



## GLOBAL ANTI-CORRUPTION POLICY

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**BUSINESS AREA: LAW**

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### 1.0 Policy Overview

- 1.1. Tyson Foods, Inc., together with its subsidiaries (collectively, “Tyson” or the “Company”), is committed to the highest standards of ethics and integrity in all its business activities and it expects the same commitment from its team members and Third Parties, including agents, affiliates, distributors, suppliers, brokers and consultants. Even the appearance of impropriety can undermine Tyson’s commitment and is inconsistent with Tyson’s Core Values and Code of Conduct.
- 1.2. This Global Anti-Corruption Policy (the “Policy”) is intended to set forth the Company’s policies for complying with applicable anti-corruption and anti-bribery laws, including the US Foreign Corrupt Practices Act (“FCPA”), the US International Travel Act (“Travel Act”), the UK Bribery Act (“UKBA”), and other anti-corruption laws (collectively, the “Anti-Corruption Laws”). Violation of the Anti-Corruption Laws by team members exposes Tyson and its team members to fines and penalties, including imprisonment, putting Tyson’s hard-earned reputation and long-term financial health at risk.
- 1.3. This Policy sets out a global standard of conduct for all Tyson business interactions expected from all team members, wherever located. This Policy also provides guidance to help team members identify potential corrupt situations and resources available to address and manage such situations. This Policy is part of a broader compliance program that includes the Code of Conduct and other policies, procedures, and processes, including those referenced in Section 6.1. Tyson may adopt additional procedures to be consistent with local laws, but only with the prior written approval of the Vice President, Ethics & Compliance.

### 2.0 Scope

- 2.1. All team members (whether full-time, part-time, expatriate, temporary, extern, or intern) of Tyson regardless of location or job description.
- 2.2. All members of Tyson’s Board of Directors (“Directors”).
- 2.3. All Third Parties performing services for or on behalf of Tyson, anywhere in the world, including, but not limited to, distributors, brokers, and vendors such as: agents, intermediaries, consultants, representatives, contractors, suppliers, joint venture partners, and other business partners (collectively, “Third Parties” or “Business Partners”), are expected to comply with the letter and spirit of the Anti-Corruption Laws as a condition to doing business with and receiving payment from Tyson.

### 3.0 Statements of Policy

#### 3.1. Recognizing and Avoiding Bribery and Corruption

3.1.1. Basic Principles: to avoid corrupt conduct, team members should follow these basic principles:

- Recognize red flags of bribery and corruption.
- Keep in mind the Code of Conduct and company policies in everything you do.
- Know who you are dealing with.
- Understand the business transactions you are getting into.
- Know the law or seek guidance from the Ethics & Compliance or Law Departments.
- Ask questions often.

#### 3.2. What is Bribery?

3.2.1. Bribery is generally the payment, receipt, offer, or promise of payment of money or *anything else of value* to influence the duties of someone who works for any person or entity with which Tyson does business.

3.2.2. Bribes have been known to take the form of cash or cash equivalents (e.g., gift cards), gifts, gratuities, kickbacks, free-of-charge product, excessive commissions, discounts or product rebates, hospitality or event tickets, travel, lodging, or meals, charitable donations, political contributions, free services or personal favors, loans or allowances, employment opportunities, and intangible benefits, such as enhanced reputational, social, or business standing. To be considered “anything of value,” an item or benefit need only have value to its recipient.

3.2.3. No money or anything else of value must be exchanged to violate this Policy or the Anti-Corruption Laws – simply offering or agreeing to give or receive a bribe is prohibited.

#### 3.3. Types of Bribery

Bribery and corruption generally fall into two separate, but similarly illegal, categories: public corruption or commercial bribery. All forms of bribery are prohibited.

3.3.1. *Public corruption* involves the bribery of domestic or foreign government officials. “Government Officials” is broadly defined to include:

- Any elected or appointed officials, and employees of any executive, legislative, or judicial department, agency, or instrumentality of any government, from the local level to the national level, regardless of rank or authority;
- Those acting in an official capacity on behalf of any Government Official or entity, whether paid or unpaid;
- Officers and employees of political parties;
- Candidates for political office;
- Officers and employees of state-owned or state-controlled business, school, hospital, or other entity;

- Royalty, even with simply ceremonial functions; and
- Officers and employees of public international organizations or any departments or agency thereof (such as, the United Nations, the Red Cross, and the World Bank).

3.3.2. *Commercial bribery* involves the bribery of Third Party suppliers, customers, or other “Persons of Influence” over company business. A “Person of Influence” is any individual who:

- Holds a position of trust with a Third Party, and/or
- Has decision-making authority on behalf of such Third Party.

Although not covered by the FCPA, other laws such as the US Travel Act and the UKBA, specifically prohibit commercial bribery. Accordingly, such conduct is also prohibited by this Policy and the Code of Conduct.

3.3.3. It is each team member’s responsibility to understand whether he or she is interacting with a Government Official or Person of Influence. In the abundance of caution, team members should contact the Ethics & Compliance Department whenever there is any doubt as to whether an individual is a Government Official or Person of Influence.

#### **3.4. Prohibition on Bribery**

- 3.4.1. Tyson prohibits all bribery – regardless of whether it involves public corruption or commercial bribery – including conduct that may not seem improper. The prohibition on bribery applies to the giving of money or anything else of value, which includes business opportunities, favorable contracts, gift cards, cash or cash equivalents, gifts, and hospitality as referenced in Section 3.2.2.
- 3.4.2. Applicable Anti-Corruption Laws prohibit companies their team members and Third Parties from giving, promising, offering, or authorizing directly or indirectly, the payment of anything of value to any Government Official or Person of Influence for the purpose of influencing any act or decision of any Government Official or Person of Influence to secure an improper advantage, or to obtain or keep business.
- 3.4.3. All team members and Directors are prohibited from soliciting, accepting, or attempting to solicit or accept, directly or indirectly, any bribe or other improper benefit in connection with any business on behalf of Tyson.

#### **3.5. Prohibition on Facilitation Payments**

- 3.5.1. “Facilitation” (or “grease”) payments are also prohibited under this Policy. Facilitation payments are payments outside of published fee schedules, no matter how small, made to Government Officials or Persons of Influence to expedite or “facilitate” performance of non-discretionary, routine governmental actions (e.g., obtaining a permit or license, processing government papers, providing police protection, loading or unloading cargo, turning on utility services).
- 3.5.2. Although the FCPA permits facilitation payments in narrow, strictly-defined circumstances, such payments are not permissible under the UKBA and the laws

of many other countries. Therefore, to ensure compliance with all applicable Anti-Corruption Laws, Tyson prohibits facilitation payments altogether.

- 3.5.3. Team members should immediately contact the Ethics & Compliance Department if you are asked for a facilitation payment or encounter a situation you believe may require a facilitation payment.

### **3.6. When Gifts, Hospitality, or Anything Else of Value May Be Permissible**

- 3.6.1. Giving or receiving gifts or hosting Third Parties may be important in maintaining and developing business relationships.

- 3.6.2. Generally, businesses are permitted to give gifts or hospitality (in other words, to pay for reasonable expenses) associated with the promotion of their products and services or the execution of existing contracts. These expenditures must be:

- Bona fide
- Reasonable
- AND directly related to the (1) promotion, demonstration or explanation of products or services, or (2) execution or performance of a contract.

- 3.6.3. Gifts offered to a Government Official must meet the following requirements:

- Gift can include a model, sculpture, painting, drawing, framed picture, trophy, award, plaque, writing utensil, garment, or other similar goods depicting or associated with a Tyson product, program, or other company business purpose and/or depicting the logo of Tyson or any of its brands. If the gift is valued at *more than \$25 USD* (or the local currency equivalent), prior approval is required as indicated in the table below.
- Gift must be provided on behalf of the Company directly by a team member and, when possible, as part of a formal ceremony, presentation, or official meeting.
- Gift does not violate recipient entity's standards of conduct or applicable laws. If you have questions about whether a particular gift violates the recipient's standards of conduct or applicable law, please contact [compliance@tyson.com](mailto:compliance@tyson.com).
- To your knowledge, the gift recipient has not received more than \$200 USD (or the local currency equivalent) in gifts from Tyson during a fiscal year period.
- Never give gifts to thank Government Officials for doing their jobs.
- Gifts to Government Officials may be permissible if they are infrequent and moderate expenditures directly tied to promoting our products or services.
- Meals *may not* be provided to government inspectors employed at Tyson facilities (such as USDA inspectors).
- Modest meals may be provided to Government Officials in connection with business meetings or other similar gatherings if they have a fair market value

of \$25 USD or less (or the local currency equivalent), or any other permissible amount less than \$25 USD as set forth in local law.

- 3.6.4. Gifts offered to a commercial entity must meet the requirements of the Gift & Hospitality Policy. If the gift is valued at *more than \$100 USD* (or the local currency equivalent), prior approval is required as indicated in the table below.
- 3.6.5. Disclosure requirements are listed in the table below based on recipient, value and requirements of section 3.6.

<b>Government Officials</b>	
<b>If:</b> The gift or hospitality fair market value given to a <b>Government Official</b> is less than \$25 USD (or the local currency equivalent) and <i>meets</i> all the requirements of section 3.6.	<b>Then:</b> No approval is required but the Team member giving <i>must</i> complete the <a href="#">Gift and Hospitality Disclosure Form</a> prior to giving the gift or hospitality.
<b>If:</b> The gift or hospitality fair market value given to a <b>Government Official</b> is more than \$25 USD (or the local currency equivalent) and/or <i>does not</i> meet all the requirements of section 3.6.	<b>Then:</b> Obtain prior approval from Ethics & Compliance Department using the <a href="#">Gift &amp; Hospitality Disclosure Form</a> .

<b>Commercial Entities</b>	
<b>If:</b> The gift or hospitality fair market value given to a <b>commercial entity</b> is less than \$100 USD (or the local currency equivalent) and <i>meets</i> all the requirements of section 3.6.	<b>Then:</b> No approval or disclosure form is required.
<b>If:</b> The gift or hospitality fair market value to be given to a <b>commercial entity</b> is more than \$100 USD (or the local currency equivalent) and/or <i>does not</i> meet all the requirements of section 3.6.	<b>Then:</b> Obtain prior approval from business area using the <a href="#">Gift &amp; Hospitality Disclosure Form</a> . The Ethics & Compliance Department coordinates appropriate level of approval per the Gift & Hospitality Policy.

**3.7. When Gifts, Hospitality, or Anything of Value Are Not Permissible**

- 3.7.1. Gifts, hospitality or anything of value may not be offered on behalf of the Company to Government Officials through a Third Party.
- 3.7.2. Team members and Directors may never give to or receive from Government Officials or Persons of Influence any of the following:
  - Cash of any kind, including cash equivalents like gift cards;

- Extravagant hospitality (e.g., first-class airline tickets, five-star hotel accommodations; unreasonably expensive meals);
- Leisure travel or side trips before, during, or after business trips;
- Travel for friends or family;
- Show tickets or sporting event passes not approved by the Ethics & Compliance Department;
- Luxurious personal gifts (e.g., jewelry, watches, clothes, other accessories); or
- Anything else given with a corrupt purpose.

### **3.8. Charitable and Political Contributions**

3.8.1. All charitable or political contributions are governed by the Charitable Donation and Political Contribution Policy and must comply with this Policy. Any charitable donations to Government Officials or entities must have pre-approval from the Ethics & Compliance Department. Any political contributions must be made through the Government Affairs Department.

### **3.9. Recording Transactions in Tyson's Books and Records**

- 3.9.1. The making of false, misleading, incomplete, inaccurate, or artificial entries in Tyson's books and records is strictly prohibited. The FCPA and other applicable laws require Tyson to keep books, records, and accounts that accurately and fairly reflect the disposition of the Company's assets and resources, and to maintain a system of internal controls designed to prevent and detect improper payments. Compliance with these laws requires precise and accurate reporting of not only the monetary value of each payment or transaction, but also the nature of and purpose for each payment or transaction. If a payment or transaction is not reflected in Tyson's books and records in a manner that accurately and transparently reflects its value, nature, and purpose, that record may constitute a violation of the law regardless of the propriety of the payment or transaction in the first instance. Indeed, the books and records provision of the FCPA can be implicated regardless of whether bribes are involved.
- 3.9.2. All expenditures involving or benefitting Government Officials must be accounted for in specific accounts and must be supported by complete and accurate back-up documentation detailing the names and positions of the parties in attendance, and the amount and purpose of the expenditure.
- 3.9.3. All expenditures involving or benefitting Persons of Influence must be supported by complete and accurate back-up documentation detailing the names and positions of the parties in attendance, and the amount and purpose of the expenditure.
- 3.9.4. Team members must ensure all expense claims relating to hospitality, gifts, or expenses incurred are submitted in accordance with the Expense Report Policy.
- 3.9.5. Tyson will from time-to-time conduct internal audits or investigations to verify compliance with this Policy and other Tyson policies and procedures. In

performing any such audit or investigation, the investigating team may request the assistance of Tyson team members, and may retain accounting firms, external lawyers, or other consultants, as appropriate, to assist in the process. All team members have a duty to comply with any such requests for assistance.

### **3.10. Third Parties Who Act on Tyson's Behalf**

3.10.1. *Tyson cannot do indirectly what it is prohibited from doing directly.* Payments to Third Parties may trigger liability for Tyson if any part of those payments is used to provide money, gifts, or anything else of value to Government Officials or Persons of Influence.

3.10.2. Third Parties who may act or make payments on Tyson's behalf include:

- Distributors
- Brokers and
- Vendors, such as:
  - Agents
  - Intermediaries
  - Consultants
  - Representatives
  - Contractors
  - Suppliers
  - Joint Venture Partners
  - All other Business Partners who provide goods or services for or on behalf of Tyson

3.10.3. Tyson's Third-Party Initiation and Due Diligence Procedure must be followed when doing business with Third Parties. Any deviating from these requirements must be approved, in writing, by the Ethics & Compliance Department. Exemptions must be requested using the Third-Party Procedure Exemption Form.

### **3.11. Team Member Training**

3.11.1. Team members are required to participate in anti-corruption education and training sessions based on their job responsibilities as set out in the Anti-Corruption Training Schedule. Additional training may also be provided as required by the Ethics & Compliance Department.

3.11.2. Management team members employed outside the US are required to disclose their relationships to Government Officials as part of their annual Code of Conduct training.

3.11.3. All team members are required to disclose their relationships to Persons of Influence pursuant to the Conflict of Interest Policy.

### **3.12. Who to Contact with Questions or Concerns**

3.12.1. If any Government Official or Person of Influence solicits or demands a payment or anything else of value from, or offers a bribe or other improper benefit to, a Director or team member, that Director or team member shall refuse the



solicitation, demand, or offer and immediately report the event to the Ethics & Compliance Department at [compliance@tyson.com](mailto:compliance@tyson.com).

3.12.2. If you become aware of or suspect any violation of this Policy or the law, you have a duty to raise concerns without the fear of retaliation. We encourage you to raise your concerns to your supervisor, a member of your management team or local HR representative. You also have the option to use the Help Line operated by an independent third party and is available 24 hours a day, seven days a week by phone. If you are calling from inside the United States dial 1-888-301-7304. If you are calling from outside the United States, refer to the Contact section of the Code of Conduct. You may also use the internet Web Line at [tellysonfirst.com](http://tellysonfirst.com) or contact us at [ethics@tyson.com](mailto:ethics@tyson.com).

3.12.3. Tyson will not tolerate retaliation in any form against any team member for raising concerns or reporting what he or she genuinely believes to be improper, unethical, or corrupt behavior. Team members may refer to the Whistleblower Policy for further information.

### **3.13. Penalties for Failure to Comply**

3.13.1. Failure to comply with this Policy or the Anti-Corruption Laws, whether intentional or unintentional, may lead to disciplinary action up to and including termination. Violation of the Anti-Corruption Laws by team members also exposes Tyson and individual team members to fines and penalties, including imprisonment.

## **4.0 Responsibilities**

4.1. All Directors and team members are expected to lead by example and conduct business consistent with this Policy and the Anti-Corruption Laws daily.

## **5.0 Exceptions & Exclusions**

5.1. If any Government Official or Person of Influence solicits or demands a payment or anything else of value from, or offers a bribe or other improper benefit to, a Director or team member, that Director or team member shall refuse the solicitation, demand, or offer – *unless doing so would place the personal safety of a Director, team member, or Third Party in imminent danger.*

5.2. Unless specifically provided herein or expressly granted on a case-specific basis by the Ethics & Compliance Department, there are no exceptions or exclusions to this Policy.

## **6.0 Additional Policy Information**

### **6.1. Related Documents**

You may also refer to the following Policies and Procedures in connection with compliance with the Anti-Corruption Laws:

6.1.1. [Anti-Corruption Key Reminders](#)

6.1.2. [Non-U.S. Third Party Initiation and Due Diligence Procedure](#)



- 6.1.3. [Third-Party Procedure Exemption Form](#)
- 6.1.4. [Global Giving Policy](#)
- 6.1.5. [Code of Conduct](#)
- 6.1.6. [Conflict of Interest Policy](#)
- 6.1.7. [Global Travel and Expense Reimbursement Policy](#)
- 6.1.8. [Gift and Hospitality Policy](#)
- 6.1.9. [Gift and Hospitality Disclosure Form](#)
- 6.1.10. [Supplier Code of Conduct](#)
- 6.1.11. [Whistleblower Policy](#)

## **7.0 Revision Record**

- 7.1. 09/07/2012 -Version imported from SharePoint to PolicyTech
- 7.2. 04/22/2019 – Simplified language, updated training schedule, and revised third party due diligence procedures and incorporated into separate document

**Anti-Corruption Training Schedule**

Tyson Anti-Corruption training will be administered pursuant to the schedule below. Tyson reserves the right to conduct training more frequently and in other formats than set forth in this Schedule, including but not limited to factors such as job responsibilities or other identified risks factors.

Type of Training	Directors <sup>1</sup>	Officers <sup>2</sup> and Designated Management <sup>3</sup>	All Team Members Globally	Third Parties
Anti-Corruption Training	Annually (CBT)	Upon hire, then every 3 years (CBT or Live)	With Code of Conduct Training (CBT)	Per Third-Party Initiation and Due Diligence Procedure
Code of Conduct Training	Annually	Annually	Annually	N/A

<sup>1</sup>**Director** includes an individual sitting on the Board of Directors of Tyson.

<sup>2</sup>**Officer** includes any team member at or above job grade 93 or equivalent

<sup>3</sup>**Designated Management** includes all team members at or above job grade 88, and equivalents; and may also include team members below job grade 88 based on their job responsibilities, geographic region, and/or whether their functions involve interactions with Government Officials or are otherwise identified by the Ethics & Compliance Department.