

# Global Anti-Bribery, Gifts & Hospitality Policy (excerpt)

The Global Code of Conduct requires compliance with all laws and regulations applicable to business activities. Nissan prides itself on acting fairly and ethically wherever it does business. Nissan strives to always treat customers, suppliers, and communities with honesty, integrity, fairness, and trust.

## 1. Anti-Bribery Laws and how they Apply to Employees

1.1 The laws of Japan and of many other countries where Nissan does business specifically prohibit or otherwise regulate certain activities which may amount to bribery (“**Bribery**” is defined in the Definition section below).<sup>1</sup>

In summary, these activities include requesting, giving, receiving, authorizing, promising or offering to give, or to receive, anything of value in order to influence individuals or companies to act favorably towards the party engaging in the act of Bribery. In many countries, these acts are criminal acts. In addition, and in any event, such activities are in all cases subject to prohibitions and regulations under this Policy, the Global Code of Conduct and applicable Standards or Procedures.

1.2 Since the laws may vary from country to country, Employees must become familiar with this Policy and any applicable Standards or Procedures. In all cases of doubt regarding the appropriateness of conduct, Employees must consult with their manager, Legal department, and/or Compliance department to ensure business is conducted in compliance with applicable anti-bribery laws.

1.3 Violations of these regulations, laws, and other similar laws (either directly by Nissan Employees or by “**Third Parties**” as defined in the Definition section below, in the course of their dealings with Nissan), in many cases, are punishable by imprisonment and fines for the individuals involved, regardless of nationality. For Nissan, a violation may result in substantial fines and restrictions, which could greatly

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<sup>1</sup> These laws include, but are not limited to, the Japan Unfair Competition Prevention Act, U.K. Bribery Act, French Law Sapin 2, US Foreign Corrupt Practices Act, and Anti-Unfair Competition Law of the People's Republic of China, as well as international regulations such as the Organization for Economic Co-operation and Development's Anti-Bribery Convention and the United Nations' Convention against Corruption. In addition, many countries have general provisions in their penal legislation which may extend criminal liability to acts performed abroad, especially if performed by a national of that country. The applicable rules will therefore also depend on each Employee's nationality.

impact the Nissan brand, reputation, and financial position.

- 1.4 In addition to applicable laws, regulations and this Policy, Employees must consult and adhere to applicable Standards or Procedures and other relevant Nissan corporate policies relating to, without limitation, ethics, donations, conflicts of interest, Third Parties, and others.

## **2. Governing Principles of this Policy**

**2.1** Nissan will always act ethically and with integrity and honesty. Nissan maintains zero tolerance for violation of this Policy and related Standards or Procedures, including acts constituting Bribery, acts which may reasonably be perceived by others as constituting Bribery, and/or acts of Bribery committed by any Third Party engaged by Nissan.

**2.2** Employees must comply with the following principles:

**2.2.1 Keep and maintain impartial and fair relationships with all Third Parties** with whom Nissan conducts business.

**2.2.2 Do not give, promise, or offer to give anything of value** (including but not limited to G&H such as money or travel, preferential treatment, etc.) in violation of applicable anti-bribery laws, regulations, Nissan's Global Code of Conduct, Standards or Procedures, and other relevant sections of Nissan corporate policies relating to ethics and conflict of interest, to obtain or retain a business advantage or to obtain or retain business for the benefit of Nissan.

**2.2.3 Do not receive or solicit to receive anything of value** (including but not limited to G&H such as money or travel, preferential treatment, etc.) from another person or entity seeking to do business with Nissan. Refer to Standards or Procedures and consult with the Legal and/or the Compliance department when such situations arise.

**2.2.4 Do not give, promise, or offer to make any facilitation or grease payments**, which are small financial payments made to low-level Public Officials (see Definition section below) that have non-discretionary power for the purpose of expediting a routine government action. Facilitation and grease payments are prohibited at Nissan.

- 2.2.5 Be aware of potential 'red flags' which may indicate non-compliance by Third Parties with any applicable anti-bribery law<sup>2</sup>.** Nissan expects Third Parties to also comply with all applicable laws and Nissan company policies regarding anti-bribery in the course of their work for and with Nissan. Employees working with Third Parties must consult other related Nissan policies, Standards or Procedures in order to implement the appropriate governance controls (including but not limited to adherence with Nissan's Global Code of Conduct and other compliance-related contractual clauses).
- 2.2.6 All donations by or on behalf of Nissan must be processed through a legitimate philanthropy group and may be subject to Legal and/or Compliance department scrutiny.** Follow the Global Charitable Donations Policy, Delegation of Authority (DOA) and ensure all donations comply with this Policy.
- 2.2.7 Keep accurate records** such as invoices, receipts, payments made, and purpose of such receipts/payments in accordance with the Global Record Management Policy and other related policies, Standards or Procedures.

## Definitions

- 1. Nissan:** All regions and locations of Nissan Motor Co., Ltd. and its domestic and foreign consolidated subsidiaries and companies.
- 2. Bribery:** While the laws of each country may vary, prohibited acts of bribery are generally recognized as including acts such as offering, giving, accepting, receiving, or soliciting something of value to or from a Public Official or Private Individual and/or Company (each as defined below) where the intent is to improperly obtain or retain business or gain an advantage. It may also include any promise, representation or conduct without actually carrying through the bribe, if that promise, representation or conduct influences a person to act improperly. In many countries, Nissan may be held responsible for the bribes of Third Parties or for failing to prevent bribery by Third Parties.
- 3. Cash or Cash Equivalent:** Includes but is not limited to cash, per diems, checks, money orders, cryptocurrency, gift cards (physical or electronic), prepaid credit cards, use of credit/debit cards, discounts, chips/tokens.

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<sup>2</sup> Examples of such red flags may include, but are not limited to, engaging Third Parties who: have a reputation for producing results that competitors cannot, have been recommended by local public officials, request advance payment for expenses, or charge a fee which is disproportionately large in relation to the services proposed to be provided by the Third Party.

# NISSAN

## MOTOR CORPORATION

4. **Employee:** An individual employed and paid directly by Nissan. For purposes of this Policy, contractors and consultants are considered Third Parties (as defined below) and not Employees.
5. **Gifts and Hospitality (G&H):** Cash or Cash Equivalent and Non-Cash Items given to or received by an Employee or Third Parties, directly or indirectly.
6. **Non-Cash Items:** Includes but is not limited to merchandise, services, meals, entertainment, recreational activities, travel, lodging, personal favors, preferential treatment, offers of employment, loaning a vehicle.
7. **Private Individual and/or Company:** Any individual who does not fall within the definition of a Public Official (as defined below). Any corporation, partnership, association, or other legal entity organized or existing under the law of any state, province, or country, whether for profit or not for profit and that does not fall within the definition of Public Official.
8. **Public Official:** Any individual, organization, or entity that acts in a public capacity, including but not limited to, government employees, employees of government controlled or owned/quasi-owned entities such as government-controlled corporations (sometimes called State Owned Enterprises) or public universities, political parties, elected or appointed officials (including candidates), officials or agents of a public international organization, and members of a royal family. This includes international, country, provincial/state, local, city and community levels of the aforementioned groups. This also includes staff members of the aforementioned groups. This definition is intended to be interpreted broadly and includes actual or prospective Public Officials. Due to possible legal interpretations, Employees must consult Legal and or Compliance department to resolve any uncertainty on this point before acting.
9. **Third Party:** Any individual, organization, or entity with whom Nissan does business (including partners or associates) or with whom Nissan may potentially do business with in the future, including suppliers or vendors (all tiers), service providers, contractors, consultants, distributors, third party agents, non-profit organizations, media agencies, non-Nissan owned dealers, Alliance member companies, or business owned or influenced by Nissan Board members.