



**GLOBAL ANTI-BRIBERY  
POLICY**





# BRIDGESTONE INTEGRITY IN THE MARKETPLACE

## Policy at a Glance

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## Introduction

The Bridgestone Code of Conduct is inspired by Bridgestone's Mission and aligned with the Bridgestone E8 Commitment, and provides practical guidance for handling many of the ethical issues you may face as a Bridgestone employee.



## Policy Statement and Application

### The Purpose of This Policy

The Bridgestone Global Anti-Bribery Policy reaffirms Bridgestone's stance on bribery and corruption as described in the Code of Conduct. This Policy also provides practical guidance and describes Bridgestone's requirements regarding the prevention of bribery and how to address bribery risks.

As a global company, Bridgestone must comply with all applicable anti-bribery laws. These laws typically include prohibitions on bribing Government Officials and any other third party, books and records requirements, and criminal and civil penalties for violations.

#### POLICY STATEMENT

Bridgestone strictly prohibits all forms of bribery. Under no circumstances may a Bridgestone employee or any third party acting on Bridgestone's behalf offer, provide, receive or accept anything of value to or from anyone, including a Government Official, to obtain or retain business or for any other improper advantage.

### Application of This Policy

This Policy applies to employees of all Bridgestone companies across the globe, including joint ventures that we control, and any third party acting on Bridgestone's behalf. Where we participate in, but do not control, a joint venture relationship, we will encourage our partners to adopt similar requirements

for the joint venture and abide by the principles of this Policy in their own operations.

Bridgestone companies may have local policies with content that overlaps with this Policy. If a local policy is less restrictive than this Policy, this Policy shall apply. This Policy cannot, of course, cover every situation. It is not a substitute for good judgment and common sense. You are encouraged to contact a member of the Law Department if you have any doubt about the legality or ethics of a course of action, or just want to understand the legal risks involved.

### Our Responsibilities as Employees

As Bridgestone employees, we all must:

- Demonstrate integrity in all we do.
- Familiarize ourselves with and follow the Code of Conduct, this Policy and other company policies that may apply in our locations to ensure compliance with all applicable anti-bribery laws and protect Bridgestone's assets and reputation.
- Contact the BridgeLine or speak to any person listed in "Where to Go For Help" in the [Code of Conduct](#) regarding possible Code or policy violations or other ethical concerns.

### Our Dealings with Suppliers

The rules and expectations set forth in this Policy also serve as a set of expectations for our suppliers. Furthermore, Bridgestone has specific procurement policies, including the [Global Sustainable Procurement Policy](#), which establish requirements for supplier

operations. Remember, our suppliers' reputation and behavior can directly affect Bridgestone. Only do business with companies that comply with the law and understand and operate consistently with our commitment to compliance and ethics.

### Consequences of Non-Compliance

Violations of anti-bribery laws can result in serious consequences for Bridgestone and the individuals involved, including criminal and civil penalties and even imprisonment. Bridgestone is committed to compliance and takes violations of this Policy very seriously. Failure of any employee to comply with this Policy may result in disciplinary action, up to and including termination. Furthermore, the business relationship with any Intermediary that fails to comply with this Policy will be subject to termination.

## Terms We Use

The term "**employees**" also includes directors and officers of Bridgestone companies.

"**Intermediary**" includes any agent, consultant, distributor, lobbyist, transportation or logistics provider, customs clearing agent, broker, and joint venture partner or any other third party representative acting on behalf of Bridgestone or who acts jointly with Bridgestone.

This Policy is a living document and may be updated periodically.



## What is Bribery?

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Bribery is a form of corruption that violates the trust of the public and our customers, threatens economic and social development and runs counter to Bridgestone's values and culture. Although you must never offer or receive bribes to or from anyone, in many countries you must be especially vigilant not to engage in any form of bribery with Government Officials.

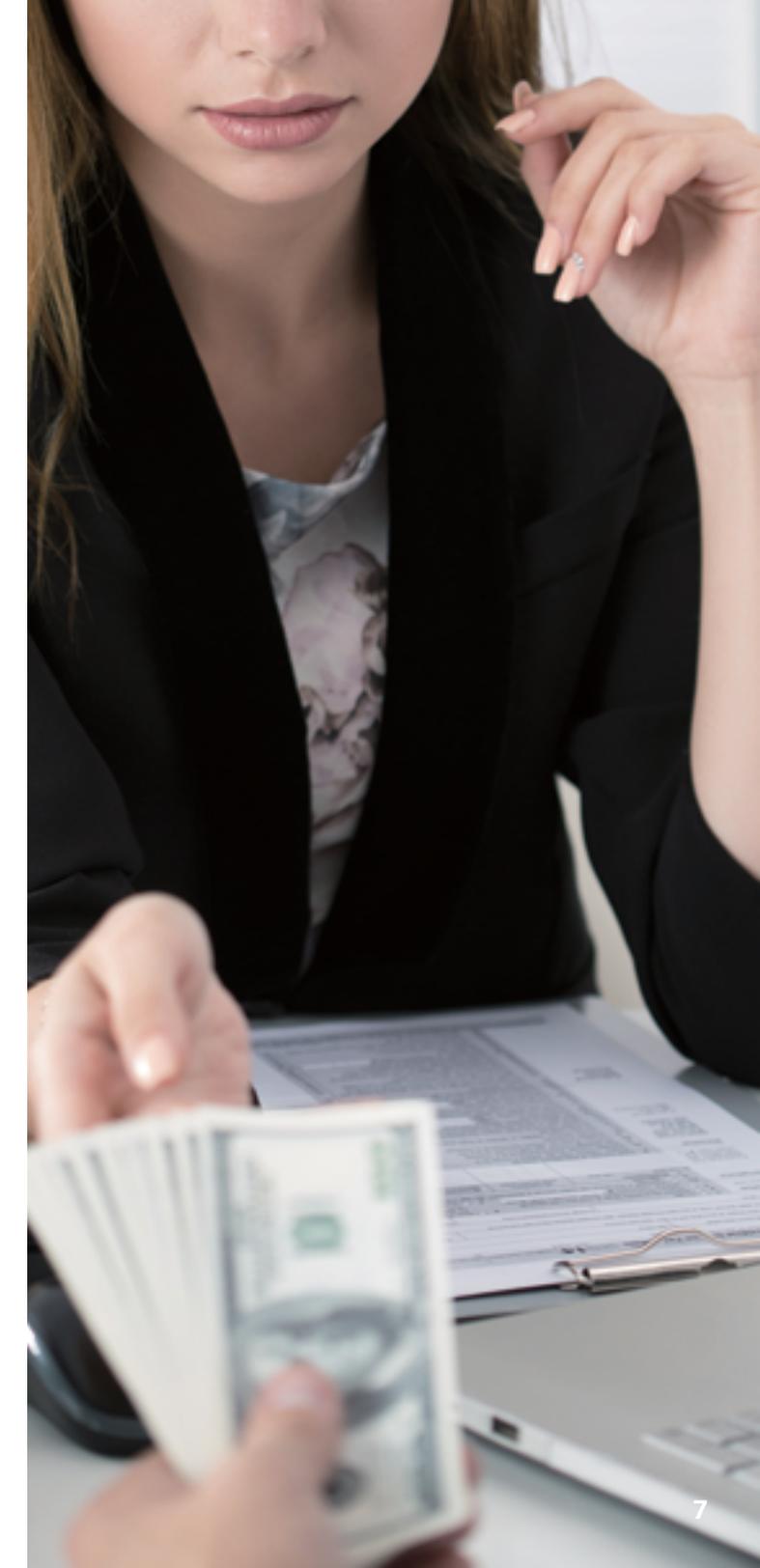
Remember, it is your responsibility to understand whether someone you are dealing with is a Government Official. If you are unsure, you should seek assistance from the Law Department.

## Terms We Use

A **"bribe"** is the giving or offering anything of value, either directly or indirectly, to any person, to induce the recipient to misuse their position or to obtain or retain any improper advantage.

**"Anything of value"** is broadly defined. It can include practically any form of benefit such as cash or cash equivalents (e.g. gift cards or gift certificates), gifts, commissions, meals and entertainment, travel expenses, use of vacation homes, favors such as educational or employment opportunities for friends and relatives, donations to designated charities, discounts, loans, political contributions, the favorable outcome of a government action, and a decision to award or continue business.

The definition of **"Government Official"** is very broad. It includes a government employee (including employees of regulatory agencies, departments and other public bodies such as public universities), a political party candidate or employee, an employee of a state-owned or controlled enterprise, an employee of a public international organization (e.g. the United Nations, World Bank, or World Trade Organization), any member of a royal family, any judge, court staff or member of the judiciary system, and anyone acting in an official capacity on behalf of a national, state or local government entity.



## Gifts, Meals, Entertainment and Travel

The exchange of gifts, meals, entertainment, and travel with customers, suppliers, and other business partners can be an important part of building goodwill and developing relationships. In many countries, it may also be an accepted and appropriate business custom. This practice, however, can sometimes create compliance risks and, if conducted inappropriately, could violate applicable laws and company policies.

At Bridgestone, we cannot allow the exchange of gifts, meals, entertainment, or travel to improperly influence, or appear to improperly influence, our independent business judgment or the independent business judgment of the recipient. If you engage in any of these activities, you should be aware that the company has requirements and procedures that must be followed.

If you are ever in doubt as to the appropriateness of these activities or whether they conform with company policies or applicable law, you should seek assistance from the Law Department.



## General Requirements for Gifts, Meals and Entertainment

### Key Requirements

Whenever you are considering offering, accepting, or providing any gift, meal, or entertainment, you must ensure that the following criteria are met:

- It is related to a legitimate business purpose;
- It is infrequent and reasonable in amount under the circumstances;
- There is no expectation that it is being given in exchange for a favor or undue business advantage;
- It conforms with our Code of Conduct, applicable law and any other policies or procedures in your location;
- It would not embarrass either Bridgestone or the recipient if details are made public; and
- It is properly reported and documented in the company's books and records.

Due to the special risks associated with dealing with Government Officials, you must obtain written approval from the Law Department before offering or providing any gift, meal, entertainment or anything else of value to a Government Official.

Remember, other companies also have gift, meal and entertainment policies. Be mindful of these policies and ask before offering such gifts and entertainment whether doing so would violate any recipient's company policy.

## General Requirements for Travel

Under some circumstances, it may be acceptable for Bridgestone to provide travel and accommodation to customers, suppliers, or other business partners.

### Key Requirements

If you are considering offering or providing payment of any travel-related expenses for a customer, supplier, or business partner, you must ensure that the following criteria are met:

- It is related to a legitimate business purpose such as the promotion, demonstration or explanation of Bridgestone's products or services, tours of our facilities, or the performance of a contract;
- It is infrequent and reasonable in amount under the circumstances;
- It is not given in exchange for a favor or undue business advantage;
- It conforms with our Code of Conduct, applicable law and any local policies or procedures;
- It would not embarrass either Bridgestone or the recipient if details are made public;
- No per diem cash is provided; and
- It is properly reported and documented in the company's books and records.

## Dealings With Third Parties

Bridgestone can be held responsible not only for bribes offered, paid or received by employees, but also when Intermediaries do so. Use great care when hiring and working with Intermediaries. Like Bridgestone employees, Intermediaries are prohibited from offering, providing, receiving or accepting anything of value to or from anyone, including a Government Official, to obtain or retain business or for any other improper advantage.

To help prevent bribery, you must always be aware of the activities conducted by Intermediaries on Bridgestone's behalf and stay alert to warning signs that may indicate potential misconduct. To reduce the risk of bribes by an Intermediary, you must act carefully when selecting and evaluating Intermediaries and identify in advance any potential anti-bribery concerns that may arise from the proposed relationship. This "anti-bribery due diligence" is a critical component of our anti-bribery compliance program.

### Due Diligence

Bridgestone takes a risk-based approach to conducting anti-bribery due diligence. While the amount of time and effort required to complete the process will depend on various factors, the anti-bribery due diligence process will typically include the following:

- Assessing the business justification, services and compensation structure for the proposed engagement;
- Collecting and evaluating information about the Intermediary and its ownership and management, including business background, reputation, qualifications and financial information;
- Assessing any relationships with Government Officials;
- Following up on warning signs or irregularities; and
- Obtaining any required approvals in advance of an engagement.

Throughout the anti-bribery due diligence process and also during contract performance, it is important to look out for "red flags" that may indicate that further investigation is warranted when selecting or working with an Intermediary.

### "RED FLAG" EXAMPLES

Examples of "red flags" include the following:

- The Intermediary is, or has close family or business ties to, a Government Official;
- The Intermediary has been recommended by a Government Official, particularly one with discretionary authority over the business at hand;
- The Intermediary recommended by our business partner does not have meaningful expertise or prior experience in the field of work for which he is recommended;
- The Intermediary requests a fee/commission that is excessive or to be paid in cash;
- The Intermediary requests unusual payment terms, such as an up-front lump sum payment, payment to an account in another party's name, payment in a currency that has no relationship to the transaction, or payment in a third country, especially if it is a country with little banking transparency;
- The Intermediary suggests that a particular amount of money may be necessary to obtain business or "close the deal";
- The Intermediary requests reimbursement of extraordinary, poorly-documented, or last-minute expenses; and
- The due diligence notes the presence of unexplained sub-contractors or vendors that the Intermediary proposes to retain to assist with interactions with the government.

Appropriate commitments and targeted contractual provisions should be used to help reduce identified risks, including any risks or other relevant information discovered in due diligence findings, and the contractual provisions should be regularly monitored to ensure the Intermediary is acting in accordance with the contract. Additional measures and safeguards, including compliance certifications and training, may also be utilized. Your obligations of due diligence do not end once an Intermediary is selected and engaged. You should carefully explain our compliance expectations, continuously monitor the Intermediary's activities and stay alert to "red flags" to ensure continued compliance throughout the engagement.

Due diligence is also critical in the context of new business endeavors, such as acquisitions and joint ventures. Before entering into any such endeavors, consult with the Law Department for advice on appropriate due diligence and safeguards to mitigate bribery risks.

To learn more about Bridgestone's anti-bribery due diligence process, please visit the compliance intranet site for your location or contact the Law Department. If you are in any doubt about how this Policy and our anti-bribery due diligence program applies to a particular business endeavor or the engagement of any particular third party, or if you have any concerns about a prospective or existing Intermediary, contact the Law Department for assistance.

## Facilitating Payments

Bridgestone's prohibition on bribery applies to all improper payments, including "facilitating" payments. Because such payments are a form of corruption, Bridgestone prohibits the use of facilitating payments, even when such payments are customary locally.

### Terms We Use

A "**facilitating payment**" is a small payment made to a Government Official to expedite or facilitate routine, non-discretionary actions or services such as processing visas, permit or licensing applications, providing utilities, or the loading or unloading of cargo. Bridgestone prohibits the use of facilitating payments.

## Political Contributions

The laws of many countries set strict limits on, and in some cases prohibit, contributions by corporations to political parties. Bridgestone prohibits that company funds, resources, or facilities are used to support directly or indirectly any political party or candidate, unless approved in advance by the Law Department and, where applicable, the Government Relations Department or the relevant department that manages government relations in your region, and provided it is made in strict accordance with your regional and local policies.

## Charitable Contributions

As part of our corporate social responsibility commitment, Bridgestone actively supports charitable causes in the communities in which we operate around the world.

From time to time, providing charitable contributions can create corruption risks for Bridgestone. Risks can arise in a variety of ways, including where a charitable organization does not actually exist, is a front or shell entity, or is associated with a Government Official. As a result, it is important to conduct due diligence and exercise care when selecting charitable organizations and to gain assurances that contributions will be used for the purpose intended and will not be diverted to an improper beneficiary.

### Key Requirements

If you are considering offering or providing a charitable contribution, you must ensure that the following criteria are met:

- It is not offered, promised, or provided to obtain or retain business or for any other improper advantage;
- It conforms with Bridgestone policies, applicable law and any local policies or procedures;
- It is not made to a Government Official, and there is no indication that the contribution will be redirected to an individual Government Official's personal use; and
- It is properly reported and documented in the company's books and records.

Any charitable contribution that is requested by a Government Official, made to an organization associated with a Government Official, or made to a government entity must be approved in advance by the Law Department.



## Books and Records

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To prevent attempts to conceal improper payments through incomplete or false documentation, anti-bribery laws set forth requirements for maintaining books, records, and appropriate internal controls. Consistent with these laws, Bridgestone requires that its books and records must fairly and accurately reflect the company's transactions and disposition of assets.

All Bridgestone employees are responsible for ensuring that they comply with the books, records, and internal control requirements applicable to their roles and responsibilities. This includes maintaining records of all due diligence and relevant approvals required under this Policy and ensuring that all payments and expenses are fairly and accurately recorded in the company's books and records.

## Audits

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Bridgestone regularly conducts audits of relevant Bridgestone operations to help ensure continued compliance with this Policy and applicable anti-bribery laws. You must cooperate with, and never interfere with or obstruct, such audit activities.

## Reporting Concerns or Potential Violations

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If you know or suspect that violations of this Policy may be occurring or are about to occur, you must promptly report the matter to the Law Department. Alternatively, you may report the matter to the BridgeLine. Where permitted by law, reports to the BridgeLine can be made anonymously.

### | The BridgeLine

Bridgestone prohibits retaliation when business conduct or ethical issues are reported in good faith. Use the following link to access the BridgeLine for your region:

<https://www.bridgestone.com/responsibilities/bridgeline/>



## Q & A

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**Q: I understand that “facilitating payments” (small payments made to Government Officials to expedite routine transactions) are prohibited by company policy. Are officially authorized fees, such as expediting fees for passport renewals or visa applications, considered “facilitating payments”?**

**A:** Expediting payments made to a government agency (not to an individual) that are officially authorized (such as a rush fee listed on a government agency schedule to expedite the processing of passport renewals or visa applications) and are backed up with an official government receipt are not “facilitating payments” and, accordingly, are generally allowed. Contact the Law Department if you are unsure whether an expediting payment is appropriate and legal.

**Q: I know that bribery is prohibited, but what if a Government Official (such as a police officer or immigration officer) threatens to detain or harm me unless I give him or her a nominal cash payment?**

**A:** Bridgestone recognizes that, in extremely rare situations, an employee’s health or safety could be at risk if he or she fails to comply with such a request. If you feel your health or safety is in imminent danger and, in your judgment, the best way to protect yourself is to make the payment, company policy does not prohibit you from making such a payment. These types of payments are not bribes. As soon as you reach a place of safety, immediately report the payment to your manager, the Law Department, and, where applicable, the Security Department. The payment must also be properly reported and documented in the company’s books and records.

**Q: I know it is against the law to make payments to Government Officials, but everybody tells me that it is the only way to get things done in this country. Can I get around this by hiring an agent who will pay the officials a commission?**

**A:** No. It is against the law to pay bribes to Government Officials regardless of whether the payment is made directly or indirectly through a third party. The consequences of making such payments could be severe for both you and the company. You cannot get around your or the company’s legal responsibilities by hiring agents to do what you are not permitted to do. Therefore, when considering hiring an agent, appropriate due diligence must be conducted to carefully assess the rationale for the hiring, whether the proposed fees are appropriate for the services to be provided, and the background, reputation and qualifications of the agent. Consult with the Law Department to learn more about Bridgestone’s due diligence process.

**Q: A Government Official is planning to visit our facility to conduct a routine audit of quality controls. Is it permissible to provide the official with a meal during the visit?**

**A:** Providing a meal to a Government Official visiting a company facility is usually permissible as long as it is infrequent, the cost of the meal is reasonable and it is not provided with the expectation of any return favor. In accordance with our Code of Conduct, no gifts, entertainment or other items of value should be offered or given to a Government Official without the prior written approval of the Law Department. You must also ensure that all other company policies and procedures, including those in your location, are followed.

**Q: A customer is asking for a payment that appears to be a bribe but it is not clear whether the payment would be prohibited under local laws. Can I make the payment?**

**A:** Prior to making any such payment, you should contact the Law Department to determine whether or not this payment is appropriate and whether such payments might violate company policy, local laws or any other laws applicable to the company.

**Q: Does Bridgestone’s Anti-Bribery Policy only address bribery of Government Officials or does the prohibition also address bribery of any other parties?**

**A:** Bridgestone’s Anti-Bribery Policy provides that all bribery is absolutely prohibited. This includes commercial bribery where Government Officials are not involved. Under no circumstances may a Bridgestone employee or a third party acting on Bridgestone’s behalf offer anything of value to any third party, including governmental and non-governmental customers, or their representatives, to obtain or retain business or for any other commercial advantage. Contact the Law Department if you need more information or guidance.



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