



## Anti-Corruption Policy

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### Guiding Principles

At HP, our integrity is non-negotiable – we do not tolerate bribery of any kind – and we will not knowingly facilitate any other party’s corrupt conduct. We will never trade our integrity for a business opportunity. We believe it is important that public officials spend public money based on the merits of the deal, not for personal interests.

We do not bribe. You must not offer, promise, give or accept money or anything of value to or from any person to improperly obtain or retain business, secure an improper advantage, or otherwise influence them to act improperly.

We do not allow third parties to bribe on our behalf. You may not use third parties to take actions that we cannot otherwise take ourselves. You must not ignore “red flags” that indicate that a third party may make illegal payments or engage in corrupt behavior on HP’s behalf. We do not engage in activities that create the appearance of impropriety.

We maintain accurate books and records. You must fairly and accurately represent how we spend our money, no matter how large or small the transaction. You must comply with our HP Global Master Records and Information Management Policy.

We comply with local laws. This Policy sets a global, minimum standard and provides the underlying principles to help our employees and directors uphold HP’s anti-corruption commitment. However, many countries have more restrictive rules, and you must comply with those requirements as well.

We observe a higher standard of conduct when dealing with public sector officials. A public sector official may include any officer or employee of a public sector entity or quasi-public sector entity or any department, agency, or public international organization, any person acting in an official capacity for, or on behalf of, any such public sector entity or quasi-public entity or any department, agency or public international organization, members of the royal family, and candidates for a political office.

A public sector entity is owned or controlled by the government. This will include an entity where a government has greater than 50% ownership or otherwise controls the entity. In countries with government-owned or operated institutions or industries, such as health care, education, energy, telecom, banking or transportation, you should assume these entities are Public Sector.

A quasi-public sector entity is a private corporation that is backed by a government agency.

This Policy establishes HP’s global anti-corruption principles and applies to HP employees worldwide. HP employees may not deviate from HP’s Anti-Corruption Policy or any of the related policies without prior written authorization from the Chief Ethics and Compliance Officer or the Chief Legal Officer.

Violations of this Policy may lead to disciplinary action up to and including termination of employment with HP. Any employee with knowledge or suspicion of any violations of this Policy must report these concerns to the Ethics & Compliance Office. For scenarios and additional guidance on recognizing

circumstances suggesting a risk of bribery, kickbacks or other improper conduct, visit the Anti-Corruption Red Flags Site.

## Providing and Receiving Amenities

We have a duty to spend HP resources in ethical ways. You may never provide or promise to provide anything of value to a third party to improperly influence a decision on their part. You may provide or accept gifts, meals, travel, entertainment and other items of value only when appropriate. You must never solicit any item of value from any third party.

Gifts of nominal value are generally permitted, but cash and expensive or lavish items are not. You must not provide things of value too frequently to the same recipient.

Examples of acceptable things of value that you generally can provide to third parties include:

HP branded pens	HP branded calendars	HP branded memo pads
HP branded T-shirts	HP branded coffee mugs	HP mouse pads
Gift cards/coupons for HP products/services. See GBAP for thresholds.	Gift cards/coupons for nonHP products/services. See GBAP for thresholds.	Tickets to a local sporting event or cultural entertainment.  See GBAP for thresholds.

Examples of things of value you cannot provide to third parties include:

Cash	AMEX or VISA gift cards	Gold
Cars or motor bikes	Leisure travel	Expensive jewelry
Excessive, lavish, or frequent gifts or entertainment	Amenities that violate the recipient's policies	Gifts, regardless of value, during a competitive bid process or contract negotiation
Any gift or entertainment provided in direct exchange for a reciprocal action	Anything that may cause embarrassment to HP or damage HP's reputation: sexually explicit items; items that involve gambling	

In addition to these principles, the Global Business Amenities Policy sets specific limits on the value of, and the approvals required for, business amenities that may be given or received, including gifts, door prizes/raffles/drawings, travel, meals, entertainment, and combinations of these categories. These rules may vary in different countries and you must know and follow any country-specific requirements outlined in the Global Business Amenities Policy.

Gifts, travel, entertainment and other items of value provided by HP to HP employees are not subject to the Global Business Amenities Policy. These internal amenities may be subject to the Global Recognition Policy, the Global Travel Policy, local business or controllership requirements or other HP policies.

## Travel

Unless prohibited by a country-specific policy, HP may pay for travel (that is, transportation and/or accommodation) for third parties, provided the travel is related to a legitimate HP business purpose and prior approval has been obtained in accordance with the Global Business Amenities Policy. The following principles apply to HP-paid travel for third parties:

- Travel must be necessary for a legitimate business meeting or event.
- Any travel must be reasonable, not lavish, and consistent with HP's internal travel policies and practices, including using HP approved hotels and HP travel services when possible.
- HP must pay any expenses directly to the service provider, not the traveler. HP must not pay per diems to the traveler.
- Sightseeing or other recreational activities are allowed only if they are minimal or incidental in nature.
- You must obtain prior approval as detailed in the Global Business Amenities Policy.

## HP Events and Amenities Related to an HP Event

HP often invites third parties to attend HP Events such as:

- HP organized corporate activities
- Demonstration of HP products
- Trade show events
- CIO events
- Road shows
- Advisory councils
- Executive briefing center/lab visits
- Technical workshops, seminars, lunch and learns
- Sales account activities and hospitality
- Partner event or conference
- Media events
- Product showcases

"HP Events" do not include ordinary business meals or amenities. As part of an HP Event, you may be able to provide attendees with free access to the HP Event as well as various business amenities, including gifts, travel, meals, entertainment, and other items of value, provided the HP Event is directly related to the promotion, demonstration, or explanation of HP products or services. HP Events, including all amenities, cannot be lavish.

When planning an HP Event or planning to invite anyone to an HP Event, the following principles apply, subject to country-specific policies:

- The 80/20 rule: 80% of the time spent by the third party should be devoted to the promotion of HP's business, while the remaining 20% can be devoted to leisure time and reasonable – not lavish – entertainment. Leisure time should emphasize the business nature of the HP Event.
- No Cash, Reimbursement, or Per Diems: You must not give attendees cash or cash equivalents, such as VISA/American Express or other equivalent cash gift cards, for any reason. If HP is paying for the cost of an amenity, such as hotel accommodations, you should pay the vendor directly rather than reimbursing or giving cash to the attendee.

Rules may vary for public sector employees.

- Events including Public Sector Officials Require Prior Approvals: You must use the Amenities Approval Tool to pre-screen all HP Events that may include public sector invitees to ensure HP's country-specific and recipient-specific rules are satisfied. It is advisable that public sector entities should select who will attend an HP Event on behalf of the entity, and that the public sector official's manager confirm in writing that the employee can attend the event. After the event, the event organizer must return to the Amenities Approval Tool and complete all required fields to document who attended and what the attendees received at the event.

In addition, you must also use the Amenities Approval Tool applicable HP marketing policies and the HP Sponsorship Policy and must receive the appropriate approval. In addition, when considering paying for a sponsorship, you must:

- Never provide a sponsorship to improperly influence anyone or obtain an improper advantage.
- Never provide a sponsorship that creates the appearance of a bribe, kickback or other corrupt practice.
- Ensure that the sponsorship is consistent with HP's core values.
- Record all sponsorship agreements in writing and make the payments to the entity not to an individual.
- Follow the principles in this Policy and the limitations in the Global Business Amenities Policy with respect to giving away anything HP receives for the sponsorship, such as product or tickets to the event we are sponsoring.

You must get advance written approval from the Anti-Corruption Office if a public sector official has, or may have, an interest in the sponsorship. Sponsorship of events that are open to the public or generally open to members of a given industry or association do not require Anti-Corruption Office approval solely on the basis that a public-sector official may attend the sponsored event. If you are not sure what action to take, please consult your HP attorney or the Anti-Corruption Office.

## **Charitable Contributions**

HP seeks to address social needs through strategic philanthropic investments that support our communities, build brand equity and align with HP business priorities. Our Sustainability organization administers the company's charitable contributions and grant-making protocols, ensuring charitable actions are fair and transparent, comply with global anti-corruption laws, and reflect HP values, business and social interests. Any payment to a charitable organization must:

- Not create the appearance of a bribe, kickback or other corrupt practice.
- Never be used to directly procure HP future business or otherwise be made with the intent to obtain or retain business, secure an improper advantage, or induce anyone to act improperly.
- Not be used to circumvent HP's rules relating to giving business amenities.
- Be consistent with HP's Conflicts of Interest Policy.

For more information on global contributions, please see the Grant Making Website and the Global Contributions Policy.

## **Political Contributions**

HP supports public policy activities worldwide and the election of public officials who understand HP's business interests and support legislation important to those interests.

The use of HP's influence, funds and other assets as political contributions must comply with global anticorruption laws, HP's Political Participation Policy, and the principles and rules in this Policy. HP must not provide political contributions or engage in any activity that could create the appearance of bribery, undue influence or other corrupt practice.

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## Marketing Funds to Drive Product Demand and Sales

HP often provides marketing funds, such as Market Development Funds (MDF) or Demand Generation Funds (DGF), to authorized third parties for the purpose of subsidizing the costs for marketing and sales enablement activities that drive demand for HP products, solutions, and services. Some examples of eligible activities that third parties are able to finance with MDF include promotional merchandise, sales training, marketing events, and social media programs. Because third parties, such as channel partners or marketing service agencies, are typically responsible for managing these funds, HP employees have an obligation to prevent the creation of off-the-books funds and ensure that these funds are not used for improper purposes.

You should make all reasonable efforts to ensure that third parties not use these types of funds to directly or indirectly provide items of value to do any of the following:

- Improperly obtain or retain business
- Secure an improper advantage
- Influence a third party to act improperly
- Provide a bribe or create an assumption of a bribe, or
- Provide any types of amenities without obtaining the appropriate approvals in accordance with the HP Global Business Amenities Policy (GBAP), including, where necessary, approval through the Amenities Approval Tool.

HP employees must ensure that accurate books and records are maintained for all marketing fund expenditures, including any required documentation such as program descriptions, proof of performance, and proof of cost.

HP employees may not use marketing funds in a manner that violates the Integrity at HP Policy, this Policy, the HP Global Business Amenities Policy, and any applicable HP policies.

## Demonstration, Evaluation and Seed Products

HP often provides Demonstration Products to customers or partners for demonstration and sales support purposes. HP's Corporate Marketing and Sales Policy regarding Demonstration Products ("Demo Unit Policy") define the principles for the use and ultimate disposition of these products. Demonstration Products include:

- "Early marketing units 1": EMU1s are test or prototype models (for example, to check the local language character set on a new printer model). These units are subject to technical review prior to product announcement and general market availability. EMU1s cannot be sold or given away externally. EMU1 products may be used as internal assets and require factory product marketing manager's approval. EMU1 must be returned by the customer or partner to HP. EMU1 units are normally shipped no charge from the factory/OMP to the customer or partner. They review the product and give feedback, they must be collected again and with a No Charge shipment being returned to HP.
- "Early marketing units 2": EMU2s are new HP products to be used as seed and press units and may be loaned to specific customers. EMU2s may be sold, internally transferred, scrapped or given away. EMU2 units must always have a product number and serial numbers

Giving away any product at no charge (that is, not having it returned or purchased) presents a corruption risk for HP if you do not follow appropriate processes. You must properly account for the disposition of the product, as well as any payment received if the product is purchased, and apply these principles:

- You must not provide any Demonstration Product to improperly influence anyone or gain an improper advantage.

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- You must not provide a Demonstration Product if doing so creates the appearance of a bribe, kickback or other corrupt practice.
- You must select customers to receive Demonstration Products at no charge based on legitimate business prospects based on defined criteria (not ad hoc).
- You must not give away any type of a Demonstration Product to a public-sector entity (U.S. federal public sector, U.S. state/local public sector, public higher education institution, private or public K12 educational institution, or library in the U.S.) at no charge or for an indefinite loan; all products must be returned or purchased as provided in the Demonstration Product Management Policy
- Demonstration Products should be provided to entities, and not to individuals. You must follow the principles in this Policy regarding giving things of value, and the specific limits and requirements of the Global Business Amenities Policy, when giving away any type of product to any individual at no charge.
- You must check the Restricted Parties List before providing any Demonstration Product to any third party.
- You must obtain all required approvals and follow applicable processes before giving away any Demonstration Product at no charge. You must also obtain HP Global Legal Affairs approval for such giveaway if HP is engaged in a pending RFP or contract negotiation with that customer.
- Heavily discounted or free products given pursuant to the terms of a contract are not considered Demonstration Products, and you must follow all applicable discount policies.

## Facilitation Payments

HP prohibits facilitation payments by HP employees or by any third party on HP's behalf.

A facilitation or "grease" payment is a payment, generally of low value, made to a public sector official to facilitate or expedite a routine, non-discretionary public sector activity that the official is required to perform as a matter of course. Examples of these activities include:

- Permits, licenses, or other documents that allow companies to conduct business in a particular country.
- Processing of visas and work papers.
- Inspections related to transit of goods, for example loading and unloading of cargo.
- Certain one-time fees, such as a public sector-owned utility company activating a telephone line.

HP permits a facilitation payment only in cases of 'duress,' or 'extortion.' Facilitation payments may only be made where:

- The person being asked to pay fears physical harm, or imprisonment, and
- It is a one-time payment, and
- There is no safe alternative to complying with the demand.

This exception applies only to one-time payment, typically of small value. Repeated facilitation payments or facilitation payments of high value are not permitted.

You must report any demands for facilitation payments whether the demand is made directly or indirectly to HP, or if you learn of a demand to or payment made by a third party acting on HP's behalf. The report must be made to the Ethics and Compliance Office, an HP attorney or the Chief Ethics and Compliance Officer within 24 hours of the demand.

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You should make all reasonable efforts to ensure that third parties acting on behalf of HP (for example, partners, suppliers, agents, consultants or contractors) are aware of, and comply with, HP's policy. HP will not reimburse third parties for facilitation payments.

## **Using Third Parties**

HP regularly engages third parties, such as channel partners, distributors, resellers, agents, intermediaries, subcontractors, lobbyists, logistics providers, and other suppliers and vendors. This is one of HP's biggest areas of risk because HP can be held responsible for any improper actions of third parties. We must be extremely vigilant when we engage third parties and actively monitor our relationship to ensure that they will conduct business in an ethical manner and that our fee arrangements will not be used as bribes on our behalf, or for other corrupt activity.

Third parties must be reputable. Any third-party HP engages must be a legitimate business entity which conforms to HP's high ethical standards and complies with all applicable laws. Third parties must be chosen on the merits of their services and business practices.

We conduct appropriate due diligence. HP is committed to conducting properly documented risk based due diligence before retaining agents, business partners, and other third parties. When engaging a third party, you must follow the applicable mandatory onboarding process (e.g. through Global Procurement or the Channel Partner organization) and must document the engagement in writing using approved terms and conditions.

Third parties must be engaged for legitimate purposes. When engaging a third party in any transaction, you must fully understand the business rationale for engaging the third party and document what the third party did or will do to justify its payment. Among other things, you must understand the role of and need for the third party, ensure that the contract terms specifically describe the services to be performed, and verify that the third party is actually performing the work for which it is being paid.

Compensation to third parties must be reasonable according to the level and type of work being performed, and consistent with local laws and industry practice. Compensation may neither be paid in cash nor "off shore" (i.e., in a country or location that is not related to the location of the third party or the services). Discounts that we provide on our products or services to partners and commissions that we pay in connection with sales must be appropriate, properly authorized and approved, and offered for legitimate business reasons. It is important to ensure that no such discount or commission ends up in the pocket of a public sector official or is otherwise used to fund corrupt or inappropriate activities. Partner incentive programs or "SPIFs" for third parties must not be lavish; for example, it is not appropriate to provide cars, motorcycles, precious metals, or anything that might cause HP embarrassment.

Third parties must be informed of our ethical expectations and agree not to engage in bribery. HP expects every third party it engages to abide by the law and our standards for conducting business. For example, HP's authorized forms of agreement contain provisions prohibiting third parties from making improper payments and requiring channel partners to comply with HP's Partner Code of Conduct, among other things. To ensure that HP receives the benefits of these provisions, you must follow the applicable onboarding process and must use an approved contract template when engaging a third party.

Third parties must not have a conflict of interest in connection with the particular transaction(s) for which they are engaged. For example, they may not receive payment from HP if they are also the customer's consultant, paid adviser, or supplier relating to the transaction with HP, or if they are an employee, officer, director, proxy-holder, affiliate or shareholder of any other party to the transaction. Similarly, the third party may not receive payment from HP if they are also a family member of any party in the transaction unless: the third party discloses the potential conflict of interest to HP; the third party's family member is not involved in and does not benefit from the transaction; and your manager and Director approves the arrangement in writing. Refer to the Conflicts of Interest Policy for guidance.

Third parties associated with public sector officials require approvals. You must obtain written approval from Global Legal Affairs before entering into any arrangement with a third party if a public sector official has, or may have, an interest, directly or indirectly, in the business opportunity.

We must be alert for “red flags” that indicate that a third party may engage in corrupt activities.

When you learn of any signs that a third party may engage in improper business practices like bribery, you must take prompt action to obtain reasonable assurance that the third party will not engage in such practices. If you are not sure about what action to take or if the assurances are not adequate, you should report your concerns immediately to your HP attorney or the Anti-Corruption Office.

Examples of “red flags” include:

- Requests for excessive compensation, discounts, fees, or commissions.
- A public sector official requires the use of a specific third party.
- Comments suggesting improper conduct or bribery.
- Requests for unusual payment arrangements, like payment in a different name or unrelated country.
- Refusals to provide detailed invoices.
- Invoices that are inaccurate or reflect work that was not actually performed.
- Requests to add multiple additional subcontractors without clear business justification.

For additional information regarding the risks associated with using third parties, please visit the AntiCorruption Red Flags Site where you will find detailed guidance.

### **Accurate Books & Records**

As HP employees, we must keep books and records that accurately detail and fairly represent what we do with HP’s resources. You must follow the HP Accounting and Finance Manual and all expense reimbursement rules to obtain reimbursement of business amenities. You must also follow these principles:

- You must not mischaracterize payments made to any third party.
- You must not create off-the-books funds or assist any third party in creating off-the-books funds.
- You must not enter into any side letters or side agreements.
- Unless it would be permitted by the End User Special Pricing Policy, you must not provide excessive margins, discounts or rebates to any third party without a business justification, Finance approval, and review by Global Legal Affairs.

### **Money Laundering and Proceeds of Crime**

HP must comply with all applicable laws concerning money laundering. ‘Money laundering’ means the process of hiding the origin of money obtained through crime (the ‘proceeds of crime’) within lawful business activities. It also describes the use of any money to fund terrorism. Anti-money laundering laws help prevent lawful business from being used by criminals to conceal money, and to assist law enforcement agencies to trace and recover the proceeds of crime and terrorist funding.

You must not: participate in acquiring, using, converting, concealing or possessing the proceeds of crime; helping another person to do so; or assisting terrorist financing in any way.

Some “red flags” that may indicate a third party may be involved in money laundering or terrorist financing include:

- Providing false or misleading information.

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- Secrecy concerning the source or ownership of assets.
- Connections to countries identified as non-cooperative with international efforts against money laundering or terrorism.
- Company address is a P.O. Box, not a physical site.
- Use of a shell company.
- Structuring transactions to avoid reporting requirements.
- A request that funds be transferred to an undisclosed third party or in another jurisdiction.
- Transactions that do not make obvious commercial sense.

You should immediately consult with Country Controllershship or your HP Attorney if you suspect that HP is, or risks, participating in a transaction which may involve money laundering or terrorist financing.

### **Mergers and Acquisitions**

Mergers and acquisitions present business opportunities for HP, as well as risks. For example, HP can be held accountable for the actions of an acquired company, so we must conduct anti-corruption due diligence, both prior to and after the acquisition, to evaluate the target company's internal controls and third-party relationships. As part of the integration, HP will begin moving the third-parties onto HP contractual terms and conditions. HP also incorporates the acquired company into our ethics and compliance program and provides training to the acquired company employees as soon as practicable after the acquisition. If you have any questions regarding the anti-corruption risks in mergers and acquisitions, please contact [the Ethics and Compliance Office](#).