

Application	This Policy applies to all employees of AT&T Inc. and its affiliates and subsidiaries.
Purpose	To provide standards for compliance with the U.S. Foreign Corrupt Practices Act (FCPA) and other anti-bribery and anti-corruption laws, regulations and international conventions that apply to AT&T's business operations. This policy is part of AT&T's Anti-Bribery Anti-Corruption Compliance program under the administration and oversight of AT&T's Chief Compliance Office. The program provides for ongoing risk assessments, training, monitoring and oversight, and is subject to regular review and audit to evaluate its adequacy and effectiveness.
Policy	<p>General Principles: 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. AT&T is committed to doing business with integrity and avoiding corruption of all kinds. Accordingly, all AT&T employees (Employees) 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. AT&T expects the same from all individuals and entities (e.g., agents, representatives, advisors, intermediaries, contractors, subcontractors, suppliers, etc.) who act on AT&T's behalf. Employees are responsible for assuring that these individuals and entities adhere to this policy and can obtain more details in the "FCPA and Anti-Bribery Compliance Guidelines."</p> <p>Section 1: Prohibitions Employees may not engage in any form of bribery, including commercial bribery. Bribery includes but is not limited to:</p> <ul style="list-style-type: none"> • Give, promise, offer, or authorize the payment of, directly or indirectly, anything of value to obtain improperly 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, etc.). • Engage in an improper 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 already is obligated to perform). • Make unlawful political contributions. • Make charitable contributions with the intent to influence improperly any act or decision. • Hire a government official's family member with the intent to influence improperly any act or decision. • Accept improper solicitation demands. • Accept requests for false invoices or for payment of expenses that are unusual, excessive, inadequately described, or otherwise raise ethical questions.

Section 2: Applications and Authorizations**Gifts & Hospitality:**

Except as provided in the paragraph below, Employees may not provide gifts, hospitality or anything of value to a customer, vendor or other non-AT&T person who is categorized as a non-U.S. government official, including:

- 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 or World Bank.
- Officers and employees of a business or enterprise that is significantly owned or controlled by a non-U.S. government. Businesses or enterprises owned 50% or more by a non-U.S. government are considered to be significantly owned. For businesses or enterprises with non-U.S. government ownership of less than 50%, Employees should contact the Chief Compliance Office's Global Trade Organization before providing gifts, hospitality or anything of value. Employees must follow the advice of the Global Trade Organization in these instances.

When providing gifts, hospitality or anything of value to a customer, vendor or other non-AT&T person who is categorized as a non-U.S. government official, Employees must follow the steps outlined in the FCPA "Hospitality to Foreign Officials Procedure." Among other things, those Procedures limit providing gifts, hospitality or anything of value to:

- the demonstration, explanation, marketing or promotion of AT&T products and services,
- discussion of contract performance, or
- providing small, low-value, modest gifts or tokens given openly and transparently to reflect esteem and gratitude.

Managing Business with Third Parties:

When engaging and managing an individual or entity (including a supplier) that acts on AT&T's behalf with non-U.S. government officials, Employees must follow the steps in the FCPA "Third Party Due Diligence Procedure," including:

- vet the individual or entity,
- obtain a certification that the individual or entity will comply with the FCPA, other relevant anti-bribery laws, and this policy,
- include an FCPA compliance clause (aka, Anticorruption Laws) in the contract between AT&T and the individual or entity,
- prohibit work to be subcontracted or payments made to another individual or entity without AT&T's prior written approval,

	<ul style="list-style-type: none"> • monitor the individual or entity's performance on behalf of AT&T for FCPA and anti-bribery compliance. <p>Doing Business with Governments: Bona fide payments to a government entity, such as payments to the host country's federal treasury (e.g., payments to state-owned utilities, license or permit fees, etc.), 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: Prospective merger or acquisition targets must be reviewed by AT&T Corporate Development for a history of FCPA and anti-bribery anti-corruption compliance. Post-acquisition integration activities will include implementation of ongoing FCPA and anti-bribery compliance controls.</p> <p>Books and Records: Each AT&T affiliate and subsidiary 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 Interests: The Chief Compliance Office and AT&T board appointees to its minority-owned interests will make documented, good-faith efforts to encourage such minority-owned interests comply with the FCPA and other applicable anti-bribery anti-corruption laws, regulations and international conventions. This includes compliance with books and records requirements.</p> <p>Section 3: Additional Policies and Standards This policy supports other AT&T policies and statements, including, but not limited to:</p> <p style="padding-left: 40px;"> AT&T's Code of Ethics AT&T's Code of Business Conduct AT&T Principles of Conduct for Suppliers </p> <p>Section 4: Violations: Violations of this Policy, including the failure to properly manage an individual or entity that acts on AT&T's behalf with non-U.S. government officials, may result in disciplinary action, up to and including termination of employment.</p>
Contacts	Refer questions to Ask Compliance .
Owner	Chief Compliance Office, AT&T



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

Corporate Policy

	Effective: July 2010 Updated: June 2017
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