

Global Anti-Corruption Policy

Policy Owner: Global Compliance & Integrity

Effective Date: October 16, 2014



I. Purpose

Our Policy is very simple-- we do not tolerate bribery or corruption at LinkedIn. That's because this practice is contrary to our [culture and values](#) which seek to create economic opportunity in our communities and throughout the world. We know that bribery and corruption have the opposite effect. They stifle economic opportunity. We strive to conduct our business with honesty, [integrity](#) and fairness by adhering to the highest ethical standards where ever we operate.

Bribery and corruption are illegal and can result in both criminal and civil liability for LinkedIn and for our employees. Given the serious nature of a violation of this Policy, failure to comply, whether intentionally or not, may lead to disciplinary action up to and including termination.

II. Scope

This Policy applies to LinkedIn and all its subsidiaries. Where appropriate, this Policy is applicable to other affiliates, vendors and consultants. This Policy provides general guidance prohibiting employees, officers and directors, and all those acting for or on LinkedIn's behalf, from offering, paying, soliciting or accepting bribes or kickbacks, or making facilitation payments.

III. We Prohibit Bribery in All Its Forms

This ban applies to:

- a) Giving bribes - Making improper payments, or offering something of value, to secure advantage in obtaining or retaining business or in securing government authorizations, licenses, or receiving favorable treatment;
- b) Accepting bribes - receiving something of value (either directly or indirectly), in return for giving an improper advantage;
- c) Offering unjustified benefits or payments - offers of any form of undue reward, not limited to money, including extravagant trips, entertainment or gifts of significant value, job offers, etc.; and
- d) Using Intermediaries - Using third parties to pay bribes on our behalf. To avoid being held liable for corrupt third party payments, exercise diligence and take all necessary precautions to ensure that your business partners are reputable and qualified.

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IV. Red Flags

In negotiating with vendors you should be aware of "red flags," that may indicate corruption including:

- Unusual payment arrangements;
 - Pressure to make a payment ahead of schedule,
 - Requests for cash payments,
 - Requests to pay by unusual methods such as travelers checks, and
 - Lavish gifts
- History of corruption in the country where you are doing business;
- Refusal by a vendor to contractually agree to comply with anti-corruption laws;
- Unusually high commissions;
- Recommendations by government officials to hire specific vendors;
- Lack of transparency in expenses and accounting records; and
- Lack of qualifications or resources on the part of the vendor to perform the services offered.

In dealings with people outside the company, all of us are expected to remain alert for possible violations of this Policy and to bring such circumstances to the prompt attention of management so that LinkedIn can respond appropriately and expeditiously. Violations should be reported by contacting [Global Compliance & Integrity](#) or LinkedIn's [\[In\]tegrity Helpline](#).

V. Gifts and Entertainment

If permitted by local law and consistent with the monetary thresholds under LinkedIn's Gift and Entertainment Approval Standards ([hyperlink](#)) we may offer and receive reasonable meals and entertainment and small promotional gifts to and from third parties. These expenses must be infrequent, not lavish or extravagant and have a strong business justification.

Exchanges of gifts and entertainment must be exercised with discretion. Depending on their size, frequency and the circumstances in which they are given, gifts and entertainment can be characterized as bribes. Optics matter. The key test is whether gifts and entertainment could be intended, or even be reasonably interpreted, as a reward or encouragement for preferential treatment. If the answer is yes, then such offers would be prohibited at LinkedIn.

All gifts to government officials in excess of the thresholds outlined in the [Gift and Entertainment Approval Standards \(FCPA Policy Management Guidelines\)](#) should be disclosed to the [Head of Global Compliance and Integrity](#) for prior approval.

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VI. Facilitating Payment

Petty corruption remains a problem in many countries and requests for facilitation payments, also known as “grease” payments are not uncommon. LinkedIn does not allow facilitation payments.

In rare situations you might find yourself in a situation where you could suffer great personal hardship if you don’t make a small payment demanded by a government official. For example, if a corrupt customs official were to ask you to pay an extra fee to stamp an exit visa or risk detention; you should exercise good judgment and common sense to protect yourself. If such a payment is made, it should be reported to a supervisor and the Legal Department as soon as possible.

VII. Lobbying

In compliance with local laws, LinkedIn lobbies representatives of various governments. Many governments, including the federal and state governments in the US, regulate the activity of lobbying. Violating these laws can result in significant civil fines or criminal charges against both the individual and LinkedIn.

Lobbying is broadly defined and highly regulated and what might be culturally acceptable and legal in one country might be illegal in another. The use of Company assets for or in aid of political parties or candidates for public office is generally prohibited. You must consult with LinkedIn’s Public Policy team for specific guidance and prior exception approval before engaging in any lobbying activity on behalf of LinkedIn.

VIII. Record Keeping, Accounting Principles, and Audit

LinkedIn keeps records which accurately and fairly reflect all payments, transactions and dispositions of assets that clearly identify the purpose of such events. Great care must be taken to accurately record and not to mischaracterize the reason and type of payments being made to third parties.

LinkedIn audits its records to ensure that financial transactions and payments are made in accordance with LinkedIn policies.

IX. Reporting Violations

We all have an obligation to report activity that we suspect could be illegal, including facilitation payments. Conscious disregard, deliberate ignorance or willful blindness to circumstances is not a defense against criminal liability or disciplinary action.

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If you become aware of any proposed or actual transaction or situation that you believe may violate anti-corruption laws or this Policy, inform your manager, and the Legal Department or [Global Compliance and Integrity](#).

If you have questions about corruption or bribery or need to file a report, you may do so anonymously by using the LinkedIn [\[In\]tegrity Helpline](#). Any persons making a report will not be subject to retaliation for reporting a suspected violation in good faith.

X. Definitions (hyperlink definitions)

Bribery Involves giving or offering money, a gift or something else of value (for example, plane tickets, accommodation, gift cards, scholarships for children of government officials) to someone in business or government in order to obtain or retain an improper commercial advantage or to induce or reward the recipient to act, or refrain from acting, improperly.

Corruption An act done with the intent to give some advantage that is inconsistent with official duty and the rights of others. Corruption can include situations where officials use their position of authority to wrongfully or unlawfully obtain a benefit for themselves or others.

Facilitation Payments Small payments made to government officials intended to expedite or secure the performance of routine governmental actions, such as obtaining a license or a travel visa.

Government The term Government is expansive. Government is not just the formal institutional bureaucracy, but also businesses that are government owned or controlled such as banks, airlines, post offices, utility companies, telecommunications companies, transportation companies, political parties, political candidate election committees, and public international organizations. Make sure you're aware of whether you're dealing with the government and don't hesitate to reach out [Global Compliance & Integrity](#) for guidance.

Government Official A Government Official includes not only government officials and employees but also their families and relatives or anyone acting on behalf of the government. Employees of state-owned enterprises are treated as government officials.

Intermediary An Intermediary is a third party who makes a bribe on your behalf. It is unlawful to make a payment to a third party, while knowing that all or a portion of the payment will go directly or indirectly to a foreign official as a bribe.

Kickback This is a form of bribery which occurs when an individual who is a decision-maker or in a position of influence, receives a payment in return for awarding a contract.

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Knowing The term "knowing" includes conscious disregard or deliberate ignorance. For example, if we hire a vendor with a known history of corrupt practices we could be imputed to have knowledge of corrupt acts.

Lobbying is the process of communicating LinkedIn's point of view and interest in any proposed government action, and attempting to persuade government officials to act in a way that LinkedIn believes is appropriate for its business and public policy. Lobbying does not include routine contact with government officials or employees in connection with normal government processes, such as regulatory audits, applications for permits, and product sales to government agencies.

XI. Contacts

No policy can anticipate every possible situation that might arise. We encourage you to reach out to [Global Compliance and Integrity](#) with any questions- small or large.