



**Title:** Supplier Anti-Corruption Requirements

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## **Supplier Anti-Corruption Requirements**

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### **Objective**

Walashek Industrial & Marine, Inc. expects its Suppliers to conduct business in an ethical and lawful manner and in compliance with all applicable laws, including anti-corruption, anti-bribery, and anti-trust laws.

### **Definitions**

- “Anything of Value”-means any goods or services that have a certain utility to the recipient that is real and that is ordinarily not given away free but is purchased.
- “Government Official(s)”-means any officer or employee of (i) a federal, state, local, tribal, or other political unit of the United States or (ii) any department or agency of the government of a foreign country or (iii) any elected official acting in an official capacity for the foregoing.
- “Supplier(s)”-means Walashek’s subcontractors, vendors, consultants, representatives, and agents.

### **Compliance**

- Walashek expects the Suppliers to conduct their business in accordance with the highest ethical standards.
- Suppliers (i) shall comply with the requirements of the Foreign Corrupt Practices Act, as amended, (“FCPA”), regardless of whether the Supplier is within the jurisdiction of the United States; and (ii) shall neither directly nor indirectly, pay, offer, give, or promise to pay or give, any portion of monies or anything of value to a public official or any person in violation of the FCPA and/or in violation of any applicable country laws relating to anti-corruption or anti-bribery, including but not limited to the U.K. Bribery Act. See the Department of Justice’s Resource Guide and the United Kingdom’s Serious Fraud Office (SFO) Guidelines. You may access them through the reference links below.
- Supplier shall comply with the terms of the Office of Federal Procurement Policy Act and implementing regulations. During the conduct of any federal agency procurement, Supplier is strictly prohibited from engaging in any of the following activities: (i) making, directly or indirectly, any offer or promise of future employment or business opportunity to, or engaging, directly or indirectly, in any discussion of future employment or business opportunity with, any procurement official of such agency; (ii) offering, giving, or promising to offer or give, directly or indirectly, any money, gratuity, or other things of value to any procurement official of such agency; (iii) soliciting or obtaining, directly or indirectly, from any officer or employee of such agency, any proprietary or source-selection information regarding such procurement; (iv) knowingly disclosing any proprietary or source-selection information regarding such procurement, directly or indirectly, to any person other than a person authorized by the head of such agency or the contracting officer to receive such information; or (v) permitting any individual who was formerly a Government Official with respect to any contract for which Supplier is providing goods or services to Walashek to knowingly participate in any manner in any negotiations leading to the award, modification, or extension of a

contract for such procurement, or to knowingly participate personally and substantially on behalf of Supplier or Walashek in performance of such contract.

- Suppliers shall comply with all applicable competition and anti-trust laws and regulations, including but not limited to not entering into anti-competitive arrangements, whether to fix prices, rig bids, limit supply, allocate/control markets, or otherwise improperly restrict competition.
- Supplier shall comply with the terms of the Anti-Kickback Act of 1986 and implementing regulations. Supplier agrees that Supplier shall be strictly prohibited from providing or attempting to provide or offering to provide any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind directly or indirectly to Walashek, to any Walashek employee, or to any other subcontractor of Walashek or any employee of any such subcontractor for the purpose of improperly obtaining any contract or order from Walashek or for rewarding favorable treatment in connection with any contract or order between Walashek and Supplier.
- Suppliers shall not take any action that would subject either party to civil or criminal penalties or a loss of benefits pursuant to these laws.

#### **Gifts and Entertainment**

- Gifts to and entertainment of Government Officials are highly regulated, particularly in the United States, and are generally prohibited by laws and regulations. Pursuant to these laws and regulations, Suppliers shall not offer, promise, authorize or give Anything of Value to Government Officials unless legally permitted.
- Suppliers shall not solicit or receive, directly or indirectly, a payment or Anything of Value from any Government Official for the purpose of causing the recipient to act or refrain from acting in order to assist any company or person to obtain or retain business in violation of the law.
- Commercial business entertainment is permitted in the United States provided it is reasonable in nature, cost, and frequency. Suppliers should avoid giving or receiving gifts above the legally permitted value and ensure that meals and entertainment have a valid business purpose. Suppliers shall ensure that the offer, provision, request for or receipt of any gift or hospitality is as permitted by law and regulation, and does not violate the rules and standards of the donor and recipient's organization. Gifts and hospitality of cash or cash equivalents is prohibited. Suppliers shall have in place and adhere to a written gifts and hospitality policy for its officers, directors, employees, subcontractors, vendors, consultants, representatives, and agents.
- A business courtesy, such as a gift, contribution, or entertainment, should never be offered or accepted under circumstances that might create the appearance of an impropriety. Suppliers shall not solicit gifts, favors or other gratuities from Government Officials even if not in violation of the law.
- Hospitality, promotional, gift, and other similar expenditures must be properly documented with a detailed paper trail.
- Supplier shall be solely responsible for ensuring its subcontractors, vendors, consultants, representatives, and agents comply with these requirements.

#### **References**

- [DOJ Resource Guide to the FCPA](#)
- [UK Bribery Act 2010-Ministry of Justice Guidance](#)