



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

Corporate Policy

<b>Application</b>	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.
<b>Purpose</b>	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.
<b>Policy</b>	<p>As set forth in our Business Code of Conduct, AT&amp;T adheres to the highest standards of business ethics, including support of global anti-bribery initiatives. Accordingly, all employees and suppliers acting on AT&amp;T's behalf with government officials must follow the anti-bribery laws, regulations and international conventions in effect in the countries in which AT&amp;T operates or engages in business transactions.</p> <p><b><u>Section 1: Prohibitions</u></b></p> <p>An AT&amp;T employee or supplier acting on AT&amp;T's behalf may not, with respect to a non-U.S. government official:</p> <ul style="list-style-type: none"><li>• Give, promise, offer, or authorize the payment, directly or indirectly, anything of value to improperly obtain or keep business or to secure some other improper advantage. Anything of value includes cash, gifts and other forms of hospitality (e.g., meals, entertainment, expenses, and promotional items).</li><li>• Engage in an improper transaction to influence the performance of official duties.</li><li>• Make a facilitating payment (i.e., a "grease" payment made to expedite a routine government action that the official is already obligated to perform.)</li><li>• Make unlawful political contributions.</li><li>• Make charitable contributions with the intent to improperly influence any act or decision.</li><li>• Accept improper solicitations or extortionate demands.</li><li>• Accept requests for false invoices or for payment of expenses that are unusual, excessive, inadequately described, or otherwise raise ethical questions.</li></ul> <p>An AT&amp;T employee, or supplier acting on AT&amp;T's behalf, may not engage in any form of bribery, including commercial bribery.</p> <p><b><u>Section 2: Programs and Authorizations</u></b></p> <p><b>Gifts &amp; Hospitality:</b></p> <p>AT&amp;T employees, or those acting on behalf of AT&amp;T such as suppliers, may</p>

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