also subject individuals to penalty and/or imprisonment under applicable law.

## 7. Effective Date

This Policy is effective as of the date set forth above, and supersedes all HJF's prior policies on this subject, including, but not limited to, HJF's prior Policy on International Business Relationships and prior statement regarding the Foreign Corrupt Practices Act.

  
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President and CEO

22 SEP 2017  
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Date