

Anti-Corruption Training



JPMorgan Chase (“JPMC”) has zero tolerance for bribery.

It is our policy to comply with the anti-corruption laws that apply to our firm’s operations, including the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act, and anti-corruption laws and regulations of other countries in which we conduct business.



As a third party engaged to represent JPMC in its interests, we also require YOU to comply with all applicable anti-corruption laws and with the principles articulated in this presentation at all times during the course of your engagement with us.

Anti-bribery laws generally make it a crime to:

- Offer, promise, or give a thing of value to any person (government official or private individual) with the intent to *improperly* influence that individual or secure an improper business advantage
- Agree to receive, accept or request a bribe from any third party (e.g., vendors)
- Fail as a commercial organization to prevent bribery by employees, agents, and other third parties
- Have inaccurate books & records; Expenses must provide accurate and reasonable detail to reflect the transaction and/or disposition of assets

Consequences of violations

- Violations of anti-corruption laws may result in criminal charges and large fines for JPMC, your company and your company's employees, including prison terms for any employee involved.

What is Bribery?

Bribery Defined

- Bribery is the:
 - offer, promise, or payment of anything of value
 - to anyone
 - that is or could appear to be intended to influence improper action or obtain an improper advantage.
- Bribery can take many forms, including the provision of:
 - Cash payments
 - Gifts
 - Meals
 - Trips
 - Lodging
 - Entertainment
 - Work experience
 - Charitable contributions
 - Political contributions

Facilitation payments

- Facilitation payments (also called “grease payments”) are small amounts paid to a government official to induce that official to expedite fulfilment of a non-discretionary duty, e.g., payments to facilitate passage through customs or to obtain quicker service from a government official.
- Facilitation payments are a form of bribery and are prohibited by JPMC’s Anti-Corruption Policy and by most anti-corruption laws.
- You must not make facilitation payments in connection with your engagement by JPMC.

Your Obligations as a JPMC Third Party Intermediary

For the duration of your engagement with JPMC, you, your company, and your company's employees:

- Are prohibited from offering or giving *anything of value* to *anyone* in order to improperly advance the services you are providing to JPMC or secure an advantage for JPMC.
 - A mere offer, promise or authorization is prohibited, whether or not the thing of value was eventually given. It does not matter if the thing of value was rejected by the recipient.
 - This prohibition also applies to any action that would appear to be intended to improperly influence someone.
 - You may not make those payments yourself, or through the use of a third party.
- Must keep accurate books and records in connection with your services to be performed for JPMC.
 - You must make such books and records available to JPMC if requested.
 - You must fully cooperate in any audit that will be conducted.
- Must immediately report to us any violation related to your services to JPMC. You can report violations or raise concerns to:
 - Your primary contact at JPMC
 - The JPMC Compliance Officer with whom you interviewed
 - JPMC's Anti-Corruption Compliance department (jpmorgan_anti_corruption_compliance@restricted.chase.com)

Your Obligations as a JPMC Third Party Intermediary – Cont'd

Consider the following when providing something of value to a third party:

✓ Acceptable Expense	✗ Prohibited Expense
Expense is supported by a valid business purpose, and is related to the promotion, demonstration, or explanation of a JPMC product or service; AND	Expense is for something unrelated to the promotion of JPMC's products a services; OR
Expense is for a reasonable or minimal amount; AND	Expense is excessive, disproportionate or lavish; OR
Expense is transparently documented.	There is no supporting documentation for the expense.

Training your employees:

- You are responsible for ensuring that all employees who will provide support to the JPMC engagement have been made aware of our expectations and of their obligations under this engagement to comply with anti-bribery laws.

Invoicing JPMC:

- The invoices and supporting documentation you submit to JPMC for payment must be sufficiently detailed.
- Adequate documentation must include the following:
 - A reference to your agreement with JPMC
 - Services provided to JPMC must be clearly described on the invoice. Vague description of services such as “Consulting Services” are not sufficient.
 - All claims for reimbursement of expenses must be supported by a written business purpose, and a receipt detailing the date, amount, names/titles of attendees (if any) and to whom the payment was made.

Be Aware of Corruption Risk Areas

- **Interaction with Government and Employees of State-Owned Entities**
 - Corruption risk increases when interacting with government officials because of their authority and influence over certain decisions.
 - For example, the following areas present corruption risk:
 - Government approvals for permits/licenses
 - Interactions relating to customs duties and taxes
 - Participation in tenders for government contracts
- **Country Risk**
 - Some jurisdictions pose a higher risk because of the climate or perception of corruption in the country. You must not engage in any corrupt activity, even if such activity is customary or tolerated in the country(ies) in which you operate.
- **Industry Risk**
 - Certain industry sectors are considered high risk for corruption because of a history of anti-corruption law violations and/or a heavy reliance on contracts with or licenses that are awarded by government.
 - You must not engage in any form of corruption, even if customary or tolerated in the industry(ies) in which you operate.



You may direct any question regarding the information contained in this document to:

- Your primary contact at JPMorgan
- JPMorgan's Anti-Corruption Compliance department (see contact information on slide 5)

Certification

Certification by Third Party Intermediary *for completion at the end of the training*

I confirm that I have reviewed and understood the attached anti-corruption training deck.

I further certify that:

- (1) Neither I, nor to my knowledge any agent, representative or employee of Intermediary, has made/offered or will make/offer any improper or unlawful payments to anyone (Government or non-Government), directly or indirectly, while knowing or suspecting that some portion of the payment will be offered to secure any benefit for JPMorgan Chase & Co. or its subsidiaries or affiliates ("JPMorgan").
- (2) All Intermediary's records and accounts relating to JPMorgan's business are accurate and complete.
- (3) If I learn of or reasonably suspect any prohibited activities as described above, I will immediately advise my primary contact at JPMorgan and copy JPMorgan's Anti-Corruption Compliance department (see contact information on slide 5).
- (4) If Intermediary has employees, all employees of Intermediary who will provide material support to the JPMorgan engagement have been made aware of their obligations to comply with anti-corruption laws.

Name (print):

Title (where applicable):

Company Name (where applicable):..... ("Intermediary")

Signature:.....

Date:.....